

PART: 1

Dear Members

Namaste! And a very Good Morning to all of You!

I, Nishu Kansal, Company Secretary & Compliance officer of Tara Chand InfraLogistic Solutions Limited (Formerly Tara Chand Logistic Solutions Limited) welcome you all to the 11th Annual General Meeting of Your Company being held today on 30th September, 2023, Saturday at 11:30 am through Video Conferencing.

At the request of the Directors present, I am presiding this meeting.

I would like to mention that the 11th Annual General Meeting of Tara Chand InfraLogistic Solutions Limited being held through Video Conferencing or Other Audio-Visual Means is as per circulars issued by the Ministry of Corporate Affairs and SEBI in this regard and in compliance with the applicable provisions of the Companies Act 2013 and SEBI (LODR) Regulations, 2015 respectively. The venue for this meeting shall be deemed to be the Company's registered office.

Although, by now, most of you have the first- hand experience of joining and participating in the AGM through Video Conference, I would still like to take a few minutes of your time to take you through certain procedural and technical aspects in relation to this meeting;

1) The Company has made all efforts feasible to enable the members to participate at the meeting through the video conferencing facility and vote electronically. The facility of joining the AGM through video conference is being made available to the Members on a 'first come-first-serve' basis.

2) Members attending the AGM through video conference are being counted for the purpose of reckoning the quorum under Section 103 of the Act and as per MCA Circulars.

3) All Members who have joined this meeting are, by default, placed on 'mute' mode by the 'host' to avoid any disturbance or inconvenience arising from the background noise and to ensure smooth and seamless conduct of meeting proceedings.

The Company has provided its members the facility to cast their votes through the remote electronic voting system administered by Linkintime India Private Limited on the businesses proposed to be transacted at this AGM through remote e-voting for the period commencing from September 27, 2023 at 9:00 a.m. (IST) and end on 5:00 p.m. (IST) on September 29, 2023.

4) Members who have not voted earlier through remote e-voting, can cast their votes in the course of the meeting through e-voting facility.

5) The company had given the facility to the Shareholders to express their views/ask questions during the meeting by registering themselves as a speaker by sending their request in advance at least seven(7) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@tarachandindia.in(company email id). The Company had also given the facility that the shareholders who do not wish to speak during the AGM but have queries may send their queries in advance at least seven(7) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@tarachandindia.in and the queries would be suitably replied to by the company by email. I would like to inform that the Company has not received any request for speaker shareholder and also the company has not received any queries from the shareholders.

6) During AGM, if a member faces any technical issues, he/she may contact the Linkintime India Private Limited helpline no. as mentioned in the notice of the AGM.

In the event of any unforeseen eventuality like loss of electricity or internet connection at the venue of the webcast facility the AGM proceedings will be continued by rest of the directors and members of the company.

As per the Companies Act requirement, a requisite quorum of members is present for the meeting. As the quorum is present, I hereby call the meeting to order & we can commence the meeting.

Since there is no physical attendance of the members, the requirement of appointing of proxies is not applicable.

Also, the Company has not received any authorized representations along with board resolutions from corporate shareholders appointing and authorizing representatives under Section 113 of the Companies Act, 2013.

Before we commence the proceedings, I would like to introduce you to our Board members.

Mr. Vinay Kumar, Chairman and Managing Director of your Company has joined through Video Conferencing from the corporate office of your company at Mumbai.

Mr. Ajay Kumar, Whole Time Director of your Company has joined from the registered office of your company at Chandigarh.

Mr. Himanshu Aggarwal, Whole Time Director and CFO of your Company has joined through Video Conferencing from the corporate office of your company at Mumbai.

Ms. Prerna Sandeep Agarwal, Woman Non-Executive director of your company has joined through Video Conferencing from the corporate office of your company at Mumbai.

Mr. Divakar Kapoli Hebbar, Independent director of your Company has joined through Video Conferencing from the corporate office of your company at Mumbai.

Mr. Suresh Kumar Thapar, Independent director of your Company has joined through Video Conferencing from his residence in Noida.

Mr. Sant Kumar Joshi, Independent Director of your Company has joined through Video Conferencing from the registered office of your company at Chandigarh.

Ms. Neelam P Kasni Independent Woman Director of your Company has joined through Video Conferencing from the registered office of your company at Chandigarh.

Mr. Ashok Kumar Goel, Independent director of your Company has joined through Video Conferencing from the Registered office of your company at Chandigarh.

We also have with us representatives from M/s. Sangeet Kumar & Associates, Chartered Accountants, Statutory Auditors of the Company, Ms. Nitika Mahajan –Internal Auditor of the Company and Representatives from M/s AVS & Associates, Company Secretaries, Secretarial Auditors of the Company from Mumbai. All are attending this 11th AGM through Video Conference from their respective locations.

I further confirm that, All the Directors of the Company are present including Chairman of the Audit Committee, Nomination and Remuneration Committee, Stakeholder Relationship Committee and Corporate Social Responsibility Committee of the Company.

Further, Mr. Anand Mukherjee, Partner of AVS & Associates, Company Secretaries of Mumbai is also present at AGM and is acting as scrutinizer for the annual general meeting of the Company. He will scrutinize the votes cast through the e-voting system at the meeting and remote e-voting process in a fair and transparent manner.

The Scrutinizer shall submit his report to the Chairman of the Meeting or any person authorized by him within 2 Working Days of the conclusion of the AGM. The Results declared along with the report of Scrutinizer shall be placed on the website of the Company and on website of Linkintime immediately after declaration of results by the Chairman or person authorized by him in this behalf. The Company shall simultaneously forward the results to National Stock Exchange of India Limited, where the share of the Company is listed.

MoA, AoA and the Register of Directors & KMPs (including their shareholding) maintained under Section 170 and Register of Contract maintained under section 189 of the Companies Act, 2013, are available in electronic mode. Members seeking to inspect such documents can send their request to cs@tarachandindia.in and the same shall be provided as per the timelines as per the Companies Act,2013.

In continuation to company sustainability focus we request all members to register their email address on which future communications or documents can be sent securely and expeditiously. Over 85% of the members have already provided their E-mail ID's. Members are also requested to update their bank detail with their depository participants for smooth transfer of the dividends, declared by the company in future directly to the bank accounts.

The notice convening this meeting along with Annual Report had already been emailed to all shareholders whose email addresses was registered with the Company or with depository participant through email in compliance with the directions issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India in this regard and the same are taken as read.

The Members are hereby informed that, there are no qualifications or observations in the reports of the Auditors except Secretarial Auditors which are self-explanatory and management reply or view on the same are mentioned in the Annual Report of the company and hence report of the Auditors taken as read.

Now I will take you through the agenda items. There are total 3 agenda items for shareholders approval, 2 items as Ordinary business which are as follows:

ORDINARY BUSINESS REQUIRED ORDINARY RESOLUTION:

- 1.To consider and adopt the audited financial statement of the Company for the financial year ended 31st March, 2023 together with the Reports of the Board of Directors and the Auditors thereon.
- 2.To appoint Director in place of Mr. Ajay Kumar (DIN: 00151477), who retires by rotation and, being eligible, offers himself for re-appointment.

There is 1 other agenda item which is special business as follows:

SPECIAL BUSINESS:

- 1.To consider the Change in the designation of Mr. Himanshu Aggarwal (DIN:01806026), from Executive Director to Whole Time Director of the company along with their remuneration for the period of three years to be passed as **Special Resolution**.

The Explanatory statements pursuant to the resolutions are already set out in the notice of the 11th AGM and are being considered as read and not being repeated.

Since the AGM is being held through video conference and resolutions mentioned in the notice convening this AGM have been already put to vote through remote e-voting, there will be no proposing and seconding of resolutions.

Without any further ado

I now request, Chairman of the Meeting, Mr. Vinay Kumar, to take forward the proceedings.

Then the Chairman shall read his speech.

A Very Good Morning to all the Shareholders of our Company. Thank You Ms. Nishu for your kind introduction.

On behalf of the entire Board of Tara Chand InfraLogistic Solutions Ltd, I welcome all our shareholders along with other members of our Board, Statutory Auditors, PCS and other associates to the company's 11th Annual General Meeting. During the past year, our team worked really hard, and I'm proud of what we've accomplished. I'm happy to tell you that your company delivered the best results in its history. The details will be outlined by our Director & CFO, Himanshu Aggarwal shortly.

As we move forward, our vision remains clear – to be at the forefront of India's infra-logistic solutions. We are investing in the latest machinery, training our workforce, and strengthening our partnerships to ensure we are well-equipped for the future. I am confident that with our collective efforts, your company will continue to set benchmarks in the industry.

*In conclusion, I would like to express my heartfelt gratitude to our shareholders, clients, associates and team members for their support and trust. Together, we will build a brighter and more successful future.
Thank You!*

I now request Mr.Himanshu Aggarwal, Director and CFO of the Company to take you through the phenomenal financials of the Company for the F.Y. 2022-23.

Words from CFO

After his speech Mr.Himanshu Aggarwal will say that ----- I now request Ms. Nishu Kansal, Company Secretary to continue meeting.

PART 2

After Chairman Speech, Ms. Nishu Kansal continue the Meeting with the following:

Thank you Sir .Taking the proceedings forward I would like to convey that since the Company has not received any speaker shareholder, we take the proceedings further and now I request the *members* to note that the e-voting facility will remain open for the next 15 minutes to enable the Members to cast their vote. Mr. Anand Mukherjee, Practicing Company Secretary, have been appointed as the Scrutinizer for this Meeting.

The results would be announced within 02 Working days of conclusion of this Meeting and the same would be intimated to the Stock Exchanges and uploaded on website of the Company and Linkintime India Private Limited. The requisite quorum was present throughout the meeting.

With this we come to the end of the meeting. The e-voting will continue to be open for the next 15 minutes to enable those members who have not casted their vote and would like to cast their vote.

My sincere thanks go out to the shareholders for attending the Meeting and for their continued support . I also thank the Directors, statutory auditors, secretarial auditors, internal auditor for joining the Meeting remotely. I would also like to thank the Registrar & Share Transfer Agent, Linkintime India Private Limited our e-voting agency, scrutinizer and all the others involved in this AGM for their continued support for making this grand event a success.

I hereby declare the proceedings as closed and concluded on completion of e-voting by members.

We would appreciate your permission to conclude the meeting, and for me and the other Board members to take your leave. I wish all shareholders a wonderful day.

THANK YOU VERY MUCH

The Chairman along with the Board Members will leave the Meeting.

A countdown of 15 minutes to be displayed on the screen