

**Date: September 27, 2024**

To,  
The General Manager,  
Department of Corporate Services,  
**BSE Ltd.**  
P.J. Towers, Dalal Street,  
Fort, Mumbai- 400 001

To,  
The Manager,  
Listing Department,  
**National Stock Exchange of India Limited**  
Exchange Plaza, Bandra-Kurla Complex,  
Bandra (East), Mumbai - 400051

**Ref: BSE Scrip Code: 533941 and NSE Symbol: THOMASCOTT**

**Sub: Outcome and Proceedings of 14<sup>th</sup> Annual General Meeting (AGM) of the Company held on Friday, 27<sup>th</sup> September, 2024**

Dear Sir/ Madam,

We would like to inform you that pursuant to the provision of Regulation 30 read with Part A of Schedule - III of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, the 14<sup>th</sup> Annual General Meeting of the Company was held today i.e. **Friday, 27<sup>th</sup> September, 2024** at 01:30 P.M. (IST) through Video Conferencing (VC)/Other Audio Visual Means (OAVM) and the same will also be available on the website of the Company at <https://www.thomasscott.org/investor-relations.htm>.

You are requested to kindly take the above on your records.

Thanking You,

Yours Faithfully,  
**For Thomas Scott (India) Limited**

**Vedant Bang**  
**Managing Director (E-Comm)**  
**DIN: 09506327**

Encl: As stated above



## **SUMMARY OF PROCEEDINGS OF 14<sup>TH</sup> ANNUAL GENERAL MEETING**

The 14th Annual General Meeting ('AGM') of the Members of the Company was held today i.e. on **Friday, 27th September, 2024** at **01.30 P.M.** (IST) through Video Conference (VC)/ Other Audio Visual Means (OAVM). The meeting was held in compliance with the General Circulars issued by the Ministry of Corporate Affairs ("MCA") and by the Securities and Exchange Board of India ("SEBI") and as per the applicable provisions of the Companies Act, 2014 and the Rules made thereunder.

### **Directors present:**

1. Mr. Vedant Bang, Managing Director (E-Comm). He is also the Chairman at the 14<sup>th</sup> Annual General Meeting.
2. Mr. Brijgopal Bang, Managing Director. He is also the Chairman of the Corporate Social Responsibility Committee of the Company.
3. Mr. Subrata Kumar Dey, Non-Executive Independent Director. He is also the Chairman of Audit Committee and Nomination and Remuneration Committee.
4. Mrs. Swati Sahukara, Non-Executive Independent Director
5. Mrs. Kavita Akshay Chajjer, Non-Executive Independent Director
6. Mrs. Vandana Bang, Whole-time Director.

### **Other attendees present:**

1. Mr. Samir Kumar Samaddar, Chief Financial Officer
2. Mr. Bharat Gupta, Proprietor of M/s Bharat Gupta & Co., Statutory Auditor
3. Mrs. Sonam Jain, Partner of M/s. Kothari H. & Associates, Scrutinizer and Secretarial Auditor

All the Directors of the Company attended the meeting except Mrs. Anuradha Paraskar, Independent Director of the company who had expressed her inability to attend the meeting due to pre-occupation.

### **Members Present:**

The meeting was attended by 57 Members.

### **Proceedings:**

The Members were informed that meeting is being held through video conferencing in accordance with the applicable provisions of the Companies Act, 2014, and circulars &





guidelines issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India. They were also informed with the certain points to be kept in mind while participating in meeting through Video Conferencing.

Mr. Vedant Bang, Managing Director (E-Comm) was requested to preside over as the Chairman of the Meeting.

The Chairman formally commenced the proceedings by welcoming all the shareholders, board members and other attendees. The Chairman also introduced esteemed Board of Directors and key representatives present in the meeting.

The requisite quorum being present, the Chairman called the Meeting to order.

He further informed that the Report of Board of Directors and the Notice convening the 14<sup>th</sup> AGM have already been circulated to the Members and the same be taken as read. There was no qualification in the Auditor's Report & also informed the qualification remark of Secretarial Audit Report in their report and taken the same as read.

The Chairman continued his speech by giving an overview of the financial performance of the Company during the financial year 2023-24 in comparison to the previous year. The Chairman concluded his speech by placing on record his appreciation towards employees of the Company for their immense contribution towards the growth of the Company and requested to carry forward further proceedings of the meeting as per the Agenda.

It was duly informed that in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR') the Company had provided remote e-voting facility to its Members for casting of votes through electronic means. The remote e-voting commenced at 09:00 A.M. on Tuesday, 24<sup>th</sup> September, 2024 and ended at 05:00 P.M. on Thursday, 26<sup>th</sup> September, 2024. As the remote e-voting has been completed there was no need to propose and second the resolutions.

The following business items as set out in the Notice convening the AGM were transacted at the AGM:

S. No.	Particulars	Type of Resolution
<b>Ordinary Business</b>		

**Thomas Scott (India) Ltd.**

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CIN: L1809MH2010PLC209302

Corp. Off.: 405 / 406, Kewal Industrial Estate, S. B. Marg., Lower Parel (W), Mumbai - 400013, (India).

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1.	To receive, consider and adopt Standalone Financial Statements of the Company for the Financial Year ended on March 31, 2024, together with the Reports of the Auditors and the Board of Directors' thereon.	Ordinary Resolution
2.	To appoint a Director in place of Mr. Mr. Brijgopal Bang (DIN: 00112203) who retires by rotation, being eligible, seeks re-appointment.	Ordinary Resolution
<b>Special Business</b>		
3.	Regularisation of Additional Director, Mrs. Vandana Bang (DIN: 08488909), by appointing her as Non-Executive Non-Independent Director of the Company.	Ordinary Resolution
4.	To appoint Mrs. Kavita Akshay Chhajer (DIN: 07146097) as a Non-Executive Independent Director of the company.	Special Resolution

Further it was informed that meeting is open for shareholders to raise questions and seek clarifications and requested the moderator to unmute speaker shareholder one by one.

The Members were informed that the facility for voting through e-voting system was made available during the Meeting only for those Members who had not casted their vote prior to the Meeting. Also, informed that Chairman possesses the casting vote, in case, needed. Further meeting was handed over to Scrutinizer for the e-voting process and announced that the e-voting facility will be open at the NSDL e-voting website for the next 15 minutes to enable shareholders to cast their votes.

The e-voting results along with the consolidated Scrutinizer's Report shall be informed to Stock Exchanges and also be placed on the website of the Company, NSDL and Stock Exchanges within two working days of the conclusion of this meeting. At last company expressed gratitude to all the members, board members and invitees for their co-operation in the smooth conduct of the meeting through audio visual means. The meeting concluded at 02.05 P.M. after being open for 15 minutes for e-voting to be completed.

**For THOMAS SCOTT (INDIA) LIMITED**

*Vedant Bang*

**Vedant Bang**  
**Managing Director (E-Comm)**  
**DIN: 09506327**

