

Date: September 26, 2023

Corporate Relations Department BSE Limited 1st Floor, New Trading Ring Rotunda Building, P J Tower Dalal Street, Fort, Mumbai 400 001	Corporate Listing Department National Stock Exchange of India Ltd Exchange Plaza, 5th Floor Plot No.C-1, G Block Bandra-Kurla Complex Bandra (East), Mumbai 400 051.
---	--

Subject: Outcome of the Meetings of Board of Directors of TCNS Clothing Co. Limited (“the Company”) dated September 26, 2023.

Scrip Code: BSE Code: 541700, NSE Code: TCNSBRANDS

Ref.: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Dear Sir/ Madam,

With reference to the above referred regulation, we would like to inform you that the Board of Directors of the Company (“**Board**”) in its meetings held today i.e., September 26, 2023, have, *inter alia*, considered/ approved/ noted the following:

- a) That, Aditya Birla Fashion and Retail Limited (“**Acquirer**”/ “**ABFRL**”) pursuant to the Share Purchase Agreement dated May 05, 2023 (“**SPA**”) has acquired 1,41,95,748 equity shares representing 22% of the Expanded Share Capital of the Company [as defined in the letter of offer for the Open Offer dated July 26, 2023 (“**Conditional Open Offer**”)] (“**Expanded Share Capital**”) from Mr. Arvinder Singh Pasricha, Mr. Onkar Singh Pasricha, Mr. Saranpreet Pasricha and Ms. Parmeet Pasricha (“**Outgoing Promoters**”).

Pursuant to the completion of the Conditional Open Offer (acquisition of 29% of the Expanded Share Capital of the Company) and the SPA, ABFRL has:

- (i) acquired 51% of the Expanded Share Capital of the Company;
(ii) acquired control over the Company, and
(iii) become a Promoter of the Company

Further, the Company has become a subsidiary of ABFRL and will also be a material subsidiary of ABFRL in accordance with Listing Regulations.

- b) Pursuant to regulation 31A (10) of the Listing Regulations, the Company will make an application to the BSE Limited and National Stock Exchange of India Limited (“**Stock Exchanges**”), in due course for re-classification of the Outgoing Promoters and other members of the Promoter Group from “Promoter & Promoter Group” category to “Public” category of the Company.



TCNS Clothing Co. Limited

119 & 127, W-HOUSE, NEELGAGAN TOWER, MANDI ROAD, SULTANPUR, MEHRAULI, NEW DELHI-110030, INDIA
PH: 011-42193193, Fax: 011-42193194, E-mail: corporatecommunications@tcnsclothing.com, www.wforwoman.com, www.shopforaurelia.com
REGD. OFFICE: W-HOUSE, NEELGAGAN TOWER, MANDI ROAD, SULTANPUR, MEHRAULI, NEW DELHI- 110030, INDIA
CIN- L99999DL1997PLC090978

- c) Accordingly, the Board, based on the recommendation of the Nomination and Remuneration Committee of the Company (“NRC”), considered and approved the appointment of following individuals as Additional (Non-Executive, Non-Independent) Directors on the Board:

S. No.	Name	DIN	Category	Effective Date
1.	Mr. Ashish Dikshit	01842066	Non-Executive, Non-Independent	September 26, 2023
2.	Mr. Jagdish Bajaj	08498055		

The details as required under Regulation 30 of the Listing Regulations read with Schedule III and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 (“SEBI Circular”), in connection with the appointment of the above mentioned individuals are enclosed herewith as **Annexure A**.

- d) The Board, based on the recommendation of NRC, considered and approved the appointment of following individuals as Additional Directors (Non-Executive, Independent) on the Board and for a period of 5 (Five) consecutive years:

S. No.	Name	DIN	Category	Effective Date
1.	Mr. Vikram Dhondurao	00017423	Non-Executive, Independent	September 26, 2023
2.	Ms. Preeti Vyas	02352395		
3.	Mr. Yogesh Chaudhary	01040036		

The details as required under Regulation 30 of the Listing Regulations read with Schedule III and SEBI Circular, in connection to appointment of above mentioned individuals are enclosed herewith as **Annexure B**.

- e) The Board took note of the resignation of the following Directors from the Board of the Company:

S. No.	Name	DIN	Category	Effective Date
1.	Mr. Onkar Singh Pasricha	00032290	Executive Director	September 26, 2023
2.	Mr. Arvinder Singh Pasricha	00032420	Non-Executive, Non-Independent	

The details as required under Regulation 30 of the Listing Regulations read with Schedule III and SEBI Circular, in connection with the resignation of the above mentioned Directors along with the resignation letters received from the said Directors are enclosed herewith as **Annexure C**.



TCNS Clothing Co. Limited

119 & 127, W-HOUSE, NEELGAGAN TOWER, MANDI ROAD, SULTANPUR, MEHRAULI, NEW DELHI-110030, INDIA
 PH: 011-42193193, Fax: 011-42193194, E-mail: corporatecommunications@tcnsclothing.com, www.wforwoman.com, www.shopforaurelia.com
 REGD. OFFICE: W-HOUSE, NEELGAGAN TOWER, MANDI ROAD, SULTANPUR, MEHRAULI, NEW DELHI- 110030, INDIA
 CIN- L99999DL1997PLC090978

- f) The Board took note of the resignation of the following Directors from the Board of the Company:

S. No.	Name	DIN	Category	Effective Date
1.	Mr. Bhaskar Pramanik	00316650	Non-Executive, Independent	September 26, 2023
2.	Ms. Neeru Abrol	01279485		
3.	Mr. Suresh Jayaraman	03033110		

The details as required under Regulation 30 of the Listing Regulations read with Schedule III and SEBI Circular, in connection with the resignation of the above mentioned Directors along with the resignation letters received from the said Directors are enclosed herewith as **Annexure D**.

- g) The Board took on record the cessation of M/s Deloitte Haskins & Sells LLP, Chartered Accountants (FRN.: 117366W/W-100018) as the Statutory Auditors of the Company consequent to acquisition of control over the Company by ABFRL, wherein they are no longer eligible to continue as the Statutory Auditors of the Company in accordance with Section 141 (3) (i) of the Companies Act, 2013.
- h) The Board, based on the recommendation of the Audit Committee and subject to approval of the members of the Company, has approved the appointment of Price Waterhouse & Co Chartered Accountants LLP (FRN: 304026E/ E- 300009) as Statutory Auditors of the Company to fill the casual vacancy caused due to the cessation of M/s Deloitte Haskins & Sells LLP (FRN.: 117366W/W-100018) Chartered Accountants, as Statutory Auditors of the Company.

Details of the appointment of Statutory Auditors of the Company as required under Regulation 30 read with Schedule III of the Listing Regulations and SEBI Circular are enclosed herewith as **Annexure E**.

- i) Resignation by Mr. Saranpreet Pasricha, Head - International Business, Senior Management Personnel (“SMP”) of the Company.

The details as required under Regulation 30 of the Listing Regulations read with Schedule III and SEBI Circular, in connection with the resignation of the above mentioned SMP along with the resignation letter received from him are enclosed herewith as **Annexure F**.

- j) The Board, subject to the approval of members of the Company, approved the adoption of a new set of Articles of Association (“AOA”) of the Company.
- k) The Board considered and approved shifting of the Registered Office of the Company from the National Capital Territory of Delhi to the State of Maharashtra, and consequent alteration to the Clause II i.e., Situation Clause of the Memorandum of Association of the Company, subject to the approvals of shareholders and requisite regulatory authorities.

Any further intimation in this connection will be submitted with the exchanges in due course.

Kindly take this intimation on record in compliance with applicable statutory provisions.



TCNS Clothing Co. Limited

119 & 127, W-HOUSE, NEELGAGAN TOWER, MANDI ROAD, SULTANPUR, MEHRAULI, NEW DELHI-110030, INDIA
PH: 011-42193193, Fax: 011-42193194, E-mail: corporatecommunications@tcnsclothing.com, www.wforwoman.com, www.shopforaurelia.com
REGD. OFFICE: W-HOUSE, NEELGAGAN TOWER, MANDI ROAD, SULTANPUR, MEHRAULI, NEW DELHI- 110030, INDIA
CIN- L99999DL1997PLC090978

Thanking you,

For and on behalf of **TCNS Clothing Co. Limited**

Piyush Asija
Company Secretary and Compliance Officer
M. No.: A21328

Date: 26.09.2023

Place: New Delhi



TCNS Clothing Co. Limited

119 & 127, W-HOUSE, NEELGAGAN TOWER, MANDI ROAD, SULTANPUR, MEHRAULI, NEW DELHI-110030, INDIA
PH: 011-42193193, Fax: 011-42193194, E-mail: corporatecommunications@tcnsclothing.com, www.wforwoman.com, www.shopforaurelia.com
REGD. OFFICE: W-HOUSE, NEELGAGAN TOWER, MANDI ROAD, SULTANPUR, MEHRAULI, NEW DELHI- 110030, INDIA
CIN- L99999DL1997PLC090978

Annexure- A

Details about appointment of Non-Executive Directors

S. No	Particulars	Mr. Ashish Dikshit	Mr. Jagdish Bajaj
1	Reason for change	Appointment	Appointment
2	Date of appointment & term of appointment	September 26, 2023. Appointed as an Additional Director (Non-Executive), liable to retire by rotation.	September 26, 2023. Appointed as an Additional Director (Non-Executive), liable to retire by rotation.
3	Brief profile	Mr. Dikshit has over 30 years of experience in diverse roles across industries and functions. He started his career at Asian Paints before moving to Madura Fashion and Lifestyle (MFL) Division of the Company, where he worked in its various functions ranging from Sales, Brand Management, Supply Chain and Sourcing for over 15 years. He also served as the Principal Executive Assistant to the Chairman of Aditya Birla Group. He was appointed as President of MFL Division in 2007 and went on to become its CEO in 2012. He took over as the Managing Director of Aditya Birla Fashion and Retail Limited in February 2018.	Mr. Bajaj is a Chartered Accountant by profession and Chief Financial Officer of ABFRL since 2018. He has over three decades of experience with the Aditya Birla Group. He has held multiple senior management positions and has played pivotal role in driving the finance function of various businesses within the Group.
4	Disclosure of relationships between directors in case of appointment of a director	Nil	
5	Information as required pursuant to applicable circulars	Basis the disclosures received and pursuant to the SEBI Circular and Stock Exchange Circulars, it is hereby confirmed that Mr. Ashish Dikshit and Mr. Jagdish Bajaj are not debarred from holding the office of a Director by virtue of any order passed by the SEBI or any other such authority.	



TCNS Clothing Co. Limited

119 & 127, W-HOUSE, NEELGAGAN TOWER, MANDI ROAD, SULTANPUR, MEHRAULI, NEW DELHI-110030, INDIA
PH: 011-42193193, Fax: 011-42193194, E-mail: corporatecommunications@tcnsclothing.com, www.wforwoman.com, www.shopforaurelia.com
REGD. OFFICE: W-HOUSE, NEELGAGAN TOWER, MANDI ROAD, SULTANPUR, MEHRAULI, NEW DELHI- 110030, INDIA
CIN- L99999DL1997PLC090978

Annexure- B

Details about appointment of Independent Directors

S. No	Particulars	Mr. Vikram Rao	Ms. Preeti Vyas	Mr. Yogesh Chaudhary
1	Reason for change	Appointment as an Additional Independent Director.	Appointment as an Additional Independent Director.	Appointment as an Additional Independent Director.
2	Date of appointment & term of appointment	September 26, 2023. Appointed for a term of five consecutive years.	September 26, 2023. Appointed for a term of five consecutive years.	September 26, 2023. Appointed for a term of five consecutive years.
3	Brief profile	Mr. Rao joined Aditya Birla Group in 1999 as Group Executive President, Textiles and masterminded the Group's entry into the branded apparel industry with the acquisition of Madura Garments and was subsequently appointed as Whole-time Director of Aditya Birla Nuvo Limited. After his retirement from the ABG Group in 2012, he took on a Business Mentor role with Resil Chemicals and subsequently in 2014 joined as the MD of N9 World Technologies Private Limited.	Ms. Vyas is an independent entrepreneur and has steered Vyas Giannetti Creative to a top position in India as an independent Design and Communication Consultancy. She has been counted among 50 most influential women in India by Impact and Verve magazines, ranked as one of the top creative minds by the Economic Times and named one of the 25 most Powerful Women in Indian business by Business Today. She is also a member of Indian Design Council	Mr. Chaudhary has immense entrepreneurial abilities and deep knowledge in the manufacturing business, leading Jaipur Rugs to increase its global presence to 65 plus nations, from just two a decade ago. He is also a vital part of many prestigious associations such as Rajasthan Angel Investors network, Intellectap Impact Investment Network and Entrepreneurs Organization, to name a few.
4	Disclosure of relationships between directors in case of appointment of a director	Nil		
5	Information as required pursuant to applicable circulars	Basis the disclosures received and pursuant to the SEBI Circular and Stock Exchange Circulars, it is hereby confirmed that Mr. Vikram Rao, Ms. Preeti Vyas and Mr. Yogesh Chaudhary are not debarred from holding the office of a Director by virtue of any order passed by the SEBI or any other such authority.		



TCNS Clothing Co. Limited

119 & 127, W-HOUSE, NEELGAGAN TOWER, MANDI ROAD, SULTANPUR, MEHRAULI, NEW DELHI-110030, INDIA
PH: 011-42193193, Fax: 011-42193194, E-mail: corporatecommunications@tcnsclothing.com, www.wforwoman.com, www.shopforaurelia.com
REGD. OFFICE: W-HOUSE, NEELGAGAN TOWER, MANDI ROAD, SULTANPUR, MEHRAULI, NEW DELHI- 110030, INDIA
CIN- L99999DL1997PLC090978

Annexure- C

S. No	Particulars	Mr. Onkar Singh Pasricha	Mr. Arvinder Singh Pasricha
1	Reason for change	Resignation	Resignation
2	Date of cessation	September 26, 2023	September 26, 2023
3	Brief profile	NA	NA
4	Disclosure of relationships between directors in case of appointment of a director	NA	NA
5	Information as required pursuant to applicable circulars	NA	NA
6.	Copy of Resignation Letter	Enclosed as Annexure-C1	Enclosed as Annexure-C2



TCNS Clothing Co. Limited

119 & 127, W-HOUSE, NEELGAGAN TOWER, MANDI ROAD, SULTANPUR, MEHRAULI, NEW DELHI-110030, INDIA
PH: 011-42193193, Fax: 011-42193194, E-mail: corporatecommunications@tcnsclothing.com, www.wforwoman.com, www.shopforaurelia.com
REGD. OFFICE: W-HOUSE, NEELGAGAN TOWER, MANDI ROAD, SULTANPUR, MEHRAULI, NEW DELHI- 110030, INDIA
CIN- L99999DL1997PLC090978

Annexure- D

S. No	Particulars	Mr. Suresh Jayaraman	Ms. Neeru Abrol	Mr. Bhaskar Pramanik
1	Reason for change	Resignation	Resignation	Resignation
2	Date of cessation	September 26, 2023	September 26, 2023	September 26, 2023
3	Brief profile	NA	NA	NA
4	Disclosure of relationships between Directors (in case of appointment of a Director)	NA	NA	NA
5	Information as required pursuant to applicable circulars	NA	NA	NA
6.	Letter of Resignation	Enclosed as Annexure-D1	Enclosed as Annexure-D2	Enclosed as Annexure-D3
7.	Names of listed entities in which the resigning Director holds Directorships, indicating the category of Directorship and membership of board committees, if any. (Other than the Company)	<p>Directorship:</p> <p>a. <u>Arvind Fashions Limited</u></p> <p>Committee Memberships</p> <p>1. Risk Management Committee 2. Committee of Directors</p>	<p>Directorship:</p> <p>a. <u>Apollo Pipes Limited</u></p> <p>Committee Memberships</p> <p>1. Stakeholder Relationship Committee 2. Audit Committee 3. Nomination and Remuneration Committee 4. Risk Management Committee</p> <p>Directorship:</p> <p>b. <u>APL Apollo Tubes Limited</u></p> <p>Committee Memberships</p> <p>1. Audit Committee 2. Risk Management Committee</p>	<p>Directorship:</p> <p>a. <u>Route Mobile Limited</u></p> <p>Committee Memberships</p> <p>1. Stakeholder Relationship Committee</p>



TCNS Clothing Co. Limited

119 & 127, W-HOUSE, NEELGAGAN TOWER, MANDI ROAD, SULTANPUR, MEHRAULI, NEW DELHI-110030, INDIA
 PH: 011-42193193, Fax: 011-42193194, E-mail: corporatecommunications@tcnsclothing.com, www.wforwoman.com, www.shopforaurelia.com
 REGD. OFFICE: W-HOUSE, NEELGAGAN TOWER, MANDI ROAD, SULTANPUR, MEHRAULI, NEW DELHI- 110030, INDIA
 CIN- L99999DL1997PLC090978

			<p>3. Nomination and Remuneration Committee</p> <p>Directorship:</p> <p>c. <u>Ganesha Ecoverse Ltd</u></p> <p>Committee Memberships</p> <p>1. Audit Committee 2. Nomination & Remuneration Committee.</p>	
8.	The Independent Director shall, along with the detailed reasons, also provide a confirmation that there are no other material reasons other than those provided.	Mr. Suresh Jayaraman has confirmed that there are no material reasons for his resignation other than those mentioned in his resignation letter.	Ms. Neeru Abrol has confirmed that there are no material reasons for his resignation other than those mentioned in his resignation letter.	Mr. Bhaskar Pramanik has confirmed that there are no material reasons for his resignation other than those mentioned in his resignation letter.



TCNS Clothing Co. Limited

119 & 127, W-HOUSE, NEELGAGAN TOWER, MANDI ROAD, SULTANPUR, MEHRAULI, NEW DELHI-110030, INDIA
 PH: 011-42193193, Fax: 011-42193194, E-mail: corporatecommunications@tcnsclothing.com, www.wforwoman.com, www.shopforaurelia.com
 REGD. OFFICE: W-HOUSE, NEELGAGAN TOWER, MANDI ROAD, SULTANPUR, MEHRAULI, NEW DELHI- 110030, INDIA
 CIN- L99999DL1997PLC090978

Annexure E

Appointment of Statutory Auditor

S. No	Particulars	Details
1	Reason for change	Appointment of Price Waterhouse & Co, Chartered Accountants LLP (304026E/E300009) ('PW India') as Statutory Auditor of the Company to fill the casual vacancy caused due to cessation of M/s Deloitte Haskins & Sells LLP, Chartered accountants as Statutory Auditors (FRN: 117366W/W-100018).
2	Date of appointment & term of appointment	Appointed on September 26, 2023 till the conclusion of the ensuing Annual General Meeting of the Company on such terms and remuneration as may be approved by the Board of Directors of the Company
3	Brief profile	PW India provides assurance services including audit, limited reviews and tax audit services in India. PW India holds a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.
4	Disclosure of relationships between the Director (in case of appointment of a Director)	Not Applicable



TCNS Clothing Co. Limited

119 & 127, W-HOUSE, NEELGAGAN TOWER, MANDI ROAD, SULTANPUR, MEHRAULI, NEW DELHI-110030, INDIA
PH: 011-42193193, Fax: 011-42193194, E-mail: corporatecommunications@tcnsclothing.com, www.wforwoman.com, www.shopforaurelia.com
REGD. OFFICE: W-HOUSE, NEELGAGAN TOWER, MANDI ROAD, SULTANPUR, MEHRAULI, NEW DELHI- 110030, INDIA
CIN- L99999DL1997PLC090978

Annexure F

S. No	Particulars	Mr. Saranpreet Pasricha
1	Reason for change	Resignation
2	Date of cessation	September 26, 2023
3	Brief profile	NA
4	Disclosure of relationships between Directors (in case of appointment of a Director)	NA
5.	Copy of Resignation Letter	Enclosed as Annexure-F1



TCNS Clothing Co. Limited

119 & 127, W-HOUSE, NEELGAGAN TOWER, MANDI ROAD, SULTANPUR, MEHRAULI, NEW DELHI-110030, INDIA
PH: 011-42193193, Fax: 011-42193194, E-mail: corporatecommunications@tcnsclothing.com, www.wforwoman.com, www.shopforaurelia.com
REGD. OFFICE: W-HOUSE, NEELGAGAN TOWER, MANDI ROAD, SULTANPUR, MEHRAULI, NEW DELHI- 110030, INDIA
CIN- L99999DL1997PLC090978

September 26, 2023

To

The Board of Directors

TCNS Clothing Co. Limited
119, New Manglapuri, W House Mandi Road,
Sultanpur, Mehrauli, New Delhi- 110030

Subject: Resignation from the position of Executive Director cum Chairperson of TCNS Clothing Co. Limited

Dear Sir/ Madam,

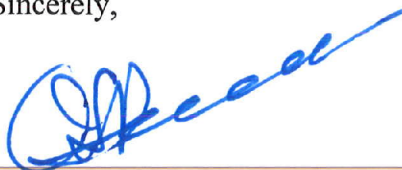
I hope this letter finds you in good health. I am writing to formally tender my resignation from my position as an Executive Director cum Chairperson of TCNS Clothing Co. Limited (“the Company”) with immediate effect.

My decision to resign comes in light of recent changes within the Company, specifically the successful takeover activity that has led to a transition in the management. I believe this takeover marks a significant milestone for the Company and presents new opportunities for growth and innovation. As a Chairperson, my primary responsibility has always been to ensure the best interests of the Company and its stakeholders. With the change in the ownership and the management, I believe that a fresh perspective and approach would be beneficial for the Company's continued success.

I would like to take this opportunity to thank you, the board of directors, the executive team, and all the dedicated employees at the Company for your unwavering support and collaboration. It has been an absolute privilege to lead this company, and I am genuinely grateful for the opportunity.

Thank you once again for your trust, support, and camaraderie throughout my time on the board of the Company. I wish the company every success in its future endeavours.

Sincerely,



.....
Mr. Onkar Singh Pasricha

DIN: 00032290

26th September 2023

To

The Board of Directors

TCNS Clothing Co. Limited
119, New Manglapuri, W House Mandi Road,
Sultanpur, Mehrauli, New Delhi- 110030

Subject: Resignation from the position of Non- Executive Director TCNS Clothing Co. Limited

Dear Sir/ Madam,

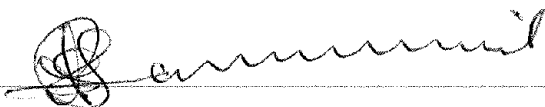
I hope this letter finds you in good health. I am writing to formally tender my resignation from my position as a Non- Executive Director of TCNS Clothing Co. Limited (“the Company”) with immediate effect.

My decision to resign comes in light of recent changes within the Company, specifically the successful takeover activity that has led to a transition in the management. I believe this takeover marks a significant milestone for the Company and presents new opportunities for growth and innovation. As a director, my primary responsibility has always been to ensure the best interests of the Company and its stakeholders. With the change in ownership and management, I believe that a fresh perspective and approach would be beneficial for the Company's continued success.

I would like to take this opportunity to thank you, the board of directors, the executive team, and all the dedicated employees at the Company for your unwavering support and collaboration. It has been an absolute privilege to serve this company, and I am genuinely grateful for the opportunity.

Thank you once again for the privilege of serving on the board of the Company. I wish the company every success in its future endeavours.

Sincerely,



.....
Arvinder Singh Pasricha

DIN:00032420

September 26, 2023

To,
The Board of Directors,
TCNS Clothing Co. Limited
119, New Manglapuri,
W House Mandi Road,
Sultanpur, Mehrauli
New Delhi, South Delhi - 110030

Sub: Resignation from directorship of TCNS Clothing Co. Limited ("the Company")

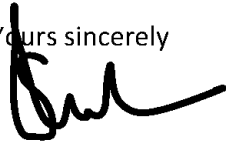
Dear Sir/Ma'am,

Pursuant to the change in ownership and control of the Company, I would like to tender my resignation from the position of Independent Director of the Company and from the Membership of all Committees of the Board, with immediate effect on September 26, 2023.

There are no other material reasons for my resignation. I would like to thank the Board Members and the Management of the Company for extending their support over years.

I wish the Company all success.

Yours sincerely



Suresh Jayaraman
Independent Director
DIN: 03033110

September 26, 2023

To,

**The Board of Directors,
TCNS Clothing Co. Limited**
119, New Manglapuri,
W House Mandi Road,
Sultanpur, Mehrauli
New Delhi South Delhi - 110030

Sub: Resignation from directorship of TCNS Clothing Co. Limited ("the Company")

Dear Sir/Ma'am,

Pursuant to the change in ownership and control of the Company, I would like to tender my resignation from the position of Independent Director of the Company and from the Membership of all Committees of the Board, with immediate effect on September 26, 2023.

There are no other material reasons for my resignation. I would like to thank the Board Members and the Management of the Company for extending their support over years.

I wish the Company all success.

Yours sincerely



Neeru Abrol
Independent Director
DIN: 01279485

September 26, 2023

Annexure-D3

To,

The Board of Directors,
TCNS Clothing Co. Limited
119, New Manglapuri,
W House Mandi Road,
Sultanpur, Mehrauli
New Delhi South Delhi - 110030

Sub: Resignation from Directorship of TCNS Clothing Co. Limited ("the Company")

Dear Sir/Ma'am,

Pursuant to the change in ownership and control of the Company, I would like to tender my resignation from the position of Independent Director of the Company and from the Membership of all Committees of the Board, with immediate effect on September, 2023.

There are no other material reasons for my resignation. I would like to thank the Board Members and the Management of the Company for extending their support over years.

I wish the Company all success.

Yours sincerely



Bhaskar Pramanik
Independent Director
DIN: 00316650

26th September 2023

To

The Managing Director

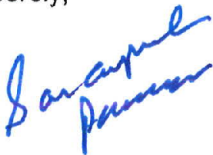
TCNS Clothing Co Limited

I hope this letter finds you in good health. I am writing this letter to formally to tender my resignation from my position as Head – International Business of TCNS Clothing Co Limited (“**Company**”) with immediate effect.

My decision to resign comes in light of the successful takeover of the Company that has led to a transition in the management.

I would like to take this opportunity to convey my deepest sense of appreciation and gratitude towards all my senior colleague and wish them and the Company every success in their future endeavours.

Sincerely,



Saranpreet Pasricha