

**NBM: 04/2024-2025**

**Date: 17<sup>th</sup> October,2024**

**To,**

**The Board of Directors of,  
Tara Chand Infralogistic Solutions Limited  
(Formerly Tara Chand Logistic Solutions Limited)**

**Sub.: Notice and Agenda of Board Meeting**

Dear All,

This is to inform you that the 4<sup>th</sup> Meeting of the Financial Year **2024-25** of the Board of Directors of Tara Chand InfraLogistic Solutions Limited ("the Company") will be held on **Thursday, 24<sup>th</sup> October, 2024 at 12:00 p.m.** by Video Conferencing (VC) and other Audio Visual Means (OAVM) at Plot No. 342, Industrial Area,Phase-1 ,Chandigarh to consider the following business:

| <b>Sr. No.</b> | <b>Particulars of Notice and Agenda:</b>                                                                                                                                                                                                          |
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| <b>1.</b>      | <b>To take note of the Chairman of the Meeting:</b><br>The members of the Board are hereby requested to take note of Chairman of the Board Meeting of the Company.                                                                                |
| <b>2.</b>      | <b>To grant leave of absence, if any, to the Directors:</b><br>Leave of absence shall be granted to the Directors who have expressed their inability to attend the meeting.                                                                       |
| <b>3.</b>      | <b>To take on record the minutes of previous Board Meeting:</b><br>The members of the Board are hereby requested to confirm the Minutes of the previous meeting.<br><i>(Draft Minutes will be placed at the meeting for the Signature).</i>       |
| <b>4.</b>      | <b>To take on record minutes of the previous committee meetings:</b><br>The members of the Board are hereby requested to confirm the Minutes of the previous meetings of the Committees.<br><i>(Draft Minutes will be placed at the meeting).</i> |
| <b>5.</b>      | <b>To take on record the window closure as per the SEBI (Prohibition of Insider Trading) Regulations, 2015. The Trading Window is closed from 01<sup>st</sup> October 2024 and will be open for trading from 29<sup>th</sup> October,2024 :</b>   |

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|           | <p>The members of the board are hereby informed that with reference to circular no. NSE/CML/2019/11 dated April 02,2019 issued by National Stock Exchange of India Limited ('NSE') the Trading Window for dealing in the securities of the Company has already been closed for all the Designated persons and their immediate relatives of the Company since Tuesday,01<sup>st</sup> October, 2024 till 28<sup>th</sup> October,2024. The same has been intimated to stock exchange and concerned persons. The members of the board are requested to take note of the same.</p>                                                                                                                                                                                                          |
| <b>6.</b> | <b>To take on record other compliances complied by the Company for the quarter and half year and year ended 30th September, 2024:</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
|           | <ul style="list-style-type: none"> <li>a) Filing of Status of Investor Complaints for the quarter ended 30th September, 2024.</li> <li>b) Filing of Reconciliation of Share Capital Audit (PDF &amp; XBRL) for the quarter ended 30th September, 2024.</li> <li>c) Filing of Certificate confirming securities received from the depository participant for dematerialization were confirmed to the depositories by RTA, for the quarter ended 30th September, 2024.</li> <li>d) Filing of Shareholding pattern under Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements ) Regulations, 2015 for the quarter ended 30<sup>th</sup> September, 2024.</li> <li>e) Filing of the Corporate Governance Report for the Quarter ended 30th September, 2024.</li> </ul> |
| <b>7.</b> | <b>To take on record CFO Certificate on half yearly results for the quarter and half year ended 30<sup>th</sup> September, 2024 in pursuance of Regulation 33 of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
|           | <p>As per Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, CFO shall certify that the financial results do not contain any false or misleading statement and the figures do not omit any, material facts. The Members of the Board are requested to take on record the certificate signed by CFO of the Company.</p> <p><i>(Certificate will be placed at the meeting).</i></p>                                                                                                                                                                                                                                                                                                                                                                |
| <b>8.</b> | <b>To discuss on the observations of the Internal Auditor for the quarter and half year ended 30<sup>th</sup> September,2024.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
|           | <p>The members of the Board are hereby requested to review and discuss on the Internal Audit Observations of Ms. Nitika Mahajan (Membership No. 530074), Internal Auditor of the Company for the period July,2024 to September,2024 and to discuss the internal control weaknesses, if any.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| <b>9.</b> | <b>To approve Un-Audited Draft Financial Results (Standalone) for the Quarter and half year ended on 30<sup>th</sup> September, 2024 along with Limited Review Report:</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
|           | <p>The members of the board are hereby informed that, pursuant Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Un-Audited Draft Financial Results (Standalone) of the Company along with Limited Review Report for the quarter and half year ended on 30<sup>th</sup> September, 2024 has to be discussed, reviewed and approved by the board of</p>                                                                                                                                                                                                                                                                                                                                                                                  |

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|            | <p>directors of the Company.</p> <p><i>(Draft of financial results (Standalone) shall be placed at the meeting).</i></p> <p>The members of the Board are requested to pass the following resolution with or without modification(s):</p> <p><b>“RESOLVED THAT</b> the Unaudited Draft Financial Results for the quarter and half year ended September 30, 2024 along with Limited Review Report for the unaudited financial results as recommended by the Audit Committee and placed before the Board be and is hereby approved.</p> <p><b>RESOLVED FURTHER THAT</b> Directors and Company Secretary of the Company be and are hereby jointly/severally authorized to sign such forms/returns, and various documents as may be required to be submitted to the Stock Exchange or such other authorities and to do all the acts, deeds and things which may be necessary to give effect to the above said resolution.”</p> |
| <b>10.</b> | <b>To review the Related Party Transactions entered in the quarter and half year ended on 30<sup>th</sup> September, 2024:</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
|            | The Board to take on record the related party transactions as entered by the Company for the half year ended 30 <sup>th</sup> September, 2024. The Details of the same will be provided in the meeting. The Members of the board are hereby requested to review and take note of the same.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| <b>11.</b> | <b>To take note of review made by the Audit Committee on the Inter-corporate loans and Investments made, if any, in the quarter and half year ended 30<sup>th</sup> September, 2024.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
|            | The members of the Board are hereby requested to take note of the review made by the Audit Committee on Inter-Corporate loans and Investment, if any, made by the Company for the period 01 <sup>st</sup> July,2024 to 30 <sup>th</sup> September, 2024.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| <b>12.</b> | <b>To review the functioning of the whistle blower mechanism and Complaints received, if any during the quarter and half year ended on 30<sup>th</sup> September, 2024 along with Complaints of Sexual Harassment:</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
|            | The Members of the Board are requested to review the Status of Complaints received during the quarter and half year ended 30 <sup>th</sup> September, 2024 under Prevention of Sexual Harassment at Workplace, if any.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
| <b>13.</b> | <b>Take note of submission of report for violation of Code of Conduct under SEBI (Prohibition of Insider Trading) Regulations, 2015 read with SEBI (PIT) (Amendment) Regulations,2020, if any:</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
|            | The Board Members are hereby informed to discuss and take on record submission of report for violation of Code of Conduct under SEBI (Prohibition of Insider Trading) Regulations, 2015 read with SEBI (PIT) (Amendment) Regulations, 2020, if any.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |

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| <b>14.</b> | <b>Take note of statement of deviation or variation for preferential issue :</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
|            | <p>The board members are hereby informed that as per Regulations 32(1), 32(2) and 32(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR Regulations'), a listed entity is, inter alia, required to submit to the stock exchange, a statement of deviation or variation, pursuant to review by the audit committee, on a quarterly basis for public issue, rights issue, preferential issue etc. indicating,</p> <ul style="list-style-type: none"> <li><input type="checkbox"/> deviations, if any, in the use of proceeds of public issue, rights issue, preferential issue etc. and</li> <li><input type="checkbox"/> the category wise variation between projected utilisation of funds and the actual utilisation of funds.</li> </ul> <p>Such statement of deviation or variation is to be submitted till the issue proceeds have been fully utilised or the purpose for which these proceeds were raised has been achieved.</p> <p>The Board members are requested to kindly review and confirm on the statement as approved by the Audit Committee.</p> |
| <b>15.</b> | <b>Discuss and take on record the awards presented to staff by the Company for the period July'24 to September'24:</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
|            | <p>The members of the Board are hereby informed to discuss and take on record the awards presented by the Company to the staff in the quarter ended 30<sup>th</sup> September, 2024.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| <b>16.</b> | <b>Any other item:</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
|            | <p>Any other item of business may be transacted with the permission of the Chairman and with the consent of a majority of the directors present in the Meeting.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |

**Draft of requisite resolution will be placed at the Meeting.**

The link for attending this meeting through Video Conferencing shall be provided to you in advance. In case of any assistance required w.r.t. Video Conference can reach at:

- Ms. Nishu Kansal  
Company Secretary & Compliance Officer  
Email: cs@tarachandindia.in  
Contact:08146668129

Member attending through Video Conferencing shall ensure that no person other than the concerned member is attending shall have access to the proceedings of the meeting.

**For and on behalf of Board of Directors of  
Tara Chand InfraLogistic Solutions Limited  
(Formerly Tara Chand Logistic Solutions Limited)**

**SD/-**

**Nishu Kansal  
Company Secretary & Compliance Officer  
Mem. No.: A33372  
ADD: C/o 342 Industrial Area, Phase I,  
Chandigarh - 160002**