

Company Secretary

Namaste !
Good morning, Ladies and Gentlemen,

I, Nishu Kansal Company Secretary & Compliance Officer of Tara Chand InfraLogistic Solutions Limited (Formerly Tara Chand Logistic Solutions Limited) welcome you all to the 12th Annual General Meeting of Your Company being held today i.e. on 25th July, 2024, Thursday at 11:30 am through Video Conferencing facilitated by Linkintime India Private Limited.

This meeting is being held in terms of the relevant 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.. We have made all efforts to enable the shareholders to participate through Video Conference and smoothly vote at the AGM.

Further, we have members present in the meeting complying with the requirement of requisite quorum under the Companies Act, 2013. and, therefore, I call the Meeting to order.

Before we start the main proceedings of the meeting, I would request the Board members, all of whom are present with us here today to introduce themselves I will first request the Chairman sir i.e. Mr. Vinay Kumar to start with the same.

(Company Secretary to call out names of the Directors/KMPs in the order mentioned below, one by one. Each Director/KMP will appear to greet the Shareholders.)

Mr. Vinay Kumar , Managing Director of your Company.

(Mr. Vinay Kumar to introduce himself)

Good morning, shareholders.

I am Vinay Kumar, Managing Director of the Company. I am attending this meeting from the Corporate Office of the Company at Navi Mumbai. I welcome you all to the 12th Annual General Meeting of the Company. Thank you.

Mr.Himanshu Aggarwal, Whole Time Director and Chief Financial Officer of the Company of your Company.

(Mr. Himanshu Aggarwal to introduce himself)

Good morning, shareholders.

I am Himanshu Aggarwal ,Whole Time Director and Chief Financial Officer of the Company. I am attending this meeting from the Corporate Office of the Company at Navi Mumbai. I welcome you all to the 12th Annual General Meeting of the Company. Thank you.

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	<p>Mr Suresh Kumar Thapar , Independent Director of your Company <i>(MrSuresh Kumar Thapar to introduce herself)</i> Good morning, I am Suresh Kumar Thapar , Independent Director of the Company, and also the Chairman of the Audit Committee attending the meeting from Dehradun through Video Conference .</p> <p>Ms.Anju Mohanty Independent (Additional)Director of your Company <i>Ms. Anju Mohanty to introduce herself)</i> Good morning, I am Anju Mohanty Independent (Additional)Director of the Company, and attending the meeting from Bangalore through Video Conference .</p> <p>MrAjay Kumar , Whole-time Director of your Company <i>(Mr. Ajay Kumar to introduce himself)</i> Good morning, I am Mr.Ajay Kumar , Whole-time Director of the Company, and attending the meeting from the Registered Office of the Company.</p> <p>Ms. Neelam Pradeep Kasni Independent Director of your company <i>(Ms. Neelam Pradeep Kasni to introduce herself)</i> Good morning, I am Ms.Neelam Pradeep Kasni Independent Director of your company and also the Chairman of the Stakeholder Relationship Committee and attending the meeting from the Registered Office of the Company.</p> <p>Mr.Ashok Kumar Goel Independent Director of your company <i>(Mr.Ashok Kumar Goel to introduce himself)</i> Good morning, I am Mr.Ashok Kumar Goel Independent Director of your company and also the Chairman of the Nomination and Remuneration Committee and attending the meeting from the Registered Office of the Company.</p> <p>M. Nishu Kansal, Company Secretary of your Company <i>(Ms. Nishu Kansal to introduce herself)</i> Good morning, I am Nishu Kansal, Company Secretary, and attending the meeting from the Registered Office of the Company.</p>
Company Secretary	<p>Further, we also have with us - Mr. Sangeet Kumar and Mr. Dheeraj Garg Partner of Sangeet Kumar & Associates, our Statutory Auditors and Mr. Anand Mukherjee, Partner of AVS & Associates, our Secretarial Auditors and Scrutinizer of the e-voting process for this AGM. Ms. Nitika Mahajan, Internal Auditor of the Company.</p>

Further taking the meeting forward although most of you have the first-hand experience of joining and participating in the meeting through Video Conference, still 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 tied up with Linkintime India Private Limited to provide the facility for voting through remote e-voting, e-voting during the AGM, and participation in the AGM through video conference.
2. The facility of joining the AGM through video conference being made available to the Members on a 'first come-first-serve' basis.
3. Participation of Members through video conference is being recorded as a statutory requirement.
4. Members attending the AGM from the venue and through video conference are being counted for the purpose of reckoning the quorum under Section 103 of the Act and as per MCA Circulars.
5. As the AGM is being held through Video Conference, the facility for appointment of proxies by the members is not applicable.
6. The Register of Directors & KMPs and their shareholding maintained under Section 170 and the Register of Contract maintained under Section 189 of the Companies Act, 2013 are available with the company and the members seeking to inspect such documents can send their request to the Company's official email ID.
7. During AGM, if a member faces any technical issues, they may contact the helpline no. mentioned in the Notice of the AGM.
8. 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.
9. To start speaking, the shareholder is requested to click the video 'on' button only once and wait till the video is on. If the shareholder is not able to join through video for any reason, the shareholder can speak through audio mode.
10. While speaking, we would request the speaker to -
 - (a) Use earphones so that he or she is clearly audible,
 - (b) Minimize any noise in the background,
 - (c) Ensure that Wi-Fi is not connected to any other device(s),
 - (d) No other background applications are running and
 - (e) There is proper light to have a good video experience.

	<p>11. The Remote e-voting facility was made available to all Members holding shares as on the cut-off date i.e. Thursday, July 18, 2024, during the period commencing from 09:00 AM IST on Monday, July 22, 2024 till 5 PM IST on Wednesday, July 24, 2024. Remote e-voting has been blocked on July 24, 2024, at 05:00 PM.</p> <p>12. Members who have not cast their vote earlier through remote e-voting, can cast their votes now during the meeting through the e-voting facility provided By Linkintime India Private Limited.</p> <p>13. The members who have cast their vote by remote e-voting prior to the meeting cannot cast their vote again.</p> <p>14. Since the AGM is being held through video conference and resolutions mentioned in the Notice convening this AGM has been already put to vote through remote e-voting, hence, there will be no proposing and seconding of the resolutions.</p> <p>15. 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.</p>
	<p>Further the Notice for convening this meeting and a copy of the Annual Report for the financial year ended March 31, 2024, has already been circulated to members of the Company electronically.</p> <p>With your permission, I shall take them as read.</p> <p>Members are informed that there are no qualifications in the reports of the Statutory Auditors, and therefore Audit Report is taken as read.</p> <p>The Members are hereby informed that there is an observation in the report of the Secretarial Auditors which is self-explanatory and management reply or view on the same is mentioned in the Annual Report and hence, the report of the Secretarial Auditors taken as read.</p> <p>Now we may take up the items as per the agenda.</p> <p>There are 08 agenda items for shareholders' approval out of which 2 items pertain to Ordinary Business and 6 items belong to Special Business as follows:</p>

ORDINARY BUSINESS:

1. Adoption of Audited Financial Statements for the financial year ended March 31, 2024
2. Re-Appointment of Mr. Himanshu Aggarwal as a Director, liable to retire by rotation, who has offered himself for reappointment.

SPECIAL BUSINESS:

3. Re-Appointment of Mr. Vinay Kumar(DIN: 00151567) as Managing Director of the Company.
4. Re-Appointment of Mr. Ajay Kumar(DIN: 00151477) as Whole Time Director of the Company.
5. Authorizing the Board of Directors of the Company to create charges on assets of the Company for an amount not exceeding Rs. 350 Crores (Rupees Three Hundred and Fifty Crores Only).
6. Appointment of Ms. Anju Mohanty as an Independent Director of the Company.
7. Approval for sub-division /Split of Equity shares of the Company.
8. Approval for alteration of the Capital Clause of the Memorandum of Association of the Company.

The Explanatory statements pursuant to the resolutions are already set out in the notice of the 12th AGM and are being considered as read.

Further, 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.

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. (Given separately)

Chairman	Chairman Speech <i>"MD to deliver the MD's Speech".</i> Thank you. I would request Mr. Himanshu Aggarwal, Whole Time Director and Chief Financial
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	Officer ('CFO') of the Company, to take over the further proceedings.
Himanshu Aggarwal	<p><i>Whole Time Director and CFO to deliver his speech.</i></p> <p>After his speech he will say that ----- I now request Ms. Nishu Kansal, Company Secretary to continue with the meeting.</p>
Company Secretary	<p>Now members are requested to note that voting on the Instavote platform of Linkintime India Private Limited will continue to be available for the next 15 minutes to enable the members to cast their votes. Therefore, Members who have not cast their votes yet are requested to do so.</p> <p>Mr. Anand Mukherjee, Practicing Company Secretary, has been appointed as the Scrutinizer for this Meeting.</p> <p>The results would be announced within 2 working days of conclusion of this Meeting and the same would be intimated to the Stock Exchange and uploaded on website of the Company and Linkintime India Private Limited. The requisite quorum was present throughout the meeting.</p> <p>I am grateful to all our shareholders for attending this Meeting and for your continued support.</p> <p>I thank the Board of Directors & Auditors of the Company for joining this Meeting.</p> <p>With this, I declare the meeting as concluded and wish all the shareholders a great association with the company in the near future.</p> <p>I along with the secretarial team will be online for some more time until the e-voting concludes.</p> <p>Thank you very much!</p> <p><i>The Chairman along with the Board Members will leave the Meeting.</i></p> <p><i>A countdown of 15 minutes is to be displayed on the screen.</i></p>