

TTI ENTERPRISE LIMITED

CIN: L67120WB1981PLC033771

Registered Office: 03rd Floor, PNB House, 18B Brabourne Road,
Kolkata, West Bengal-700001

Email: tti1711@gmail.com Contact No: 9874402935 Website: www.ttienterprises.com

Date: 12th February, 2026

To, The BSE Limited Listing Compliance Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001	To, The Calcutta Stock Exchange Limited, Listing Department 7, Lyons Range, Dalhousie, Kolkata- 700001, West Bengal
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Ref: TTI Enterprise Limited (Script Code- BSE: 538597 and CSE: 030137)

Subject: Submission of Extract of Board Meeting dated 12th January, 2025 to review request from Promoters seeking reclassification from Promoters to Public Category pursuant to Regulation 31A of SEBI (LODR) Regulations, 2015.

Dear Sir/ Madam,

Pursuant to Regulation 30 read with Regulation 31A of SEBI (LODR) Regulations, 2015, this is to inform you that the Board of Directors at their meeting held on Thursday 12th February, 2026, to approved the request received from the Promoters seeking reclassification from Promoters to Public category under Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, The extract of the minutes of the aforesaid meeting of the Board of Directors is enclosed herewith.

Please take the same on your record and acknowledge the receipt of the same.

For TTI ENTERPRISE LIMITE

HEMANT AGARWAL
EXECUTIVE DIRECTOR
DIN: 11363521
Encl: A/a

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EXTRACT OF THE MINUTES OF BOARD RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF TTI ENTERPRISE LIMITED ON THURSDAY, 12TH FEBRUARY, 2026 COMMENCED AT 06.00 P.M. AND CONCLUDED AT 07.10 PM AT THE REGISTERED OFFICE OF THE COMPANY AT 4TH FLOOR, 6/A, TARACHAND DUTTA STREET, NEAR KRISHNA CINEMA AND ICICI BANK M G ROAD BRANCH, KOLKATA, WEST BENGAL-700073, INDIA.

TO CONSIDER AND REVIEW THE REQUEST RECEIVED FROM PROMOTERS/PROMOTERS GROUP OF THE COMPANY FOR RECLASSIFICATION FROM PROMOTERS/PROMOTERS GROUP TO PUBLIC SHAREHOLDERS UNDER REGULATION 31A OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

The Board was informed that the Company has received a request letter from the following persons belonging to the 'Promoter (s)/ Promoter Group' of the Company i.e, Mrs. Kalarikkal Chandrasekharan Bindu and Mr. Kanakavally Prathapan vide their letter sent on 07th February, 2026 and received by the Company on 09th February, 2026, as the intervening days i.e. Saturday and Sunday were non-working days and Ms. Mridula Mukundan and Mr. Venugopalan Sujith vide their letter sent on 12th February, 2026 and received by the Company on 12th February, 2026 requested the Company for re-classification from the 'promoter and promoter group' category to 'public' category shareholder of the Company. The Company intimated the aforesaid request(s) for re-classification to BSE and CSE Limited on 09th February, 2026 and 12th February, 2026 respectively. The letters received from following Promoters was placed before the Board for its perusal.

Sr. No.	Name	No. of Shares held	Percentage of Shares (% of Holding)
1	KALARIKKAL CHANDRASEKHARAN BINDU	0	0.00
2	KANAKAVALLY PRATHAPAN	0	0.00
3	MRIDULA MUKUNDAN	39500	0.16
4	VENUGOPALAN SUJITH	5510	0.02

The Board was informed that above promoters hold less than one percentage of equity shares of the Company representing 0.18 % of the paid-up equity share capital of the Company.

It was also informed that in the request letter informed the Company that they are neither a part of the Board nor do they hold any key managerial position in the Company. Further, they had confirmed in their letter that they does not participate in the management of the Company in any manner or capacity and do not have any special rights in the Company through formal or informal arrangements, including any shareholder agreement.

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The Outgoing Promoters had specifically mentioned in the request letter that they are satisfying all the conditions specified in sub-clause (i) to (vii) of clause (b) of sub-regulation (3) of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and also confirmed that at all times from the date of such reclassification, would continue to comply with conditions mentioned in Regulations 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time post reclassification from 'Promoter Category' to 'Public Category'.

In view of the rationale provided by the Outgoing Promoters, Board was of the view that the request made by the Outgoing Promoters for reclassification of their shareholding be accepted and approved, subject to approval /No Objection of the Stock Exchanges/ other regulatory authorities, if any.

There is no requirement to take the approval from the Shareholders of the Company as per Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and as per the guideline issued by concerned stock exchange as the Outgoing promoter(s) seeking reclassification, directly or indirectly, individually or together, do not hold more than one percentage of shares or voting power in the Company.

In view of the provisions of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendments thereto, the members of the Board were of the view that application for reclassification from 'Promoter Category' to 'Public Category' be approved and therefore application be made by the Company to BSE Limited and/or to any other authority for their approval/ No Objection, as may be necessary. After the due deliberation and discussions members of the Board then passed the following resolution unanimously:

“RESOLVED THAT pursuant to Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and subject to approval/No Objection from the BSE and CSE Limited and any other authorities, if any as may be required and pursuant to other laws and regulations, as may be applicable from time to time (including any statutory modifications or reenactments thereof for the time being in force), the consent of the Board be and is hereby accorded for the reclassification of the status of following person from the 'Promoter Category' to 'Public Category' in the Shareholding of the Company (referred to as 'Outgoing Promoters'):

Sr. No.	Name	No. of Shares held	Percentage of Shares (% of Holding)
1	KALARIKKAL CHANDRASEKHARAN BINDU	0	0.00
2	KANAKAVALLY PRATHAPAN	0	0.00
3	MRIDULA MUKUNDAN	39500	0.16

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4	VENUGOPALAN SUJITH	5510	0.02
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“RESOLVED FURTHER THAT on approval of the Stock Exchange(s) upon application for reclassification of the aforementioned applicants, the Company shall effect such reclassification in the Statement of Shareholding Pattern from immediate succeeding quarter under Regulation 31 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and compliance to Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and other applicable provisions.”

“RESOLVED FURTHER THAT pursuant to Regulation 31A (3) sub clause (b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2021 it is hereby confirmed that, the aforesaid entity/person(s) seeking reclassification:

- a) do not hold more than ten percent of the total voting rights in the Company;
- b) do not exercise control over the affairs of the Company directly or indirectly;
- c) do not have any special rights with respect to the Company through formal or informal arrangements including through any shareholder agreements;
- d) shall not be represented on the Board of Directors (including not having a nominee director) of the Company;
- e) shall not act as a key managerial person in the Company;
- f) are not a ‘wilful defaulters’ as per the Reserve Bank of India Guidelines;
- g) are not a fugitive economic offender.

“RESOLVED FURTHER THAT Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended time to time (“LODR Regulations”) has provided a regulatory mechanism for re-classification of Promoters as Public Shareholders.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution for Re-classification of Promoter (s)/ Promoter Group to Public Shareholding, the Board or the officers authorized by the Board in this regard be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary or expedient and to settle any questions, difficulties or doubts that may arise in this regard and to submit all the requisite applications, representations, filings etc. with the Stock Exchanges and other regulatory authorities as may be required in this regard without requiring the Board to secure any further consent or approval of the members of the Company.”

“RESOLVED FURTHER THAT any of the existing Directors of the Company, be and is hereby severally authorized to perform all such acts, deeds, matters and things as may be required, to execute all documents as may be required and take all such steps and decisions to give full effect to the aforesaid resolutions.”

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“RESOLVED FURTHER THAT a certified copy of this resolution duly signed by any of the Directors of the Company be forwarded to relevant statutory and regulatory authorities, as and when required.”

//CERTIFIED TRUE COPY//

For TTI ENTERPRISE LIMITED

**HEMANT AGARWAL
EXECUTIVE DIRECTOR
DIN: 11363521**