

TRANSCRIPT FOR 01ST EGM OF FY 2024-25

Rashi Bang : Technical team, Can we start.

Tech Support : Yes, ma'am, we are ready. We are waiting for your approval.

Rashi Bang : Okay, so we can start now.

Good morning everyone, On the behalf of Board of Directors, I extend a warm welcome to each one of you present for the 1st Extra Ordinary General Meeting, for the financial year 2024-25 of Thomas Scott (India) Limited, which is being held through video conferencing in accordance with the compliance provisions of the Companies Act 2013 and the circular and guidelines issued by the Ministry of the Corporate Affairs and the Securities and Exchange Board of India. The registered office of the company situated at Mumbai shall be deemed as the venue for this EGM. So, before we start the proceedings of the EGM, I would like to mention certain points to keep in mind by you all while participating in this meeting through video conferencing

The proceedings of this meeting are being recorded for the compliance purpose. The facility of the participation at the EGM through video conferencing will be served on the on first-come-first-served basis. The members have been provided with the facility to exercise their right to vote by electronic means both through the remote E-voting facility and E-voting at the EGM.

So members who have not voted through the remote E-voting can cast their votes through E-voting facility during the EGM. All the members who have joined this meeting are by default placed on mute to avoid any disturbance from the background noise and ensure smooth and seamless conduct of the meeting. The registered speaker Shareholders will be unmuted one by one, as the query session starts.

Attendees are recommended to use a stable Wi-fi online connection, or Internet with a good speak to avoid any kind of glitches. Members are requested to defer to the instructions provided in the notice of EGM For seamless participation in case of any connectivity issue, participants are advised to contact helpline number as mentioned in the notice of EGM.

Further, Mr. Vedant Bang, Managing Director of the e-commerce sector of your company is requested to preside over as the chairman of and requested to carry further proceedings of the EGM

Vedant Bang : Thank you. Dear shareholders and colleagues, good morning everyone.

I'm Vedant Bang, the chairman and managing director of the company. I'm attending this meeting virtually from the registered office of the company in Mumbai. I'm very delighted to welcome you at the 1st Extraordinary General Meeting for the financial year 2024-25.

I wish a good health and safety of you and your family. I would like to thank each one of you for the immense faith and dedication you have shown in the company. This meeting is being held through video conferencing in accordance with the applicable provisions of the Companies act 2 013 and related circulars.

The company has taken all feasible efforts to ensure larger participation in the E-voting process and also provided equal opportunity to all members in the voting process for the EGM. I thank all shareholders who have overwhelmingly participated in the remote voting process and voted for the resolution as set out in the notice. It is both a pleasure and privilege to host you today. Furthermore, I would like to hand it over to the company secretary to introduce the other board members. Thank you.

Rashi Bang : Thank you. Now I would like to begin by introducing.

Tech Support : Ma'am, you are on mute. Please unmute the mic.

Rashi Bang : Now I would like to begin by introducing Mr. Brijgopal Bang as the managing director of the company. Mrs. Anuradha Paraskar, Independent Director of the company. Mrs. Swati Sahukara, Independent Director of the company. Mrs. Vandana Bang, Director of the company. Mrs. Kavita Chajjer, Independent Director of the company. Mr. Samir Samaddar, Chief Financial Officer of the company. Mr. Bharat Gupta, representatives of Bharat Gupta and Company, Statutory Auditor of the company. Mr. Hitesh Kothari, partner of M/s Kothari & Associates, Secretary Auditor of the Company and Mrs. Sonam Jain, scrutinizer of the meeting, and other attendees who are joining from the different places to this extraordinary general meeting.

As the required quorum of the members for the meeting being present, I would like to announce that the meeting is properly constituted and I call the meeting in order as the notice of the meeting along with the addendum dated 14.01.2025 are already with you and with your permission I will take it as read.

The company has taken all the feasible efforts to ensure larger participation in the E-voting process, and also provided equal opportunity of voting to all the members. I thank the shareholders who have overwhelmingly participated in the remote E-voting process, and voted for the resolution as set out in the notice.

Further, I would like to inform you that as per the requirement of the Companies act 2013, and the listing regulations, we have already completed the remote E-voting period which was commenced on Monday, 13th, January 2025 at 9:00 AM and ended on Wednesday, 15th January 2025 at 5:00 PM. As the remote e-voting has been completed, there is no need to propose and seconding of resolution and therefore, we now move on the 1st item of the EGM notice for the voting proceedings.

Ordinary business

Increase in the Authorized Share Capital of the company.

The resolution is to be passed as an ordinary resolution.

Second, Alteration of the Capital Clause in the Memorandum of Association and Articles of Association of the Company.

The resolution is to be passed as an ordinary resolution.

Special business

Approval for the issue of the Equity Shares on the Preferential Basis.

The resolution is to be passed as an ordinary resolution

Fourth, **issue of Convertible Equity Warrants on the Preferential Basis.** The resolution is to be passed as a special resolution.

So, with this, we are done with all the agenda items of the notice.

The meeting is now open for all the shareholders to share their queries and comments. Now, I would like to invite the speaker shareholders and request the moderator to unmute the shareholders one by one.

Tech team, You can unmute the shareholders now.

Tech Support SS : Yes, ma'am. You can announce the name one by one, I will send the request to them.

Rashi Bang : Sure, so the First speaker is Mr. Rajendra Seth.

Rajendra Jamnadas Sheth : Hello! Hello! Hello!

Rashi Bang : Yes Sir.

Rajendra Jamnadas Sheth: Madam, Chairman, Sir, Management team, shareholders, and stockholder brothers, I am speaking from thane, Maharashtra. My journey began in the readymade garment industry, and Thomas Scott has truly established a remarkable name for itself in the market.

As a stockholder, I thank the team for safeguarding the rights of investors and ensuring good returns for those who have purchased shares.

I am fully in favor of the resolution. My heartfelt best wishes for a brighter future. One sentence from my side is

To the Goddess who resides in all beings as Vishnu's divine energy (Maya),
Salutations to her, salutations to her, repeated salutations to her."

Thankyou sir for giving me an opportunity to speak

Brijgopal Bang : Thank you.

Rashi Bang : So now the next shareholder, holder is Yusuf Yunus Rangwala.

Yusuf Rangwala : Good morning, sir! How are you, sir.

Brijgopal Bang : Yes.

Yusuf Rangwala : Sir. Very good morning, sir. I wish you a very happy New Year, sir.

The Company Secretary is very hardworking, sir, and she always treats investors with respect Sir.

How much export order do we currently have, and for what quantity?

Point no. 2: Your fabric is so good; please give us one sample, sir.

Brijgopal Bang : Go ahead!

Yusuf Rangwala : Jay hind.

Brijgopal Bang : Thank you. Next.

Rashi Bang : Next is Mr. Praful Chavda.

Tech Support: The speaker shareholder is not connected. We can move to the next speaker.

Rashi Bang : Naresh kachalia.

Tech Support: The speaker shareholder is not connected. We can move to the next speaker.

Rashi Bang : Satish Shah.

Satish Shah : Hello! Hello, Am I audible?

Satish Shah : Hello!

Vedant Bang : Sorry the voice is not clear, actually.

Satish Shah : Hello, Hello!

Brijgopal Bang : Voice is not clear.

Satish Shah : Hello! Hello! Am I audible?

Brijgopal Bang : Yes.

Satish Shah : Hello!

Tech Support: Yes, sir. Yes, sir.

Satish Shah : What is the interest rate on preference shares, and when were they redeemed?
I fully support all the resolutions. Sir, we wish you all the best. Thank you, severely supported. Thank you.

Brijgopal Bang : Thank you. Thank you. Next.

Rashi Bang : Next is Anil Mehta.

Anil Babubhai Mehta : Hello! Hello! Am I audible?

Rashi Bang : Yes, you are audible.

Anil Babubhai Mehta : Yeah, good morning. This is Anil Mehta. Attend this meeting from Mumbai with my family. They are also the shareholders of the company.

We hope that to increase in authorized share capital is 5 crore that is from 15 crore to 20 crores and also subsequently changing the MOA and AOA of the company and raising the funds through issue of equity shares and convertible warrant on a preferential basis will make our company reach in a new height under the leadership of Mr. Brijgopal Balaram Bang and his team.

We also, thanks to the Secretarial Department lead by Miss Rashi Bang for their cooperation and support. Thank you, and all the best.

Brijgopal Bang : Thank you next?

Rashi Bang : Next is Anil Parekh

Anil Parekh : Hello!

Tech Support SS : Yes, sir. Yes, sir.

Anil Parekh : From there, gentlemen, sir, I am audible.

Brijgopal Bang : Not very clear.

Vedant Bang : Yeah, it's not very clear.

Anil Parekh : Hello,

First of all, although I am supporting all resolutions, I'm displaced with the Company secretarial team. I had asked for a physical copy of EGM, which is not provided to me up till now.

And earlier also, I have drawn your attention on these issues when we have a physical meeting. Kindly look into this, but I am supporting your organizations because our PCS is a very good competent person, Mr. Kothari, so I'm having a throat infection. I'm not speaking much. Thank you for patient handling.

Brijgopal Bang : Thank you.

Rashi Bang : Next is Prakashni G. Shenoy.

Prakashini Shenoy : Hello! Am I audible, madam?

Rashi Bang : Yes, ma'am.

Prakashini Shenoy hv : I'm Prakashni Ganesh Shenoy from Bombay. First of all, I want to wish the chairman of the directories of the Board and my fellow shareholders a very healthy, wealthy, and prosperous New Year

Respected Honourable chairman, other dignitaries of the Board, and my fellow shareholders. Good morning to all of you. I received the EGM report well in time, which is self-explanatory. Sir, since it is the EGM and the chairman has explained everything, and my previous speakers have also asked many questions I have no question to ask today.

I wish the company good luck for a bright future, and pray God that the profit of the company shall reach the peak in due course. Chairman Sir, last but not the least, my personal request to you. Please please continue with VC, so that people all over India will have an opportunity to express their views. I wholeheartedly support all the resolutions put forth in today's meeting.

Thank you, sir.

Brijgopal Bang : Thank you. Thank you. Next.

Rashi Bang : So now, As all the speaker shareholders have shared their queries, I hereby conclude this the query session. Further, I would like to inform that votes of only those members who have not casted their votes through remote E-voting will be considered also it is to be noted that your chairman possesses the casting vote in case needed. I now hand over the E-voting process to the scrutinizer.

The E-voting facility will be open at the NSDL E-voting website for the next 15 min to enable shareholders to cast their votes. I would also like to inform to all the members of the company that the results of the remote E-voting together with the E-voting at the meeting will be announced within 2 working days of the conclusion of this meeting and shall also be placed at the website of the Company Stock Exchanges and NSDL.

I once again express my gratitude to all the members for their cooperation in the smooth conduct of this meeting through audio visual means. I thank all the directors, members of the committee team who have joined. Let me announce that this meeting will stand concluded at the end of the 15 min from now. Thank you.

Tech Support SS : Ma'am, meeting is concluded now.

Rashi Bang : Yes, Sir, it is concluded.

Tech Support SS : Thank you, ma'am.

Thank you for participants. Now we are ending the meeting now.