



TAI INDUSTRIES LIMITED

CIN: L01222WB1983PLC059695
 53A, Mirza Ghalib Street, 3rd Floor, Kolkata - 700 016
 Ph No.: (033) 4041 6666; Fax: (033) 22497319
 E-mail: info@taiind.com; Website: www.taiind.com

NOTICE

NOTICE is hereby given that the 41st Annual General Meeting of the Members of **Tai Industries Limited** will be held on **28th September, 2024 at 3:30 P. M.** (IST) through Video Conferencing (VC) / Other Audio Visual Means(OAVM), to transact the following business:

Ordinary Business

1. Adoption of Financial Statements:

To receive, consider and adopt the Audited Financial Statement of the Company for the year ended 31st March, 2024, and the Reports of the Directors and the Auditors thereon and to pass the following Resolution as an Ordinary Resolution:

"RESOLVED THAT the Audited Financial Statement of the Company for the year ended 31st March, 2024, and the Reports of the Directors and the Auditors thereon, placed before this Meeting be and are hereby considered and adopted."

2. Re-Appointment of Mr. Wangchuk Dorji (DIN: 00296747) as a Whole-Time Director, liable to retire by rotation:

To appoint Mr. Wangchuk Dasho Dorji (DIN: 00296747), Director retiring by rotation and eligible for reappointment, by passing the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Wangchuk Dorji (DIN: 00296747), who retires by rotation at this Meeting under Article 72(ii) of the Articles of Association of the Company, be and is hereby reappointed as Director of the Company."

SPECIAL BUSINESS:

1. Regularization of Additional Non – Executive - Independent Director of Mr. Abhrajit Dutta (DIN: 00546556) as a Director of the Company.

To consider and, if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 161(1), 149 and 150 of the Companies Act, 2013 read with Schedule IV of the companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and subject to such approvals, consent, sanctions and permissions from any permissions from appropriate authorities as may be necessary and subject to the approval of the shareholders at the Annual General Meeting by way of ordinary resolution, **Mr. Abhrajit Dutta**, having **DIN: 00546556** who has given his consent to act as an Independent Director, be and is hereby appointed as an Independent Director of the company for a period of Five years up to 5 (five) consecutive years commencing from 12/08/2024 (both inclusive), and shall not be liable to retire by rotation."

"RESOLVED FURTHER THAT any of the Directors, be and are hereby authorized to file e-Form No. DIR-12 with the Registrar of Companies, and also do all the acts, deeds and things which are necessary for the appointment of aforesaid person as director of the Company."



2. Regularization of Additional Non – Executive - Independent Director of Mr. Omar Mubashir Kidwai, (DIN: 10723936) as a Director of the Company.

To consider and, if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 161(1),149 and 150 of the Companies Act, 2013 read with Schedule IV of the companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and subject to such approvals, consent, sanctions and permissions from any permissions from appropriate authorities as may be necessary and subject to the approval of the shareholders at the Annual General Meeting by way of ordinary resolution, **Mr. Omar Mubashir Kidwai, having DIN: 10723936** who has given his consent to act as an independent director, be and is hereby appointed as an Independent Director of the company for a period of Five years up to 5 (five) consecutive years commencing from 12/08/2024 (both inclusive) and shall not be liable to retire by rotation."

RESOLVED FURTHER THAT any of the Directors, be and are hereby authorized to file e-Form No. DIR-12 with the Registrar of Companies, and also do all the acts, deeds and things which are necessary for the appointment of aforesaid person as director of the Company."

3. Regularization of Additional Non – Executive - Independent Director Ms. Sucharita Moitra, (DIN: 10736947) of the Company.

To consider and, if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 161(1),149 and 150 of the Companies Act, 2013 read with Schedule IV of the companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and subject to such approvals, consent, sanctions and permissions from any permissions from appropriate authorities as may be necessary and subject to the approval of the shareholders at the Annual General Meeting by way of ordinary resolution, Ms. Sucharita Moitra, (DIN: 10736947) who her given his consent to act as an independent director, be and is hereby appointed as an Independent Director of the company for a period of Five years up to 5 (five) consecutive years commencing from 12/08/2024 (both inclusive) and shall not be liable to retire by rotation."

"RESOLVED FURTHER THAT any of the Directors, be and are hereby authorized to file e-Form No. DIR-12 with the Registrar of Companies, and also do all the acts, deeds and things which are necessary for the appointment of aforesaid person as director of the Company."

By Order of the Board

Snigdha Khetan
Company Secretary
(ACS-55079)

Place: Kolkata
Date: 12th August, 2024



Notes:

1. In view of COVID-19 pandemic, social distancing norms and restrictions on movement of persons at several places in the country and pursuant to General Circular Nos.14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022, 10/2022 and 11/2022 dated April 8, 2020, April 13,2020, May 5, 2020, January 13, 2021, December 08,2021, December 14,2021, May 05,2022 and December 28,2022 respectively issued by the Ministry of Corporate Affairs('MCA') (collectively referred to as 'MCA Circulars')and Circular Nos. SEBI/HO/CFD/ CMD1/CIR/P/2020/79 and SEBI/HO/CFD/ CMD2/ CIR/P/2021/11 dated May 12, 2020 and January 15, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13,2022 and SEBI /HO/CFD/PoD-2/P/CIR/2023/ 4 dated January 5,2023 issued by the Securities and Exchange Board of India (collectively referred to as 'SEBI Circulars') permitted the holding of the Annual General Meeting ('AGM') through VC/OAVM, without the physical presence of the Members in compliance with the provisions of the Companies Act, 2013 ('the Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('the Listing Regulations'), MCA Circulars and SEBI Circulars, the AGM of the Company is being held through VC/ OAVM which does not require physical presence of members at a common venue. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the AGM. The Link Intime India Private Limited ("LI IPL") will be providing facility for voting through remote e-voting, for participation in the AGM through VC facility and e-voting during the AGM. The procedure for participating in the AGM through VC is explained hereunder and is also available on the website of the Company at **www.taiind.com**
2. The 41st AGM of the Company shall be conducted in accordance with the said circulars of MCA, SEBI and applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) through VC/OAVM.
3. Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the Annual General Meeting and hence the Proxy Form and Attendance Slip are not annexed to the Notice.
4. The Company has engaged the services of Link Intime India Private Limited (LI IPL) for providing facility for voting through remote e-voting, participation in the AGM through VC / OAVM facility and e-voting during the AGM. The procedure for participating in the meeting through VC / OAVM is explained at Note No.13 below and is also available on the website of the Company at **www.taiind.com**.
5. Voting can be exercised only by the concerned Member or his/her duly constituted attorney or, in case of bodies corporate, its duly authorised person. A Member need not use all his/her votes.
6. Institutional / Corporate Members are requested to send a scanned copy (PDF / JPEG format) of the Board Resolution authorising its representatives to attend and vote at the AGM, pursuant to Section 113 of the Act, to Link In time India Private Limited at **instameet@linkintime.co.in**
7. The Register of Members of the Company will remain closed from 22nd September 2024 to 28th September, 2024 both days inclusive.
8. Since the AGM will be held through VC/OVAM, the Route Map is not annexed to this Notice.
9. Brief resume of Directors / persons proposed to be appointed / reappointed as stipulated under Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standards issued by the Institute of Company Secretaries of India is annexed hereto.



ELECTRONIC DISPATCH OF ANNUAL REPORT AND PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING COPY OF ANNUAL REPORT:

10. The Notice of the Annual General Meeting along with the Annual Report for the financial year 2023 -2024 is being sent only by electronic mode to those Members whose email addresses are registered with the Company/Depositories in accordance with the aforesaid MCA Circulars and the Circular issued by SEBI dated May 12, 2020. Members may note that the Notice of Annual General Meeting and Annual Report for the financial year 2023-2024 will also be available on the Company's website at www.taiind.com, website of BSE Limited at www.bseindia.com. Members can attend and participate in the Annual General Meeting through VC/OAVM facility only.
11. Members attending the meeting through VC/OAVM shall be counted for the purposes of reckoning the quorum under Section 103 of the Companies Act, 2013.
12. Registration of email ID and Bank Account details:

In case the shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent "RTA"/Depositories, log in details for e-voting are being sent on the registered email address. In case the shareholder has not registered his/her/their email address with the Company/its RTA/Depositories and or not updated the Bank Account mandate for receipt of dividend, the following instructions are to be followed:

(i) For shares held in physical mode:

- a) Advise any change in their address or bank mandates to the Company/Company's Registrar and Transfer Agent, Link In time India Private Limited. The notification of change of address should be accompanied by the address proof, i.e., voter's identity card, electric/telephone bill, driving licence or a copy of the passport or bank statement of the member OR
- b) Log into the website of our RTA, Link In time India Private Ltd., at www.linkintime.co.in under Investor Services > Email/Bank detail Registration. Fill in the details and upload the required documents and submit.

(ii) For Shares held in Demat mode:

The shareholder may please contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.

13. Remote e-voting Instructions for shareholders post change in the Login mechanism for individual shareholders holding securities in demat mode, pursuant to SEBI circular dated December 9, 2020:
 - a) In terms of SEBI circular dated December 9, 2020 on e-voting facility provided by the Listed Companies, Individual shareholder holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depositories participants. Shareholders are advised to update their mobile number and email id in their demat accounts in order to access e-Voting facility.
 - b) Login method for Individual shareholders holding securities in demat mode is given below:

A. Individual Shareholders holding securities in demat mode with NSDL

1. Existing IDeAS user can visit the e-Services website of NSDL viz... <https://eservices.nsdl.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.



2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nSDL.com> Select "Register Online for IDeAS Portal" or click at <https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp>
3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://eservices.nSDL.com> either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

B. Individual Shareholders holding securities in demat mode with CDSL

1. Existing users who have opted for Easi / Easiest, can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasi/home/login> or www.cdslindia.com and click on New System Myeasi.
2. After successful login of Easi/Easiest the user will be able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>.
4. Alternatively, the user can directly access e-Voting page by providing demat account number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

C. Individual Shareholders (holding securities in demat mode) login through their depository participants

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

Login method for Individual shareholders holding securities in physical form is given below:

Individual Shareholders of the company, holding shares in physical form as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
2. Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details: -
 - A. **User ID:** Shareholders holding shares in **physical form shall provide** Event No + Folio Number registered with the Company.
 - B. **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
 - C. **DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)



- D. Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
- * Shareholders/ members holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above
 - ▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
 - ▶ Click "confirm" (Your password is now generated).
 - 3. Click on 'Login' under '**SHARE HOLDER**' tab.
 - 4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on '**Submit**'.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select '**View**' icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option '**Favour / Against**' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).
4. After selecting the desired option i.e. Favour / Against, click on '**Submit**'. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes**', else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as '**Custodian / Mutual Fund / Corporate Body**'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the '**Custodian / Mutual Fund / Corporate Body**' login for the Scrutinizer to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 - 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

LOGIN TYPE	HELP DESK DETAILS
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at Toll Free No.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43.



Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%&), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate):

Your User ID is Event No + Folio Number registered with the Company

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participant's website.

- ▶ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ▶ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ▶ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event"

c) General guidelines for shareholders :

- a) Institutional shareholders (i.e. other than individuals, HUF, NRI, etc) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. with attested specimen signature of the duly authorised signatory (ies) who are authorized to vote, to the Scrutiniser by email: tchatterjeeassociates@gmail.com.
- b) It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

d) Instruction for members for e-voting on the day of the AGM are as follows:

Once the electronic voting is activated by the scrutinizer/moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote".
2. Enter Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet and click on 'Submit'.
3. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/Against as desired and having decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.



6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

- Shareholders / Members, who will be present at the Annual General Meeting through Insta Meet facility and who have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the Meeting.
- Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the Meeting.

Instruction for members for attending the AGM through VC/OAVM are as under

- Open the Internet browser and launch the URL: <https://instameet.linkintime.co.in>

- Select the "Company" and "Event Day" and register with your following details.

I. Demat No OR Folio No. Enter your 16 Digit demat number or Folio No.

II. Shareholders /members holding shares in physical form shall provide Folio Number registered with the Company.

III. PAN: Enter 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN) with the Depository Participant (DP) /Company shall use the sequence number provided to you, if applicable.

IV. Mobile Number: Enter your mobile number.

V. Email Id :Enter your email id ,as recorded with your DP/Company

-Click "Go to meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).

e) Procedure to raise question/seek clarification with respect to Annual Report

Shareholders /Members who would like to express their views /ask questions during the Meeting may register themselves as speaker by sending their request mentioning their name, demat account number /folio number, email id, mobile number at agm@taiind.com, 3 days in advance.

f) Instruction for Shareholders /Members to Speak during the Annual General Meeting through Insta Meet

- Shareholders/Members who would like to speak during the meeting must register their request 3 days in advance with the Company on the specific email id created for the general meeting.
- Shareholder will get the confirmation on first cum first serve basis depending upon the provisions made by the client.
- Shareholder will receive "speaking serial number" once they mark attendance for the meeting.
- Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
- Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting /management will announce the name and serial number for speaking.

Shareholders /Members who would like to ask questions, may send their questions well in advance mentioning their name, demat account number /folio number, email id, mobile number at agm@taiind.com. The same will be suitably replied by the company.

Note:

Those shareholders/members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the Annual General Meeting.



Shareholders/ Members are allowed to use camera and are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

- g) Further members will be required to use internet with a good speed to avoid any disturbance during the meeting.
- h) Please note that participants connecting from Mobile Devices or Tablets or through Laptop connection via Mobile Hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- i) The Members can join the AGM in VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1,000 members on first come first basis. This will not include large shareholders (Shareholders holding 2% or more shareholdings, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc., who are allowed to attend the AGM without restriction on account on first come first serve basis .
- j) The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- k) Shareholders / Members , who will be present in the AGM through InstaMEET facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so , shall be eligible to vote through e-Voting facility during the meeting. Shareholders /Members who have voted through Remote e-Voting prior to the AGM will be eligible to attend/participate in the AGM through Insta Meet. However, they will not be eligible to vote again during the meeting.

GENERAL INFORMATION:

14. The Company is registered with National Securities Depository Ltd. ('NSDL'), and Central Depository Services (India) Ltd. ('CDSL'), for dematerialization of its Equity Shares which has been allotted the ISIN INE358D01018. Link IntimeIndia Private Limited, having their office at C 101 247, Park, L.B.S .Marg Vikroli (West) Mumbai 400 083 are the Registrar and Share Transfer Agents of the Company.
15. To support the "Green Initiative in Corporate Governance" of Ministry of Corporate Affairs, for paperless compliances by companies, members are requested to register their e-mail addresses, in respect of their holdings in the securities of the Company, for service of notice/documents including Annual Reports by the Company by email. Duly signed by the sole/first named shareholder, mentioning his name and Folio number. Members are requested to keep the Company/Depository Participants informed as and when there is any change in their e-mail addresses. Even after registering for e- communication, the Shareholders of the Company shall be entitled to receive such communication in physical form, upon request.
16. Members are requested to:
 - a. Communicate on all matters pertaining to their shareholdings with the Company's Registered Office/Company's Registrar, quoting their respective Ledger Folio Number(s)/ Client ID(s) and DPID(s);
 - b. Note that as per provisions of the Companies Act, 2013, facility for making / varying / cancelling nominations is available for shareholders in respect of Equity Shares held by them. The relevant Forms can be obtained from the Company's Registrars.
17. Pursuant to SEBI Circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated April 20, 2018, Members are hereby requested to update their PAN and Bank details with the Share Department of the Company / Registrar and Share Transfer Agent



18. For registration of transfer of securities, the transferee(s) as well as transferor(s) shall furnish a copy of their PAN card to the Company as well as the Registrar for registration of transfer of securities.
19. As mandated by SEBI effective from April 1, 2019, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in dematerialized form with a depository. Intimations have been sent to all Shareholders holding Shares in physical mode that as per revised regulation 40 of the SEBI (LODR) Regulations, 2015, shares will no longer be transferred in physical mode. Shareholders are therefore requested to dematerialise their existing shares in physical form. In this regard SEBI has also clarified as follows:
 - a) The above decision does not prohibit the investor from holding the shares in physical form; investor has the option of holding shares in physical form even after April 01, 2019.
 - b) Any investor who is desirous of transferring shares (which are held in physical form) after April 01, 2019 can do so only after the shares are dematerialized.
 - c) The transfer deed(s) once lodged prior to deadline and returned due to deficiency in the document may be re-lodged for transfer even after the deadline of April 01, 2019.

PROCEDURE FOR INSPECTION OF DOCUMENTS:

20. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which the directors are interested, maintained under section 189 of the Act will be made available electronically for inspection by the members during the AGM upon login at Link Intime e-voting system at <https://instameet.linkintime.co.in>. All the documents referred to in the notice will also be made available for electronic inspection without any fees by the members from the date of circulation of this notice up to the date of the AGM i.e. 28th September 2024 during business hours. Members seeking to inspect such documents may send their request on the email id agm@taiind.com from their registered e-mail address mentioning their folio numbers /demat account numbers, at least 1 working day before the date on which they intend to inspect the document.

OTHERS:

21. The Notice for the Meeting and the Annual Report 2023-2024 will also be available on the Company's website at <http://www.taiind.com> and at the website of Link Intime India Pvt. Ltd, at <https://instavote.linkintime.co.in>
22. The e-voting period shall commence on 25th September, 2024, at 9.a.m. and ends on 27th September, 2024 at 5.00 p.m. Once the vote on a resolution is cast by a shareholder it cannot be changed subsequently.
23. Voting shall be reckoned in relation to a shareholder's holding of the Paid-up Equity Share Capital of the Company as on 21st day of September, 2024 ("cut-off date"). Any person who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as on 21st day of September, 2024 may obtain the login ID and password by following the instructions for remote e-voting.
24. Any query relating to the Resolutions and e-Voting proposed to be passed at the ensuing Annual General Meeting (AGM) may be addressed to the Company Secretary of the Company.
25. The Company has appointed Ms. Binita Pandey (Membership No ACS 41594) and failing her Ms. Sumana Mitra (Membership No ACS 43291) of M/s T. Chatterjee & Associates, Company Secretaries (FRN No.-P2007WB067100), as scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner. The firm's e-mail address is csbinita.tcs@gmail.com/tchatterjeeassociates@gmail.com.
26. The Scrutinizer shall, immediately after the conclusion of the Meeting, first count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-Voting in the presence of at least two witnesses not in the employment of the Company and, not later than 48 hours from the conclusion of the Meeting, submit a



Scrutinizer's Report of the vote cast in favour or against, if any, to the Chairman or in his absence to any other person authorised by the Board.

27. The Results declared together with the Scrutinizer's Report shall be placed on the Company's website at www.taiind.com and on the website of Link Intime India Pvt. Ltd, at <https://instavote.linkintime.co.in> within forty eight hours of conclusion of the Meeting and communicated to the Stock Exchanges.

Explanatory Statement in terms of Section 102 of the Companies Act, 2013

1. Regularization of Additional Non - Executive - Independent Director Mr. Abhrajit Dutta (DIN: 00546556) of the Company.

Mr. Abhrajit Dutta (DIN: 00546556) was appointed as an Additional Non - Executive - Independent Director of the company on 12/08/2024 in terms of Section 161(1), 149 and 150 of the Companies Act, 2013 in the category of 'Non-Executive Independent' in terms of the Companies Act, 2013. **Mr. Abhrajit Dutta (DIN: 00546556)**, an Additional Director holds the office up to the date of the ensuing Annual General Meeting of the Company or the last date on which annual general meeting should have been held, whichever is earlier.

Mr. Abhrajit Dutta (DIN: 00546556) is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Act and has given his consent to act as Director (in the category of Independent Director).

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail services of **Mr. Abhrajit Dutta (DIN: 00546556)** as an Independent Director.

In order to ensure compliance with the provisions of Sections 149 and 152 of the Companies Act, 2013 read with Rules made there under and Schedule IV of the Act, it is proposed that approval of the shareholders be accorded for the appointment of **Mr. Abhrajit Dutta (DIN: 00546556)** as 'Non-executive Independent Director' for a term up to 5 (five) consecutive years commencing from 12/08/2024 (both inclusive).

Accordingly, the Board of Directors recommends the passing of the above resolution as an Ordinary Resolution as set out in the item no. 1 of the notice for appointment of **Mr. Abhrajit Dutta (DIN: 00546556)**

Save and except **Mr. Abhrajit Dutta (DIN: 00546556)**, Independent Director, being an appointee, none of the other Directors/Key Managerial Personnel and their relatives is in any way interested or concerned financially or otherwise, in the Resolution set out in the notice.

2. Regularization of Additional Non - Executive - Independent Director Mr. Omar Mubashir Kidwai, (DIN: 10723936) of the Company.

Mr. Omar Mubashir Kidwai, (DIN: 10723936) was appointed as an Additional Non - Executive - Independent Director of the company on 12/08/2024 in terms of Section 161(1), 149 and 150 of the Companies Act, 2013 in the category of 'Non-Executive Independent' in terms of the Companies Act, 2013. **Mr. Omar Mubashir Kidwai, (DIN: 10723936)**, an Additional Director holds the office up to the date of the ensuing Annual General Meeting of the Company or the last date on which annual general meeting should have been held, whichever is earlier.

Mr. Omar Mubashir Kidwai, (DIN: 10723936) is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Act and has given his consent to act as Director (in the category of Independent Director).

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail services of **Mr. Omar Mubashir Kidwai, (DIN: 10723936)** as an Independent Director.

In order to ensure compliance with the provisions of Sections 149 and 152 of the Companies Act, 2013 read with Rules made there under and Schedule IV of the Act, it is proposed that approval of the shareholders be accorded for the appointment of **Mr. Omar Mubashir Kidwai, (DIN: 10723936)** as 'Non-executive Independent Director' for a term up to 5 (five) consecutive years commencing from 12/08/2024 (both inclusive).



Accordingly, the Board of Directors recommends the passing of the above resolution as an Ordinary Resolution as set out in the item no. 2 of the notice for appointment of **Mr. Omar Mubashir Kidwai, (DIN: 10723936)**

Save and except **Mr. Omar Mubashir Kidwai, (DIN: 10723936)**, Independent Director, being an appointee, none of the other Directors/Key Managerial Personnel and their relatives is in any way interested or concerned financially or otherwise, in the Resolution set out in the notice.

3. Regularization of Additional Non - Executive - Independent Director Ms. Sucharita Moitra, (DIN: 10736947) of the Company.

Ms. Sucharita Moitra, (DIN: 10736947) was appointed as an Additional Non - Executive - Independent Director of the company on 12/08/2024 in terms of Section 161(1), 149 and 150 of the Companies Act, 2013 in the category of 'Non-Executive Independent' in terms of the Companies Act, 2013. **Ms. Sucharita Moitra, (DIN: 10736947)** an Additional Director holds the office up to the date of the ensuing Annual General Meeting of the Company or the last date on which annual general meeting should have been held, whichever is earlier.

Ms. Sucharita Moitra, (DIN: 10736947) not disqualified from being appointed as an Independent Director in terms of Section 164 of the Act and has given her consent to act as Director (in the category of Independent Director).

The Board considers that her association would be of immense benefit to the Company and it is desirable to avail services of **Ms. Sucharita Moitra, (DIN: 10736947)** as an Independent Director.

In order to ensure compliance with the provisions of Sections 149 and 152 of the Companies Act, 2013 read with Rules made there under and Schedule IV of the Act, it is proposed that approval of the shareholders be accorded for the appointment of **Ms. Sucharita Moitra, (DIN: 10736947)** as 'Non-executive Independent Director' for a term up to 5 (five) consecutive years commencing from 12/08/2024 (both inclusive).

Accordingly, the Board of Directors recommends the passing of the above resolution as an Ordinary Resolution as set out in the item no. 3 of the notice for appointment of **Ms. Sucharita Moitra, (DIN: 10736947)**.

Save and except **Ms. Sucharita Moitra, (DIN: 10736947)** Independent Director, being an appointee, none of the other Directors/Key Managerial Personnel and their relatives is in any way interested or concerned financially or otherwise, in the Resolution set out in the notice.

REQUEST TO MEMBERS

Members desirous of getting information/clarification on the Accounts and Operations of the company or intending to raise any query are requested to forward the same at least 7 days in advance of the meeting to the Company Secretary at the office so as the same may be attended appropriately.

By Order of the Board

Place: Kolkata
Date: 12th August, 2024

Snigdha Khetan
Company Secretary
(ACS-55079)



ANNEXURE TO NOTICE

Details of Director seeking re-appointment at the Annual General Meeting

BRIEF PARTICULARS OF MR. WANGCHUK DORJI (DIN:00296747) IN TERMS OF REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS ISSUED BY THE INSTITUTE OF THE COMPANY SECRETARIES OF INDIA

Name of Director	Mr. Wangchuk Dorji (DIN:00296747)
Date of Birth	26 th August, 1966
Date of Appointment	30 th October, 1992
Qualification	A graduate from New Hampshire Collage USA with specialize in Business Finance and Economics.
Brief resume and nature of his expertise	He has been serving the company for more than thirty years .He is the Vice Chairman of Tashi Commercial corporation one of the largest business conglomerate in Bhutan and is also a Director on the Board of several companies in Bhutan.
Relationship with other Directors/ KMPs	Related to Dasho Topgyal Dorji
Terms and Conditions of appointment/ reappointment	Liable to retire by Rotation
Remuneration	Rs 24.51 Lakhs p.a
Directorships/Committee Memberships in Listed Entities	Mr. Wangchuk Dasho Dorji does not hold any Directorship in any listed Company other than Tai Industries Limited.

Details of Director seeking appointment at the Annual General Meeting

Name of Director	Mr. Abhrajit Dutta (DIN: 00546556)
Date of Birth	01 st February, 1969
Date of Appointment	12 th August, 2024
Qualification	Graduate in B. Com (Hons.)-Scottish Church College.
Brief resume and nature of his expertise	<p>Has been an active player in institutional broking and Govt. Security dealing and is enlisted with all the major institutions and banks under the name of "Reedward Financial Advisory Services Pvt. Ltd.".</p> <ul style="list-style-type: none"> Also has interest in civil construction and turn key projects handling. Has also been part of several



<p>Brief resume and nature of his expertise</p>	<p>Has been an active player in institutional broking and Govt. Security dealing and is enlisted with all the major institutions and banks under the name of “Reedward Financial Advisory Services Pvt. Ltd.”.</p> <ul style="list-style-type: none"> • Also has interest in civil construction and turn key projects handling. Has also been part of several foreign assignments solely or jointly in the field of finance and has strong bases in countries such as Singapore, Kuala Lumpur, London, Mauritius, Isle of Man, Dubai and has experience to handle financial deals of any nature. • Member of “Bengal National Chamber of Commerce & Industry” the oldest indigenous Chamber in India established in 1887, which plays a leading role in policy debates of social, economic and development of industry, trade & commerce. • Authorized Referral Partner of “Conrad Family Office Group” an independent multi-family office / property investment / bridge financing eminent company based in London, U.K., providing bespoke property financing opportunities in London and around with array of financing services regarding property. • Authorized Referral Partner of “Continental Financial Services Ltd.”, (Continental Group) a leading insurance intermediary and financial services solution provider in the region. Licensed by the Insurance Authority and Securities and Commodities Authority (SCA) of the UAE. The Continental Group represents reputed multinational and local insurance and financial institutions. • Have a business tie up and referral arrangement with “Venus CapitalManagement Inc.” Boston, USA. • Member of “Indo Mauritius Friendship Forum”
<p>Relationship with other Directors/ KMPs</p>	<p>Nil</p>
<p>Terms and Conditions of appointment/ reappointment</p>	<p>Not Liable to retire by Rotation</p>
<p>Directorships/Committee Memberships in Listed Entities</p>	<ul style="list-style-type: none"> • SIL Investments Ltd. • New India Retailing & Investment Limited



Name of Director	Mr. Omar Mubashir Kidwai, (DIN: 10723936)
Date of Birth	17 th August, 1966
Date of Appointment	12 th August, 2024
Qualification	<ul style="list-style-type: none"> • BA Hons - in History -St. Stephen's College, University of Delhi 1989 - 1992 • ISC (Indian School Certificate), St. Paul's School Darjeeling, India 1986, 1984 • ICSE (Indian Certificate of Secondary examination) St. Paul's School Darjeeling
Brief resume and nature of his expertise	<ul style="list-style-type: none"> • Tata Consumer Products Limited, India Vice President Exports April 2018 - January 2023 • Tata Global Beverages Limited, Russia Deputy General Manager April 2016 - March 2018 • Tetley ACI, [Bangladesh] Limited Managing Director April 2013 - March 2016 • Tata Global Beverages Ltd, India Deputy General Manager & Head of Sales, Northern Region April 2009 - March 2013 • Tata Global Beverages Ltd, India Senior Manager & Head of Sales, Eastern Region July 2005 - March 2009 • Tata Global Beverages Ltd, India Area Sales Manager, Karnataka & Goa November 2002 - June 2005 • Tata Global Beverages Ltd, India Deputy Brand Manager (Tata Chakra Gold & Agni Tea) August 1997 - October 2002 • Tata Hitachi Limited, Tokyo, Japan Deputy Manager – Marketing March 1997 - July 1997 • Tata Tea Ltd, India Deputy Manager, Sales (Tamil Nadu) October 1992 - February 1997 • Tata Tea Ltd, India Assistant Manager (Tea Plantations in Munnar) October 1989 - September 1992
Relationship with other Directors/ KMPs	Nil
Terms and Conditions of appointment/ reappointment	Not Liable to retire by Rotation
Directorships/Committee Memberships in Listed Entities	Nil



Name of Director	Ms. Sucharita Moitra, (DIN: 10736947)
Date of Birth	17 th August, 1966
Date of Appointment	12 th August, 2024
Qualification	Graduate in Economics Honours – 1989 – Patna Womens College.
Brief resume and nature of her expertise	She has vast experience under marketing and sales and served various clients during her tenure of employment in M/s Parekh Marine Agencies Private Limited and M/s Strategic Shipping.
Relationship with other Directors/ KMPs	Nil
Terms and Conditions of appointment/reappointment	Not Liable to retire by Rotation
Directorships/Committee Memberships in Listed Entities	Nil