



Tasati Tea Limited

Administrative Office: "Karnani Estate", Suit #19, 209, A.J.C. Bose Road; Kolkata- 700 017.
Phone: 2281-0733/2290-1649 Email: rc@tasati.in Website: www.tasati.in
CIN-L01132WB1979PLC031939

NOTICE OF 46TH ANNUAL GENERAL MEETING

To
The Members

Notice is hereby given that the 46th **Annual General Meeting** of the members of M/s. **TASATI TEA LIMITED** will be held on Saturday, 27th September, 2025 at 11.00 A.M. at the registered Office of the Company at 7, Swallow Lane, Kolkata - 700 001 to transact the following business:

ORDINARY BUSINESS:

Item No. 1

Adoption of Audited Financial Statements of the Company for the Financial Year ended 31st March, 2025

To receive, consider and adopt the Financial Statements of the Company for the financial year ended on 31st March, 2025, including the audited (both standalone & consolidated) Balance Sheet as at 31st March, 2025, the Statement of Profit & Loss for the year ended 31st March, 2025, the Cash Flow Statement for the year ended 31st March, 2025 and the Reports of the Board of Directors and Auditors' thereon.

Item No. 2

Appointment of a Director in place of Mr. Vivek Bansal (DIN: 03462995), who retires by rotation and being eligible, offers himself for re-appointment

To consider and if thought fit to pass with or without modification(s), the following resolution as an Ordinary Resolution: -

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, **Mr. Vivek Bansal (DIN: 03462995), Non-**

Executive Non-Independent Director of the Company, who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

SPECIAL BUSINESS:

Item No. 3

Appointment of Secretarial Auditor:

To consider and if thought fit to pass with or without modification(s), the following resolution as an Ordinary Resolution: -

“**RESOLVED THAT** pursuant to Section 179 and 204 of the Companies Act, 2013 read with Rule 9 of the Companies(Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), along with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and in accordance with the recommendation of the Board of Directors, M/s Rekha Goenka & Associates, Practising Company Secretaries be and is hereby appointed as the Secretarial Auditor of the Company to hold office for a period of 5 (five) consecutive years commencing from the financial year 2025-26 to the financial year 2029-30 at a remuneration to be fixed by the Board of Directors of the Company in consultation with the Secretarial Auditor of the Company;

RESOLVED FURTHER THAT the Directors of the Company and the Company Secretary be and are hereby severally and individually authorised to file necessary forms with Registrar of Companies and do all such acts, deeds and things as may be necessary to give effect to this resolution.”

By Order of the Board of Directors

For TASATI TEA LIMITED

Sd/-

Rajiv Chamaria
Managing Director
DIN:00665145

Place: Kolkata
Date: 04-09-2025

NOTE:

- 1) A Member of the Company, entitled to attend and vote at the meeting, is entitled to appoint a proxy to attend and, on a poll at the meeting, to vote instead of himself / herself. The proxy need not be a member of the Company.
- 2) Proxies, in order to be effective, must be received in the enclosed Proxy form at the Registered office of the Company not less than forty-eight (48) hours before the scheduled time of commencement of the Meeting.
- 3) A person can act as a proxy on behalf of members not exceeding 50 (fifty) in number and holding in the aggregate not more than 10% (ten percent) of the total share capital of the Company carrying voting rights. However, a member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- 4) The relevant explanatory statements pursuant to Section 102 of the Companies Act, 2013, and other applicable provisions, if any, in respect of the Special Business under item no. 3 of the Notice are annexed hereto. Additional information, pursuant to Regulations 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings in respect of Director seeking re-appointment at the Annual General Meeting is also furnished hereof. The Director has furnished requisite declaration for her re-appointment.
- 5) Corporate members intending to send their authorized representatives to attend the Meeting in terms of Section 113 of the Companies Act, 2013 are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
- 6) Members are requested to bring their copy of the Annual Report to the Annual General Meeting.
- 7) Members/Proxies/Authorised Representatives are requested to bring the attendance slips duly filled in for attending the Meeting. Members who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the Meeting. The Attendance Slip enclosed herewith to attend the meeting.

8) The Register of Members and Share Transfer Books of the Company shall remain closed from Sunday, 21st September, 2025 to Saturday, 27th September, 2025 (both days inclusive) for the purpose of Annual General Meeting. Hence, members are requested to send their Share Transfer/Transmission request on or before 21st September, 2024 to the registered office of the company.

9) Members desirous of asking any questions at the 46th Annual General Meeting of the Company shall write to the Company at least 10 days in advance, so as to enable the management to keep the information ready at the meeting. The said queries can be sent to Mr. Sourindra Nath Mukherjee, Company Secretary at cs.tasati@gmail.com

10) Updation of PAN and KYC details for Physical Holding: SEBI vide its Circular March 16, 2023 subsequently rescinded due to issuance of Master Circular dated May 17, 2023 and amended by November 17, 2023, and further amended by Master Circular dated May 07, 2024, mandated that the security holders (holding securities in physical form), whose folio(s) do not have PAN or Choice of nomination or Contact Details or Mobile Number or Bank Account Details or Specimen Signature updated, shall be eligible for any payment including dividend, in respect of such folios only through electronic mode with effect from 01 April 2024 upon completion/submission of the requisite documents/details in entirety. In this connection, shareholders holding shares in physical form are requested to update their PAN, KYC, Nomination details, if not provided earlier to the Company, by submitting the following forms.

- i. Form ISR-1: Request for Registering PAN/KYC, Bank details or Changes/Updation thereof
- ii. Form ISR-2: Confirmation of Signature of Shareholders by the Banker

11) Electronic copy of the Annual Report for the Financial Year 2024-25 along with the notice of the Annual General Meeting of the Company is being sent to all the members whose e-mail IDs are registered with the Company for communication purpose unless any member has requested for a hard copy of the same. For members who have not registered their e-mail addresses, physical copies of the Annual Report for the Financial Year 2024-25 are being sent in the permitted mode.

12) The Notice of Annual General Meeting along with the Annual Report of the Company for the Financial Year 2024-25 will also be displayed on the website of the Company viz. www.tasati.in.

13) Documents referred to in the Notice are available for inspection by the members at the Registered Office of the Company during business hours on any working day up to the date of Annual General Meeting of the Company, with prior appointment.

14) The Route Map showing the venue of the meeting is annexed.

Explanatory statement, pursuant to section 102 of the Companies Act, 2013

ITEM NO. – 3

Securities and Exchange Board of India (“SEBI”) vide SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024 dated December 12, 2024, has amended Regulation 24A of SEBI Listing Regulations. As per the said amendment to Regulation 24A of the SEBI Listing Regulations, which came into effect from 01 April 2025, the appointment of Secretarial Auditor shall be approved by the Members at the AGM of the Company and the tenure of the Secretarial Auditor in case of an individual Company Secretary in Practice, should be for a maximum of one (1) term of five (5) consecutive years or in case of a Firm of Company Secretaries in Practice, for a maximum of two (2) terms of five (5) consecutive years. However, any association of the individual or the firm as the Secretarial Auditor of the listed entity before 31st March 2025 shall not be considered for the purpose of calculating the tenure under Regulation 24A of the SEBI Listing Regulations.

Pursuant to the above requirement, the Board at its meeting held on 30th May, 2025, considering the experience and expertise, has proposed to the Members of the Company, the appointment of “M/s Rekha Goenka & Associates”, Practising Company Secretaries, a peer reviewed proprietorship firm, as Secretarial Auditor of the Company for a period of five consecutive financial years, i.e. from financial year 2025-26 to financial year 2029-30. The appointment is subject to shareholders’ approval at the AGM.

The authority to decide the remuneration has been delegated to the Board of Directors which shall be decided mutually by them and the secretarial auditor. The Company has received written consent from M/s Rekha Goenka & Associates, and a certificate that she satisfies the qualification criteria provided under SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024 (“SEBI Circular”).

While recommending M/s Rekha Goenka & Associates, for appointment, the Board evaluated various factors, including her capability to handle a diverse and complex business environment, her existing experience in the Company’s business segments, clientele she serves, and her technical expertise. M/s Rekha Goenka & Associates, was found to be well-equipped to manage the scale, diversity, and complexity associated with the Secretarial Audit of the Company.

Brief Profile: Ms. Rekha Goenka is a Fellow Member of the Institute of Company Secretaries of India, bearing Membership No. F12590 and is having more than 15 years of experience in the industry. Appointment of Ms. Rekha Goenka, Company Secretary in Practice (C. P no: 11357), as the Secretarial Auditor of the Company is done considering her expertise and profile of her proprietorship concern. M/s Rekha Goenka & Associates, Practicing Company Secretaries is a sole proprietorship Firm established in 05.10.2012 by Ms. Rekha Goenka, Proprietor. The office is located at 7, Rabindra Sarani, 1st Floor, Kolkata – 700 001. The firm has been rendering secretarial services in the area of Companies Act, 2013, SEBI (LODR), Regulations, 2015, GST, etc. for more than 12 (Twelve) years.

Terms of Appointment:

Appointment is proposed for a period of 5 (five) consecutive financial years, i.e. from financial year 2025-26 to financial year 2029-30, subject to approval of the Members of the Company in the forthcoming 46th AGM of the Company, as Secretarial Auditor of the Company at a remuneration mutually agreed between the Board and the Secretarial Auditors in due course during the tenure of appointment. The proposed fees are determined based on knowledge, expertise, industry experience, time and efforts required to be put in by her, which is in line with the industry benchmarks.

Additional fees for statutory certifications and other professional services will be determined separately by the management, in consultation with the Secretarial Auditor and will be subject to approval by the Board of Directors.

None of the Directors or Key Managerial Personnel and/ or their relatives in any way, financially or otherwise, is interested or deemed to be interested in the proposed resolution.

The Board recommends passing of the Resolution as set out under Item No. 3 of the Notice for approval by the Members of the Company as an Ordinary Resolution

Details of Director seeking appointment / re-appointment pursuant to Regulation 36(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015:

Particulars	Mr. Vivek Bansal
DIN	03462995
Date of birth	20/09/1981
Date of first Appointment	15/10/2014
Brief resume	Mr. Vivek Bansal is a Post Graduate in Science. He has vast experience of 20 years in Tea Industry.
Expertise in specific, general, functional area	Quality Control and Marketing
Qualification	Msc
Relationship with other Directors	Brother of Mr. Deepak Bansal, Non-Executive Non-Independent Director of the Company.
Directorship in other listed Companies	Nil
Chairman/ Member in the Committees of the Boards of other listed companies	Nil
Shareholding in the Company	Nil

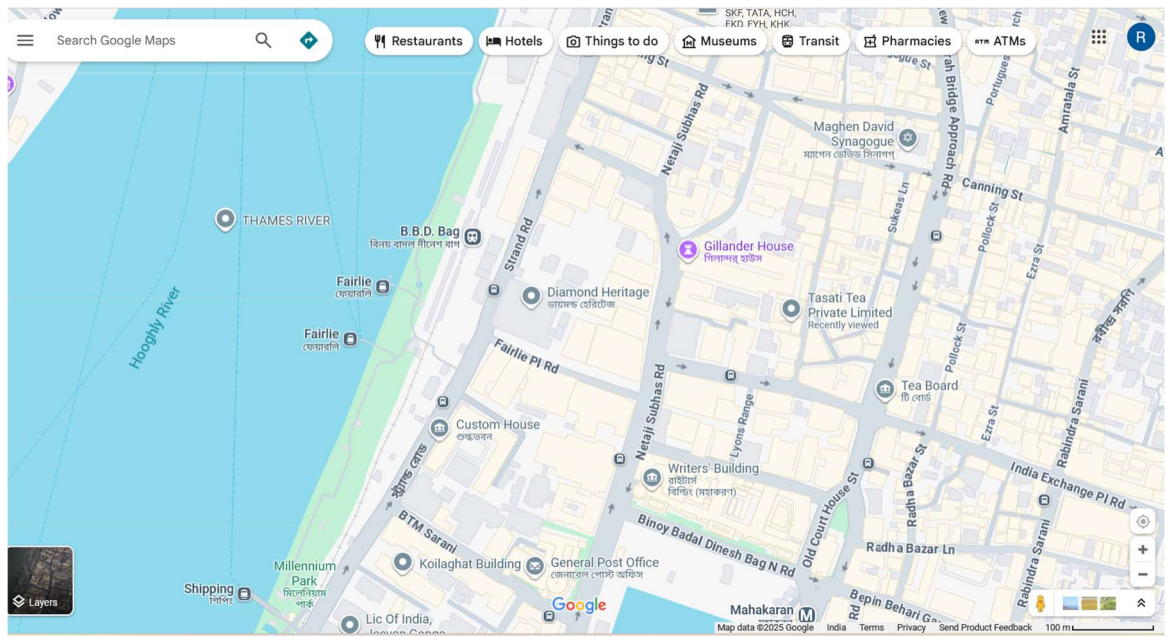
**By Order of the Board of Directors
For TASATI TEA LIMITED**

Sd/-

**Rajiv Chamaria
Managing Director
DIN:00665145**

Place: Kolkata
Date: 04-09-2025

ROUTE MAP



ATTENDANCE SLIP

Forty Sixth Annual General Meeting

Registered Folio No.
Name and Address of the Member(s)
No. of Shares

I hereby record my presence at the Forty Sixth Annual General Meeting of the company at 11 am at the Registered Office at 7, Swallow Lane, Kolkata-700001 on Saturday, the 27th September, 2025.

Member/Proxy Name in Block Letters

Member's/Proxy Signature

Note: Members who are attending the meeting in person or by Proxy are requested to complete the Attendance Slip and hand it over at the entrance of the meeting Room.

FORM NO. MGT-11
PROXY FORM

(Pursuant to Section 105(6) of The Companies Act, 2013 and Rule 19(3) of the
Companies (Management and Administration Rules, 2014)

Name of the Member (s):

Registered Address:

Email Id:

Folio No. / Client Id:

I/We being the member(s) holding Shares of the abovenamed company,
hereby appoint

1. Name:

Address:

Email Id:

Signature: Or failing him/her

2. Name:

Address:

Email Id:

Signature: Or failing him/her

3. Name:

Address:

Email Id:

Signature:

as my/our proxy to attend and vote (on a poll) for me /us and on my/our behalf at the 46th
Annual General Meeting of the company to be held on Saturday, the 27th September,
2025 at 11.0 a.m. at the Registered Office at 7, Swallow Lane, Kolkata-700 001 and at
any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No	Resolutions
Ordinary Business	
1.	Adoption of the Audited Standalone Financial Statements for the Financial Year ended 31 st March, 2025 and Consolidated Financial Statement for the Financial Year ended 31 st March, 2025
2	Appointment of a Director in place of Mr. Vivek Bansal (DIN: 03462995), who retires by rotation and being eligible, offers himself for re-appointment
Special Business	
3	Appointment of Secretarial Auditor

Signed this.....day of..... 2025

Signature of the Shareholder

Signature of the Proxy Holder

Affix
Revenue
Stamp

Affix Revenue Stamp Not being less than Re. 1/-

Note. This form of proxy in order to be effective should be duly completed and deposited at the Registered office of the company not less than 48 hours before the commencement of the meeting.