



# THE UNITED NILGIRI TEA ESTATES COMPANY LIMITED

CIN: L01132TZ1922PLC000234

Registered Office: No.3, Savithri Shanmugam Road,  
Race Course, Coimbatore - 641 018

Tel : 0422-2220566 Email : headoffice@unitea.co.in Website : www.unitednilgiritea.com

## NOTICE FOR POSTAL BALLOT / E-VOTING

Dear Member(s),

**NOTICE** is hereby given pursuant to Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with the General Circular No. 3/2025 dated September 22, 2025 and other relevant circular(s) issued by the Ministry of Corporate Affairs ("MCA") from time to time (hereinafter collectively referred to as "MCA Circulars"), and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard – 2 ("SS-2") on General Meetings issued by the Institute of Company Secretaries of India and subject to other applicable laws, rules and regulations, if any, **THE UNITED NILGIRI TEA ESTATES COMPANY LIMITED** ("the Company") hereby seeks the approval of the shareholders through Postal Ballot by way of voting through electronic means ("Remote e-voting") for the following special business as considered in the resolution set out hereinafter.

1. Re-appointment of Mr. R. Rajkumar (DIN:10044122) as a Whole-time Director of the Company.

A Statement pursuant to Section 102 and other applicable provisions, if any, of the Act, setting out the material facts and reasons thereof, is appended to this Postal Ballot Notice. This Postal Ballot Notice is also being placed on the website of the Company at [www.unitednilgiritea.com](http://www.unitednilgiritea.com).

In compliance with the aforesaid MCA Circulars and pursuant to Section 110 of the Act read with the relevant rules made thereunder, this Postal Ballot Notice is being sent only through electronic mode to those members whose e-mail address is registered with the Company/RTA/Depositories/Depository Participants and the communication of assent/dissent of the Members on the resolution proposed will take place through remote e-voting only. If your e-mail address is not registered with the Company/RTA/Depositories/Depository Participants, please follow the process provided in the Notes to receive this Postal Ballot Notice.

**In compliance with the requirements of the MCA circulars, hard copy of the Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the members and hence members are requested to communicate their assent or dissent through remote e-voting only.**

The Board of Directors has appointed Mr. S. Kasi Viswanathan, Partner, Gopalaiyer and Subramanian, Chartered Accountants, as the Scrutinizer, for conducting the Postal Ballot process through remote e-voting in a fair and transparent manner.

The Company has engaged the services of National Securities Depository Limited ("NSDL") to provide remote e-voting facility to the Members of the Company. Please refer to the instructions given hereinafter to cast votes through e-voting.

The remote e-voting period commences from 09.00 A.M. (IST) on Tuesday, February 24, 2026 and ends at 05.00 P.M. (IST) on Wednesday, March 25, 2026. Members are requested to read the instructions carefully while expressing

their assent or dissent and cast votes through e-voting facility by not later than 05.00 P.M (IST) on Wednesday, March 25, 2026.

The Scrutinizer shall submit the report to the Chairman or any Director or any officer authorized by her upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will be announced within 2 working days from the conclusion of the e-voting and the same shall be displayed on the website of the Company at www.unitednilgiritea.com, the website of NSDL and the same will be communicated to National Stock Exchange of India Limited (NSE) where the equity shares of the Company are listed.

The following resolution is proposed to be passed by Postal Ballot / remote e-voting:

#### **Item No.1**

#### **Re-appointment of Mr. R. Rajkumar [DIN:10044122] as a Whole-time Director of the Company.**

To consider and if thought fit, to give assent / dissent to the following resolution proposed to be passed as an **Ordinary Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 read with Schedule V to the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modifications or enactment (s) thereof for the time being in force), Mr. R. Rajkumar [DIN: 10044122] be and is hereby re-appointed as a Whole-time Director of the Company for a further period of three years with effect from March 30, 2026 liable to retire by rotation on the following terms and conditions, within the overall ceiling limits of Section 1 of Part II of Schedule V to the Companies Act, 2013”.

#### **Terms of Remuneration:**

Basic Pay: Rs.1,42,070 /- per month.

Dearness Allowance: Rs. 7,240/- per month.

(The annual increment shall be decided by the Board for every financial year).

#### **Perquisites, Allowances and Amenities**

- a. Special Allowance: Rs.89,765/- per month;
- b. Education Allowance: Rs.6,230/- per month;
- c. Holiday Allowance: One month salary (Basic + DA);
- d. Annual Incentive: Annual incentive to be approved by the Board based on performance each year;
- e. Telephone / Mobile Phone: Eligible for reimbursement of telephone expenses (landline/mobile) subject to reasonable limits as per Company Policy;
- f. Mediclaim Insurance: Entitled for medical attention as available in the estates. Expenses of treatment outside the estate is subject to the Board's prior sanction. Will be covered under Mediclaim Insurance for a sum of Rs.7,00,000/- to cover self and spouse;
- g. Company's contribution to Provident Fund @ 12% of salary and Superannuation fund @ 15% of basic salary;
- h. Gratuity as per Company's Rules;
- i. Accommodation: The Company will provide furnished quarters;
- j. Free use of Company maintained car for official and reasonable personal use;
- k. Free Gas, firewood, water, electricity and servants at the residence of the Director;
- l. Personal Accident Insurance for self as per Company's Rules;

m. Leave: As per Company's Rule;

n. Termination of appointment: Three months' notice on either side.

**“RESOLVED FURTHER THAT** the remuneration aforementioned shall be subject to the maximum limit admissible under Section 197, Schedule V and other applicable provisions of the Companies Act, 2013 as amended from time to time.”

**“RESOLVED FURTHER THAT** in the event of inadequacy of profits during the tenure of his re-appointment, remuneration as per the provisions of the Companies Act, 2013 will be payable subject to such Board / Members' approval as may be required.”

**“RESOLVED FURTHER THAT** the Board of Directors (including its committees thereof) be and are hereby authorized to alter and vary the terms of appointment and/or remuneration payable to Mr. R. Rajkumar as it may deem fit, proper and necessary and shall have the power to make any change in the above components of the remuneration as may be required by any law applicable from time to time subject to the same not exceeding the above limits.”

By order of the Board  
For The United Nilgiri Tea Estates Company Limited

Chennai  
February 6, 2026

**R.V. Sridharan**  
Company Secretary

**NOTES:**

1. Members may note that the Postal Ballot Notice has been placed on the Company's website [www.unitednilgiritea.com](http://www.unitednilgiritea.com) and on the website of NSE [www.nseindia.com](http://www.nseindia.com) and on the website of National Securities Depository Limited (“NSDL”) [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
2. Disclosures as required under Regulation 36 (3) of the Listing Regulations and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India is furnished hereunder and forms part of this notice.
3. The Notice is being sent by email only to those Members of the Company, whose names appear in the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited /Central Depository Services India Limited as on Wednesday, February 18, 2026 (“cut-off date”) and who have registered their email address with the Depository through the concerned Depository Participants in respect of electronic holdings and with the Company's Registrar and Transfer Agent, Integrated Registry Management Services Private Limited (“RTA”) in accordance with the provisions of the Companies Act, 2013, read with Rules made thereunder and MCA Circulars.
4. In terms of MCA Circulars, the Company will send this Notice in electronic form only and a hard copy of this notice along with postal ballot forms and pre-paid business envelope will not be sent to the members. Accordingly, the communication of the assent/dissent of the members would take place through the remote e-voting only. Therefore, those members who have not yet registered their email address are requested to submit their email address by following the procedure given below:
  - (i) In the light of the MCA Circulars for remote e-voting, the members whether holding shares in dematerialized form or in physical form and who have not submitted their email address and in consequence to whom the postal ballot notice could not be served, may temporarily get their e-mail address registered with the

Company's RTA by submitting necessary request form (s) along with supporting documents. Post successful registration of the e-mail address, the members will get a soft copy of this Notice and the procedure for e-voting along with the user-id and the password to enable e-voting. In case of any queries, Members may write to the Company at headoffice@unitea.co.in or to the RTA at corpserv@integratedindia.in.

- (ii) Members are requested to register their e-mail address with the Depository through the concerned depository participant (s) in respect of their electronic holdings and with the Company's Registrar and Transfer Agent, Integrated Registry Management Services Private Limited by following the due procedure.
  - (iii) Those members who have already registered their e-mail address are requested to keep their e-mail address updated with their depository participant (s) / the Company's RTA to enable serving of notices/documents/ annual reports electronically to their e-mail address.
5. Any query / grievance may please be addressed to Mr. R. V. Sridharan, Company Secretary at email ID: headoffice@unitea.co.in or may contact Ms. Pallavi Mhatre, Senior Manager, National Securities Depository Limited at email ID: evoting@nsdl.com or call NSDL at 022-4886 7000.
6. Members are further requested to:
- Quote folio number /DP ID / Client ID in all correspondence with the Company or its Registrar and Transfer Agent.
  - Intimate the consolidation of folios to Registrar and Transfer Agent, if your shareholding is under multiple folios.
  - Note that Securities and Exchange Board of India ("SEBI") had mandated that the transfer of securities held in physical form, except in case of transmission or transposition, shall not be processed by the listed entities / Registrar and Transfer Agents with effect from 1st April, 2019. Further, SEBI had mandated the listed entities to issue shares only in dematerialized mode, with effect from 25th January 2025, to shareholder (s) / claimant (s) holding shares in physical mode, as against their service requests including for transmission or transposition of shares. In view of this, Members are requested to convert their physical share certificate into demat form.
  - Further, as per SEBI's Master Circular dated 23rd June, 2025, members holding shares in physical form, whose folio (s) lack PAN, contact details, Bank account details or updated specimen signature, will be eligible for payment of dividend, through electronic mode effective 1st April, 2024 only upon updating the aforementioned details with the Registrar and Transfer Agent of the Company, Integrated Registry Management Services Private Limited. Therefore, members holding shares in physical form are requested to update the above mentioned details by providing appropriate requests through ISR forms to the Registrar and Transfer Agent to ensure receipt of dividend.

## **INSTRUCTIONS FOR VOTING THROUGH ELECTRONIC MEANS**

- i. In compliance with Section 108 and 110 of the Companies Act, 2013 and other applicable provisions of the Act read with Rules made thereunder, Regulation 44 of the Listing Regulations and the Secretarial Standard on General Meetings (SS-2), the Company has provided the facility of remote e-voting to the members to cast their votes electronically. The Company has engaged the services of National Securities Depository Limited ("NSDL") to provide remote e-voting facility to the members. The instructions for e-voting are annexed to this Notice.
- ii. The Postal Ballot / e-voting period commences on February, 24, 2026 at 09.00 A.M. and ends on March 25, 2026 at 05.00 P.M (both days inclusive). During this period, the members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. February 18, 2026, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting after 5.00 P.M. (IST) on Wednesday, March 25, 2026.

- iii. Voting rights of the Members shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on Wednesday, the February 18, 2026 (cut-off date). Only those 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 will be entitled to cast their votes by remote e-voting. A person who is not a member as on the cut-off date should treat this Postal Ballot Notice for information purposes only.
- iv. Once the vote on the resolution is cast by the Member, he / she shall not be allowed to change it subsequently.
- v. A member cannot exercise his/her vote by proxy on Postal Ballot.
- vi. The Scrutinizer shall submit his report to the Chairman after scrutiny, and the result of the voting by postal ballot / e-voting will be announced by the Chairman or any Director / Officer of the Company duly authorized on March 27, 2026 at the registered office of the Company and will also be displayed on the Company's website [www.unitednilgiritea.com](http://www.unitednilgiritea.com) and communicated to National Stock Exchange of India Limited, Depositories, Registrar and Share Transfer Agent on the said date.
- vii. In terms of Secretarial Standards -2, the resolution on receiving the requisite number of votes, shall be deemed to have been passed on March 25, 2026.

### 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 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 Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the "<b>Beneficial Owner</b>" icon under "<b>Login</b>" which is available under '<b>IDeAS</b>' 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 "<b>Access to e-Voting</b>" under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "<b>Register Online for IDeAS Portal</b>" or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> </ol>

Type of shareholders	Login Method
	<p>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience</p> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p>    </div>
Individual Shareholders holding securities in demat mode with CDSL	<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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; 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 e-voting is in progress as per the information provided by company. On clicking the e-voting 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. 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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; 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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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>

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their depository participants	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.

**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
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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

**B) Login Method 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*****.

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
b) For Members who hold shares in demataccount 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](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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.com** 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 on NSDL e-Voting system

### *How to cast your vote electronically 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.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
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 kasi.s@gopalaiyer.in 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. Pallavi Mhatre, Senior Manager, National Securities Depository Limited at email ID: evoting@nsdl.com or call NSDL at 022-4886 7000.

### **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of email 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 headoffice@unitea.co.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 headoffice@unitea.co.in. If you are an Individual-shareholders 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 for Individual shareholders holding securities in demat mode.**

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

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.

By order of the Board  
For The United Nilgiri Tea Estates Company Limited

Chennai  
February 6, 2026

**R.V. Sridharan**  
Company Secretary

## **STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

### **Item No. 1**

Mr. R. Rajkumar [DIN: 10044122] was appointed as a Whole-time Director by the shareholders through postal ballot for a period of three years with effect from March 30, 2023. His term of office as Whole-time Director is due to expire on March 29, 2026.

Mr. R. Rajkumar is a B.Sc. graduate and has over three decades of experience in plantations and has been instrumental in strengthening the Company's operations, strategic planning and overall performance. The Board is of the opinion that his continued association would be beneficial to the Company.

Pursuant to Section 178 & 177 of the Companies Act, 2013 ('the Act') and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Nomination and Remuneration Committee and Audit Committee at their respective meeting(s) held on February 5, 2026 have recommended/ approved the reappointment and payment of remuneration to Mr. R. Rajkumar as Whole-time Director of the Company for a further period of 3 (Three) years with effect from March 30, 2026 on the terms and conditions as set out in Item No.1 of the Notice.

In accordance with the provisions of Section 196, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the recommendation of the Nomination and Remuneration Committee and the approval of the Audit Committee, the Board of Directors, at its meeting held on February 6, 2026 has approved the re-appointment of Mr. R. Rajkumar as Whole-time Director of the Company for a further period of three (3) years with effect from March 30, 2026 on the terms and conditions as set out under Item No.1 of this notice, subject to the approval of the members of the Company.

A brief profile of Mr. R Rajkumar as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 Secretarial Standards issued by the Institute of Company Secretaries of India is provided in the Notice.

Except Mr. R. Rajkumar, none of the other Directors, Key Managerial Personnel or their relatives is, in any way, concerned or interested, financially or otherwise, in the above resolution set out at Item No.1 of the Notice.

The Board recommends the resolution set out at Item No.1 of the Notice for approval of the Members as an ordinary resolution.

**Profile of Director seeking re-appointment through postal ballot pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India.**

<b>Name</b>	<b>R. Rajkumar</b>
Director Identification Number (DIN)	10044122
Date of birth / Age	02/05/1968 - 57 years
Nationality	Indian
Date of appointment on the Board	30/03/2023
Qualification	B.Sc., Electronics
Experience	Has more than three decades of experience in tea plantations.
Expertise in special functions	Expertise in factory operations, manufacture of organic and conventional teas, sound knowledge of tea, coffee and pepper, field practices, labour and quality management.
No. of shares held in the Company	Nil
Inter-se relationship with other Directors or Key Managerial Personnel of the Company.	None
Board position held	Whole-time Director
Terms and conditions of re-appointment	As set out in Item No.1 of the Postal Ballot Notice
Remuneration proposed to be paid	As set out in Item No.1 of the Postal Ballot Notice
Remuneration last drawn	Rs.3,45,820/- per month (January 2026)
Number of Board Meetings attended during the year	4
Directorship held in other companies	Southern Tree Farms Limited
Committee membership held in other companies	Nil
Names of listed entities from which the director has resigned in the past three years.	Nil

By order of the Board  
For **The United Nilgiri Tea Estates Company Limited**

Chennai  
February 6, 2026

**R.V. Sridharan**  
Company Secretary