



The United Nilgiri Tea Estates Company Limited

CIN : L01132TZ1922PLC000234

Regd. Office : P.B. No. 3708, No. 3, Savithri Shanmugam Road, Race Course, Coimbatore - 641 018

Phone : 0422-2220566, 2220125 Email : headoffice@unitea.co.in Website : unitednilgiritea.com

07.01.2025

Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra East
Mumbai – 400 051

Dear Sirs,

Sub: Notice of Extraordinary General Meeting

We enclose herewith a copy of the Notice of the Extraordinary General Meeting (EGM) of the Company to be held on Thursday, January 30, 2025 through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

This is to confirm that the Notice has been emailed to 5,363 shareholders on January 07, 2025.

Kindly take the same on record.

Thanking you,

Yours faithfully,

THE UNITED NILGIRI TEA ESTATES COMPANY LIMITED,

R.V. SRIDHARAN
Company Secretary



Encl: Notice of EGM



THE UNITED NILGIRI TEA ESTATES COMPANY LIMITED

CIN: L01132TZ1922PLC000234

Registered Office : No.3, Savithri Shanmugam Road,
Race Course, Coimbatore - 641 018

E-Mail : headoffice@unitea.co.in Website : unitednilgiritea.com

Phone : 91-422-2220566 Fax : 91-422-2222865

EXTRA-ORDINARY GENERAL MEETING **NOTICE TO SHAREHOLDERS**

Dear Members,

NOTICE is hereby given that an Extra-ordinary General Meeting of the members of the Company will be held on Thursday, January 30, 2025 at 03.00 P.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business:

SPECIAL BUSINESS:

Appointment of Ms. Sashikala Srikanth [DIN:01678374] as an Independent Director.

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, 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17, 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") as amended, and the Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Ms. Sashikala Srikanth [DIN:01678374], Additional Director of the Company who has submitted a declaration that she meets the criteria of independence under Section 149 (6) of the Act, Regulation 16 (1) (b) of Listing Regulations, and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing her candidature for the office of the Director, be and is hereby appointed as an Independent Director of the Company not liable to retirement by rotation to hold office for a period commencing from December 31, 2024 up-to the conclusion of 105th Annual General Meeting of the Company to be held in the year 2027 for the financial year 2026-2027.

By Order of the Board
For The United Nilgiri Tea Estates Company Limited

Chennai
December 31, 2024

R.V. Sridharan
Company Secretary

NOTES:

1. The Ministry of Corporate Affairs ("MCA") vide its relevant Circulars issued during the years 2020, 2021, 2022, 2023 and 2024 permitted the conduct of the Extra-Ordinary General Meeting ("EGM") through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue. In compliance with the provisions of the Act, Listing Regulations, MCA Circulars and SEBI Circulars, the EGM of the Company is being held through VC / OAVM.

2. Pursuant to the applicable Circulars issued by the MCA and proviso to Regulation 44(4) of Listing Regulations, the facility to appoint a proxy to attend and cast vote for the members is not available for this EGM and hence the Attendance Slip and Proxy Form are not annexed to this Notice. However, body corporates are entitled to appoint authorized representatives to attend the EGM through VC/OAVM and participate at the meeting and cast their votes through e-voting.
3. The Members can join the EGM through VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large shareholders (shareholders holding 2% or more shareholding). Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. are allowed to attend the EGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. In line with the MCA Circular No.17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at www.unitednilgiritea.com. The Notice can also be accessed from the website of National Stock Exchange of India Limited at www.nseindia.com and on the website of NSDL at www.evoting.nsd.com.
6. The Explanatory Statement pursuant to Section 102 of the Act with respect to the special business as set out in the Notice is annexed hereto. The relevant details, pursuant to Regulation 36 (3) of the Listing Regulations and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India in respect of Director seeking appointment at this EGM is also annexed.
7. As per Regulation 40 of Listing Regulations as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019 except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares, members holding shares in physical form are requested to consider converting their holdings into dematerialized form. Members can contact the Company or Company's Registrar and Transfer Agents - Integrated Registry Management Services Private Limited for assistance in this regard.
8. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile number, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as name of the bank, branch, account number, MICR code, IFSC code, etc., to their Depository Participant in case the shares are held in electronic form and to Registrar and Share Transfer Agent (RTA) in case the shares are held in physical form.
9. In case of joint holders attending the EGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
10. 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 not to 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.
11. To support the 'Green Initiative,' members are requested to register their email address with the concerned Depository Participant in respect of shares held in electronic form.

12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining the demat accounts. Members holding shares in physical form can submit their PAN details to the Company. SEBI has also mandated that for registration of transfer of securities, the transferee(s) as well as transferor(s) shall furnish a copy of their PAN Card to the Company for registration of transfer of securities.
13. Pursuant to the provisions of Section 72 of the Act, the facility for making nomination is available for the members in respect of shares held in physical form. Members who have not yet registered their nominations are requested to register the same by submitting Form SH-13. Members are requested to submit the said form to their depository participants in case the shares are held in electronic form and to the Company in case the shares are held in physical form.
14. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the EGM is being sent through electronic mode to those Members whose email addresses are registered with the Company / RTA / Depository Participants. Members may note that the Notice of EGM will also be available on the Company's website at www.unitednilgirittea.com, on the website of National Stock Exchange of India Limited at www.nseindia.com and on the website of NSDL at www.evoting.nsdl.com.
15. Since the EGM will be held through VC/OAVM, the Route Map is not annexed to this Notice.

16. Voting through electronic means

Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of Listing Regulations (as amended), Secretarial Standard on General Meetings (SS2) issued by the Institute of Company Secretaries of India and the Circulars issued by the MCA dated April 08, 2020, April 13, 2020 and May 05, 2020, the Company is providing facility of remote e-Voting to its members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the EGM will be provided by NSDL. The instructions for members for remote e-voting and joining EGM are as under:

1. The remote e-voting shall commence on Monday, January 27, 2025 at 09.00 A.M. (IST) and shall end on Wednesday, January 29, 2025 at 5.00 P.M (IST). During this period, members of the company holding shares either in physical form or in dematerialized form as on the cut-off date January 23, 2025 will be entitled to cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, he shall not be allowed to change it subsequently. Those members, who will be present in the EGM through VC / OAVM facility and have not cast their vote on the Resolution through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the EGM.
2. The Members who have cast their votes by remote e-voting prior to the EGM may also attend/participate in the EGM through VC / OAVM but shall not be entitled to cast their vote again.
3. The voting rights of members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date January 23, 2025.
4. Any person, holding shares in physical form and non-individual shareholders, who acquires shares of the Company and become members of the Company after dispatch of Notice and holding shares as on cut-off date January 23, 2025 may obtain the Login ID and password by sending a request at evoting@nsdl.com. or headoffice@unitea.co.in or corpserv@integratedindia.in. However, if you are already registered

with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forget your password, you can reset your password by using “Forgot User Details/Password” or “Physical User Reset Password” option available on www.evoting.nsdl.com or call on 022-48867000. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and become a Member of the Company after sending of the Notice and holding shares as on the cut-off date January 23, 2025 may follow steps mentioned in the Notice of the EGM under “Access to NSDL e-Voting system”.

5. Mr.S.Kasi Viswanathan, Partner, Gopalaiyer & Subramanian, Chartered Accountants has been appointed as the Scrutinizer to scrutinize both e-voting during the EGM and remote e-voting process in a fair and transparent manner.

INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING EXTRA ORDINARY GENERAL MEETING ARE AS UNDER:

How to vote electronically using NSDL e-Voting system?





The way to vote electronically on NSDL e-Voting system consists of two steps which are mentioned below:

Step 1: Access to NSDL e-Voting system

A. Login method for e-Voting and joining virtual meeting 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.	<p>A. NSDL IDeAs facility</p> <p>If you are already registered, follow the below steps:</p> <ol style="list-style-type: none"> 1. Visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. 2. Once the home page of e-services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. 3. A new screen will open. You will need to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value Added Services. 4. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. 5. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<p>If you are not registered, follow the below steps:</p> <ol style="list-style-type: none"> a. Option to register is available at https://eservices.nsd.com. b. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp <p>B. E-Voting website of NSDL</p> <ol style="list-style-type: none"> 1. Open web browser by typing the following URL: https://www.evoting.nsd.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 (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. 4. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. 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>C. NSDL Mobile App</p> <p>Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div data-bbox="715 1278 1246 1598" style="text-align: center;"> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div> </div>

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 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 www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2. After successful login, the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by the company. On clicking the e-voting 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. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	<ol style="list-style-type: none"> 1. You can also login using the login credentials of your demat account through your Depositor Participant registered with NSDL/CDSL for e-Voting facility. 2. 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. 3. 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.

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 evoting@nsdl.com 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 helpdesk.evoting@cdslindia.com or contact at toll free no.1800 21 09911

B) Login Method for e-Voting 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, 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 user 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.
 - b) Physical User Reset Password?” (If you are holding shares in physical mode) option available on 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 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 and join Meeting on NSDL e-Voting system.

How to cast your vote electronically and join Meeting 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 and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the Extra-ordinary General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
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 kasi.s@gopalaiyer.in. Please mention the e-mail ID of Scrutinizer> with a copy marked to 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 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 or call on 022-4886 7000 or send a request to Ms.Pallavi Mhatre, Senior Manager, NSDL at pallavid@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 resolution 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 headoffice@unitea.co.in.
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 headoffice@unitea.co.in. 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 and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively, shareholder/members may send a request to 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.

Instructions for members for e-Voting on the day of the EGM are as under:

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-Voting.
2. Only those members/shareholders, who will be present in the EGM through VC/OAVM facility and have not cast their vote on the resolution through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM.
3. Members who have voted through remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM shall be same person mentioned for remote e- Voting.

Instructions for members for attending the EGM through VC/OAVM are as under:

1. Members will be provided with a facility to attend the EGM through VC/OAVM through NSDL e-voting system. Members may access the same by following the steps mentioned above for **access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "Join Meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of the Company will be displayed.
2. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
3. Members are encouraged to join the meeting through Laptops for better experience.
4. Further members will be required to allow camera and use Internet with a good speed to avoid any disturbance during the meeting.

5. Please note that participants connecting from mobile devices or tablets or through laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable WIFI or LAN connection to mitigate any kind of aforesaid glitches.
6. Facility of joining the EGM through VC/OAVM shall open 15 minutes before the time scheduled for the EGM and will be available for Members on first come first served basis.
7. Members who would like to express their views/ask questions may send their questions in advance mentioning their name, demat account number/folio number, email ID, mobile number at headoffice@unitea.co.in on or before 05.00 P.M. IST on January 26, 2025.
8. Those members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the EGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the EGM.

Other instructions

1. The Scrutinizer shall after the conclusion of voting at the EGM, first count the votes cast at the EGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 hours of the conclusion of the EGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by her in writing, who shall counter sign the same.
2. The Chairman or the person authorized by her in writing shall forthwith on receipt of the consolidated Scrutinizer's Report, declare the results of the voting. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.unitednilgiratea.com and on the website of NSDL www.evoting.nsdl.com immediately after the declaration of result either by the Chairman or Chief Financial Officer of the Company. The results shall also be immediately forwarded to the National Stock Exchange of India Limited, Mumbai.
3. Subject to the receipt of requisite number of votes, the Resolution forming part of the Notice of Extra-ordinary General Meeting shall be deemed to have been passed on the date of EGM i.e. January 30, 2025.

By Order of the Board
For The United Nilgiri Tea Estates Company Limited

Chennai
December 31, 2024

R.V. Sridharan
Company Secretary

STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

The Board of Directors has appointed Ms. Sashikala Srikanth [DIN:01678374] as an additional director (Non-Executive, Independent) of the Company effective December 31, 2024 as recommended by the Nomination and Remuneration Committee.

It is now proposed to appoint Ms. Sashikala Srikanth as a Non-Executive Independent Director of the Company with effect from December 31, 2024 for a period ending with the conclusion of 105th Annual General Meeting to be held in the year 2027 for the financial year 2026-27. Ms. Sashikala Srikanth is a member of the Institute of Chartered Accountants of India. She has got 37 years of experience in Finance, Accounting and General Management functions and has gained multi-dimensional experience across industries ranging from hospitality to biotechnology and fertilizers and held senior management positions in India and abroad. She has been a consultant in the area of corporate social responsibility for corporates. A brief profile / expertise of Ms. Sashikala Srikanth is provided in the Annexure to the Notice for information of the shareholders.

Ms.Sashikala Srikanth is not disqualified from being appointed as a Director in terms of Section 164 of the Act and is not debarred from holding the office of Director by virtue of any Securities and Exchange Board of India (“SEBI”) order or any other such authority. Ms.Sashikala Srikanth has given her consent to act as a Director along with the declaration to the effect that she meets the criteria of independence as prescribed under the Act and the Listing Regulations, and that her name is included in the data bank of Independent Directors as required under Rule 6(3) of the Companies (Appointment and Qualification of Directors) Rules, 2014. Further, the Company has received a Notice in writing from a Member under Section 160 of the Act, proposing her candidature for the office of Independent Director of the Company.

In the opinion of the Board, Ms.Sashikala Srikanth fulfills the conditions as specified under the Act read with the Rules made thereunder and the Listing Regulations for her appointment as an Independent Director of the Company and is also independent of the Management.

Based on the recommendations of the Nomination and Remuneration Committee and her credentials and experience,, the Board of Directors is of the opinion that her appointment as a Non-Executive Independent Director would be beneficial to the Company.

The disclosures as required under Regulation 36 of the Listing Regulations and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India furnished hereunder forms part of this Notice.

The Board recommends the Special Resolution as set out in the Notice for consideration and approval of shareholders.

Except Ms. Sashikala Srikanth, none of the Directors, Key Managerial Personnel or their relatives is/are in any way concerned or interested, financially or otherwise in the above resolution.

By Order of the Board
For The United Nilgiri Tea Estates Company Limited

Chennai
December 31, 2024

R.V. Sridharan
Company Secretary

Profile of Director seeking appointment / re-appointment at the Extra-ordinary General Meeting to be held on Thursday, January 30, 2025 pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 Secretarial Standards on General Meetings.

Name of the Director	Sashikala Srikanth
DIN	01678374
Date of birth / Age	09/11/1956 - 68 years
Nationality	Indian
Date of appointment on the Board	31/12/2024
Qualification	B.A., ACA
Experience	<ol style="list-style-type: none"> 1. 37 years of experience in various industries ranging from hospitality to biotechnology and fertilizer. 2. Held senior management positions in India and abroad 3. On the board of several companies and a consultant for a few corporates in the area of CSR.
Expertise in Special Functions	Expertise in accounts, finance and general management functions.

Relationship between directors inter-se	None
Board position held	Additional Director (Non-Executive Independent)
Terms of appointment / re-appointment	As set out in the Notice of EGM.
Remuneration sought to be paid	Ms. Sashikala Srikanth will be paid sitting fees for attending Board Meeting(s) / Committee Meeting(s). She is also eligible for profit - related commission as may be approved by the Board within the limit as approved by the shareholders.
Remuneration last drawn	Nil
Number of Board Meetings attended during the year	Ms. Sashikala Srikanth was appointed by the Board effective December 31, 2024. Post her appointment, no Board or Committee meetings were held.
Directorship in other companies	<ol style="list-style-type: none"> 1. Trust Properties Development Company Private Limited 2. Mercantile Ventures Limited 3. EDAC Engineering Limited 4. AM Foundation 5. Sai Saranagathi Charitable Foundation 6. Tuticorin Alkali Chemicals and Fertilizers Limited
Committee positions held in other companies	<p>Tuticorin Alkali Chemicals and Fertilizers Limited</p> <ol style="list-style-type: none"> a. Audit Committee – Chairperson b. Risk Management Committee – Member <p>Mercantile Ventures Limited</p> <ol style="list-style-type: none"> a. Audit Committee – Member b. Nomination & Remuneration Committee – Member c. Stakeholders Relationship Committee – Member d. Corporate Social Responsibility Committee – Chairperson <p>EDAC Engineering Limited</p> <ol style="list-style-type: none"> a. Audit Committee – Member b. Nomination & Remuneration Committee - Member
Names of listed entities in which the director has resigned in the past three years.	<ol style="list-style-type: none"> 1. Sicagen India Limited 2. Tamilnadu Petro Products Limited 3. Manali Petrochemicals Limited 4. Southern Petrochemical Industries Corporation Limited
Number of shares held in the Company	Nil

By Order of the Board
For **The United Nilgiri Tea Estates Company Limited**

Chennai
December 31, 2024

R.V. Sridharan
Company Secretary