AVS & ASSOCIATES

Company Secretaries

(Peer Reviewed Firm)

Regd. Office: 1703, G-Square Business Park, Sector 30A, Near Sanpada Railway Station, Sanpada, Navi Mumbai -400703, Maharashtra, India

Email: info@avsassociates.co.in **Tel:** 022-35119443 /35119444

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Consolidated Report of Scrutinizer on
Remote e-voting and Electronic Voting at Extra Ordinary General Meetings

To,
Mr. Vinay Kumar
Chairman & Managing Director
Tara Chand Infralogistic Solutions Limited
(Formerly Known as Tara Chand Logistic Solutions Limited)

The Extra Ordinary General Meeting **("EOGM")** of the Shareholders of **M/s. Tara Chand Infralogistic Solutions Limited (Formerly Known as Tara Chand Logistic Solutions Limited)** (hereinafter referred to as **"the Company"**) held on Saturday,04th March, 2023 at 11.00 a.m. IST (Commenced at 11.16 a.m. IST) through Video Conferencing **("VC") /** Other Audio-Visual Means **("OVAM")** pursuant to General Circular No.14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2022 dated May 5, 2022, and Circular No. 10/2022, 11/2022 dated December 28, 2022, issued by Ministry of Corporate Affairs **("MCA")** (collectively referred to as **("MCA Circulars")** and SEBI Circular No. SEBI/ HO/ CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI Circular No. SEBI/ HO/ CFD/ CMD2/ CIR/P/2021/11 dated January 15, 2021, SEBI Circular No. SEBI/ HO/ CFD/ CMD2/ CIR/ P/2022/62 dated May 13, 2022, and Circular SEBI/HO/CFD/ PoD – 2 / P/ CIR/2023/4 dated January 05, 2023, issued by the Securities and Exchange Board of India **("SEBI Circulars")** and in compliance with the provisions of the Companies Act, 2013 **("Act")** and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("Listing Regulations")**

Subject: Consolidated Scrutinizer's Report on voting through remote e-voting and electronic voting at the EOGM of the shareholders of the Company held on Saturday, 04th March, 2023, at 11:00 a.m. (Commenced at 11:16 a.m.) through video conferencing ("VC") /other audio-visual means ("OVAM") in terms of provisions of the Companies Act, 2013 (hereinafter the 'Act' read with the rules made there under and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

A. I, Anand Mukherjee, Partner of M/s. AVS & Associates, Practicing Company Secretaries, have been appointed as Scrutinizer of the meeting through a Circular Resolution passed by the Board of Directors of the Company on Thursday**,** 09th February, 2023 to conduct the following:

VINAY KUMAR
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(i) **Remote e-voting** process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014; and

(ii) **Electronic Voting at the EOGM** held on Saturday, 04th March, 2023 under the provisions of Section 109 of the Companies Act, 2013 read with rule 21 of the Companies (Management and Administration) Rules, 2014 further read with MCA Circulars and SEBI Circulars.

B. The Compliance with the relevant provisions of the Act and rules made thereunder and applicable regulations of the Listing Regulations read with MCA Circulars and SEBI Circulars in relation to voting through Remote e-voting, Electronic Voting at the EOGM and presence of a quorum at the EOGM on the proposed resolutions mentioned in the Notice dated 09th February, 2023 is the responsibility of the Management. My responsibility as a scrutinizer is to ensure that the voting process in all modes is conducted in a fair and transparent manner and render a scrutinizer report based on reports generated from the electronic voting system provided by Link Intime India Pvt. Ltd. **('LIIPL')** and votes casted by shareholders at the EOGM.

C. Pursuant to sections 101, 108 of the Companies Act, 2013 read with rule 20 Companies (Management & Administration) Rules, 2014 (including any statutory modification (s) or re-enactment(s) thereof for the time being in force), the Company has confirmed that, the electronic copy of Notice of EOGM was sent to the shareholders whose e-mail addresses are registered with the Company/Depository Participant/Depository in compliance with MCA Circulars and SEBI Circulars.

D. The Company had appointed Link Intime India Pvt. Ltd. **('LIIPL')** for providing a facility to the shareholders for participation in the EOGM through VC/OAVM and conducting the electronic voting by the shareholders at the EOGM. After the time fixed for the closing of electronic voting at EOGM by the Chairman, voting was closed and votes cast were unblocked.

E. The members of the Company holding shares as of the "Cut Off" date on Saturday, 25th February, 2023, were entitled to vote on the resolutions forming part of the notice of the EOGM. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as of the cut-off date i.e. 25th February, 2023.

F. The Company had availed the remote e-voting facility provided by Link Intime India Pvt. Ltd. **('LIIPL')** for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Wednesday, 01st March , 2023 (09.00 a.m. IST) and ended on Friday, 03rd March , 2023 (05.00 p.m. IST) and the Link Intime India Pvt. Ltd. **('LIIPL')** remote e-voting portal was blocked in the presence of Mr. Ronak Parakh and Ms. Meet Karia who are not in employment of the Company.

G. I submit a Consolidated report on the basis of the votes exercised by the shareholders of the Company through remote e-voting prior to and during the EOGM in respect of the said resolutions.

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SPECIAL BUSINESS:

Item No. 1 – Ordinary Resolution:

Increase in Authorized Share Capital of the Company from Rs. 15,00,00,000/- to Rs. 17,00,00,000/-

Category	Mode of Voting	No. of Shares held	No. of Votes polled*	% of Votes Polled in Outstanding shares	No. of votes in - favour	No of votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	Remote E-voting	1,01,93,980	1,01,92,980	99.99	1,01,92,980	0.00	100.00	0.00
	E-voting at EOGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total	**1,01,93,980**	**1,01,92,980**	**99.99**	**1,01,92,980**	**0.00**	**100.00**	**0.00**
Public Institutions Holders	Remote E-voting	0	0.00	0.00	0.00	0.00	0.00	0.00
	E-voting at EOGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total	**0**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
Public - Non Institutions Holders	Remote E-voting	34,51,000	7,57,000	21.94	7,57,000	0.00	100.00	0.00
	E-voting at EOGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total	**34,51,000**	**7,57,000**	**21.94**	**7,57,000**	**0.00**	**100.00**	**0.00**
Grand Total		**1,36,44,980**	**1,09,49,980**	**80.25**	**1,09,49,980**	**0.00**	**100.00**	**0.00**

***No. of votes polled does not include 'no. of votes invalid'**

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Item No. 2 – Special Resolution:

Considered and approved issue of up to 21,20,000 Fully Convertible Warrants ("Warrants/ Convertible Warrants") on preferential basis.

Category	Mode of Voting	No. of Shares held	No. of Votes polled*	% of Votes Polled in Outstanding shares	No. of votes in - favour	No of votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	Remote E-voting	1,01,93,980	1,01,92,980	99.99	1,01,92,980	0.00	100.00	0.00
	E-voting at EOGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total	1,01,93,980	1,01,92,980	99.99	1,01,92,980	0.00	100.00	0.00
Public Institutions Holders	Remote E-voting	0	0.00	0.00	0.00	0.00	0.00	0.00
	E-voting at EOGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total	0	0.00	0.00	0.00	0.00	0.00	0.00
Public - Non Institutions Holders	Remote E-voting	34,51,000	7,57,000	21.94	7,57,000	0.00	100.00	0.00
	E-voting at EOGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total	34,51,000	7,57,000	21.94	7,57,000	0.00	100.00	0.00
Grand Total		1,36,44,980	1,09,49,980	80.25	1,09,49,980	0.00	100.00	0.00

***No. of votes polled does not include 'no. of votes invalid'**

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Item No. 3 – Special Resolution:

Appointment of Mr. Ashok Kumar Goel as Independent Director of the Company

Category	Mode of Voting	No. of Shares held	No. of Votes polled*	% of Votes Polled in Outstanding shares	No. of votes in - favour	No of votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	Remote E-voting	1,01,93,980	1,01,92,980	99.99	1,01,92,980	0.00	100.00	0.00
	E-voting at EOGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total	**1,01,93,980**	**1,01,92,980**	**99.99**	**1,01,92,980**	**0.00**	**100.00**	**0.00**
Public Institutions Holders	Remote E-voting	0	0.00	0.00	0.00	0.00	0.00	0.00
	E-voting at EOGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total	**0**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
Public - Non Institutions Holders	Remote E-voting	34,51,000	7,55,000	21.88	7,55,000	0.00	100.00	0.00
	E-voting at EOGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total	**34,51,000**	**7,55,000**	**21.88**	**7,55,000**	**0.00**	**100.00**	**0.00**
Grand Total		**1,36,44,980**	**1,09,47,980**	**80.23**	**1,09,47,980**	**0.00**	**100.00**	**0.00**

***No. of votes polled does not include 'no. of votes invalid'**

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As requested by the Management, I am submitting this consolidated report on the results of remote e-voting together with the results of electronic voting facilitated at the EOGM.

Thanking you,
Yours faithfully,

For AVS & Associates

Company Secretaries

Anand Mukherjee

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Anand Mukherjee
Partner
Mem. No: F11804
COP No: 16883
Peer Review No: 1451/2021
UDIN: F011804D003240161

Place: Navi Mumbai
Date: 06-03-2023

For Tara Chand Infralogistic Solutions Limited
(Formerly Known as Tara Chand Logistic Solutions Limited)

VINAY KUMAR

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Mr. Vinay Kumar
(Chairman & Managing Director)