

**T. STANES AND COMPANY LIMITED**

(A Member of Amalgamations Group)

CIN : U02421TZ1910PLG000221

8/23-24, Race Course Road, Coimbatore 641 018.

Tel No.: 0422-2221514, 2223515-17

Email: shares@t-stanes.com Website: www.tstanes.com

NOTICE OF 113th AGM, BOOK CLOSURE AND REMOTE E-VOTING INFORMATION

Dear Member(s),

Notice is hereby given that the 113th Annual General Meeting (AGM) of the Company will be held on Friday, the 04th August, 2023 at 12.15 P.M. IST through Video Conference ("VC") / Other Audio Visual Means ("OAVM") to transact the business as set out in the Notice of the AGM.

The Company shall send the Notice of AGM and Annual Report to those Shareholders holding shares as on 07th July, 2023 and whose e-mail addresses are registered with the Company or Registrar & Share Transfer Agent, in accordance with the General Circular No. 10/2022 dated 28th December, 2022 issued by the Ministry of Corporate Affairs read with Circular No.02/2022 dated 5th May, 2022, Circular No.02/2021 dated 13th January, 2021, Circular No. 20/2020 dated 5th May, 2020, Circular No.17/2020 dated 13th April, 2020 and Circular No. 14/2020 dated 8th April, 2020. ("MCA Circulars").

The AGM Notice along with the Annual Report for the financial year 2022-23 will be made available on the website of the Company www.tstanes.com and on the website of National Securities Depository Limited ("NSDL") www.evoting.nsdl.com.

Members can attend the AGM through VC/OAVM facility only. The instructions for joining the AGM are provided in the Notice of AGM. Members attending the Meeting through VC/OAVM shall be counted for the purposes of reckoning the quorum under Section 103 of the Companies Act, 2013.

In compliance with Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Members are provided with the facility to cast their votes on all resolutions set forth in the AGM Notice using remote e-voting system provided by NSDL.

Additionally, the Company is also providing the facility of voting during the AGM through e-voting system. Members are requested to note the following:

- a. Notice of AGM and the Annual Report shall be sent electronically to all the Members, whose e-mail addresses are registered with the Company / Depository Participant / Registrar and Share Transfer Agent as on Friday, the 07th July, 2023.
- b. The remote e-voting commences on Tuesday, the 01st August, 2023 at 09.30 A.M. IST and ends on Thursday, the 03rd August, 2023 at 05.00 P.M. IST.
- c. Remote e-voting will be disabled after 05.00 P.M. on 03rd August, 2023.
- d. The cut-off date for determining eligibility for remote e-voting / e-voting is Friday, the 28th July, 2023.
- e. Those Members, who are present in the AGM through VC/OAVM facility and had not cast their votes through remote e-voting, are eligible to vote through e-voting system during the AGM.
- f. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date, the 28th July, 2023 only shall be entitled to avail the facility of remote e-voting or e-voting during the AGM. The voting rights of Members shall be in proportion to the Shares held by them in the paid-up Equity Share Capital of the Company as on the cut-off date.
- g. The manner of voting remotely for Members holding Shares in dematerialised mode, physical mode and for Members who have not registered their e-mail addresses is provided in the Notice of AGM.
- h. Members holding Shares in Physical mode, who have not registered their email address are requested to update their e-mail addresses with the Company's Registrar and Share Transfer Agent, M/s. Integrated Registry Management Services Private Limited through e-mail to yuvraj@integratedindia.in with a copy marked to shares@t-stanes.com
- i. The Members holding Shares in demat mode, who have not registered their e-mail addresses are requested to register the same including Change of Address, Bank Mandate, contact numbers, etc., with respective Depository Participant.
- j. For any query in relation to remote e-voting or e-voting during the AGM, Members may refer to the Frequently Asked Questions (FAQ's) and e-voting user manual available at the downloads section of www.evoting.nsdl.com or contact tel no. 022-4886 7000 and 022-2499 7000 or send a e-mail request to evoting@nsdl.co.in.
- k. In case of any grievance in connection with remote e-voting, Members may contact Ms. Sarita Mote, NSDL, Trade World, "A" Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400013, e-mail: evoting@nsdl.co.in, Tel: 022-4886 7000 and 022-2499 7000.
- l. Mr.V.R.Senkanarayanan, Partner, K.S.R & Co, Company Secretaries LLP, Coimbatore has been appointed as Scrutinizer to scrutinize the remote e-voting and e-voting during the AGM in a fair and transparent manner. The results declared along with the Scrutinizer's Report will be displayed on the Company's website www.tstanes.com and on the website of NSDL.
- m. Members holding Shares in physical form who have not registered / updated Bank mandate for receiving the dividends directly in their Bank account through Electronic Clearing Service (ECS) or any other means (Electronic Bank Mandate) can register their Electronic Bank Mandate to receive dividends directly to their Bank account electronically, by sending following details / documents by e-mail to yuvraj@integratedindia.in
 - a. Name and Branch of the Bank in which the dividend is to be credited and Bank account type (savings / current, etc.,)
 - b. Bank account number allotted by Bank after implementation of Core Banking Solutions;
 - c. 11 digit IFSC code; and
 - d. Self-attested scanned copy of cancelled cheque bearing the name of the Member or First holder, in case if shares are held jointly.
- n. Members may kindly note that in the event the Company is unable to pay dividend to any Member by electronic mode due to non-registration of the Electronic Bank Mandate, the Company shall despatch the dividend warrant to such Members, directly to their registered address. Members may also kindly note that the Company has fixed Friday, the 28th July, 2023 as the record date for determining the entitlement of Members to the Final dividend for the Financial year ended 31st March, 2023, if approved at the AGM.
- o. Considering the above, we urge the Members to update their e-mail address, Bank Account details, and PAN with Company / RTA / Depository Participant to ensure the receipt of Annual Report, Dividend and other communications from the Company.

The Register of Members and the Share Transfer Books of the Company will remain closed from Saturday, the 29th July, 2023 to Friday, the 04th August, 2023 (both days inclusive) for the purpose of AGM and payment of Final Dividend.

For T.STANES AND COMPANY LIMITED

Mrs. Lakshmi Narayanan

Whole-time Director

Place: Coimbatore

Date : 12.07.2023

