

**Transcript of Fifth Annual General Meeting (“AGM”) of Toss The Coin Limited
held on Wednesday, 10th September, 2025 at 11.30 A.M (IST) through
Video Conference (“VC”) and Other Audio-Visual Means (“OAVM”)**

S.No	Speaker	Particulars
1	Moderator	<p>Dear shareholders, good morning and a very warm welcome to the Fifth Annual General Meeting of Toss The Coin Limited through Video Conferencing (VC) / Other Audio-Visual Means (OAVM). Please note that as per the requirements, the proceedings of the Annual General Meeting will be recorded and will be made available on the website of the company.</p> <p>I now hand over the proceedings to Mr. Narayanan Jayan, Chairman cum Managing Director of Toss The Coin Limited. Over to you, sir.</p>
2	Mr. Narayanan Jayan	<p>Thank you, Ms. Dhanalakshmi. Dear members and invitees, good morning. I am Narayanan Jayan., Chairman cum Managing Director of the Company. I have joined the meeting from the registered office of the company in Chennai.</p> <p>On behalf of the Board of Directors, it is my privilege to welcome you all to the Fifth Annual General Meeting of Toss The Coin Limited. I trust that all of you and your family are safe and healthy.</p> <p>This meeting is being held through video conference in accordance with the circulars issued by the Ministry of Corporate Affairs and SEBI. The Company has made all feasible efforts to enable members to participate through video conference and electronically vote on the items being considered for this meeting.</p> <p>Now, with the requisite quorum of shareholders being present, I call this meeting to order. Before we start the main proceedings of the meetings, I would now request my colleagues on the Board and our key managerial personnel to introduce themselves and confirm the place from where they are attending this meeting. Let me first invite Mrs. Reshma Budhia.</p>
3	Mrs. Reshma Budhia	<p>Thank you, Jayan. Good morning, everyone. I am Reshma Budhia, Whole Time Director and CFO of the Company, attending the meeting from USA. A warm welcome to all of you and thank you for giving us your time today. Over to you, Sudhanshu.</p>
4	Mr. Sudhanshu Budhia	<p>Good morning, everyone. This is Sudhanshu Budhia and a warm welcome to all our shareholders. I am joining the AGM of Toss The Coin Limited from the registered office in Chennai. Thank you all for attending the meeting. Over to you, Manish.</p>
5	Mr. Manish Kumar Gupta	<p>Hi, good morning, everyone. This is Manish Kumar Gupta, Independent Director joining from Bangalore. A Warm Welcome to all the shareholders and my Colleagues in the meeting. I would now like to invite Mr. Mohan.</p>

6	Mr. Mohan Varghese Mathew	Thank you, Manish. My name is Mohan Varghese Mathew, Independent Director of Toss The Coin Limited. I am attending this meeting from San Jose, California. Thank you very much. Over to you, Pooja.
7	Mrs. Pooja Jain	Thank you Mohan Sir. Good morning, everyone. I am Pooja Jain, Company Secretary of Toss The Coin Limited. I am attending the meeting from the registered office of the Company located at Chennai. Thank you. And back to Jayan Sir.
8	Mr. Narayanan Jayan	<p>Thank you, Pooja. In addition to the board members and our key managerial personnel, we also have key executives joining from their respective locations which include:</p> <ul style="list-style-type: none"> - Statutory Auditors: Mr. Srivatsan, representing M/s. CNGSN & Associates LLP, Chartered Accountants - Secretarial Auditors: Mr. Chetan Bafna, representing M/s. Chetan Bafna and Co, Practicing Company Secretaries - Internal Auditors: Mr. Pranaav Jain, representing M/s. Pranaav Jain & Associates, Chartered Accountants <p>Now, I request Mrs. Pooja Jain, our Company Secretary, to provide general instructions to the members regarding participation in this meeting and other voting procedures. Over to you Pooja.</p>
9	Mrs. Pooja Jain	<p>Thank You Jayan Sir. Welcome, everyone. Members may note that this Annual General Meeting is being held through video conferencing in accordance with the provisions of the Companies Act 2013 and SEBI LODR regulations read with circulars issued there under. The facility for attending this meeting through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) is made available for the members on a first-come, first-served basis.</p> <p>The Register of Directors and Key Managerial Personnel, Shareholding and other documents mentioned in the notice of the AGM has been made available electronically for inspection by the members during this AGM. Members seeking to inspect any of these documents after the meeting may send the request to info@tosstheco.in. As the AGM is being held through video conferencing, the facility for appointment of proxies is not applicable.</p> <p>The Company has received requests from a few members to be registered as speaker shareholders at this AGM. Accordingly, upon confirmation from the Chairman, the floor will be open for speaker shareholders to post questions or express their views. It may be noted that the Company reserves the right to limit the number of members asking questions depending on the availability of time at this AGM. The Company has provided the facility to cast votes electronically on all the resolutions set forth in the notice. Members who have not cast their votes electronically and who are participating in this meeting will have an opportunity to cast their votes during the meeting through e-voting system provided by MUFG Intime India Private Limited. Members are requested to refer to the instructions provided in the notice of the AGM for a</p>

		<p>seamless participation through video conferencing and also for e-voting. If you face any difficulty, you may reach out to the help line numbers or email provided in the notice of the AGM.</p> <p>Thank you very much. With this, I hand it over to the Chairman.</p>
10	Mr. Narayanan Jayan	<p>Thank You Pooja, I would like to share a Power Point Presentation. I hope that everybody is able to see the Power Point Presentation.</p> <p>I feel immense pride in the journey we have undertaken and optimism for the road that lies ahead.</p> <p>Our Journey: Thirteen years ago we began with a belief that marketing could be creative and precise, artistic and scientific, bold and reliable. That belief has shaped Toss The Coin into what it is today, a full suite B2B marketing partner for companies across industries and geographies.</p> <p>We now have more than 150 referenceable customers, supported by a team of over 65 creative problem solvers. Together we deliver end to end marketing services, impactful presentation solutions, on demand CMO engagements and training workshops that empower teams to succeed</p> <p>Toss The Coin is not just a marketing services company. We are a growth accelerator.</p> <p>I will now quickly touch upon the financial highlights of 2024-25.</p> <p>Performance Highlights: The year gone by has been one of our strongest. We delivered revenue of ₹8.65 crores, a growth of 78 percent compared to the previous year. Our EBITDA stood at ₹1.87 crores and profit after tax at ₹1.26 crores.</p> <p>We also achieved a 3 percent growth in earnings per share, a reflection of the financial value we continue to create for our shareholders. This performance was achieved while we expanded our client base, secured new high value CMO service contracts, and invested in both senior leadership and AI powered marketing applications.</p> <p>Our results demonstrate that we can grow rapidly, remain profitable, and still reinvest meaningfully in the future of the business.</p> <p>What We Do: At our core we spark interest, strengthen stories, and shape growth. This is the essence of what we deliver for our clients.</p> <p>Our capabilities include branding, design, campaigns, storytelling and go to market strategies. We do this with speed, with scale and with precision.</p>



**We are
your growth
accelerator!**

Toss The Coin Limited

(Formerly known as Toss the Coin Pvt Ltd)

No.1A, Bheemanna Mudali Street, Alwarpet, Chennai – 600018

+91 44 4385 5211 | info@tossthe.co.in | www.tossthe.co.in

GST: 33AAICT1219R1Z0 | CIN: L72900TN2020PLC138199

		<p>Coming to Innovation and Frameworks</p> <p>This year we sharpened our edge through structured frameworks and AI infused workflows.</p> <p>For example the Customer Marketing Maturity Lens helps organizations assess their marketing maturity across critical domains.</p> <p>The Brand Architecture Matrix guides group companies through complex branding decisions with clarity.</p> <p>We are also investing in AI-enabled solutions. Kathai, which began as a tool for HR communication, has evolved into a versatile assistant capable of driving go-to-market plans, brand sprints, and launch strategies</p> <p>We also built solutions that help leaders, it's called Etch. Etch is our leadership branding platform that strengthens executive visibility, builds credibility in market and aligns company narratives</p> <p>Centre of Marketing Expertise is designed as a centralized and cost efficient marketing engine supported by AI. It is built specifically for Private Equity portfolio companies and serves them across their investment lifecycle. Enter, Enhance and Exit are not just phases of investment. They are opportunities for us to drive measurable impact</p> <p>Now the Road Ahead, when it comes to GTM</p> <p>Our strategy is very clear. We will continue what is working, improve what can be better, and open new doors with the United States as our core growth engine. The CMO on Retainer model will expand across sectors, giving clients access to senior leadership at scale. We will remain AI enabled but never AI obsessed.</p> <p>Thank You. On behalf of the Board, I thank our shareholders for your continued trust and support. I thank our clients who place their confidence in us. Most importantly I thank our people, who embody our spirit of 80 percent creative, 20 percent weird and 100 percent referenced.</p> <p>The trajectory ahead is bright. With your support Toss The Coin will not only keep pace with change but shape the change itself.</p> <p>Thank you. I now request Mrs. Pooja Jain, our Company Secretary, to read out the resolutions proposed for this meeting and provide a summary of the Auditor's Report.</p>
--	--	--



**We are
your growth
accelerator!**

Toss The Coin Limited

(Formerly known as Toss the Coin Pvt Ltd)

No.1A, Bheemanna Mudali Street, Alwarpet, Chennai – 600018

+91 44 4385 5211 | info@tossthe.co.in | www.tossthe.co.in

GST: 33AAICT1219RIZ0 | CIN: L72900TN2020PLC138199

11	Mrs. Pooja Jain	<p>Thank you Jayan Sir. We will now take up the resolutions as set forth in the notice:</p> <p>Item number one: Adoption of Audited Financial Statements, along with the reports of the Board of Directors and of the Auditors thereon.</p> <p>Item number two: Reappointment of Mrs. Reshma Budhia, (holding DIN 08893679) Whole Time Director cum CFO, liable to retire by rotation.</p> <p>Item number three: Reappointment of Mr. Sudhanshu Budhia, (holding DIN 07115984) Non-Executive Director, liable to retire by rotation.</p> <p>Since all the resolutions have already been put to vote through remote e-voting, there will be no proposing or seconding of the resolutions and that there will not be any show of hands.</p> <p>The Statutory Auditors, M/s. CNGSN & Associates LLP, Chartered Accountants, the Secretarial Auditors, M/s. Chetan Bafna And Co, Practicing Company Secretaries and the Internal Auditors, M/s. Pranaav Jain & Associates, Chartered Accountants have expressed unqualified opinion in their respective reports for the financial year ended 31st March 2025. There were no adverse comments on the financial statements and matters which may have material impact on the functioning of the Company. Thank you. With this, I hand it over to the Chairman.</p>
12	Mr. Narayanan Jayan	<p>Thank you, Pooja. With this, notice of the AGM and report of the Auditors circulated to the shareholders will be considered as read at the meeting. The registered speaker shareholders will be called upon to express their views and ask questions pertaining to any item proposed at this AGM. Members are requested to keep the questions brief and specific. To avoid repetition, answers to all the questions will be provided towards the end. The moderator will facilitate the question and answer session.</p> <p>With that, I will hand it over to the moderator.</p>
13	Moderator	<p>Thank you, Chairman. We will now invite the shareholders who have registered as speakers. Do switch on your camera and mention your name when it is announced. Please begin by stating your name, location and folio DPID by your questions or queries. We kindly request you to limit your comments to a maximum of three minutes. With this, I now call upon the first shareholder, Mr. Deepak Singh to speak. Deepak Singh is not available, I now request Mr. Gaurav to speak.</p>
14	Mr. Y Gaurav (Speaker Shareholder)	<p>Good morning everyone. I am Y Gaurav here, my Demat Account Number is 1301740000170502 and I am attending this meeting from Chennai.</p> <p>I have been seeing this Company and following it up, since its launch and then little bit through the social media also.</p>

		<p>So, My questions are as follows:</p> <ol style="list-style-type: none"> 1. It is mentioned that the Company has 78% more revenue in comparison to previous year, I just wanted to know that how sustainable will it be in the future, what is the roadmap and whether it will continue to be at that same percentage or more than that? 2. And another question which I want to ask is, whether all the revenue will be from US only and what are the plans? <p>Thank you.</p>
15	Moderator	<p>Thank you, Sir. All the speakers who has registered as speakers and did login were given a chance to speak. And now I hand over back to conduct the further proceedings of the meeting. Over to you Sir.</p>
16	Mr. Narayanan Jayan	<p>Thank you Moderator. I now request Mrs. Reshma Budhia, to address the questions that the shareholder just raised.</p>
17	Mrs. Reshma Budhia	<p>Thank you, Jayan.</p> <p>Mr. Y Gaurav, thank you for coming and attending our AGM and also thank you for actually registering to come here and share your questions with us. It's always nice to know that people are following and its always nice to know that they are interested.</p> <p>You are absolutely right to ask if the growth percentage is sustainable, for us the growth has been driven heavenly from our IPO, because that strengthened our credibility, that helped us onboard a lot of the senior marketing leadership, and we were also able to invest in AI tools like you just heard Mr. Jayan talk about, Etch and Kathai. Because of this we were able to actually elevate our CMO retainers from an average of \$3,000 to about an average of \$8,500. And that is where that growth has come in for us. And we hope with all the future deals, that we continue to sign and all the aggressive investment we will make in our AI and leadership, I am really hoping that we will be able to scale operations and sustain this.</p> <p>FY25 was definitely extraordinary, and we are hoping for FY26 to have that measured growth because of these timely investments and because of this value based pricing that we are able to offer to our clients.</p> <p>Today US is definitely a significant part of how we've been reaching out to customers and where we've been reaching out to customers, but what is good to know is there is a diversification in terms of the vertical, in which we are penetrating, we've been very strong in the B2B text space but now we are also venturing into the whole B2B Education Space. We have clients, we have interest and we are acting as the CMO office, so this vertical diversification is what we will look at, within the region. Of course, geographically we are not</p>



**We are
your growth
accelerator!**

Toss The Coin Limited

(Formerly known as Toss the Coin Pvt Ltd)

No.1A, Bheemanna Mudali Street, Alwarpet, Chennai – 600018

+91 44 4385 5211 | info@tossthe.co.in | www.tossthe.co.in

GST: 33AAICT1219R1Z0 | CIN: L72900TN2020PLC138199

		<p>going to be doing any cold outreach because that's very expensive and instead trying grow through partnerships, so I'm hoping that we can actually hold on to US being our primary market but diversify in terms of our verticals.</p> <p>I hope this has addressed your questions and once again Thank you so much. Now I hand it over to the Chairman.</p>
18	Moderator	Another speaker Deepak Singh had joined now, with your permission shall I allow him
19	Mrs. Reshma Budhia	Yes Please
20	Mr. Deepak Singh (Speaker Shareholder)	<p>My Name is Deepak Singh, my Demat Account Number is 1301740000202001 and I am attending this meeting from Chennai.</p> <p>First of all, let me congratulate you for the successful IPO. I Just have One question:</p> <p>What is the way looking forward for this Company, pertaining to US tariff and how do you look up the US markets and other markets?</p>
21	Mrs. Reshma Budhia	<p>Sure, Thank you Mr. Deepak for asking question about the way forward, I think even the Chairman has covered it in his presentation and that is also something that we are all working towards and that's also the kind of penetrating into what Mr. Gaurav was asking, whether there is a high dependence on US as a market and how are the factors like tariff, are going to impact us?</p> <p>I understand from our customers conversations that, that we are still in that space where clients need us to continue to grow their business. It is really not about us taking away anything from anybody, we are value added service providers, where we are augmenting the existing team, so that there is always a complimenting factor that we bring to the table and we will continue to add value despite any of the geo-political situations that may arise anywhere for that matter, but also at the same time from an investment point of view we are growing our strength by hiring strategic leadership roles in new verticals so that we are not dependent on the same vertical, we are not only talking tech and we are also talking non-tech, we are also talking education, then we are exploring a whole out of partnership where they can open up their captive audience to us and therefore we have this ready audience that we can speak to, so we are taking very calculated steps into these initiatives, we are hoping that the road ahead is going to be onwards and upwards. So, I hope that helps address your question Sir.</p>
22	Mr. Narayanan Jayan	<p>Thank you, Reshma, I know that it is well beyond 2.00 AM for you in the US right now but, thank you for covering those two questions extensively.</p> <p>Thank you, Mr. Deepak and Mr. Gaurav, for your comments, your congratulations to us and the trust you have in us.</p>



**We are
your growth
accelerator!**

Toss The Coin Limited

(Formerly known as Toss the Coin Pvt Ltd)

No.1A, Bheemanna Mudali Street, Alwarpet, Chennai – 600018

+91 44 4385 5211 | info@tossthe.co.in | www.tossthe.co.in

GST: 33AAICT1219R1Z0 | CIN: L72900TN2020PLC138199

		<p>Thanks to all the participants of the meeting. The members who have not already cast their vote by means of remote e-voting may do so now through venue e-voting, which will be available for the next 15 minutes.</p> <p>M/s. Chetan Bafna And Co, Practicing Company Secretaries, from Chennai, have been appointed as a scrutinizer to report on the combined voting results of remote e-voting and the venue e-voting.</p> <p>The results will be declared and submitted to the stock exchanges within 2 working days from the conclusion of this meeting and disseminated on the Company's website along with the scrutinizer's report.</p> <p>I authorize the Company Secretary, Mrs. Pooja Jain, to do the needful.</p> <p>Resolutions, as set forth in the notice, shall be deemed to be passed today subject to the receipt of a requisite number of votes.</p> <p>With this, the AGM concludes. I am grateful to all the members and to our Board of Directors who have taken their time to attend this meeting. With your permission, I hereby declare the proceedings closed. Thank you very much.</p>
--	--	---



**We are
your growth
accelerator!**

Toss The Coin Limited

(Formerly known as Toss the Coin Pvt Ltd)

No.1A, Bheemanna Mudali Street, Alwarpet, Chennai – 600018

+91 44 4385 5211 | info@tossthe.co.in | www.tossthe.co.in

GST: 33AAICT1219R1Z0 | CIN: L72900TN2020PLC138199