TSS INDIA LIMITED

Registered Office: 24, Abul Kalam Azad Road, Howrah - 711101 | **Unit 1:** N.H.6, New Kolorah, Howrah - 711302
Tel: (+91) 9163337586 | **Email:** sales@tssmanigroup.net.in
GSTIN: 19AABCT2306E1ZQ | **CIN:** L70109WB1985PLC039064

Notice of the Annual General Meeting

NOTICE is hereby given that the **51ST Annual General Meeting ("AGM")** of the Members of **TSS INDIA LTD** (hereinafter referred to as 'the Company') will be held on **Wednesday, 30th September, 2026 at 11.00 A.M.** at the registered office at **24, Moulana Abul Kalam Azad Road, Howrah-711101** to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2026, including the Balance Sheet as on March 31, 2026, the Statement of Profit and Loss and the Cash Flow Statement for the Financial Year ended on that date and Reports of Board of Directors and Auditors thereon.
2. To re-appoint Mr. Mohak Agarwal (DIN:07544616) as Director from promoter Category who retires by rotation and being eligible, offers herself for re-appointment.

Registered Office:
24, Moulana Abu Kalam Azad Road,
Howarh-711101
Tel.: 9163337586
Email: tssindialimited@gmail.com
CIN: L70109WB1985PLC039064

By Order of the Board of Directors
For TSS INDIA LIMITED
For TSS INDIA LIMITED
Mohak Agarwal
MOHAK AGARWAL
Director
Director.
DIN: 07544616

Date: 07/09/2026

Place: Howrah

NOTE:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (hereinafter referred to as 'the Act') in respect of Item No.2 to be transacted at the 51ST Annual General Meeting (hereinafter referred to as ('the AGM') in annexed hereto.
2. PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING ("AGM") IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY, IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE, DULY COMPLETED AND SIGNED, NOT LESS THAN FORTY-EIGHT (48) HOURS BEFORE THE MEETING. PROXIES SUBMITTED ON BEHALF OF LIMITED COMPANIES, SOCIETIES, ETC., MUST BE SUPPORTED BY APPROPRIATE RESOLUTIONS/AUTHORITY, AS APPLICABLE. MEMBERS ARE REQUESTED TO NOTE THAT A PERSON CAN ACT AS PROXY ON BEHALF OF NOT EXCEEDING FIFTY (50) MEMBERS AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT (10%) OF THE TOTAL SHARE CAPITAL OF THE COMPANY. IN CASE A PROXY IS PROPOSED TO BE APPOINTED BY A MEMBER HOLDING MORE THAN TEN PERCENT (10%) OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS, THEN SUCH PROXY SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.
3. In compliance with the relevant MCA Circulars and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12 May 2020 read with SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5 January 2023, issued by Equity Shares and Exchange Board of India (hereinafter referred to as 'SEBI'), Notice of the Meeting is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. Members may note that the Notice will also be available on the Company's website **www.tssmanigroup.net.in** and websites of the Calcutta Stock Exchange Ltd. ('CSE') as & when the same may be submitted and made available in the stock exchange website.

   Members, who have not yet registered their e-mail addresses with the Company or their respective Depository Participant, are therefore requested to register the same at the earliest.

   Further, please be informed that all the Members who have registered their e-mail addresses or not, are entitled to receive the Notice in physical form free of cost, upon specific request made by them to the Company.

Members are requested to take a note of the circulars issued by SEBI bearing No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated 3 November 2021 on 'Common and simplified norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination' read with No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/ CIR/2021/687 dated 14 December 2021; and No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25 January 2022 on 'Issuance of Equity Shares in dematerialized form in case of Investor Service Requests'. As per the said circulars, all members holding shares in physical form are mandatorily required to update their PAN, KYC

details and nomination with the Company / RTA. In case any of these details are not updated the shares will be frozen. The prescribed forms for updating these details are available on the website of the Share Registrar and Transfer Agent at **http://www.mdpl.in/**.

TSS INDIA LTD.
24, Abul Kalam Azad Road
H 101

4. The Board of Directors of the Company has appointed Ms. Aditi Jhunjhunwala Practicing Company Secretary, Membership No. A26988, C.P. No.:20346 as the Scrutinizer for conducting the E-voting process in a fair and transparent manner. The Scrutinizer will submit his report to the Chairman after completion of the scrutiny and the result of the voting process will be declared within 2 working days from the last date of e-voting at the Registered Office of the Company. The result of the e-voting, along with the Scrutinizer's Report will be posted on the Company's website and shall be communicated to all the Calcutta Stock Exchange Ltd. where the equity shares of the Company are listed.

5. Resolutions, if passed by the requisite majority, shall be deemed to have been passed on 30th September, 2026 i.e., the day of annual general meeting for e-voting. Resolutions passed by Members with requisite majority, through e-voting shall be deemed to have been passed at a General Meeting of Members convened on that behalf.

6. The physical copies of this Notice and all documents referred to in this Notice and the Explanatory Statement thereto and other documents as required under the law are available for inspection at the Registered Office of the Company from 11:00 a.m. to 5:00 p.m. on all working days up to the date of the Meeting.

7. Details of the Director proposed to be re-appointed as required in terms of SEBI Listing Regulations and Secretarial Standards on General Meetings ("Secretarial Standards – 2") issued by The Institute of Company Secretaries of India, has been provided in the Explanatory Statement and form an integral part of this Notice.

8. Any person, who becomes the Member of the Company after dispatch of this Notice and holds shares as on the cut-off date may obtain the login ID and password by sending a request to the Company or its Registrar and Share Transfer Agent, **Maheshwari Datamatics Private Limited** (hereinafter referred to as 'RTA') at 23, R.N. Mukherjee Road, 5th Floor, Kolkata -700001, Phone No.: 033-22482248; e-mail: mdpldc@yahoo.com.

9. However, if a Member is already registered with CDSL for e-voting then he can use his existing user ID and password for casting his vote. If a Member forgot his password, he can reset his password by using "Forgot Password" option available on www.evotingindia.com.

TSS INDIA LTD. Howrah 711101 24, Abul Kalam Azad Road

10. **E-voting: -**

a) For the convenience of members and for proper conduct of the meeting, entry to the place of meeting will be regulated by attendance slip, which is a part of the Notice. Members are requested to sign at the place provided on the attendance slip and hand it over at the entrance to the venue.
b) Members/proxies should bring the duly filled Attendance Slip attached here with to attend the meeting. Duplicate Attendance Slip and/ or copies of the Annual Report shall not be issued/ available at the venue of the Meeting.
c) Members, who hold shares in dematerialized form, are requested to bring their Client ID and DPID Nos. for easier identification of attendance at the meeting.
d) The Register of Directors and Key Managerial Personnel and their shareholding will be available for inspection by the members at the AGM.
e) A member desirous of getting any information on the accounts of the Company is requested to send the queries to the Company at least 10 days in advance of the meeting.
f) Members holding shares in physical form are requested to intimate change in their registered address mentioning full address in block letters with Pin code of the Post Office and bank particulars to the Company's Registrar and Share Transfer Agent and in case of members holding their shares in electronic form, this information should be given to their Depository Participants immediately.
g) The Notice of the AGM along with the Annual Report for F.Y. 2025-26 are being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the said documents. For Members who have not registered their e-mail addresses, physical copies of the above-mentioned documents are being sent. All these above-mentioned documents will also be available on the Company's website by the Members. We, request the Members to update their email address with their depository participant to ensure that the annual reports and other documents reach them on their preferred mail address.
h) As mandated by The Securities and Exchange Board of India (SEBI), every participant in the Equity Shares market has to submit Permanent Account Number (PAN). Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/RTA.

11. **Voting through electronic means**

i. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting(AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Central Depository Services Limited (CDSL).

TSS INDIA LTD. Howrah-711101 24, Abul Kalam Azad Road

E-voting: -

ii. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

iii. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

Registered Office:
24, Moulana Abu Kalam Azad Road,
Howarh-711101
Tel.: 9163337586
Email: tssindialimited@gmail.com
CIN: L70109WB1985PLC039064

By Order of the Board of Directors
For TSS INDIA LIMITED
For TSS INDIA LIMITED
Mohak Agarwal
MOHAK AGARWAL Director.
Director
DIN: 07544616

Date: 07/09/2026

Place: Howrah