

...continued from previous page.

100,000,000 Equity Shares having of ₹5 each and 15,000,000 Redeemable Non-Cumulative Preference Shares having face value of ₹10 each. The issued, subscribed and paid-up share capital of the Company is ₹393,497,000 comprising 78,699,400 equity shares of face value of ₹5 each. For details, please see the section entitled "Capital Structure" beginning on page 85 of the RHP.

**Names of signatories to the Memorandum of Association of our Company and the number of Equity Shares subscribed by them:** The names of the initial signatories of the Memorandum of Association of our Company are Rajendra Sethia, Kanishka Sethia and Sushila Sethia. For details of the share capital history and capital structure of our Company, please see the section entitled "Capital Structure" beginning on page 85 of the RHP.

**Listing:** The Equity Shares to be offered through the Red Herring Prospectus are proposed to be listed on the Stock Exchanges. Our Company has received an in-principle approval from each of the BSE and the NSE for the listing of the Equity Shares pursuant to their letters, each dated July 26, 2023. For the purposes of the Offer, NSE is the Designated Stock Exchange. A signed copy of the Red Herring Prospectus has been filed with the RoC in accordance with Section 32 of the Companies Act, 2013 and a signed copy of the Prospectus shall be delivered to the RoC in accordance with Section 26(4) of the Companies Act, 2013. For details of the material contracts and documents available for inspection from the date of the Red Herring Prospectus up to the Bid/Offer Closing Date, see "Material Contracts and Documents for Inspection" on page 410 of the RHP.

**Disclaimer Clause of the Securities and Exchange Board of India ("SEBI"):** SEBI only gives its observations on the offer documents and this does not constitute approval of

either the Offer or the specified securities stated in the offer document. The investors are advised to refer to page 355 of the RHP for the full text of the disclaimer clause of SEBI.

**Disclaimer Clause of NSE (Designated Stock Exchange):** It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Offer Document has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Offer Document. The investors are advised to refer to page 358 of the RHP for the full text of the disclaimer clause of NSE.

**Disclaimer Clause of BSE:** It is to be distinctly understood that the permission given by BSE should not in any way be deemed or construed that the Offer Document has been cleared or approved by BSE nor does it certify the correctness or completeness of any of the contents of the Offer Document. The investors are advised to refer to page 358 of the RHP for the full text of the disclaimer clause of BSE.

**General Risk:** Investment in equity and equity-related securities involve a degree of risk and investors should not invest any funds in the Offer unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Offer. For taking an investment decision, investors must rely on their own examination of our Company and the Offer, including the risks involved. The Equity Shares in the Offer have not been recommended or approved by the SEBI, nor does SEBI guarantee the accuracy or adequacy of the contents of the Red Herring Prospectus. Specific attention of the investors is invited to "Risk Factors" on page 28 of the RHP.

BOOK RUNNING LEAD MANAGERS		REGISTRAR TO THE OFFER	COMPANY SECRETARY AND COMPLIANCE OFFICER
			<b>Sapna Kochar</b> 2/6 Sarat Bose Road, 2 <sup>nd</sup> Floor, Kolkata 700 020, West Bengal, India Tel: +91 33 2485 8519 Email: investors@westcong.com
<b>JM Financial Limited</b> 7 <sup>th</sup> Floor, Chenergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai - 400 025 Maharashtra, India Telephone: +91 22 6630 3030/ +91 22 6630 3262 E-mail: westerncarriers ipo@jmfml.com Investor grievance e-mail: grievance.lbd@jmfml.com Website: www.jmfml.com Contact Person: Prachee Dhuri SEBI Registration No.: INM000010381	<b>Kotak Mahindra Capital Company Limited</b> 27 BKC, 1 <sup>st</sup> Floor, Plot No. C-27, 'G' Block, Bandra Kurla Complex Bandra (East), Mumbai - 400 051, Maharashtra, India Telephone: +91 22 4336 0000 E-mail: westerncarriers.ipo@kotak.com Website: https://investmentbank.kotak.com Investor Grievance ID: kmccredressal@kotak.com Contact Person: Ganesh Rane SEBI Registration No.: INM000008704	<b>Link Intime India Private Limited</b> C-101, 1 <sup>st</sup> Floor, 247 Park, L.B.S. Marg, Vikhroli West, Mumbai - 400 083 Maharashtra, India Tel: +91 81 0811 4949 E-mail: westerncarriers.ipo@linkintime.co.in Investor grievance e-mail: westerncarriers.ipo@linkintime.co.in Website: www.linkintime.co.in Contact Person: Shanti Gopalakrishnan SEBI Registration No.: INR000004058	Investors may contact the Company Secretary and Compliance Officer or the Registrar to the Offer in case of any pre-Offer or post-Offer related grievances including non-receipt of letters of Allotment, non-credit of Allotted Equity Shares in the respective beneficiary account, non-receipt of refund orders or non-receipt of funds by electronic mode, etc. For all Offer related queries and for redressal of complaints, Investors may also write to the BRLMs.

**AVAILABILITY OF THE RHP:** Investors are advised to refer to the RHP and the section titled "Risk Factors" on page 28 of the RHP, before applying in the Offer. A copy of the RHP shall be available on website of SEBI at [www.sebi.gov.in](http://www.sebi.gov.in), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively, and on the website of the Company at [www.western-carriers.com](http://www.western-carriers.com) and is available on the websites of the BRLMs, i.e., JM Financial Limited and Kotak Mahindra Capital Company Limited at [www.jmfml.com](http://www.jmfml.com) and <https://investmentbank.kotak.com>, respectively.

**Availability of the Abridged Prospectus:** A copy of the abridged prospectus shall be available on the website of the Company, the BRLMs and the Registrar to the Offer at [www.western-carriers.com](http://www.western-carriers.com), [www.jmfml.com](http://www.jmfml.com) and <https://investmentbank.kotak.com>, and [www.linkintime.co.in](http://www.linkintime.co.in), respectively.

**AVAILABILITY OF BID CUM APPLICATION FORMS:** Bid cum Application Forms can be obtained from the Registered Office of **Western Carriers (India) Limited**, Tel: +91 33 2485 8519; **BRLMs : JM Financial Limited**, Tel.: +91 22 6630 3030/ +91 22 6630 3262, **Kotak Mahindra Capital Company Limited**, Tel.: +91 22 4336 0000; **Syndicate Member: JM Financial Services Limited**, Tel: +91 22 6136 3400, **Kotak Securities Limited**, Tel: +91 22 6218 5470 and at the select locations of the Sub-syndicate Members (as given below), SCSBs, Registered Brokers, RTAs and CDPs participating in the Offer. ASBA Forms will also be available on the websites of BSE and NSE and the Designated Branches of SCSBs, the list of which is available at websites of the Stock Exchanges and SEBI.

**Sub-Syndicate Members:** Almondz Global Securities Ltd, Amrapali Capital & Finance Services Ltd., Anand Rathi Share & Stock Brokers Ltd., Asit C. Mehta Investment Intermediates Ltd, Axis Capital Limited, Bajaj Financial Securities Ltd, Centrum Broking Limited, Dalal & Broacha Stock Broking Private Limited, Edelweiss Broking Ltd, Eurekha Stock & Share Brokers Ltd, Globe Capital Markets Ltd, HDFC Securities Limited, ICICI Securities Limited, IDBI Capital Markets and Securities Ltd, IIFL Securities Ltd, IIFL Wealth Management Ltd, Jobanputra Fiscal Services Private Limited, Kantilal Chhaganlal Securities P. Ltd, KJMC Capital Market Services Limited, LKP Securities Limited, Motilal Oswal Financial Services Limited, Nuvama Wealth and Investment Limited (Edelweiss Broking Limited), Prabhudas Lilladher Pvt Ltd, Pravin Ratilal Share & Stock Brokers Limited, Religare Broking Ltd, RR Equity Brokers Private Limited, SBICap Securities Limited, Sharekhan Ltd, SMC Global Securities Ltd, Systematix Shares and Stock Brokers Ltd, Tradebulls Securities Limited, YES Securities (India) Limited

**Escrow Collection Bank:** HDFC Bank Limited

**Public Offer Account Bank and Refund Bank :** Kotak Mahindra Bank Limited

**Sponsor Banks:** Kotak Mahindra Bank Limited and HDFC Bank Limited

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the RHP.

For **Western Carriers (India) Limited**  
On behalf of the Board of Directors  
Sd/-

**Sapna Kochar**  
Company Secretary and Compliance Officer

Place: Kolkata  
Date: September 9, 2024

**Western Carriers (India) Limited** is proposing, subject to receipt of requisite approvals, market conditions and other considerations, to undertake an initial public offering of its Equity Shares and has filed the RHP with RoC. The RHP is available on the website of the Company at [www.western-carriers.com](http://www.western-carriers.com), the website of SEBI at [www.sebi.gov.in](http://www.sebi.gov.in), websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively, and is available on the websites of the BRLMs, i.e., JM Financial Limited and Kotak Mahindra Capital Company Limited at [www.jmfml.com](http://www.jmfml.com) and <https://investmentbank.kotak.com>, respectively. Any potential investors should note that investment in equity shares involves a high degree of risk and for details relating to such risk, please see the section entitled "Risk Factors" of the RHP. Potential investors should not rely on the DRHP for making any investment decision and instead should place reliance on the RHP. This announcement does not constitute an offer of the Equity Shares for sale in any jurisdiction, including the United States, and the Equity Shares may not be offered or sold in the United States absent registration under the US Securities Act of 1933 or an exemption from registration. Any public offering of the Equity Shares to be made in the United States will be made by means of a prospectus that may be obtained from the Company and that will contain detailed information about the Company and management, as well as financial statements. However, the Equity Shares are not being offered or sold in the United States.

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INITIAL PUBLIC OFFER OF EQUITY SHARES ON THE MAIN BOARD OF THE STOCK EXCHANGES (DEFINED BELOW) IN COMPLIANCE WITH CHAPTER II OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED ("SEBI ICDR REGULATIONS")



(Please scan this QR code to view the DRHP and the Addendum)

## PUBLIC ANNOUNCEMENT

# TRANSRAIL

## TRANSRAIL LIGHTING LIMITED

Our Company was originally incorporated as "Transrail Lighting Limited" at Mumbai, Maharashtra as a public limited company under the Companies Act, 1956, pursuant to the certificate of incorporation dated February 18, 2008, issued by Registrar of Companies, Maharashtra at Mumbai ("RoC") and commenced operations pursuant to a certificate of commencement of business dated March 14, 2008. For further details of our Company, see "History and Certain Corporate Matters – Brief History of our Company" on page 204 of the draft red herring prospectus dated March 8, 2024, filed with Securities and Exchange Board of India on March 9, 2024 ("DRHP").

**Registered Office:** 501, A.B.C.E Fortune 2000, Block G, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra 400 051, India; **Tel:** +91 22 6197 9600; **Website:** [www.transrail.in](http://www.transrail.in);  
**Contact person:** Gandhali Upadhye, Company Secretary and Compliance Officer; **E-mail:** [cs@transrailighting.com](mailto:cs@transrailighting.com); **Corporate Identity Number:** U31506MH2008PLC179012

**THE PROMOTERS OF OUR COMPANY ARE AJANMA HOLDINGS PRIVATE LIMITED, DIGAMBAR CHUNNILAL BAGDE AND SANJAY KUMAR VERMA**

### NOTICE TO INVESTORS ("NOTICE")

INITIAL PUBLIC OFFERING OF UP TO [=] EQUITY SHARES OF FACE VALUE OF ₹ 2 EACH ("EQUITY SHARES") OF TRANSRAIL LIGHTING LIMITED (OUR "COMPANY" OR "THE COMPANY") FOR CASH AT A PRICE OF ₹ [=] PER EQUITY SHARE (INCLUDING A PREMIUM OF ₹ [=] PER EQUITY SHARE) (THE "OFFER PRICE") AGGREGATING UPTO ₹ [=] MILLION (THE "OFFER") COMPRISING A FRESH ISSUE OF UP TO [=] EQUITY SHARES AGGREGATING UP TO ₹ 4,000.00 MILLION (THE "FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO 10,160,000 EQUITY SHARES AGGREGATING UPTO ₹ [=] MILLION, BY AJANMA HOLDINGS PRIVATE LIMITED (THE "OFFER FOR SALE"). THE OFFER INCLUDES A RESERVATION OF UP TO [=] EQUITY SHARES AGGREGATING UP TO ₹ [=] MILLION (CONSTITUTING UP TO [=] OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY) FOR SUBSCRIPTION BY ELIGIBLE EMPLOYEES (THE "EMPLOYEE RESERVATION PORTION"). THE OFFER LESS THE EMPLOYEE RESERVATION PORTION IS HEREINAFTER REFERRED TO AS THE "NET OFFER". THE OFFER AND THE NET OFFER SHALL CONSTITUTE [=] AND [=]%, RESPECTIVELY, OF POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

\* A Pre-IPO Placement was undertaken by our Company, in consultation with the BRLMs, for an amount aggregating to ₹ 500.00 million (rounded off). Accordingly, the size of the Fresh Issue has been reduced by ₹ 500.00 million and the revised Fresh Issue size aggregates to ₹ 4,000.00 million.

Potential Bidders may note the following:

- As disclosed in the cover page and relevant sections of the DRHP, our Company, in consultation with the BRLMs, have considered a Pre-IPO placement of such number of specified securities aggregating up to ₹ 500.00 million, at its discretion, prior to filing of the Red Herring Prospectus with the RoC ("Pre-IPO Placement"). Pursuant to the resolutions passed by the board of directors and the shareholders dated September 4, 2024 and September 6, 2024, respectively, and pursuant to the share subscription agreement dated September 9, 2024 entered into between our Company and Volrado Venture Partners Fund IV Gamma, Mr. Shyamsundar B. Asawa, Mr. Saurabh Sanjay Agrawal and Mr. Divyam Sanjay Agrawal, our Company approved the Pre-IPO Placement of 1,033,057 Equity Shares of face value of ₹ 2 each, for cash at a price of ₹ 484 per Equity Share (including a share premium of ₹ 482 per Equity Share) aggregating to ₹ 500.00 million (rounded off).
- Our Company, through the resolution passed by the board of directors dated September 9, 2024, has allotted the Equity Shares in relation to the Pre-IPO Placement, in the manner as set forth below:

Date of Allotment	Name of the Allottee	Number of Equity Shares Allotted	Issue Price (in ₹)	Amount (in ₹)
September 9, 2024	Volrado Venture Partners Fund IV Gamma	991,730	484	479,997,320
September 9, 2024	Mr. Shyamsundar B. Asawa	20,661	484	9,999,924
September 9, 2024	Mr. Saurabh Sanjay Agrawal	10,333	484	5,001,172
September 9, 2024	Mr. Divyam Sanjay Agrawal	10,333	484	5,001,172
<b>Total</b>		<b>1,033,057</b>		<b>499,999,588</b>

- The abovementioned allottees are not connected to our Company, Promoters, Promoter Group, Directors, Key Managerial Personnel, Senior Management, Subsidiaries or Group Companies and the directors or key managerial personnel or senior management of such Subsidiaries and Group Companies in any manner.

BOOK RUNNING LEAD MANAGERS		REGISTRAR TO THE OFFER		
				
<b>Inga Ventures Private Limited</b> 1229, Hubtown Solaris N.S. Phadke Marg, Opp. Telli Galli Andheri (East), Mumbai 400 069 Maharashtra, India Tel: +91 22 6854 0808 E-mail: <a href="mailto:transrail.ipo@ingaventures.com">transrail.ipo@ingaventures.com</a> Website: <a href="http://www.ingaventures.com">www.ingaventures.com</a> Investor grievance ID: <a href="mailto:investors@ingaventures.com">investors@ingaventures.com</a> Contact person: Kavita Shah SEBI registration number: INM000012698	<b>Axis Capital Limited</b> Axis House, 1 <sup>st</sup> Floor, Pandurang Budhkar Marg, Worli, Mumbai 400 025, Maharashtra, India Tel: +91 22 4325 2183 E-mail: <a href="mailto:transrail.ipo@axiscap.in">transrail.ipo@axiscap.in</a> Website: <a href="http://www.axiscapital.co.in">www.axiscapital.co.in</a> Investor grievance ID: <a href="mailto:complaints@axiscap.in">complaints@axiscap.in</a> Contact person: Simran Gadh/ Harish Patel SEBI registration number: INM000012029	<b>HDFC Bank Limited</b> Investment Banking Group, Unit no. 701, 702 and 702-A, 7 <sup>th</sup> floor, Tower 2 and 3, One International Centre, Senapati Bapat Marg, Prabhadevi, Mumbai 400 013, Maharashtra, India Tel: +91 22 3395 8233 E-mail: <a href="mailto:transrail.ipo@hdfcbank.com">transrail.ipo@hdfcbank.com</a> Website: <a href="http://www.hdfcbank.com">www.hdfcbank.com</a> Investor grievance ID: <a href="mailto:investor.redressal@hdfcbank.com">investor.redressal@hdfcbank.com</a> Contact person: Sanjay Chudasama SEBI Registration number: INM000011252	<b>IDBI Capital Markets &amp; Securities Limited</b> 6 <sup>th</sup> Floor, IDBI Tower, WTC Complex Cuffe Parade, Mumbai 400 005 Maharashtra, India Tel: +91 22 4069 1953 E-mail: <a href="mailto:transrail.ipo@idbicapital.com">transrail.ipo@idbicapital.com</a> Investor grievance ID: <a href="mailto:redressal@idbicapital.com">redressal@idbicapital.com</a> Contact person: Indrajit Bhagat/ Vimal Maniyar Website: <a href="http://www.idbicapital.com">www.idbicapital.com</a> SEBI registration number: INM000010866	<b>Link Intime India Private Limited</b> C 101, 1 <sup>st</sup> Floor, 247 Park, L.B.S Marg Vikhroli (West), Mumbai 400 083 Maharashtra, India Tel: +91 22 810 811 4949 E-mail: <a href="mailto:transrailighting.ipo@linkintime.co.in">transrailighting.ipo@linkintime.co.in</a> Website: <a href="http://www.linkintime.co.in">www.linkintime.co.in</a> Investor grievance ID: <a href="mailto:transrailighting.ipo@linkintime.co.in">transrailighting.ipo@linkintime.co.in</a> Contact person: Shanti Gopalakrishnan SEBI registration number: INR000004058

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the DRHP.

For **TRANSRAIL LIGHTING LIMITED**

On behalf of the Board of Directors

Sd/-

**Gandhali Upadhye**  
Company Secretary and Compliance Officer

Place: Mumbai  
Date: September 9, 2024

**TRANSRAIL LIGHTING LIMITED** is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to undertake an initial public offering of its Equity Shares and has filed the DRHP dated March 8, 2024 with the SEBI on March 9, 2024 read with the notice to investors along with a corrigendum cum addendum dated July 2, 2024, and a notice to investors dated July 24, 2024. The DRHP shall be available on the website of SEBI at [www.sebi.gov.in](http://www.sebi.gov.in), on the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively, on the website of the Company at [www.transrail.in](http://www.transrail.in) and on the websites of the BRLMs, i.e. Inga Ventures Private Limited, Axis Capital Limited, HDFC Bank Limited and IDBI Capital Markets & Securities Limited at [www.ingaventures.com](http://www.ingaventures.com), [www.axiscapital.co.in](http://www.axiscapital.co.in), [www.hdfcbank.com](http://www.hdfcbank.com) and [www.idbicapital.com](http://www.idbicapital.com), respectively. Any potential investors should note that investment in equity shares involves a high degree of risk and for details relating to such risk, please see the section entitled "Risk Factors" on page 29 of the DRHP. Potential investors should not rely on the DRHP filed with SEBI for making any investment decision.

This announcement is not an offer of securities for sale in the United States or elsewhere. This announcement has been prepared for publication in India only and is not for publication or distribution, directly or indirectly, in or into the United States. The Equity Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act") or any state law of the United States and may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act or any state law of the United States. Accordingly, the Equity Shares are only being offered and sold outside the United States in "offshore transactions" as defined in and in reliance on Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where those offers and sales occur. There will be no public offering of the Equity Shares in the United States.

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## GOVERNMENT OF TAMILNADU PUBLIC WORKS DEPARTMENT BUILDINGS (C&M) CIRCLE, CHEPAUK, CHENNAI-5

**e-TENDER NOTICE No.15 BCM/2024-25/DATED:09.09.2024.**

**FORM OF CONTRACT: LUMPSUM / Two Cover System**

For and on behalf of the Governor of Tamil Nadu, e-tenders are invited from the eligible registered contractors by the Superintending Engineer, PWD., Buildings (C & M) Circle, Chepauk, Chennai- 5 for the following work:-

Sl. No.	Name of work and EMD	Approximate value of work	Period	Eligible Class
1.	Construction of Exhibition Hall in International Convention Center at Mutukadu in Chengalpattu District. <b>E.M.D. Rs. 86,15,000/-</b>	Rs.17207.00 Lakhs	18 Months	Class IA
2	Construction of Convention Hall in International Convention Center at Mutukadu in Chengalpattu District <b>E.M.D. Rs.51,20,000/-</b>	Rs.10213.00 Lakhs	18 Months	Class IA
3	Construction of Auditorium with Banquet Halls in International Convention Center at Mutukadu in Chengalpattu District <b>E.M.D. Rs.54,50,000/-</b>	Rs.10872.00 Lakhs	18 Months	Class IA
4	Construction of External work for International Convention Center at Mutukadu in Chengalpattu District <b>E.M.D. Rs. 52,90,000/-</b>	Rs.10554.00 Lakhs	18 Months	Class IA

- For Tender documents, visit <https://tntenders.gov.in>
- Last Date and Time for submission of tender documents : **16.10.2024 upto 03.00 P.M.**
- Date and Time of opening of the e-tender : **16.10.2024 at 04.00 P.M.**

Superintending Engineer, PWD.,  
Buildings (C&M) Circle,  
Chepauk, Chennai-5.

DIPR/3577/TENDER/2024

### NOTICE OF THE EXTRA-ORDINARY GENERAL MEETING OF TEMBO GLOBAL INDUSTRIES LIMITED

Notice is hereby given that the Extra-Ordinary General Meeting ("the EGM / the meeting") of the Members of M/s. Tembo Global Industries Limited ("the Company") will be held on **Tuesday, October 1, 2024, at 1.00 P.M. (IST)** through Video Conference ("VC") / Other Audio-Visual Means ("OAVM") to transact the business(es) set forth in the Notice of EGM dated September 9, 2024.

Pursuant to General Circular No. 14/ 2020 dated 8th April 2020 read with other relevant circulars including 09/2023 dated 25<sup>th</sup> September 2023 issued by the Ministry of Corporate Affairs ("MCA") (collectively referred to as "**MCA Circulars**") and Securities and Exchange Board of India ("SEBI") vide its circular no. SEBI/HO/CFD/CMD/1/CIR/P/2020/79 dated May 12, 2020, circular no. SEBI/HO/CFD/CMD/2/CIR/P/2021/11 dated January 15, 2021, circular no. SEBI/HO/CFD/CMD/2/CIR/P/2022/62 dated May 13, 2022, circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 (collectively "**SEBI Circulars**"), have permitted companies to conduct EGM through VC or other audio visual means, subject to compliance of various conditions mentioned therein. In compliance with the aforesaid MCA Circulars and SEBI Circulars and the applicable provisions of Companies Act, 2013 and rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the EGM of the Company is being convened and will be conducted through VC. The Notice of EGM has been sent on September 9, 2024, only through electronic mode to all those members who have registered their email address with the Company/ Depository Participants in accordance with the aforesaid Circulars. Members may note that the Notice of EGM is also available on the website of the Company at [www.tembo.in](http://www.tembo.in) and the National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com)

In case the members have not registered their email address, they can follow the below procedure:

- The Members holding shares in DEMAT form are requested to register their e-mail address/ electronic bank mandate with their respective Depository Participant.
- The Members holding shares in Physical mode are requested to furnish their e-mail address/electronic bank mandate details in Form ISR-1 and other relevant forms pursuant to SEBI Circular bearing reference no. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023. Relevant details and forms prescribed by SEBI in this regard are available on the website of the Company at under Investor Relations Section.

Members whose Email IDs are not updated with the Company/Registrar and Share Transfer Agents/Depository Participants can avail soft copy of the EGM Notice by raising a request to the Company by email at [cs@tembo.in](mailto:cs@tembo.in).

Members can attend and participate in the EGM through VCOAVM facility. The instructions for joining the EGM would be provided in the Notice of EGM. Members attending the meeting through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The Company is also providing remote e-voting facility ("**remote e-voting**") to all its members to cast their votes on all the resolutions set out in the Notice of EGM. Also, the Company shall be providing the facility for voting through e-voting system during the EGM. The detailed procedure of remote e-voting / e-voting during the EGM is mentioned in the Notice of EGM.

In terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended) and aforesaid circulars, the Company is pleased to offer its members the facility of "remote e-voting" provided by National Securities Depository Limited (NSDL) to exercise their right to vote on the business(es) as set forth in the Notice of the EGM. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the EGM, on the resolution set forth in the Notice, will be provided by NSDL. All the members are informed that:

- the Special Business as set out in the Notice of the EGM will be transacted through voting by electronic means;
- the remote e-voting shall commence on Saturday, September 28, 2024, at 09:00 A.M. (IST);
- the remote e-voting shall end on Monday, September 30, 2024, at 05:00 P.M. (IST);
- the cut-off date for determining the eligibility to vote by electronic means or at the EGM is Tuesday, September 24, 2024.
- any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is sent through e-mail and holding shares as on the cut-off date i.e. Tuesday, September 24, 2024, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or Company/RTA at [cs@tembo.in](mailto:cs@tembo.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 forgot 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](http://www.evoting.nsdl.com) or call on 022-48867000/022-24997000. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as on the cut-off date may follow steps mentioned in the Notice of the EGM under "Access to NSDL e-Voting system";
- Members who have not voted through Remote e-voting facility will be permitted to vote through e-voting during the EGM;
- The members who have already casted their vote through remote e-voting may attend the EGM through VC/OAVM but shall not be entitled to cast their vote during the EGM;
- All persons whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date namely Tuesday, September 24, 2024, only shall be entitled to vote at the Extra-Ordinary General Meeting by availing the facility of remote e-voting or by voting at the Extraordinary General Meeting. Members can cast their vote through remote e-voting or through e-voting during the EGM in the manner and by following the instructions as mentioned in the Notes section of the Notice dated September 9, 2024 convening the EGM.
- 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 toll free no.: 022-48867000/022-24997000 or send a request to Ms. Pallavi Mhatre, Senior Manager at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Members may also write to the Company Secretary at [cs@tembo.in](mailto:cs@tembo.in) or at the Registered Office address.

Members are advised to register/update their e-mail address with their DPs, in case of the shares held in electronic form and with the company and/or its RTA in case shares held in physical form for receiving all communications, including Annual Report, Notices etc. by e-mail from the company in future.

By order of the Board

For **Tembo Global Industries Limited**

Sd/-

**Sanjay Jashbhai Patel**

Managing Director

DIN- 01958033

Place: Navi Mumbai

Date: September 9, 2024

Registered Office: -Plot No- PAPD- 146/147, TTC MIDC, Turbhe, Navi Mumbai – 400705