

Date: March 06, 2026

To, <b>BSE Limited (“BSE”),</b> Corporate Relationship Department, 2 <sup>nd</sup> Floor, New Trading Ring, P.J. Towers, Dalal Street, Mumbai – 400001 <b>BSE Scrip Code: 543399</b>	To, <b>National Stock Exchange of India Limited (“NSE”)</b> “Exchange Plaza”, 5 <sup>th</sup> Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai – 400051 <b>NSE Symbol: TARSONS</b>
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**Subject: Postal Ballot Notice – Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)**

Dear Sir/ Madam,

This is in furtherance to our intimation dated February 06, 2026, informing the stock exchange about the decision of the Board of Directors of Tarsons Products Limited (“**the Company**”) for the appointment of **Mr. Vinesh Mohan Kriplani (DIN: 08212644)** as Non-Executive Independent Director of the Company, for a term of five (5) consecutive years from February 06, 2026 up to February 05, 2031.

In terms of the provision of Regulation 30 of the SEBI Listing Regulations, we enclose herewith the Postal Ballot Notice together with the Explanatory Statement under Section 102(1), for seeking approval of the Members of the Company by way of Special Resolution for the aforesaid appointment.

In compliance with the General Circular No. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025 issued in this regard by the Ministry of Corporate Affairs, Government of India, (collectively referred to as the “MCA Circulars”), read with applicable SEBI Circulars, and other applicable laws, this Notice is being sent exclusively through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories/ Depository Participants (DPs)/ Registrar and Transfer Agent (RTA) and whose names are recorded in the Register of Members or Register of Beneficial Owners maintained by the Company/ Depositories/ KFin Technologies Limited (“KFinTech”), the Company’s Registrar and Transfer Agent (RTA), as on **Friday, February 27, 2026 (‘Cut-off Date’)**.

The Company has engaged the services of National Securities Depository Limited (‘NSDL’) to provide remote e-Voting facility to the Members. The remote e-voting period commences on **Saturday, March 07, 2026, from 09:00 A.M. (IST) and shall conclude on Monday, April 06, 2026, at 05:00 P.M. (IST)**. The e-voting module shall be disabled by NSDL thereafter. Voting rights of the Members shall be in proportion to the equity shares held by them in the paid-up equity share capital of the Company as on the Cut-off Date. Please note that communication of assent or dissent of the Members would only take place through the remote e-voting system. The instructions and detailed process for remote e-voting are provided in the ‘Notes’ section to the Postal Ballot Notice.

The Postal Ballot Notice is available on the website of the Company at [www.tarsons.com](http://www.tarsons.com) and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

We request you to take the above information on record.

Thanking You,

Yours Faithfully,  
**For Tarsons Products Limited**

**Santosh Kumar Agarwal**  
**CFO, Company Secretary and Compliance Officer**  
**ICSI Membership No. A44836**

*Encl: Postal Ballot Notice*

**TARSONS PRODUCTS LIMITED**

CIN: L51109WB1983PLC036510

Registered Office: Martin Burn Business Park, Room No. 902, BP- 3,  
Salt Lake, Sector- V, Kolkata-700091, West Bengal, IndiaPhone: 033-35220300, Email – [info@tarsons.com](mailto:info@tarsons.com)Website: [www.tarsons.com](http://www.tarsons.com)**POSTAL BALLOT NOTICE**

[Pursuant to Section 108 & 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

**NOTICE** is hereby given to the Members of Tarsons Products Limited (“**the Company**”) pursuant to the provisions of Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 (“**the Act**”), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“**the Rules**”), read with General Circular No. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as the “**MCA Circulars**”), Secretarial Standard- 2 on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”), and subject to any other applicable laws, rules and regulations (including any statutory modification(s) and re-enactments(s) thereof for the time being in force), that the resolution seeking approval for appointment of Mr. Vinesh Mohan Kriplani (DIN: 08212644) as Non-Executive Independent Director for a term of five (5) consecutive years, is proposed to be passed as a Special Resolution by the Members of the Company through Postal Ballot by remote e-voting (“**voting by electronic means**”) only. An Explanatory Statement under Section 102(1) of the Act, setting out the material facts along with the reasons/rationale thereof forms part of this Postal Ballot Notice (“**Notice**”).

In accordance with the provisions of the MCA Circulars and other applicable laws and regulations, the Company is sending this Notice in electronic form only to those Members whose e-mail addresses are registered with the Company/Depositories and whose names appear in the Register of Members / List of Beneficial Owners as received from KFin Technologies Limited (“Kfintech”), the Company’s Registrar and Transfer Agent (“**RTA**”), as on **Friday, February 27, 2026 (“Cut-Off Date”)**. The communication of assent or dissent of the Members would take place only through the remote e-voting system. A physical copy of this Notice along with Postal Ballot forms and pre-paid business reply envelope are not being sent to the Members of the Company for this Postal Ballot.

Pursuant to Rule 22(5) of The Companies (Management and Administration) Rules, 2014, the Board of Directors of your Company has appointed M/s. Manisha Saraf & Associates, Practicing Company Secretaries (Membership No. F7607/ COP No. 8207), as the ‘Scrutinizer’, to scrutinize the e-voting process in a fair and transparent manner.

The remote e-voting period commences **on Saturday, March 07, 2026 at 09.00 A.M. (IST)** and shall conclude **on Monday, April 06, 2026 at 05.00 P.M. (IST)**. The Scrutinizer will submit her report to the Chairman of the Company or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will be announced on or before **Wednesday, April 08, 2026**. The said results, along with the Scrutinizer’s Report, will be placed on the website of the Company at [www.tarsons.com](http://www.tarsons.com) and the same will also be simultaneously submitted to the Stock Exchanges where the Equity Shares of the Company are listed, for dissemination on their respective websites. The results will also be uploaded on the website of National Securities Depository Limited (“NSDL”) <https://www.evoting.nsdl.com/>. The resolution, if passed by requisite majority in accordance with Secretarial Standard-2 on General Meetings issued by Institute

of Company Secretaries of India, will be taken as having been duly passed on the last date specified for e-voting i.e., **Monday, April 06, 2026**.

**Special Business:**

**1. Appointment of Mr. Vinesh Mohan Kriplani (DIN: 08212644) as Non-Executive Independent Director of the Company:**

To consider and, if thought fit, to pass, the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 of the Companies Act, 2013 (“the Act”) read with Schedule IV and other applicable provisions of the Act and the Companies (Appointment and Qualification of Directors) Rules, if any, and Regulation 16, 17 and 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“SEBI Listing Regulations”) as amended from time to time (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Vinesh Mohan Kriplani (DIN: 08212644), who was appointed as an Additional Director in the capacity of Non-Executive Independent Director with effect from February 06, 2026, and who has submitted his consent to act as a Director along with a declaration confirming that he meets the criteria for independence under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations, be and is hereby appointed as Non-Executive Independent Director of the Company for a term of five (5) consecutive years from the closure of business hours of February 06, 2026, up to the closure of business hours of February 05, 2031 (both days inclusive), and that he shall not be liable to retire by rotation.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149 and 197 and all other applicable provisions, if any, of the Act and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force, Mr. Vinesh Mohan Kriplani (DIN: 08212644), be paid such remuneration/fees and/ or commission as the Board of Directors may approve considering the recommendations made by the Nomination and Remuneration Committee and subject to such limits, prescribed or as may be prescribed from time to time, to be received in the capacity of Non-Executive Independent Director.

**RESOLVED FURTHER THAT** the Board of Directors (including any Committee thereof) and/ or Chief Financial Officer and/ or Company Secretary of the Company be and are hereby authorized jointly and severally, to do all the acts, deeds and things which are necessary to give effect to the aforesaid resolution and if required, to authenticate and file the requisite e-forms with the Registrar of Companies.”

By order of the Board of Directors  
For **Tarsons Products Limited**

**Registered Office:**

Martin Burn Business Park, Room No. 902, BP- 3, Salt Lake, Sector- V, Kolkata, West Bengal, India, 700091

Kolkata  
February 23, 2026

Sd/-  
**Santosh Kumar Agarwal**  
Company Secretary, Compliance Officer &  
Chief Financial Officer

**NOTES:**

1. The Explanatory Statement pursuant to Section 102 and Section 110 of the Act read with Rule 22 of the Rules stating all material facts and the reasons for the proposal set out above is annexed hereto and forms part of this Notice. The relevant details, pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking appointment as Non-Executive Independent Director are also annexed to this Notice.
2. The Postal Ballot Notice is being sent to all the Members, whose names appear in the Register of Members/ List of beneficial owners maintained by the Depositories as on closure of the business hours on Friday, February 27, 2026 ('Cut-Off Date') and who have registered their email addresses with the Company or RTA or with the Depositories/ Depository Participants (DP). **Physical copies of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to members for this Postal Ballot and voting shall be conducted only through remote e-voting facility.** The Resolution, if assented by the requisite majority, shall be deemed to be passed on the last date specified for e-Voting i.e. Monday, April 06, 2026.

Members who have not registered their e-mail address are requested to register/update their email address, in respect of electronic holdings with the Depository through the concerned Depository Participants. Likewise, the Members whose names appear as on the cut-off date will be considered for the purpose of voting and those who are not the Members on the said date shall treat this Notice for information purpose only. It is, however, clarified that all the persons who are members of the Company as on the cut-off date (including those members who may not have received this Notice due to non-registration of their email ID with the Company or the Depositories/Depository Participants) shall be entitled to vote in relation to the resolution specified in this Notice.

3. In compliance with the provisions of Section 108 and 110 of the Act read with rules made thereunder and Regulation 44 of SEBI Listing Regulations, the Company is pleased to provide to its Members, a facility to exercise their right to vote by electronic means through e-voting. The Company has appointed National Securities Depository Limited (NSDL) as agency in respect of e-voting for the Postal Ballot.
4. The Board of Directors of the Company, has appointed M/s. Manisha Saraf & Associates, Practicing Company Secretaries, as the 'Scrutinizer', to scrutinize the e-voting process in a fair and transparent manner.
5. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on cut-off date. A member cannot exercise his/her/its vote by proxy on Postal Ballot.
6. All the material documents referred to in the accompanying Notice are open for electronic inspection by the Members of the Company up to the closure of the remote e-voting period. Members seeking to inspect such documents can send an email to [info@tarsons.com](mailto:info@tarsons.com).
7. The resolution, if passed by the requisite majority, shall be deemed to have been passed on the last date specified for e-voting i.e., Monday, April 06, 2026, and as if it has been passed at a General Meeting of the Members convened in that behalf.
8. Members are informed that in case of joint holders, only such joint holder whose name stands first in the Register of Members of the Company / Register of Beneficial Owners as on cut-off date as received from Depositories in respect of such joint holding will be entitled to vote.
9. Corporate & Institutional Members (i.e. other than individuals, HUFs, NRIs etc.) are required to send scanned copy (PDF/ JPEG Format) of the relevant Board Resolution/Authority Letter, etc. together with

attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer at [manisha\\_saraf2007@yahoo.co.in](mailto:manisha_saraf2007@yahoo.co.in), with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

10. The Company's Registrar and Transfer Agents for its Share Registry Work (Physical and Electronic) are KFIN Technologies Limited ("RTA") having their office at 301, The Centrium, 3rd Floor, 57, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Kurla, Mumbai, Maharashtra, India, 400070.
11. After completion of scrutiny of the votes cast, the Scrutinizer shall, within two (2) working days from the conclusion of the voting period of postal ballot, submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him. The Scrutinizer's decision on the validity of e-voting shall be final and binding. The Chairman or an authorized person shall declare the result of the voting forthwith. The result of the Postal Ballot shall be declared on or before Wednesday, April 08, 2026.
12. The said results, along with the Scrutinizer's Report, will be placed on the website of the Company at [www.tarsons.com](http://www.tarsons.com). The same will also be simultaneously be submitted to the Stock Exchanges where the Equity Shares of the Company are listed, for dissemination on their respective websites.
13. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
14. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five (5) unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsd.com](http://www.evoting.nsd.com) to reset the password.
15. Please mention your 16-digit Demat Account No. or Folio No., as the case may be, in all your communication with the Company or the RTA.
16. The manner of voting remotely by members holding shares in dematerialized mode and for members who have not registered their email address is provided in the instructions given below.
17. **Instructions for Members for Remote e-voting are as under:**
  - a) The e-voting period will commence on **Saturday, March 07, 2026 at 09.00 A.M. (IST)** and will end on **Monday, April 06, 2026 at 05.00 P.M. (IST)**. During this period, Members of the Company, holding shares as on the **cut-off date i.e., Friday, February 27, 2026**, may cast their vote by e-voting. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently.
  - b) The details of the process and manner for remote e-voting are explained herein below:  
**Step 1: Access to NSDL e-Voting System**
    - a) Log-in method for e-voting for Individual shareholders holding securities in demat mode;
    - b) Login Method for Shareholders other than Individual Shareholders holding Securities in demat mode and Shareholders holding securities in physical mode.

**Step 2: Cast your vote electronically on NSDL e-voting system.**

## **Step 1: Access to NSDL e-Voting system**

### **A) Login method for e-Voting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>1. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>2. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ 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 “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>3. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “<b>Login</b>” which is available under ‘<b>Shareholder/Member</b>’ 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>5. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol>

	<p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

Login type	Helpdesk 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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
  - c) How to retrieve your ‘initial password’?

- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically on NSDL e-Voting system.**

### **How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is active.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. 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 authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [manisha\\_saraf2007@yahoo.co.in](mailto:manisha_saraf2007@yahoo.co.in) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also

upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on : 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, at [evoting@nsdl.com](mailto:evoting@nsdl.com)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [info@tarsons.com](mailto:info@tarsons.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [info@tarsons.com](mailto:info@tarsons.com). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, the rules made thereunder, as applicable, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2)**

#### **Item No. 1**

#### **Appointment of Mr. Vinesh Mohan Kriplani (DIN: 08212644) as Non-Executive Independent Director of the Company:**

Pursuant to Section 161 of the Companies Act, 2013, and other applicable provisions, the Board of Directors based on the recommendation of the Nomination and Remuneration Committee (“NRC”) approved the appointment of Mr. Vinesh Mohan Kriplani (DIN: 08212644) as an Additional Director in the capacity of Non-Executive Independent Director of the Company for a term of five (5) consecutive years commencing from February 06, 2026 to February 05, 2031 (both days inclusive), not liable to retire by rotation, subject to the approval of the Members by way of a Special Resolution.

In terms of Regulation 17(1C) of the SEBI Listing Regulations, the listed entity shall ensure that the approval of Members for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

The Company has received all statutory disclosures / declarations, including:

- (i) Consent Letter in writing to act as director in Form DIR-2, pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 (“the Appointment Rules”),
- (ii) Intimation in Form DIR 8 in terms of the Appointment Rules to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act,
- (iii) Declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act and under Regulation 16(1)(b) of SEBI Listing Regulations,
- (iv) Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/ CML/2018/24 dated June 20, 2018 that he has not been debarred from holding office of a director by virtue of any order passed by the SEBI or any other such authority,
- (v) Confirmation in terms of Regulation 25(8) of the SEBI Listing Regulations that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge duties as an Independent Director of the Company;
- (vi) Confirmation that he is in compliance with Rules 6(1) and 6(2) of the Appointment Rules, with respect to his registration with the Data Bank of Independent Directors maintained by the Indian Institute of Corporate Affairs, and
- (vii) Confirmation that he had not been a partner of a firm that had transactions during the last three financial years with Tarsons Products Limited or its subsidiaries amounting to ten (10) percent or more of its gross turnover.

The Nomination and Remuneration Committee (“NRC”) had previously finalized the desired attributes for the selection of the Independent Director(s) such as experience, expertise and independence etc. Based on those attributes, the NRC recommended the candidature of Mr. Vinesh Mohan Kriplani. In the opinion of the Board, he fulfils the conditions for independence specified in the Act, the Rules made thereunder and the SEBI Listing Regulations and such other laws / regulations for the time being in force, to the extent applicable to the Company and he is independent of the Management. The Board noted that his

background and experience are aligned to the role and capabilities identified by the NRC and that he is eligible for appointment as a Non-Executive Independent Director.

The resolution seeks the approval of members for the appointment of Mr. Vinesh Mohan Kriplani as Non-Executive Independent Director of the Company from closure of business hours of February 06 , 2026 to closure of business hours of February 05, 2031 (both days inclusive) pursuant to Sections 149 and 152 and other applicable provisions of the Act and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof) and he shall not be liable to retire by rotation.

The profile and specific areas of expertise and other relevant information as required under the SEBI Listing Regulations and SS-2 are provided in additional information section of this Notice annexed as **Annexure I**. In compliance with the provisions of Section 149 read with Schedule IV to the Act and Regulation 17 of the SEBI Listing Regulations, the approval of the members is sought for the appointment of Mr. Vinesh Mohan Kriplani as an Independent Director of the Company.

None of the Directors or Key Managerial Personnel of the Company including their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution as set out in Item No. 1 of the accompanying notice except to the extent of their shareholding in the Company, if any.

The Board recommends the passing of resolution as set out under Item No. 1 of the Notice for approval of the members as a special resolution.

By order of the Board of Directors  
For **Tarsons Products Limited**

**Registered Office:**

Martin Burn Business Park, Room No. 902, BP- 3,  
Salt Lake, Sector- V, Kolkata, West Bengal, India,  
700091

Sd/-  
**Santosh Kumar Agarwal**  
Company Secretary, Compliance Officer  
& Chief Financial Officer

Kolkata  
February 23, 2026

**Annexure I**

**Details of Director seeking Appointment  
(Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements)  
Regulations, 2015 and Secretarial Standards-2 on General Meetings)**

<b>Sr. No.</b>	<b>Particulars</b>	<b>Mr. Vinesh Mohan Kriplani</b>
1.	DIN	08212644
2.	Date of Birth	November 21, 1972
3.	Nationality	Indian
4.	Brief Profile and qualification	<p>Mr. Vinesh Mohan Kriplani is a Chartered Accountant with over 29 years of experience in Indian corporate and international taxation, specialising in mergers and acquisitions, corporate restructuring, and cross-border transactions. Mr. Kriplani is currently associated with the Poonawalla Group through Serum Institute of India, where he leads M&amp;A and international tax matters, advising senior leadership on strategic growth initiatives. His expertise spans transfer pricing, tax dispute resolution, valuations, and foreign exchange regulations.</p> <p>Mr. Kriplani has previously held senior leadership roles with Ernst &amp; Young, KPMG, and PricewaterhouseCoopers, including serving as Senior Partner at EY India, where he built and led a market-leading tax practice. He has worked across India and Hong Kong, advising multinational clients on complex transactions. He is also a co-founder of Transaction Square LLP and has served at the Board level of a regulated NBFC, bringing a strong governance-led and investor-focused perspective.</p>
5.	Terms & Conditions of appointment	Term of Five (5) Consecutive Years
6.	Nature of expertise in specific functional areas	His expertise spans transfer pricing, tax dispute resolution, valuations, and foreign exchange regulations.
7.	Shareholding in Tarsons Products Limited including shareholding as a beneficial owner	Not Applicable
8.	Details of last remuneration drawn	Not Applicable
9.	Details of remuneration sought to be paid	<ul style="list-style-type: none"> <li>• Sitting fees for attending Board and Committee Meetings, if any, where he is a member.</li> <li>• Commission, as determined by the Board of Directors.</li> </ul>
10.	Date of first appointment on the Board	February 06, 2026
11.	Disclosure of relationships between Directors/KMPs	Not Applicable
12.	Directorship in in other companies (excluding foreign companies)	Magma General Insurance Limited
13.	Memberships / Chairmanships of committees of other companies (excluding foreign companies)	<p>Magma General Insurance Limited</p> <ul style="list-style-type: none"> <li>• Audit Committee – Member</li> <li>• Investment Committee - Member</li> </ul>

14.	Names of the Listed Entities from which the appointee has resigned in the past 3 years	Not Applicable
15.	Number of Board Meetings attended during the Financial Year 2025-26	Not Applicable