



TANFAC INDUSTRIES LIMITED
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Kudikadu, Cuddalore – 607 005
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Telephone: + 91 4142 239001
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Website: www.tanfac.com

NOTICE OF THE EXTRA-ORDINARY GENERAL MEETING

NOTICE is hereby given that an extraordinary general meeting (“**EGM**”) of the members of TANFAC Industries Limited (the “**Company**”) will be held on Thursday, July 30, 2026, at 12.30 P.M. IST through Video Conferencing (“**VC**”) / other Audio-Visual Means (“**OAVM**”) to transact the following businesses(s):

SPECIAL BUSINESS:

ITEM NO.1:

*To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:*

Approve the Issue of upto 4,24,647 Equity Shares on Preferential Basis:

“RESOLVED THAT pursuant to the provisions of Sections 23, 42, 62 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the “**Companies Act**”) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended and the Companies (Share Capital and Debentures) Rules, 2014, as amended and other relevant rules made there under (including any statutory modification(s) thereto or re-enactment thereof for the time being in force), enabling provisions in Memorandum and Articles of Association of the Company, provisions of the uniform listing agreement entered into with BSE Limited, where the shares of the Company are listed (“**Stock Exchange**”), and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India (“**SEBI**”), as amended including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“**SEBI ICDR Regulations**”), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), as amended, the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 (“**Takeover Regulations**”) as amended, the Foreign Exchange Management Act, 1999 as amended, the Foreign Exchange Management (Non-Debt Instruments) Rules, 2019, as amended and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines issued thereon, from time to time, by the Reserve Bank of India (“**RBI**”), Ministry of Corporate Affairs, SEBI and / or any other competent authorities, and subject to the approvals, consents, permissions and / or sanctions, as may be required from the Government of India, SEBI, RBI, Stock Exchange, and any other relevant statutory, regulatory, governmental authorities or departments, institutions or bodies and subject to such terms, conditions, alterations, corrections, changes, variations and / or modifications, if any, as may be prescribed by any one or more or all of them in granting such approvals, consents, permissions and / or sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “**Board**” which term shall be deemed to include any committee, which the Board has constituted or may hereafter constitute,



to exercise one or more of its powers, including the powers conferred hereunder), the approval of the members of the Company be and is hereby accorded to issue, offer and allot, from time to time and in one or more tranches on a preferential basis, up to 4,24,647 equity shares of face value of Rs. 5/- (Rupees Five Only) each for cash, at an issue price of Rs. 2,341/- (Rupees Two Thousand Three Hundred and Forty-One Only) per equity share including premium of Rs. 2,336/- (Rupees Two Thousand Three Hundred and Thirty-Six Only) per equity share, determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations, for an aggregate amount of up to Rs. 99,40,98,627/- (Rupees Ninety-Nine Crore Forty Lakh Ninety-Eight Thousand Six Hundred Twenty-Seven Only), to the below mentioned persons (“**Proposed Allottee(s)**”) and upon such terms and conditions as may be deemed appropriate by the Board and stipulated in the explanatory statement annexed hereto, in accordance with the relevant provisions of SEBI ICDR Regulations, or other applicable laws (“**Preferential Issue**”):

Sr. No.	Name of the Proposed Allottee(s)	Category (Promoter and Promoter Group/ Non - promoter)	Maximum No. of equity shares to be allotted
1.	Anupam Rasayan India Limited	Promoter	2,60,065
2	Alrox Enterprises Private Limited	Non-Promoter	1,00,000
3	Vivek Jain	Non-Promoter	53,395
4	Tatvam Trade	Non-Promoter	11,187
Total			4,24,647

RESOLVED FURTHER THAT in terms of the provisions of the Chapter V of the SEBI ICDR Regulations, the “Relevant Date” for determining the issue price of equity shares is June 30, 2026, being the day to the date 30 (thirty) days prior to the date of this extra ordinary general meeting (“**EGM**”);

RESOLVED FURTHER THAT without prejudice to the generality of the above resolution, the issue of the equity shares to the Proposed Allottee(s) under the Preferential Issue shall be subject to the following terms and conditions apart from others as prescribed under applicable laws;

- The allotment of equity shares by the Company to the Proposed Allottee(s) pursuant to this resolution shall be made within a period of 15 (fifteen) days from the date of receipt of approval of the shareholders or within any time limit prescribed under Chapter V of the SEBI ICDR Regulations, provided that if any approval or permission by any regulatory authority/ Stock Exchange/ the Central Government for allotment is pending, the period of 15 (fifteen) days shall be counted from the last date of receipt of such approval or permission, as specified under Regulation 170 of the SEBI ICDR Regulations;
- The Proposed Allottee(s) shall be required to bring in 100% of the consideration, for the equity shares to be allotted, on or prior to the date of allotment thereof, from their respective bank account in line with the requirements of Regulation 169(1) of the SEBI ICDR Regulations;
- The entire pre-preferential equity shareholding of the Proposed Allottee(s), if any, shall be subject to lock-in as per Regulation 167(6) of the SEBI ICDR Regulations;



- The equity shares to be issued and allotted shall be subject to lock-in for such period as specified in Regulation 169 of the SEBI ICDR Regulations and any other applicable law for the time being in force;
- The equity shares allotted by way of preferential issue shall be made fully paid up at the time of the allotment;
- The equity shares to be issued and allotted shall be listed and traded on the Stock Exchange where the existing equity shares of the Company are listed, subject to the receipt of necessary regulatory permissions and approvals, as the case may be;
- The equity shares to be offered/issued and allotted shall not be sold, transferred, hypothecated, or encumbered in any manner during the period of lock-in provided under the SEBI ICDR Regulations except to the extent and in the manner permitted thereunder;
- Allotment of equity shares under the Preferential Issue shall only be made in dematerialized form; and
- The equity shares proposed to be issued shall rank pari passu with the existing equity shares of the Company in all respects, including with respect to dividend and voting powers, from the date of allotment and be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.

RESOLVED FURTHER THAT subject to the receipt of such approvals as may be required under applicable laws, consent of the members be and is hereby accorded to record the name and details of the Proposed Allottee(s) in Form PAS-5 and make an offer to the Proposed Allottee(s) through Private Placement Offer Letter cum application letter in Form PAS-4 or such other form as prescribed under the Companies Act and the SEBI ICDR Regulations containing the terms and conditions (“**Offer Document**”) after passing of this resolution with a stipulation that the allotment would be made only upon receipt of in-principle approval from the Stock Exchange and within the timelines prescribed under the applicable laws;

RESOLVED FURTHER THAT monies received by the Company from Proposed Allottee(s) pursuant to this Preferential Issue shall be kept by the Company in a separate bank account opened by the Company with a scheduled commercial bank and shall be utilized by the Company in compliance with Section 42 of the Companies Act;

RESOLVED FURTHER THAT the members hereby take note of the certificate from M D Baid & Associates (CP 3873, Membership No.: ACS3598), Practicing Company Secretary, certifying that the Preferential Issue of the equity shares is being made in accordance with the SEBI ICDR Regulations;

RESOLVED FURTHER THAT the Board be and is hereby authorized to accept any modification(s) in the terms of issue of equity shares, subject to the provisions of the Companies Act and the SEBI ICDR Regulations, without being required to seek any further consent or approval of the members;

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution Mr. Vinod Kumar S, Company Secretary and Compliance Officer or Mr. N. R. Ravichandran, Chief Financial Officer of the Company be and is hereby authorized severally on behalf of the



Company to apply to Stock Exchange for obtaining of in-principle and listing approval of the equity shares and other activities as may be necessary for obtaining listing and trading approvals, file necessary forms with the appropriate authority and undertake all such actions and compliances as may be necessary, desirable or expedient for the purpose of giving effect to this resolution in accordance with applicable law including the SEBI ICDR Regulations and the Listing Regulations and to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient, including without limitation issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Preferential Issue, as may be necessary for the purpose and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the members and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the equity shares and listing thereof with the Stock Exchange as appropriate and utilization of proceeds of the Preferential Issue, open one or more bank accounts in the name of the Company or otherwise, as may be necessary or expedient in connection with the Preferential Issue, and take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred, as it may deem fit in its absolute discretion, to any committee of the Board or any one or more Director(s)/Chief Financial Officer/ Company Secretary/any Officer(s) of the Company to give effect to the aforesaid resolution;

RESOLVED FURTHER THAT all actions taken by the Board or its committee(s) duly constituted for this purpose in connection with any matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified, and confirmed in all respects.”

ITEM No.2:

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

Appointment of Dr. D. Karthikeyan (DIN: 02259481) as a Director (Category: Nominee Director, Non-Executive)

“**RESOLVED THAT** pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (the “**Companies Act**”) (including any statutory modification or re-enactment thereof for the time being in force), the Companies (Appointment and Qualification of Directors) Rules, 2014 and Articles of Association of the Company, Dr. D. Karthikeyan (DIN: 02259481), who was appointed as an Additional Director of the Company, by the Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee with effect from July 06, 2026, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Companies Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director (Category: Nominee Director, Non-Executive) of the Company, liable to retire by rotation.



RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby severally authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

**By order of the Board of Directors
For TANFAC Industries Limited**

**Vinod Kumar S
Company Secretary
Cuddalore, July 08, 2026**

Registered office: 14, SIPCOT Industrial Complex,
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Phone: +91 4142 239001
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Web: www.tanfac.com

Notes:

1. A Statement setting out material facts pursuant to the provisions of Section 102(1) of the Companies Act, 2013 (the “**Companies Act**”) in respect of special businesses set out in item no. 1 to 2 of the Notice is annexed hereto.
2. The relevant details, pursuant to Regulation 36(3) of the Listing Regulations and SS-2 Secretarial Standard on General Meeting issued by the Institute of Company Secretaries of India, in respect of a director seeking appointment at the EGM are provided as an annexure to the Notice.
3. The Ministry of Corporate Affairs (“**MCA**”) vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025 (collectively referred to as “**MCA Circulars**”), the Companies are permitted the conduct of the EGM through Video Conferencing (“**VC**”) / Other Audio Visual Means (“**OAVM**”), without the physical presence of the Members at a common venue. The deemed venue for the EGM shall be the Registered Office of the Company. In compliance with the provisions of the Companies Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”) and MCA Circulars, the EGM of the Company is being held through VC / OAVM.
4. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act.
5. PURSUANT TO THE PROVISIONS OF THE COMPANIES ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.



SINCE THIS EGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC OR OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS EGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF THE EGM ARE NOT ANNEXED TO THIS NOTICE.

6. Institutional / Corporate Shareholders (i.e., other than individuals / HUF, NRI, etc.) are required to send a scanned copy (in PDF/JPEG format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the EGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/ Authorization shall be sent to the Scrutinizer by email through its registered email address to mdbaid@gmail.com with a copy marked to tanfac.cosecy@anupamrasayan.com
7. In compliance with the aforesaid MCA Circulars, the Notice convening the EGM are being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories.
8. Members are requested to note that pursuant to Section 124 of the Companies Act dividends not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will be transferred to the Investor Education and Protection Fund ("IEPF") established by the Central Government under Section 125 of the Companies Act. The details of unpaid dividend can be viewed on the Company's website <https://www.tanfac.com/>. As per the provisions of Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company will be transferring the share(s) on which the beneficial owner has not encashed any dividend during the last seven years to the IEPF demat account as identified by the IEPF Authority. Details of Shareholders whose shares are liable to be transferred to IEPF are available on the Company's website: <https://www.tanfac.com/>. The Shareholders whose unclaimed dividend /share has been transferred to the Investor Education and Protection Fund, may claim the same from the IEPF authority by filing Form IEPF-5 along with the requisite documents.
9. Pursuant to the provisions of Section 108 of the Companies Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM will be provided by CDSL.

THE VOTING PERIOD BEGINS ON MONDAY, JULY 27, 2026 AT 9.00 AM (IST) AND ENDS ON WEDNESDAY, JULY 29, 2026 AT 5.00 PM (IST). DURING THIS PERIOD SHAREHOLDERS OF THE COMPANY, HOLDING SHARES EITHER IN PHYSICAL FORM OR IN DEMATERIALIZED FORM, AS ON THE CUT-OFF DATE THURSDAY, JULY 23, 2026, MAY CAST THEIR VOTE ELECTRONICALLY. THE



E-VOTING MODULE SHALL BE DISABLED BY CDSL FOR VOTING THEREAFTER.

10. Only those Members whose names are appearing in the Register of Members/List of Beneficial Owners as on the cut-off date shall be eligible to cast their votes through remote e-Voting. A person who is not a member as on the cut-off date should treat this Notice for information purposes only.

It is however clarified that, all Members of the Company as on the cut-off date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company/RTA/Depositories/Depository Participants) shall be entitled to vote in relation to the aforementioned Resolution in accordance with the process specified in this Notice.

11. In compliance with the provisions of Section 108 and Section 110 of the Companies Act read with Rule 20 of the Rules, Regulation 44 of the SEBI Listing Regulations, SS-2 and the MCA Circulars, the Company is pleased to provide remote e-Voting facility to its Members, to enable them to cast their votes electronically.
12. The detailed procedure with respect to remote e-Voting is mentioned in note no. 16 of this EGM Notice.
13. The Members can join the EGM 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 through VC/OAVM will be made available to at least 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 without restriction on account of first come first served basis.
14. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at www.tanfac.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com respectively. The EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the EGM) i.e. www.evotingindia.com.
15. The Board of Directors of the Company through its resolution dated July 06, 2026, appointed M D Baid & Associates, Practicing Company Secretaries as the Scrutinizer for conducting the Remote e-voting at EGM through the e-voting process during the EGM in a fair and transparent manner. The Scrutinizer have consented to act as Scrutinizer for this EGM.



16. PROCEDURE FOR E-VOTING:

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

As per the SEBI Master Circular, login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	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 to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. 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 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. 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. 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.
Individual Shareholders holding securities in demat mode with NSDL Depository	If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and



	Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. If the user is 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 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. For OTP based login you can click on: https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.



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. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	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
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.



- (ii) After entering these details appropriately, click on “SUBMIT” tab.
- (iii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (iv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (v) Click on the EVSN for the relevant TANFAC INDUSTRIES LIMITED on which you choose to vote.
- (vi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (vii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (viii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (ix) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (x) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xiii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively, Non-Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the



Scrutinizer and to the Company at the email address viz; mdbaid@gmail.com if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES

1. 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 Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. 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.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800-21-09911.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.



7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at vinodkumar.s@anupamrasayan.com . The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at vinodkumar.s@anupamrasayan.com. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the EGM 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 available during the EGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.



EXPLANATORY STATEMENT CONTAINING MATERIAL FACTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following Explanatory statement sets out all material facts relating to the special business mentioned in the accompanying and shall be taken as forming part of the Notice.

Item No.1

The Board of Directors of the Company (“**Board**”) at its meeting held on July 06, 2026 and the Preferential Issue Committee at its meeting held on July 08, 2026, approved raising funds through issuance of up to 4,24,647 fully paid-up equity shares of Rs. 5 each at an issue price of Rs. 2,341.00 per equity share aggregating to an amount up to 99,40,98,627 /- (Rupees Ninety-Nine Crore Forty Lakh Ninety-Eight Thousand Six Hundred Twenty-Seven Only.) by way of a preferential issue through private placement offer (“**Preferential Issue**”), subject to the shareholder’s approval, to the below mentioned persons (“**Proposed Allottee(s)**”):

Sr. No.	Name of the Proposed Allottee(s)	Category (Promoter and Promoter Group/ Non - promoter)	Maximum No. of equity shares to be allotted
1.	Anupam Rasayan India Limited	Promoter	2,60,065
2	Alrox Enterprises Private Limited	Non-Promoter	1,00,000
3	Vivek Jain	Non-Promoter	53,395
4	Tatvam Trade	Non-Promoter	11,187
Total			4,24,647

In accordance with Sections 23(1)(b), 42 and 62(1)(c) and other applicable provisions of the Companies Act and the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, (“**SEBI ICDR Regulations**”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), as amended from time to time, and such approvals, consents, permissions and sanctions as may be necessary or required from regulatory or other appropriate authorities, approval of shareholders of the Company is being sought by way of special resolutions on Preferential Issue at its EGM to be held on July 30, 2026 through Video Conferencing or Other Audio-Visual Means (“**VC/OAVM**”).

The proposed Preferential Issue shall be made in terms of provisions of Chapter V of the SEBI ICDR Regulations and applicable provisions of the Companies Act. The material terms of the proposed Preferential Issue of the equity shares are stipulated in the special resolutions set forth in item no.1 and this explanatory statement.

The salient features of the Preferential Issue, including disclosures required to be made in accordance with Chapter V of the SEBI ICDR Regulations and the Companies Act, are set out below:



I. Objects of the Preferential Issue

For the purpose of Item No. 1, the Company intends to utilize the proceeds raised through the issue of equity shares (“**Issue Proceeds**”) towards financing the project cost for establishment of refrigerant gas plant hydrofluorocarbons -32 and general corporate purposes.

II. Utilization of Net Proceeds

Sr. No.	Particulars	Total estimated amount to be utilized	Tentative timelines for utilization of net proceeds from the date of receipt of funds
1.	Financing the project cost for establishment of refrigerant gas plant hydrofluorocarbons -32.	75,55,14,957	Within Financial Year 2026-27
2	General corporate purposes	23,85,83,670	Within Financial Year 2026-27
TOTAL		99,40,98,627	

Note:

While the amounts proposed to be utilised against each of the objects have been specified above, there may be a deviation of 10% depending upon future circumstances, in terms of BSE Notice No. 20221213-47 dated December 13, 2022, as the objects are based on management estimates and other commercial and technical factors. Accordingly, the same is dependent on a variety of factors such as financial, market and sectoral conditions, business performance and strategy, competition and other external factors, which may not be within the control of the Company.

Also, the proceeds of the preferential issue shall not be used for any repayment of loans taken from promoters or promoter group.

III. Interim Use of Proceeds

The Company, in accordance with the policies formulated in accordance with the applicable laws and guidelines and description as given in this Notice, pending utilization of the proceeds from the Preferential Issue, the Company may invest such proceeds in deposits in scheduled commercial banks, government securities, money/debt market instruments as permitted under applicable laws. The Company further undertakes that the unutilized proceeds shall not be invested in capital-eroding and high-risk taking instruments and all other investment shall be done in compliance with applicable laws.

IV. Monitoring of Utilization of Funds

The Company is not required to appoint a SEBI registered credit rating agency as the monitoring agency to monitor the use of the proceeds of the Preferential Issue in terms of Regulation 162A of the SEBI ICDR Regulations.



V. Particulars of the offer including date of passing of board resolution, kind of securities offered, maximum number of specified securities to be issued:

The Board at their meeting held on July 06, 2026, and the Preferential Issue Committee at its meeting held on July 08, 2026, approved raising funds through issuance of up to 4,24,647 fully paid-up equity shares of Rs. 5 each at an issue price of Rs.2,341.00 per equity share aggregating to an amount up to 99,40,98,627/- (Rupees Ninety-Nine Crore Forty Lakh Ninety-Eight Thousand Six Hundred Twenty-Seven Only.) by way of Preferential Issue subject to the shareholder's approval, to the following Proposed Allottee(s):

Sr. No.	Name of the Proposed Allottee(s)	Category (Promoter and Promoter Group/ Non - promoter)	Maximum No. of equity shares to be allotted
1.	Anupam Rasayan India Limited	Promoter	2,60,065
2	Alrox Enterprises Private Limited	Non-Promoter	1,00,000
3	Vivek Jain	Non-Promoter	53,395
4	Tatvam Trade	Non-Promoter	11,187
Total			4,24,647

In respect of the equity shares proposed to be allotted, an amount equivalent to 100% of the consideration for the equity shares shall be payable at the time of allotment of equity shares from their respective bank accounts.

VI. The intent of the promoters, directors, key management personnel, or senior management of the Company to subscribe to the offer.

None of the promoters, directors, key management personnel, or senior management of the Company intends to subscribe to the offer under Item No. 1 except issue and allotment of 2,60,065 equity shares of face value INR 5/- each to Anupam Rasayan India Limited, one of the promoters of the Company. Further Anupam Rasayan India Limited do not intend to cross any threshold prescribed under the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("SAST Regulations"), pursuant to the proposed allotment.

VII. The Shareholding Pattern of the Company before and after the preferential issue:

The shareholding pattern of the Company before and after the proposed preferential issue to the Proposed Allottee(s) is likely to be as follows:

Category	Pre-issue no of shares held	Pre-issue percentage of shareholding	Post-issue no of shares held	Post-issue percentage of shareholding
Promoters' holding(A)				
Indian				
Individual	-	-	-	-
Bodies Corporate				



a. Tamil Nadu Industrial Development Corporation Ltd	51,90,000	24.47	51,90,000	23.99
b. Anupam Rasayan India Limited	51,46,162	24.26	54,06,227	24.99
Sub-total	1,03,36,162	48.73	1,05,96,227	48.98
Foreign Promoters	-	-		
Sub-total (A)	1,03,36,162	48.73	1,05,96,227	48.98
Non-promoters' holding (B)				
Indian Institutional Investors	8,72,816	4.12	8,72,816	4.03
Foreign Institutional Investors	2,73,216	1.29	2,73,216	1.26
Non-Institutional Investors				
a. Private corporate bodies	33,12,461	15.62	34,12,461	15.77
b. Directors and relatives	-	-		
c. Indian public	46,61,032	21.98	47,25,614	21.84
d. Others (including Non-resident Indians (NRIs))	17,53,231	8.27	17,53,231	8.10
Sub-total (B)	1,08,72,756	51.27	1,10,37,338	51.02
Grand Total	2,12,08,918	100.00	2,16,33,565	100.00

**Pre-issue shareholding has been taken as per the shareholding pattern as on July 03, 2026*

VIII. Proposed time frame within which the Preferential Issue shall be completed:

As required under the SEBI ICDR Regulations, preferential allotment of said equity shares shall be completed within a period of 15 (fifteen) days from the date of passing of special resolutions at Item No. 1 Provided that where the allotment is pending on account of receipt of any approval or permission from any regulatory authority, if applicable, or in-principle approval from NSE/ BSE the allotment shall be completed within a period of 15 (fifteen) days from the date of receipt of the last of such approvals or permissions.

IX. Number of persons to whom allotment on a preferential basis has already been made during the year, in terms of the number of securities as well as price:

The Company has not made any preferential allotment during the current financial year 2026-27.

X. The identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees and the percentage of post preferential issue capital that may be held by the allottee(s) and change in control, if any, in the Company consequent to the preferential issue:



S. No.	Name of the proposed allottee and status	Name of the ultimate beneficial owner	Fresh allotment of equity shares under the present issue	Post-issue holding	
				No. of equity shares	Percentage
1.	Anupam Rasayan India Limited (Promoter)	N.A.*	2,60,065	54,06,227	24.99%
2.	Alrox Enterprises Private Limited	AAlok Dilip Shanghvi	1,00,000	1,00,000	0.46
3	Vivek Jain	Not applicable as natural person	53,395	53,395	0.25
4.	Tatvam Trade	Manish Ramnikbhai Patel	11,187	11,187	0.05

**The Applicant is listed on BSE Limited and National Stock Exchange of India*

XI. Consequential changes in the Voting Rights and change in control, if any, in the Company consequent to the preferential issue:

As a result of the proposed preferential issue of equity shares, there will be no change in the control of the Company. However, voting rights will change with respect to the shareholding pattern.

XII. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:

Not applicable as the preferential issue will be undertaken for cash consideration.

XIII. The class or classes of persons to whom the allotment is proposed to be made:

The allotment is proposed to be made to the Proposed Allottees belonging to promoter and non-promoter categories as detailed in point VI above.

XIV. Lock-in Period:

- Equity shares to be issued and allotted on preferential basis shall be subject to lock-in as provided in the applicable provisions of Regulation 167 of Chapter V of the SEBI ICDR Regulations.
- The entire pre-preferential shareholding of the allottees, if any, shall be locked in from the relevant date upto a period of 90 trading days from the date of trading approval in terms of provisions of Regulation 167(6) of SEBI ICDR Regulations, 2018.

XV. Basis or justification for the price (including premium, if any) has been arrived at:

In terms of Regulation 164 of the SEBI ICDR Regulations, the price of the equity shares to be allotted pursuant to the preferential issue shall be not less than higher of the following:



- (i) Ninety (90) trading days' volume weighted average price of the equity shares quoted on the stock exchange preceding the Relevant Date; or
- (ii) Ten (10) trading days' volume weighted average prices of the equity shares quoted on the stock exchange preceding the Relevant Date.

Explanation:

“Relevant Date” means the date thirty days prior to the date on which the meeting of shareholders is held to consider the proposed preferential issue.

The present resolution is proposed for consent of members by way of special resolution in the EGM to be held on July 30, 2026. Accordingly, the Relevant Date for the proposed preferential issue is June 30, 2026.

“Stock Exchange” means any of the recognised stock exchange(s) in which the equity shares of the issuer are listed and in which the highest trading volume in respect of the equity shares of the issuer has been recorded during the preceding ninety trading days prior to the Relevant Date. Equity shares of the Company are only listed on BSE Limited.

In terms of existing Articles of Association of the Company, the issue price of the equity shares of the Company for preferential issue is not required to be determined through valuation.

XVI. Requirements as to re-computation of price:

Since the equity shares of the Company are listed on recognized Stock Exchange for more than 90 (Ninety) trading days, the price computation and lock-in restrictions, required pursuant to Regulations 164(3) and 167(5) of the SEBI ICDR Regulations and the disclosures and undertakings required pursuant to Regulation 163(1)(g) and (h) of the SEBI ICDR Regulations are not applicable.

XVII. Principal terms of assets charged as securities:

Not Applicable

XVIII. Undertakings:

- None of the Company, its directors or promoters are categorized as wilful defaulter(s) or a fraudulent borrower by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by Reserve Bank of India. Consequently, the disclosure required under Regulation 163(1)(i) is not applicable.
- None of its directors or promoters are fugitive economic offenders as defined under the SEBI ICDR Regulations.
- The Company is in compliance with the conditions of continuous listing of equity shares as specified in the listing agreement with the Stock Exchange and the Listing Regulations, as amended and circulars and notifications issued by SEBI thereunder; and



- The Company is eligible to make the Preferential Issue to its proposed allottees under Chapter V of the SEBI ICDR Regulations.
- Company confirms that the issue proceeds shall not be utilized for investment in any Virtual Digital Assets.

XIX. Disclosures specified in Schedule VI of SEBI ICDR Regulations, if the Company or any of its promoters or directors is a wilful defaulter or fraudulent borrower:

- Not Applicable

XX. The current and proposed status of the allottee(s) post the Preferential Issue namely, promoter or non-promoter/ class or classes of persons to whom the allotment is proposed to be made:

Sr. No	Name of the Proposed Allottee	Current status	Post issue status
1.	Anupam Rasayan India Limited	Promoter	Promoter
2	Alrox Enterprises Private Limited	Non-Promoter	Non-Promoter
3	Vivek Jain	Non-Promoter	Non-Promoter
4	Tatvam Trade	Non-Promoter	Non-Promoter

There will be no change in status of the allottee(s) post the Preferential Issue.

XXI. Practicing Company Secretary's Certificate:

The certificate from M D Baid & Associates, certifying that the preferential issue of equity shares is being made in accordance with requirements of Chapter V of SEBI ICDR Regulations has been obtained considering the said Preferential Issue. A copy of said certificate shall be available for inspection by the members and the same may be accessed on the Company's website at the link: <https://tanfac.com/investors/disclosures-announcements/corporate-governance>

XXII. Details of the Directors, Key Managerial Persons, or Their Relatives, In Any Way, Concerned or Interested in The Said Resolution:

None of the Directors or Key Managerial Personnel and/ or their immediate relatives, are in any way, concerned or interested, financially or otherwise, in the above resolutions as set out at Item 1 of this Notice, except to their shareholding in the Company.

Accordingly, the approval of the members by way of Special Resolution is required in term of the applicable provisions of Sections 42 and 62 of the Companies Act read with applicable rules thereto and relevant provisions of the SEBI ICDR Regulations and accordingly the approval of the members of the Company is being sought.

The Board of Directors of the Company believes that the proposed issue is in the best interest of the Company and its members and therefore recommends the Special Resolution as set out Item No. 1 in the accompanying notice for your approval.



Item No.2

Tamilnadu Industrial Development Corporation Limited (“**TIDCO**”), the co-promoter of the Company has nominated Dr. D. Karthikeyan, IAS (DIN: 02259481) Chairperson of TIDCO on the Board of the Company and accordingly he was appointed as an Additional Director (Category: Nominee Director, Non-Executive) of the Company by the Board of Directors effective from July 06, 2026.

Brief profile of Dr. D. Karthikeyan:

Dr. D. Karthikeyan is a 1997 batch IAS officer of the Indian Administrative Service, presently serving as Principal Secretary to the Government of Tamil Nadu and Chairman and Managing Director, TIDCO, and has held several key positions in the Government of Tamil Nadu over the course of his career. He holds an M.Sc. (Statistics), M.Phil., PGDCA, and Ph.D. (Statistics – Time Series), and an M.P.A. from the Hubert H. Humphrey Institute, USA.

During his tenure as Commissioner of Coimbatore Corporation, he was conferred two National Awards for the transformation brought about through his focus on e-governance, and was recognized as "Best Collector" during his tenure as Collector of Erode for his contribution to rural development and the welfare of the differently abled. He subsequently served as Commissioner of Greater Chennai Corporation across three tenures, during which he oversaw the first-ever use of Electronic Voting Machines for civic body elections in 2011, and led the Corporation's response to Cyclone Vardah in 2016, including the timely clearance of fallen trees, inundated roads, and clogged drains.

As Principal Secretary, Higher Education Department, he was instrumental in enhancing access to higher education, including the enactment of legislation providing 7.5% reservation for students from Government Schools in professional courses such as Engineering, Law, and Agriculture, and the conversion of Annamalai University into an affiliating university within a short span of time. As Principal Secretary, Municipal Administration and Water Supply Department, he steered the implementation of major water supply and underground sewerage schemes across the State, including the commissioning of the 150 MLD desalination plant and commencement of the 400 MLD desalination plant.

Based on the recommendations of the Nomination and Remuneration Committee, considering his extensive administrative experience, leadership roles in public sector and government institutions, and his expertise in policy formulation, governance and industrial development, the Board of Directors is of the opinion that his appointment as Director would be beneficial to the Company.

Further, pursuant to Regulation 17(1C) of SEBI Listing Regulations, 2015, the Company is required to seek approval of Members for appointment of Dr. D. Karthikeyan either at the next general meeting or within a period of three months from the date of appointment, whichever is earlier. Accordingly, approval of the Members is being sought through EGM for appointment of Dr. D. Karthikeyan as a Director (Category: Nominee Director, Non-Executive) of the Company.

As such, Dr. D. Karthikeyan holds office as an Additional Director effective July 06, 2026, and is eligible for appointment as a Director (Category: Nominee Director, Non-Executive), liable to retire by rotation, subject to the approval of the Shareholders as required under the



SEBI ICDR Regulations.

A notice under Section 160(1) of the Companies Act has been received from a Member indicating the intention to propose Dr. D. Karthikeyan for the office of Director (Category: Nominee Director, Non-Executive).

Further, Dr. D. Karthikeyan has furnished his consent to act as a Director in Form DIR-2 and an intimation in Form DIR-8 pursuant to the Companies (Appointment and Qualification of Directors) Rules, 2014, confirming that he is not disqualified under Section 164 of the Companies Act.

The Profile of Dr. D. Karthikeyan along with details as required under Regulation 36 of the Listing Regulations and pursuant to Secretarial Standards on general meetings is furnished in Annexure-A to this notice.

The Board recommends the resolution as set forth in the item no.2 for approval by the Members.

Except Ms. Dr. D. Karthikeyan, none of the Directors, Key Managerial Personnel or his relatives are concerned or interested in the Resolution at Item No. 2 of the Notice. Dr. D. Karthikeyan, is not related to any other Director or Key Managerial Personnel of the Company.

**By order of the Board of Directors
For TANFAC Industries Limited
Vinod Kumar S
Company Secretary**

Cuddalore, July 08, 2026

Registered office:
14, SIPCOT Industrial Complex,
Cuddalore – 607 005
CIN: L24117TN1972PLC006271
Phone: 04142-239001-005
e-mail: tanfac.invreln@anupamrasayan.com
web: www.tanfacs.com



PARTICULARS OF THE DIRECTOR SEEKING APPOINTMENT PURSUANT TO REGULATION 36(3) OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS - 2 (SS-2)

Name of the Director	D. Karthikeyan
Age	58 years
DIN	02259481
Qualifications	IAS, M.Sc. (Statistics), M.Phil., PGDCA, and Ph.D. (Statistics – Time Series), and an M.P.A. from the Hubert H. Humphrey Institute, USA.
Brief Profile, Experience and other details	Dr. D. Karthikeyan is a 1997 batch IAS officer of the Indian Administrative Service, presently serving as Principal Secretary to the Government of Tamil Nadu and Chairman and Managing Director, TIDCO, and has held several key positions in the Government of Tamil Nadu over the course of his career. He holds an M.Sc. (Statistics), M.Phil., PGDCA, and Ph.D. (Statistics – Time Series), and an M.P.A. from the Hubert H. Humphrey Institute, USA. During his tenure as Commissioner of Coimbatore Corporation, he was conferred two National Awards for the transformation brought about through his focus on e-governance, and was recognized as "Best Collector" during his tenure as Collector of Erode for his contribution to rural development and the welfare of the differently abled. He subsequently served as Commissioner of Greater Chennai Corporation across three tenures, during which he oversaw the first-ever use of Electronic Voting Machines for civic body elections in 2011, and led the Corporation's response to Cyclone Vardah in 2016, including the timely clearance of fallen trees, inundated roads, and clogged drains. As Principal Secretary, Higher Education Department, he was instrumental in enhancing access to higher education, including the enactment of legislation providing 7.5% reservation for students from Government Schools in professional courses such as Engineering, Law, and Agriculture, and the conversion of Annamalai University into an affiliating university within a short span of time. As Principal Secretary, Municipal Administration and Water Supply Department, he steered the implementation of major water supply and underground sewerage schemes across the State, including the commissioning of the 150 MLD desalination plant and commencement of the 400 MLD desalination plant.



Current remuneration (last drawn remuneration)	Not applicable
Details of remuneration sought to be paid	No remuneration is payable
Date of first appointment on the Board	July 06, 2026
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	none
The number of Meetings of the Board attended during the year	Not applicable
Other directorship/Membership/ Chairmanship of Committees of other Boards	Tamil Nadu Urban Infrastructure Financial Services Limited Tamil Nadu Industrial Development Corporation Limited State Industries Promotion Corporation of Tamil Nadu Limited Tamil Nadu Urban Finance and Infrastructure Development Corporation Limited Tamil Nadu Corporation for Development of Women Limited Tamil Nadu Urban Infrastructure Trustee Company Limited Clean Tamil Nadu Company Limited Manali - Ennore Restoration and Rejuvenation Council Tamil Nadu Power Distribution Corporation Limited Tamil Nadu Skill Development Corporation Metropolitan Transport Corporation (Chennai - North) Limited Chennai Rivers Transformation Company Limited Tamil Nadu Green Climate Company
Shareholding in the Company	Nil
Key terms and conditions of appointment	As per the resolution of this Notice read with statement setting out material facts pursuant to Section 102 of the Companies Act