



TAMILNADU STEEL TUBES LIMITED

Symbol For Superior Quality For Black And GI Pipe Since 1979

46th ANNUAL REPORT 2024-25



NOTICE
TAMILNADU STEEL TUBES LTD.

Regd. Office: No, 22, 1st Floor, Wheatcroft Road, CHENNAI - 600 034
CIN: L27110TN1979PLC007887; GST: 33AAACT2381C1ZU
Phone: 2855 5653, E-mail: tnt.share@yahoo.in; website: www.tntpipes.com

46th ANNUAL GENERAL MEETING

NOTICE is hereby given that the **Forty Sixth Annual General Meeting** of the members of **TAMILNADU STEEL TUBES LIMITED** will be held on **Wednesday, the 24TH September, 2025 at 10.00 A.M. Indian standard time (IST)** through Video Conferencing (VC) / Other Audio Visual Means (OAVM), at the Regd. Office of the Company, No:22, 1st Floor, Wheat Croft Road, Nungambakkam, Chennai - 600034, Tamil Nadu (Deemed Location).

ORDINARY BUSINESS

Item No:1

Approval of Accounts 2024-25 - Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2025 together with the Reports of the Board of Directors' and Auditors' thereon.

Item No :2

Re-appointment of Wholetime Director Mr.Krishnan Kamal Shukla (DIN- 09700482) who retires by rotation and being eligible offers himself for re-appointment: (Ordinary Resolution)

To Re-appoint a Whole time Director **Mr Krishnan Kamal Shukla (DIN: 09700482)**, who retires by rotation and being eligible, offers himself for re-appointment.

Explanation: Based on the terms of appointment of a Whole Time Directors / Executive Directors and the Non-Executive Directors (other than Independent Directors) are subject to retirement by rotation. Mr. Krishnan Kamal Shukla (DIN - 09700482) who has been in the Board of the Company since 10th February 2024 and whose office is liable to retire at this AGM, being eligible, seeks re-appointment. Based on the performance evaluation and the recommendation of the Nomination and Remuneration Committee, the Board recommends his re-appointment as a Director of the Company. "Therefore, the shareholders are requested 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. Krishnan Kamal Shukla (DIN- 09700482)** who retires by rotation, be and is hereby re-appointed as a Director, liable to retire by rotation.

Item No: 3

Re-appointment of Wholetime Director Mr. BIVASHWA DAS (DIN- 07352655) who retires by rotation and being eligible offers himself for re-appointment: (Ordinary Resolution)

To Re-appoint a Whole time Director **Mr Bivashwa Das (DIN-07352655)**, who retires by rotation and being eligible, offers himself for re-appointment.

Explanation: Based on the terms of appointment of a Whole Time Directors / Executive Directors and the Non-Executive Directors (other than Independent Directors) are subject to retirement by rotation. Mr. Bivashwa Das (DIN-07352655) who has been in the Board of the Company since September 20, 2023 and whose office is liable to retire at this AGM, being eligible, seeks re-appointment. Based on the performance evaluation and the recommendation of the Nomination and Remuneration Committee, the Board recommends his re-appointment as a Director of the Company. "Therefore, the shareholders are requested 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. Bivashwa Das (DIN-07352655)** who retires by rotation, be and is hereby re-appointed as a Director, liable to retire by rotation.

SPECIAL BUSINESS

Item No: 4

APPOINTMENT OF SECRETARIAL AUDITOR AND FIXATION OF THEIR REMUNERATION.

To consider and if thought fit, approve the appointment of Mr.V.S. Sowrirajan, M/s. V.S.Sowrirajan & Associates, (Membership No. FCS 2368 & C.P. No. 6482), Practicing Company Secretary as Secretarial Auditor of the Company for a first term of five (5) years and to pass with or without modification(s), the following resolution as an **Ordinary Resolution**.

RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 read with rules framed thereunder and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended from time to time (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), and in accordance with the recommendation of the Board of Directors of the Company **MR. V.S.SOWRIRAJAN**, Practicing Company Secretary (CP No: 6482 / FCS -2368 and Peer Reviewed Certificate No. 2162/2022) be appointed as the Secretarial Auditors of the Company for a term of five (5) consecutive years, to conduct the Secretarial Audit of five consecutive financial years from 2025-26 to 2029-30 on such remuneration as agreed between them and the company and reimbursement of out of pocket expenses for the purpose of audit as may be approved by the Audit Committee/Board of Directors of the Company.

RESOLVED FURTHER THAT approval of the members be and is hereby accorded to the Board of Directors to avail or obtain from the Secretarial Auditor, such other services or certificates, reports, or opinions which the Secretarial Auditors as may be eligible to provide or issue under the applicable laws, at a remuneration to be determined by the Audit committee/Board of Directors of the Company.

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as the 'Board' which expression shall include any Committee thereof or person(s) authorized by the Board), of the Company be and is hereby authorized to take all actions and do all such deeds, matters and things, as may be necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard.

Item No: 5**APPOINTMENT OF COST AUDITOR AND FIXATION OF THEIR REMUNERATION.**

To consider and, if thought fit, approve the remuneration payable to **M/s. LATHA VENKATESH & ASSOCIATES**, Cost Accountants, Cost Auditors of the Company, for the financial year ending March 31, 2026 and to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**.

RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Cost Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), **M/s. LATHA VENKATESH & ASSOCIATES**, Cost Accountants, the Cost Auditors appointed by the Board of Directors of the Company, based on the recommendation of the Audit Committee, to conduct the audit for the financial year 2025-2026 at a Remuneration of as per agreed term between the company and the firm, plus applicable taxes and reimbursement of the travelling and other out-of-pocket expenses incurred by them in connection with the aforesaid audit, be and is hereby ratified and confirmed.

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as the 'Board' which expression shall include any Committee thereof or person(s) authorized by the Board), of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

Item No: 6**APPOINTMENT OF C.F.O (Chief Financial Officer).**

To consider and if thought fit, approve appointment of **Mr. SHIV BANDHU** as the C.F.O of the Company, and to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 203, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and Companies (Appointment of C.F.O) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, **MR. SHIV BANDHU** as the C.F.O of the Company.

The Board of Directors based on the recommendation of the Nomination and Remuneration Committee and who holds office, subject to the approval of members in terms of Regulation 17 (1C) of SEBI Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of C.F.O, be and is hereby appointed as C.F.O of the Company, **RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Item No: 7

RELATED PARTY TRANSACTION - ROYALTY PAYMENT MADE TO MR. SAATVIK GOYAL FOR TRADEMARKS: TNT, STAR & JUPITER FOR THE FINANCIAL YEAR 2025-26 SHAREHOLDER MORE THAN 10% OF EQUITY SHARE:-

To consider and if deemed fit, to pass, with or without modification (s), the following resolution as a **SPECIAL RESOLUTION**:

The Board noted the related party Transaction of Mr. SAATVIK GOYAL for the propose of Trade Marks TNT, Star & Jupiter for The Financial Year 2025-26 Shareholder More Than 10% Of Equity Share. Also noted that these trademarks belong to one Mr. AMBRISH CHHEDA, and these brands are being used by the company for several year to market the products. MR. SAATVIK GOYAL, who is holding more than 10% of the company, has purchased these trade mark in his individual capacity from MR. AMBRISH CHHEDA after executing necessary agreement between the company and MR. SAATVIK GOYAL for the same. However, since MR.SAATVIK GOYAL is holding more than 10 % shareholding, if any transaction held by him between the company the same will be treated as related party transaction and for shareholder' approval at the AGM .

RESOLVED that the USAGE OF TRADE MARK and the payment - as Royalty to the brand and Related Party Transaction mentioned as above, be and is hereby approved.

Item No: 8

LEASE CUM SALE OR LEASE OF COMPANY'S LAND SITUATED AT MM. NAGAR- PLOTS B-10 &C-13/ FIXED IMMOVABLE ASSET - approval for registration of Deeds under Section 180(1) (a) of company Act, 2013. To sell, lease or otherwise dispose of the whole or substantially whole of the company land to Mrs. Durga Devi Goyal - EMD Received through various leas deeds (this EMD is neither Advance nor Loan, is only a precondition to participate for the particular Lease Bid as per arm length basis)

To consider and if deemed fit, to pass, with or without modification(s), the following resolution as a **SPECIAL RESOLUTION**:

RESOLVED THAT, pursuant to section 180(1)(a) and other applicable provision of the companies Act 2013 and the Rules made thereunder and subject to such other approvals, consent, permission , sanction of any authorities as may be necessary , consent of the member be and is hereby accord for approval of registration of sales deed confirming the agreement to sell / Lease transfer, assign or otherwise dispose off the whole part of the company lands measuring about 6.75 Acres situated at plots B-10 &C-13 Industrial Complex , MM Nagar- 603209, Chengalpattu Dist., earth in the name of Mrs. DURGA DEVI GOYAL or in the name of the person to whom she decide at a Consideration which is not less than the name vale to be discharge the Broad of Directors of the company and Mrs Durga Devi Goyal, as per the arm length basis acceptance of the consideration offered by her for the sale of Land , since the last few year AGM Approval has been Approval, but the sale deed has not been Executed as per the income Tax Rules and Companies Act 2013, Further Approval From the Shareholders is Mandatory and hence the matter is being placed before the ensuring AGM to be held on 24.09.2025 for shareholder's approval.

RESOLVED FURTHER THAT the Board be and is hereby authorised to execute all such agreements, documents, instruments and writings as deemed necessary, with power to alter and vary the terms and conditions of such contracts/arrangements/ transactions and settle all questions, difficulties or doubts that may arise in this regard.”

For and on behalf of the Board
Tamilnadu Steel Tubes Limited

K.SURESH
COMPANY SECRETARY
M.No. ACS 34656

Date: August 14, 2025
Place: Chennai

Regd. Office:

Tamilnadu Steel Tubes Limited
No.22, 1st Floor, Wheatcroft Road,
Nungambakkam, Chennai - 600 034
CIN: L27110TN1979PLC007887

NOTES:

1) The Government of India, Ministry of Corporate Affairs has allowed conducting Annual General Meeting through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and dispensed the personal presence of the members at the meeting. Accordingly, the Ministry of Corporate Affairs issued General Circulars No. 14/2020 dated April 8, 2020; No. 17/2020 dated April 13, 2020; No. 20/2020 dated May 5, 2020; No. 22/2020 dated June 15, 2020; No. 33/2020 dated September 28, 2020; No. 39/2020 dated December 31, 2020; No. 10/2021 dated June 23, 2021; No. 20/2021 dated December 8, 2021; No. 21/2021 dated December 14, 2021; No. 2/2022 dated May 5, 2022; No. 10/2022 dated December 28, 2022; No. 9/2023 dated September 25, 2023; and No. 9/2024 dated September 19, 2024 (“MCA Circulars”) and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/DDHS/P/ CIR/2022/0063 dated May 13, 2022, SEBI/HO/CRD/PoD-2/P/CIR/2023/4 dated January 5, 2023, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and Circular No. SEBI/HO/CFD/ CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by the Securities Exchange Board of India (“SEBI Circulars”) prescribing the procedures and manner of conducting the Annual General Meeting through VC/OAVM. In terms of the said circulars, the 89th Annual General Meeting (“AGM”) of the Members will be held through VC/OAVM. Hence, Members can attend and participate in the AGM through VC/ OAVM only. The detailed procedure for participation in the meeting through VC/OAVM is as per instructions attached to this Notice and available at the Company’s website: www.tntpipes.com.

2) The helpline number regarding any query / assistance for participation in the AGM through VC/OAVM is Phone: 044-28555653.

3) Information regarding appointment / re-appointment of Directors and Explanatory Statement in respect of special businesses to be transacted pursuant to Section 102 of the Companies Act, 2013 (‘the Act’) and/ or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), is annexed hereto as **Annexure A** to the Explanatory Statement.

4) Pursuant to the MCA Circulars, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives for attending the AGM through VC/OAVM, participating thereat and casting their votes through e-voting.

5) The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

6) In line with the aforesaid MCA Circulars, the Notice calling the AGM has been uploaded on the website of the Company at <https://www.tntpipes.com> The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The said Notice of the AGM is also available on the website of NSDL (agency for providing the Remote e-Voting facility) at www.evoting.nsdl.com.

7) Members seeking any information with regard to accounts are requested to write to the Company at least 10 days before the meeting so as to enable the management to keep the information ready.

8) Members holding shares in physical form are requested to note that in terms of Regulation 40 of the SEBI Listing Regulations, securities of listed companies can be transferred only in dematerialised form with effect from April 1, 2019. In view of the above and in order to eliminate risks associated with physical transfer of securities, shareholders holding equity shares of the Company in physical form are requested to consider converting their holdings to dematerialised form. Members may contact the Company's Registrar and Share Transfer Agent ('RTA') for assistance in this regard.

9) Members holding shares in physical form are requested to furnish Form ISR-1, Form ISR-2 and SH-13 (available on the Company's website at <https://www.tntpipes.com> to update KYC and choice of Nomination (in case the same are not already updated), to Company's Registrar and Share Transfer Agent viz., Cameo Corporate Service Ltd (herein after referred to as "Cameo" R & T Agent) at Subramanian Building ,No.2 , Club House Road , Chennai - 600 002 Alternatively, Members may send digitally signed copy of their documents by email to "Cameo" at murali@cameoindia.com or upload on their web portal www.cameoindia.com.

10) In case shares held in dematerialized form, the information regarding change of address and bank particulars should be given to their respective Depository Participant.

11) Members may further note that SEBI, vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/ CIR/2022/8 dated January 25, 2022, has mandated listed companies to issue securities in dematerialized form only while processing service requests, viz., issue of duplicate securities certificate, claim from unclaimed suspense account, splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition etc. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on Company's website at <https://www.tntpipes.com> and on the website of "Cameo" at www.cameoindia.com It may be noted that any service request can be processed only after the folio is KYC compliant.

12) The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Act, if applicable, and all other documents referred to in the Notice will be available for inspection in electronic mode. In respect of Material Related Party Will be placed on the website of the Company at <https://www.tntpipes.com>

13) The Members can join the AGM in the VC/OAVM mode 15 (fifteen) minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding),

Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

14) Process and manner for members opting for voting through electronic means:

- i. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations (as amended), and pursuant to the MCA Circulars and the Secretarial Standard -2, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository limited (NSDL), as the authorised e-voting agency for facilitating voting through electronic means. The facility of casting votes by a member using remote e-voting as well as e-voting system on the date of the AGM will be provided by NSDL.
- ii. Members 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 i.e. Wednesday, September 17, 2025 shall be entitled to avail the facility of remote e-voting as well as venue voting system on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
- iii. A person who has acquired the shares and has become a member of the Company after the despatch of the Notice of the AGM and prior to the Cut-off date i.e. Wednesday, September 17, 2025, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or venue voting system on the date of the AGM by following the procedure mentioned in this part.
- iv. The remote e-voting will commence on Sunday, September 21, 2025 at 10.00 a.m. and will end on Tuesday, September 23, 2025 at 5.00 p.m. During this period, the members of the Company holding shares either in physical form or in demat form as on the Cut-off date i.e. Wednesday, September 17, 2025 may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by NSDL thereafter.
- v. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
- vi. The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date i.e. Wednesday, September 17, 2025.
- vii. The Company has appointed Mr. V.S. Sowrirajan, M/s V.S. Sowrirajan & Associates, Practicing Company Secretary (Membership No. FCS 2368 & C.P. No. 6482), to act as the Scrutinizer for conducting the remote e-voting process as well as the venue voting system on the date of the AGM, in a fair and transparent manner.

15) Process for those shareholders whose email ids are not registered:

- a. For Physical shareholders- Please provide necessary details like folio no., name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to RTA email id; murali@cameoindia.com.
- b. For Demat shareholders - Please update your e-mail id and mobile no. with your respective Depository Participant (DP).
- c. For Individual Demat Shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

16) **The instructions for shareholders for remote voting are as under:**

- (i) The voting period begins on Sunday, September 21, 2025 at 10.00 a.m. and will end on Tuesday, September 23, 2025 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Wednesday, September 17, 2025 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/ CMD/CIR/P/2020/242 dated December 9, 2020, under Regulation 44 of SEBI Listing Regulations, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

ANNEXURE TO NOTICE

Explanatory statement pursuant to section 102 of the Companies act, 2013 and / or regulation 36(3) of the SEBI (LODR) Regulations, 2015.

For Item No. 4

APPOINTMENT OF SECRETARIAL AUDITOR AND FIXATION OF THEIR REMUNERATION.

Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024 ("SEBI Listing Regulations"), effective from April 1, 2025, a company is required to appoint a peer reviewed secretarial auditor (if individual then for not more than one term of five consecutive years and if a firm then for not more than two terms of five consecutive years), with the approval of the shareholders in the annual general meeting.

Based on the recommendation of the Audit Committee, the Board of Directors ("Board") has approved the appointment of Mr. V.S. Sowrirajan, M/s V.S. Sowrirajan & Associates, Practising Company Secretary (Membership No. FCS 2368 & C.P. No. 6482 and Peer Reviewed Certificate No. 2162/2022) as the Secretarial Auditors of the Company for a period of five consecutive financial years from 2025-26 to 2029-30. The appointment is subject to approval of the Members of the Company. While recommending Mr. V.S. Sowrirajan, M/s V.S. Sowrirajan & Associates for appointment, the Audit Committee and the Board considered past audit experience of the audit firm particularly in auditing large companies, valued various factors, including the firm's capability to handle a diverse and complex business environment, its existing experience in the various business segments, the clientele it serves, and its technical expertise.

Pursuant to Regulation 36(5) of SEBI Listing Regulations as amended, the credentials and terms of appointment of Mr. V.S. Sowrirajan, M/s V.S. Sowrirajan & Associates are as under:

Profile:

Mr. V.S. Sowrirajan, M/s V.S. Sowrirajan & Associates is over 15-year-old firm. It is known for quality and excellence in legal and secretarial consultancy which covers varied areas of the corporate field and diverse avenues of corporate laws & other related areas. The firm started out as a practicing company secretaries' firm, and today the bouquet of services includes Management, Mentoring, Strategizing, Finance, Legal, Compliance, HR, Secretarial, Marketing, Operations, Sustainability and so on.

Terms of appointment:

Mr. V.S. Sowrirajan, M/s V.S. Sowrirajan & Associates is proposed to be appointed for a term of five (5) consecutive years, to conduct the Secretarial Audit of five consecutive financial years from 2025-26 to 2029-30. The proposed fees payable is as agreed between the Firm and the Company.

The Board recommends the said resolution, as set out in Item No. 4 of this Notice for your approval.

None of the Directors, Key Managerial Personnel of the Company and their relatives, are in any way concerned or interested, financially or otherwise in the said resolution.

For Item No. 5

APPOINTMENT OF COST AUDITOR AND FIXATION OF THEIR REMUNERATION.

The Board, on the recommendation of the Audit Committee, has approved the appointment of M/s Latha Venkatesh & Associates, Cost Accountants as the Cost Auditors of the Company to conduct the cost audit for the financial year 2025-26, at a remuneration plus applicable taxes and reimbursement of out of pocket expenses as agreed between the Firm and the Company.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the cost auditors has to be ratified by the Members of the Company.

Accordingly, consent of the Members is sought for passing an Ordinary Resolution as set out at Item No. 5 of this Notice for ratification of the remuneration payable to the Cost Auditors for the financial year 2025-26.

The Board recommends passing of the Ordinary Resolution as set out in Item No. 5 of this Notice, for approval by the Members of the Company.

None of the Directors, Key Managerial Personnel of the Company and their relatives, are in any way concerned or interested, financially or otherwise in the said resolution.

For Item No. 6

APPOINTMENT OF C.F.O (Chief Financial Officer).

Mr. Shiv Bandhu was serving as Chief Financial Officer of the Company w.e.f 14.08.2025. On the basis of his performance and recommendations of the Nomination and Remuneration Committee of the Company, the Board has approved appointment of Mr. Shiv Bandhu as Chief Financial Officer of the Company (Key Managerial Personnel) effective from 14.08.2025. A notice in writing under Section 160 of the Act has been received by the Company from a Member signifying his intention to propose the appointment of Mr. Shiv Bandhu as C.F.O of the Company.

Pursuant to Regulation 17(1C) of SEBI Listing Regulations, a company is required to take approval of its shareholders for appointment of a person on the board of the company at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

The Board recommends the Ordinary Resolutions at Item No. 6 of this Notice for the approval of the Members.

Except Mr. Shiv Bandhu, none of the other Directors, Key Managerial Personnel and their relatives are, in anyway, concerned or interested, financially or otherwise, in the said resolution.

Item No. 7:**To approve material related party transaction(s).****RELATED PARTY TRANSACTION - ROYALTY PAYMENT MADE TO MR. SAATVIK GOYAL FOR TRADEMARKS: TNT, STAR & JUPITER FOR THE FINANCIAL YEAR 2025-26 SHAREHOLDER MORE THAN 10% OF EQUITY SHARE:-**

The provisions of the SEBI Listing Regulations, as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective from April 1, 2022, mandates prior approval of shareholders by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the audit committee, even if such transactions are in the ordinary course of business and at an arm's length basis.

Effective from April 1, 2022, a transaction with a related party shall be considered as material if the transaction(s) to be entered into, either individually or taken together with previous transactions during a financial year, exceed(s) Rs.1,000 crore or 10% of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower.

During the financial year 2025-26, the Company propose to enter into certain related party transaction(s), on mutually agreed terms and conditions, and the aggregate of such transaction(s), is expected to cross the applicable materiality thresholds as mentioned above. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for all such arrangements / transactions proposed to be undertaken by the Company. All the said transactions shall be in the ordinary course of business of the Company and on an arm's length basis.

The Audit Committee has, on the basis of relevant details provided by the management as required by the law, reviewed and approved the said transaction(s), subject to approval of the Members, while noting that such transaction shall be on arms' length basis and in the ordinary course of business and are in accordance with the Related Party Transaction Policy of the Company.

The Board recommend the said resolutions, as set out in Item No. 7 of this Notice, for your approval.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties as defined thereunder (whether such related party(ies) is/are a party to the aforesaid transactions or not), shall not vote to approve the said resolutions.

Mr. Saatvik Goyal a Share Holder of the Company, having more than 10% holdings of the said related parties, are deemed to be concerned or interested in these resolutions. None of the other Directors, Key Managerial Personnel of the Company and their relatives, are in any way, concerned or interested, financially or otherwise, in the proposed resolutions, as set out in Item No. 07 of this Notice.

The details as required under Regulation 23(4) of the SEBI Listing Regulations read with SEBI Circular bearing reference no. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021 are given in Annexure "B" to this Explanatory Statement.

Item No: 8

LEASE CUM SALE OR LEASE OF COMPANY'S LAND SITUATED AT MM. NAGAR- PLOTS B-10 & C-13/ FIXED IMMOVABLE ASSET - approval for registration of Deeds under Section 180(1) (a) of company Act, 2013. To sell, lease or otherwise dispose of the whole or substantially whole of the company land to Mrs. Durga Devi Goyal -EMD Received through various lease deeds (this EMD is neither Advance nor Loan, is only a precondition to participate for the particular Lease Bid as per arm length basis)

To consider and if deemed fit, to pass, with or without modification(s), the following resolution as a **SPECIAL RESOLUTION**:

The Company has already entered into registered Agreement to sell/Lease with Mrs. Durga Devi Goyal mother of Mr. Rakesh Goyal (Ex-Managing Director) as detailed below

Total Area Leased out as per the following Registered Lease Deeds:

S.No.	Doc. No.	Doc. Dt.	Details	SRO	Area (Sft.)
01	12286/2011 (20 Yrs)	09.12.2011	Plot C-13	Chengalpattu	1,61,868
02	4812/2015 (18 Yrs)	22.04.2015	Plot B-10	Chengalpattu	66,600
	4671/2025 (12 Yrs)	17.03.2025	Plot B-10	Chengalpattu	
03	5591/2017 (33 Yrs)	19.05.2017	Plot B-10	Chengalpattu	5,279
			Plot B-10	Chengalpattu	12,580
			Plot C-13	Chengalpattu	26,550
04	10026/2019 (29 Yrs)	19.08.2019	Plot B-10	Chengalpattu	9,605
	8893/2025 (4 Yrs)	26.05.2025	Plot B-10	Chengalpattu	
05	9867 / 2024 (3 Yrs)	30.05.2024	Plot B-10	Chengalpattu	3,744
	33/2025 (30 Yrs)	13.12.2024	Plot B-10	Chengalpattu	
					2,86,226

Previously, it was a related party transactions under Section 188 of the Companies Act 2013 i.e., transaction between the Company and Mrs.Durga Devi Goyal (Mother of Mr RakeshGoyal the Ex-Managing Director). Previously, through our earlier AGMs we got approval from the Shareholders and now we require approval from the Shareholders at the ensuing AGM to be held on 24.09.2025, by way of **SPECIAL RESOLUTION** which is necessary under section 180 (1) (a) of the Companies Act 2013, to Sell / Lease or otherwise dispose of the Company's Land.

None of the Directors of the Company and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the aforesaid Resolution.

For and on behalf of the Board

Place: Chennai
Date :14.08.2025

Tamilnadu Steel Tubes Limited
K. Suresh / Company Secretary
M.No .ACS 34656

ANNEXURE “A” TO THE EXPLANATORY STATEMENT OF THE NOTICE

Details of Directors seeking appointment / re-appointment pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard 2 on General Meetings:

Name of Director and DIN	Mr. BIVASHWA DAS (DIN: 07365552)	Mr. KRISHNAN KAMAL SHUKLA (DIN:09700482)
Age / Date of Birth	23.05.1984	16.01.1961
Nationality	Indian	Indian
No Of Share held including shareholding as beneficial owner	Nil	Nil
Qualification	Graduate	Graduate
Brief profile and nature of expertise In specific functional area	A Graduate and he has a rich experience over 15 years in Steel Pipes Industry Particularly in ERW pipe manufacturing process and also vast knowledge in quality control division in the ERW pipes manufacturing process.	A Graduate and he has a rich experience in Steel Pipes Industry particularly in ERW pipes manufacturing process for more than 6 years, and also vast knowledge in Quality Control Division in the ERW pipes manufacturing process. Earlier he was also worked as a Principal in various Schools / Colleges.
Date of first appointment on the board	07.11.2015	10.02.2024
Remuneration last drawn (FY 2024-25) Per annum	As agreed between the Director and the Company.	As agreed between the Director and the Company.
Details Of remuneration sought to be paid	As per the NRC policy and Approval form the Board of Directors.	As per the NRC policy and Approval form the Board of Directors.
Relationship with other Directors, Manager and None other Key Managerial Personel of the Company	None	None
Other Directorship	Nil	Nil
Chairmanship / Membership of the Committees of other Companies in which position of Director is held	Nil	Nil
Resignations, if any, from listed entities (in India) in past three years	Nil	Nil
Details of Board Meetings attended during the year	4 out of 4 Meetings	4 out of 4 Meetings
Information as required pursuant to BSE circular ref no. LIST/ COMP/14/ 2018-19	Mr. Bivashwa Das is not debarred from holding the office of director pursuant to any SEBI order or any other authority	Mr. Krishnan Kamal Shukla is not debarred from holding the office of director pursuant to any SEBI order or any other authority

ANNEXURE “B” TO THE EXPLANATORY STATEMENT OF THE NOTICE

The details of the transaction, as required under Regulation 23(4) of the SEBI Listing Regulations with Section III-B of the SEBI Master Circular no. EBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are set forth below:

Sr.No	Particular	SAATVIK GOYAL
1	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	Mr. Saatvik Goyal is holding above more than 10% of the share holdings in Tamilnadu Steel Tubes Limited, and thus Related Party. Nature of concern: Having significant influence.
2	Type of transaction	Usage of Trade marks. TNT, STAR, JUPITER and payment of royalty for the same.
3	Ordinary Course of business/ Arm's Length	Yes
4	Material terms and particulars of the proposed Transaction	As per the Royalty agreements Dt 07.05.2025 (Each) for these three trade marks
5	Tenure of the proposed transaction	Financial Year 2025-26
6	Value of the transactions undertaken with related party during the preceding financial year i.e. FY24-25	Rs. 3 Lakhs
7	Value of the proposed transaction (not to exceed)	Rs. 3 Lakhs
8	Whether prior approval of the Audit Committee has been obtained for the above mentioned transaction	Yes. Omnibus Approval
9	Reasons for revision in limits	Not Applicable
10	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided	Not Applicable
11	Value of the proposed transactions as a percentage of the related party's annual standalone turnover for the immediately preceding financial year i.e. FY24-25	Less than 1 %

12.	If the transaction relates to any loans, inter - corporate deposits, advances or investments made or given by the listed entity or its subsidiary then:	
a)	Details of the source of funds in connection with the proposed transactions	Not Applicable
b)	where any financial indebtedness is incurred to make or give loans, inter- corporate deposits, advances or investments nature of indebtedness; cost of funds; and tenure	Not Applicable
c)	Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	Not applicable
d)	the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPTs	Not Applicable
13	Justification as to why the RPTs are in the interest of the Company.	Logistic is a significant cost for the company's products
14	Copy of the valuation or other external party report, if any such report has been relied upon	Not applicable
15	Basis of Arm's Length	<p>The RPTs will be entered based on the market price of the relevant material and service, prevailing at the time of relevant RPT and charged to un-related parties.</p> <p>Where market price is not available, alternative method including reimbursement of actual cost incurred or cost-plus mark-up as applicable and as determined by an independent consulting firm will be considered as per arm's length pricing criteria.</p>
16	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through the registered email address of the shareholder	<p>The Company has obtained the arm's length opinion from an independent reputed external firm. The said report confirms that proposed terms of the contracts meet the arm's length testing criteria. The transaction under the contracts also qualifies as contracts in the ordinary course of business.</p> <p>The report is available for inspection by the Members of the Company. They may follow the process for inspection of document as mentioned in 'Notes' section forming part of this Notice.</p>
17	Any other relevant information	The Audit Committee of the Company consisting only of Independent Directors, and the Board of Directors, have, based on relevant details provided by the management, at their meetings held on 14.08.2025 reviewed and approved the said transaction(s), while noting that such transactions shall be on arms' length basis and in the ordinary course of business and are in accordance with Related Party Transactions Policy of the Company

E-Voting Procedure:

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 (“SEBI Circular”) and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM/AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM/AGM shall be conducted through VC / OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the EGM/AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the EGM/AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM/AGM has been uploaded on the website of the Company at : www.tntpipes.com . The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the EGM/AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
7. EGM/AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on 21.09.2025 at 10.00 A.M. and ends on 23.09.2025 at 05.00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) 18.09.2025 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 18.09.2025.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholder holding securities in demat mode with NSDL.	<p>1. For OTP based login you can click on https://eservices.nSDL.com/SecureWeb/evoting/evotinglogin.jsp You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nSDL.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>Visit the e-Voting website of NSDL. Open web browser by typing</p>

	<p>the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e., NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.</p> <p>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking</p>

	<p>the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

[Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.](#)

[Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.](#)

Login type	Helpdesk details
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at Toll Free No. 1800-21-09911</p>

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding Securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen. *Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
- c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.

(ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6) If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:

a) Click on “[Forgot User Details/Password?](#)”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) [Physical User Reset Password?](#)” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7) After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.

8) Now, you will have to click on “Login” button.

9) After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.

5. Upon confirmation, the message “Vote cast successfully” will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to vssowrirajan@gmail.com with a copy marked to evoting@nsdl.com Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “**Upload Board Resolution / Authority Letter**” displayed under “**e-Voting**” tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.

3. 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 or call on 022 - 4886 7000 or send a request to Ms Prajakta Pawle, at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to tnt.share@yahoo.in

2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to tnt.share@yahoo.in. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1(A)** i.e. [Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode](#).

3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their Demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM / AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

THE INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM / AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM link” placed under “Join meeting” menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders, who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at tnt.share@yahoo.in. The same will be replied by the company suitably.



TAMILNADU STEEL TUBES LIMITED

Symbol For Superior Quality For Black And GI Pipe Since 1979

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