

**Moderator Ashish-** Good afternoon, everyone, a very warm welcome to all the panel members and the shareholder for the extraordinary general meeting of TCC concept Limited. We have the requisite member present for the quorum. Currently we have total 22 members present for this meeting. I now hand over the proceeding to the company secretary and compliance officer of the company. Over to you ma'am.

**Isha Arora-**Thank you, Ashish. Good afternoon, ladies and gentlemen. I welcome you all to the 1st Extraordinary Annual General Meeting of TCC concept Limited for financial year 25-26. Isha Arora Company Secretary and Compliance Officer of the company. I am attending this meeting virtually from the registered office of the company, Pune.

We sincerely appreciate your participation and presence in today's meeting. The extraordinary general meeting is being held through video conferencing and other audio-visual means in accordance with the circulars and notifications given by Ministry of Corporate Affairs and Securities and Exchange Board of India. The proceedings of the EGM are deemed to be conducted at the registered office of the company which is the deemed venue of the EGM. Since this meeting is held through video conferencing and the physical attendance of the members has been dispensed with, the facility for approving proxy by the members is not available. Now, before we proceed, I would like to introduce our board members, Key Managerial Personnels and Auditors present with us today. First of all, I welcome Mr. Umesh Kumar Sahay, Chairman and Managing Director of the company joining us today from Mumbai. Being whole time chairman, he will also be the chairman of the meeting. I request Mr. Umesh Kumar Sahay to chair the meeting.

**Umesh Kumar Sahay-**Thank you.

**Isha Arora-**Mr. Abhishek Narbaria, Director of the company joining us today from registered Office of the company, Pune. Mr. Nikhil Dilipbhai Bhuta Director of the company, joining us today from the registered Office of the company, Pune. He is also the member of Audit Committee, Nomination and Remuneration Committee, and Stakeholders and Relationship Committee. Miss Gayathri Iyer, Independent director of the company joining us today from Mumbai. She is the chairperson of Audit committee and Nomination and Remuneration committee, and also the member of Stakeholder Relationship Committee. Mr. Rajesh Chandrakanth Vaishnav, Independent director of the company joining us today from Pune. He's the Chairperson of Stakeholder Relationship Committee and also the member of Audit Committee and Nomination and Remuneration Committee. Mr. Mangina Srinivas Rao, Independent Director of the company joining us today from Hyderabad. Mr. Rahul Jashvant Shah Chief Financial Officer of the company joining us today from registered Office of the company, Pune. Apart from the directors and KMP, I would also like to introduce Mr. Roshan Daultani, who represent Mehra Goel and Company our Statutory Auditors joining us today from Pune. Mr. Chirag Sachapara Secretarial auditors presenting Sachapara and associates, company secretaries joining us today from Mumbai who have also appointed our scrutinizer of the meeting. I now request the chairperson to kindly grant permission to proceed further with the proceeding of the meeting.

**Umesh Kumar Sahay-**Yes, please.

**Isha Arora-**We have the requisite quorum present through the, through video conferencing to conduct the proceedings of this meeting. Participation of the members through video conferencing is being recon for the purpose of quorum as per the circulars of the MCA and section 103 of Companies Act 2013. The quorum being present, I declared this meeting duly convene and call the proceedings of this meeting to

order with the permission of check. I request you to please make note of the following instructions for the smooth conduct of this meeting.

The facility of joining this EGM by video conferencing is provided by the company to all the members on 1st come, 1st serve basis. Please note that all the members are by default placed on mute mode by the moderator for smooth conduct of the meeting. Shareholders experiencing any technical issues during the EGM may contact the helpline number as given in the notice of this EGM. In compliance with the provisions of section 108 of Companies Act 2013 and applicable SEBI regulations. The company had provided the e voting facility through MUFG In time India private Limited to the shareholders to cast their votes electronically on all resolutions set forth in notice. The remote e voting was open from November 2nd 2025 at 09:00 a.m. and ended on November 04,2025 at 05:00 p.m.

Members who have not cast their vote yet electronically through remote e voting and who are participating in this meeting will have an opportunity to cast their votes during the meeting the members may refer the notice of the meeting to. For detailed instruction on e- voting facility. The facility of e voting will be enabled by the moderator and the members may vote on the resolution. I request all the members to cast their votes on each and every resolution as stated in the notice. Since the meeting has been convened through audio visual means and the resolution forming part of the notice of this meeting has already been put to vote through a remote e voting, the practice of proposing and seconding of resolution is not required and will not be followed. As the notice of the EGM was sent to all the members which is also being available in public domain, I take the notice convening this meeting as read. I shall now proceed with the agenda item of the notice in chronological order. With the permission of the chairman.

**AGENDA ITEM NUMBER ONE OF SPECIAL BUSINESSES IS:**

To increase the authorized share capital of the company TCC concept limited and consequent alteration to the capital clause of memorandum of association.

**AGENDA NUMBER SECOND OF SPECIAL BUSINESS IS:**

To make loans or investment or provide security or guarantee in excess of prescribed limit under section 186 of companies at 2013.

**AGENDA NUMBER THREE OF SPECIAL BUSINESS IS:**

Preferential issue of 11855560 equity shares by way of swap of shares for consideration other than cash for an acquisition of 98.98 % stake of Pepperfry limited on fully diluted basis.

**AGENDA ITEM NUMBER FOUR OF SPECIAL BUSINESS IS:**

Approving for extending benefit of TCC concept limited employee stock option plan 2025 to the eligible employees.

**AGENDA ITEM NUMBER FIVE OF SPECIAL BUSINESS IS:**

Approval for extending benefit of TCC concept limited. Employee stock option plan 2025 to the eligible employees of subsidiary companies.

**AGENDA ITEM NUMBER SIX OF SPECIAL BUSINESS IS:**

Approval of issue of employee stock options under TCC concept limited. Employee stock option plan 2025 equals to or exceeding 1 % of the issued share capital of TCC concept limited.

The company appointed Mr. Chirag Sachapara as the scrutinizer to scrutinize the e voting process. The results will be declared within two working days from the conclusion of extraordinary general meeting. The voting results along with the scrutinizer's report shall be communicated to the stock exchange and will also be made available on the company's website. I would like to inform that there are No speakers register for this extraordinary general meeting. I now request all the shareholders who have not yet voted to please cast their vote. The e voting facility will remain open for another 15 min after this meeting ends. After the conclusion of the meeting, the scrutinizer shall count the votes casted through remote e-voting and e-voting during the EGM. The scrutinizer shall prepare a consolidated scrutinizer report on the total votes casted in favor and against each resolution.

On behalf of the board, the company secretary is duly authorized to receive the scrutinizer report and to announce the result of the voting. The results of the remote e voting combined with the votes casted during the EGM along with the scrutinizer's report will be submitted to BSE Limited, where the equity shares of the company are listed. These results will also be made available on the company's website and on the website of MUFG in time India private Limited within two working days. With the permission of the chair, I take this opportunity to sincerely thank each one of you.

For your valuable time, presence and continued support. With this, I now declare the proceedings of this meeting concluded subject to the completion of e voting which will remain open for next 15 min.

Thank you.

**Umesh Kumar Sahay**-Thank you

**Abhishek Narbaria**- Thank you

**Nikhil Dilipbhai Bhuta**- Thank you.

**Rajesh Chandrakant Vaishnav**- Thank you.

**Mangina Srinivas Rao**- Thank you.

**Gayathri Srinivasan Iyer**- Thank you.

**Rahul Jashvant Shah**- Thank you

**Roshan Daultani**-Thank You

**Chirag Sachapara**-Thank You

**Moderator Ashish**- Thank you everyone to join the meeting is now concluded and voting lines are open for next 15.