



**Date: September 01, 2025**

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**

**Subject: Outcome of the Board Meeting held on Monday, 01<sup>st</sup> September, 2025**

Dear Sir/ Madam,

Pursuant to the Regulation 30 and 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we hereby inform you that the Board of Directors of the Company at its Meeting held today i.e. Monday, September 01, 2025 have inter alia, considered and approved the following matters:

1. The 15<sup>th</sup> Directors Report along with the Corporate Governance Report, Management Discussion and Analysis Report for the year ended on 31<sup>st</sup> March, 2025 and Annexures thereof;
2. Convening of 15<sup>th</sup> Annual General Meeting (AGM) on Monday, 29<sup>th</sup> September, 2025 at 11.30 A.M. (IST) through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) without the physical presence of the members at a common venue.
3. The Registrar of Members and Share Transfer Books of the Company will be closed from Tuesday, 23<sup>rd</sup> September, 2025 to Monday, 29<sup>th</sup> September, 2025 (both days inclusive) for the purpose of Annual General Meeting.
4. Appointment of Ms. Usha Manish Ghelani as an Additional Non-Executive Independent Director of the Company for a period of 5 (five) years w.e.f. 01<sup>th</sup> September, 2025 , subject to approval of shareholders at the ensuing Annual General Meeting. **(Annexure-A)**.
5. Appointment of Mrs. Sonam Jain, Practicing Company Secretary (Certificate of Practice No. 12402) as the Secretarial Auditor of the company for a term of 5 years from FY 2025-26 to FY 2029-30, subject to the approval of the members in their ensuing Annual General Meeting. **(Annexure-B)**

6. To re-appoint Mr. Brijgopal Bang (DIN: 00112203) as Managing Director of the company for a further period of 3 (three) years from the expiry of his present term of office, that is, with effect from December 01, 2025 till November 30, 2028 subject to approval of shareholders at the ensuing Annual General Meeting. **(Annexure-C).**

7. Other routine businesses with the permission of chair.

Further, Continuous Disclosure as required pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with reference to the Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13<sup>th</sup> July 2023 is being submitted separately.

Kindly note that the meeting commenced at 04.00 P.M. and concluded at 05.30 P.M.

This is for your information and record.

Thanking You,

Yours faithfully,  
**FOR THOMAS SCOTT (INDIA) LIMITED**

**Brijgopal Bang**  
**Managing Director**  
**DIN: 00112203**

Encl: As stated above

Details as required under Regulation 30 of the Listing Regulations and the SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, as amended from time to time are given in Annexures .

**Annexure-A**

**BRIEF PROFILE OF**  
**MS. Usha Manish Ghelani (DIN: 10414386)**  
**ADDITIONAL NON-EXECUTIVE INDEPENDENT DIRECTOR**

<b>Sr. No.</b>	<b>Details of the event that needs to be provided</b>	<b>Information of such event</b>
1	Reason for change	Appointment
2	Date of Appointment	01 <sup>st</sup> September, 2025
3	Terms of Appointment	5 years, w.e.f. 01 <sup>st</sup> September, 2025 subject to the approval of members in the ensuing Annual General Meeting. Ms. Usha Manish Ghelani shall not be liable to retire by rotation.
4	Brief Profile	<p>Ms. Usha Manish Ghelani (DIN: 10414386) Qualified and experienced Chartered Accountant with a strong background in auditing, taxation, financial management, and corporate governance. Skilled in conducting statutory and tax audits, preparing tax audit reports, filing income tax returns, and handling income tax scrutiny and appeals for individuals, firms, and companies.</p> <p>Held senior finance leadership roles, including Vice President – Finance and CFO positions, with responsibility for overall financial control, finalization of accounts, and coordination with banks for credit facilities and funding. Actively involved in IPO-related work and compliance with regulatory bodies.</p> <p>As a practicing CA and audit partner, led audits for diverse entities including public sector undertakings, educational institutions, and private companies. Experienced in stock audits, limited review reports, and providing tax planning consultancy. Also serves as an Independent Director, contributing to financial strategy and corporate governance.</p>
5	Disclosure of relationships between directors	None

6	Information as required pursuant to BSE Circular LIST/COMP/14/2018-19	Usha Manish Ghelani is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.
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**ANNEXURE-B**

Sr. No.	Details	Particulars
1.	Name	Mrs. Sonam Jain
2.	Date of appointment & Term of Appointment	Appointment for a period of five consecutive years from April 1, 2025 to March 31, 2030.
2.	Brief profile (in case of appointment)	She is a Fellow Member of the Institute of Company Secretaries of India (ICSI) and a Bachelor of commerce. She started her career with KHA in 2011 as a trainee and was absorbed as an Associate, after successful completion of her training. She has hands on experience in Corporate Secretarial matters. In addition to the compliances under the Companies Act with specific impetus on Secretarial Compliance Audit, she also handles compliances with the regulations of SEBI Laws, FEMA and Listing Agreement and Stock Exchange related issues.
3.	Disclosure of relationships between directors (in case of appointment of a director)	None

**BRIEF PROFILE OF**  
**Mr. BRIJGOPAL BALARAM BANG (DIN: 00112203)**  
**MANAGING DIRECTOR OF THE COMPANY**

<b>Sr. No.</b>	<b>Details of the event that needs to be provided</b>	<b>Information of such event</b>
1	Reason for change	Re-Appointment
2	Date of Appointment	01 <sup>st</sup> December, 2025
3	Terms of Appointment	3 years, w.e.f. 01 <sup>st</sup> December, 2025 subject to the approval of members in the ensuing Annual General Meeting. Mr. Brijgopal Balaram Bang shall be liable to retire by rotation.
4	Brief Profile	Mr. Bang develops and prepares company's business strategies and comprehensive business plans along with other board members and works for their execution. His focus is dedicated towards the business of the Company and supervises the general conduct and management of the affairs of the Company. He analyzes problematic situations and occurrences and provides solutions to ensure company survival and growth. Mr. Bang has been part of the group for the last 17 years and has led successful growth of the business.
5	Disclosure of relationships between directors	Besides the remuneration proposed for being Managing director in the Company, Mr. Bang is also promoter of the Company and holds 33,06,900 (22.54%) equity shares of Rs. 10/- each. Mr. Bang is also relative of Mrs. Vandana Bang, Whole time director of the Company which may be deemed as interested in the above said resolution.