

**THOMAS
SCOTT**



Date: 27th September, 2023

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

Dear Sir/Madam,

Sub: Proceedings of 13th Annual General Meeting held on 27th September, 2023.

Dear Sir/Madam,

Pursuant to Regulation 30 SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we enclose herewith summary of proceedings of 13th Annual General Meeting of the Company held on 27th September, 2023 through VC/OAVM.

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

Thanking you

Yours faithfully,

For Thomas Scott (India) Limited

Brijgopal Balaram Bang
Managing Director
DIN: 00112203

Thomas Scott (India) Ltd.

CIN: L1809MH2010PLC209302

Tel: 022-6660 7965 / 6660 7967

Regd. Off.: 50, Kewal Industrial Estate, S.B. Marg., Lower Parel (W), Mumbai - 400 013. (India).

Corp. Off.: 405/406, Kewal Ind. Estate, S.B. Marg., Lower Parel (W), Mumbai - 400 013. (India).

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SUMMARY OF PROCEEDINGS OF 13TH ANNUAL GENERAL MEETING

The 13th Annual General Meeting ('AGM') of the Members of the Company was held on Wednesday, September 27, 2023 at 01.30 P.M. 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, 2013 and the Rules made thereunder.

Board of Directors & KMPs Present:

Sr. No.	Name of Director	Designation
1.	Mr Brijgopal Bang	Managing Director
2.	Mr Vedant Bang	Whole Time Director
3.	Mr Subrata Kumar Dey	Independent Director, Chairman of Audit & Nomination & Remuneration Committee
4.	Mrs Anuradha Paraskar	Independent Director, Chairman of Stakeholder Relationship Committee
5.	Mr Samir Samaddar	Chief Financial Officer
6.	Mrs Rashi Bang	Company Secretary

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

Mr Samir Samaddar, Chief Financial Officer of the Company and Representatives of M/s Bharat Gupta & Co., Statutory Auditors & Mr Hitesh Kothari from M/s. Kothari H. & Associates, Secretarial Auditor and Scrutinizer of this meeting also joined the meeting.

Members Present:

The meeting was attended by 56 Members.

Proceedings:

The Company Secretary of the Company welcomed the shareholders to the 13th Annual General Meeting of the Company & informed that meeting is being held through video conferencing in accordance with the applicable provisions of the Companies Act, 2013, and circulars & guidelines issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

The requisite quorum being present, Company Secretary called the meeting to order & informed the certain points to shareholders to be kept in mind while participating in meeting through Video Conferencing. She further requested the board members to introduce themselves. All the Board members introduced themselves & also informed the place from where they have attended the meeting virtually.

The Company Secretary informed the participation of Statutory Auditor & Secretarial Auditor or Scrutinizer at 13th Annual General Meeting & then requested Mr Brijgopal Bang for his welcome speech. The Company Secretary further requested Mr Brijgopal Bang, Chairman of the Company to preside over the meeting except for Agenda No. 6 – Related Party Transaction. Mr. Subrata Kumar Dey will be the Chairman for Agenda No. 6. Further Company Secretary welcomed Mr. Brijgopal Bang for his welcome speech.

The Chairman formally commenced the proceedings by welcoming all the shareholders, board members and other attendees. He informed about future prospects of the Company. He further informed that the Report of Board of Directors and the Notice convening the 13th 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. Chairman of the meeting also informed about the future prospects of the Company.

The Chairman continued his speech by giving an overview of the financial performance of the Company during the financial year 2022-23 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 Company Secretary to carry forward further proceedings of the meeting.

The Company Secretary informed the Members that the remote e-voting facility for the AGM was completed on 26th September, 2023 at 05.00 PM & no show of hands is allowed during the meeting. She further informed that now we will read the resolutions as mentioned in the notice of AGM for the purpose of E-voting & after that we will open the floor for speaker shareholders to ask their questions.

Thereafter, brief on the following resolutions as set out in the Notice convening the 13th AGM were read out by the Company Secretary:

S. No.	Particulars	Type of Resolution
Ordinary Business		
1.	To receive; consider and adopt Standalone Financial Statements of the Company for the Financial Year ended on March 31, 2023, together with the Reports of the Auditors and the Board of Directors' thereon.	Ordinary Resolution



2.	To appoint a Director in place of Mr. Vedant Bang (DIN: 09506327) who retires by rotation, being eligible, seeks re-appointment	Ordinary Resolution
Special Business		
3.	Re-appointment of Mrs. Anuradha Paraskar (DIN: 02331564) as an Independent Director	Special Resolution
4.	Alteration of Object Clause of Memorandum of Association (MOA) of the company.	Special Resolution
5.	To Appoint Mr. Vedant Bang (DIN: 09506327) as Managing Director of the Company.	Special Resolution
6.	Approval of Related Party Transactions	Ordinary Resolution

The Company Secretary informed that meeting is now open for shareholders to raise questions and seek clarifications and requested the moderator to unmute speaker shareholder one by one. After the conclusion of query session, the Company Secretary informed the Members 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. The Company Secretary then handed over the e-voting process to Scrutinizer 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 Company Secretary announced that 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. The meeting concluded at 02.10 p.m. after being open for 15 minutes for e-voting to be completed.

For Thomas Scott (India) Limited

Brijgopal Bang
Managing Director
DIN: 00112203