

10<sup>th</sup> September, 2024

To,  
The Manager,  
Compliance Department,  
**National Stock Exchange of India Limited**  
Exchange Plaza, Plot No. C/1, G Block,  
Bandra-Kurla Complex, Bandra (East),  
Mumbai - 400 051.  
**Symbol : TBZ**

To,  
The Manager,  
Corporate Service Department,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001  
**Script Code & ID: 534369**

Dear Sir/Madam

Sub: Summary of Proceedings of the Annual General Meeting – Disclosure under Regulation 30, Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”).

With reference to the above cited subject please find enclosed the summary of proceedings of the 17<sup>th</sup> Annual General Meeting of the Company held on Tuesday 10<sup>th</sup> September, 2024 at 04:30 P.M. (IST) through Video Conferencing / Other Audio Visual Means.

Further, the details in accordance with the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13<sup>th</sup> July, 2023 is also enclosed to this letter.

Request you to take the same on record.

Thanking You.

Yours faithfully,  
For **Tribhovandas Bhimji Zaveri Limited**

**Arpit Maheshwari**  
Company Secretary  
ACS: 42396



Encl: a/a



CIN No : L27205MH2007PLC172598

Regd. Office: 241/243, Zaveri Bazar, Mumbai - 400 002. Tel.: +91 22 4046 5000/01, 6130 0505.  
11th Floor, West Wing, Tulsiani Chambers, Free Press Journal Road, Nariman Point, Mumbai - 400 021. Tel.: 022 3073 5000  
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**Proceedings of the 17<sup>th</sup> Annual General Meeting ('AGM') conducted  
through Video Conferencing / Other Audio Visual Means**

The 17<sup>th</sup> Annual General Meeting ("AGM") of the Members of Tribhovandas Bhimji Zaveri Limited ("The Company") was held on Tuesday, 10<sup>th</sup> September, 2024 at 04.30 p.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in compliance with the Circular of Ministry of Corporate Affairs ("MCA") dated May 5, 2020, April 8, 2020, April 13, 2020, January 13, 2021, December 14, 2021, May 5, 2022, December 28, 2022 and September 25, 2023 (collectively referred to as "MCA Circulars") along with Master Circular of Securities and Exchange Board of India ("SEBI") dated July 11, 2023, read with SEBI Circular dated October 7, 2023 respectively (collectively referred to as "SEBI Circulars") and other applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

All the Directors, Chief Financial Officer, Company Secretary of the Company and the representatives of the Statutory Auditors, Secretarial Auditors, Scrutinisers of the Company were present at the AGM.

**Proceedings in Brief**

Mr. Arpit Maheshwari, Company Secretary, welcomed the Members present at the AGM. The webcast facility of the AGM was provided by KFin Technologies Limited, the Registrar & Share Transfer Agent of the Company ("RTA") through its website. It was stated that the proceeding of the AGM would be recorded and made available on website of the Company.

Mr. Shrikant Zaveri, Chairman & Managing Director, chaired the Meeting conducted through VC/OAVM. He welcomed the Members and informed that live streaming of the Meeting was being broadcast on RTA website. He ascertained the presence of requisite quorum and called the Meeting to order.

The Company Secretary then informed that the Company has made the necessary arrangements in order to enable the Members to participate & vote on the items to be considered at the AGM. He further informed that the Statutory Registers required to be kept for inspection during the AGM were available on the RTA website for inspection by the Members.

The Chairman then delivered his speech and briefed the Members about key developments and Company's performance during the FY 2023-24. Also, Mr. Mukesh Sharma, Chief Financial Officer ("CFO") of the Company appraised the Members on the Financial Performance of the Company.



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It was then stated by the Company Secretary that the Notice of the AGM and Annual Report for FY 2023-24 were sent by e-mail to the Members whose e-mail addresses are registered with the Company or the Depository Participants. Those Members who have not registered their e-mail address with the Company can access the Annual Report through the website of the Company and RTA. He further informed the Members that there were no comments or qualifications in the Report of the Statutory Auditors and Secretarial Auditors for the FY 2023-24 and with the permission of the Members, the Directors' Report and the Financial Statements and Auditor's Report thereon as read.

The Members were briefed on the agenda items to be considered in the AGM and also briefed about the e-voting process at the AGM. The following resolutions/ items as set out in the Notice convening the AGM have been transacted:

Resolution No.	Resolution & Type of Resolution
	<b>Ordinary Business:</b>
1.	To receive, consider, approve and adopt Audited Standalone Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March, 2024 together with the Reports of the Board of Directors and the Auditors thereon. (Ordinary Resolution)
2.	To receive, consider, approve and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March, 2024 together with the Report of the Auditors thereon. (Ordinary Resolution).
3.	To declare dividend on Equity Shares for the financial year ended 31 <sup>st</sup> March, 2024 (Ordinary Resolution).
4.	To appoint a Director in place of Ms. Raashi Zaveri (DIN: 00713688), who retires by rotation at this Annual General Meeting, in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, offers herself for re-appointment (Ordinary Resolution).
	<b>Special Business:</b>
5.	To Appoint Ms. Preeti Lakhmichand Sadarangani (DIN: 09659135) as an Independent Director (Non-Executive) of the Company (Special Resolution)

It was then informed that the remote e-voting facility was provided by the Company from Thursday, 05<sup>th</sup> September, 2024 (9:00 a.m. IST) to Monday, 09<sup>th</sup> September, 2024 (5:00 p.m. IST). Further the e-voting would be allowed to all those Members present at the AGM who have not cast their votes through remote e-voting. The Members may click on e-voting tab to cast their votes. The e-voting was open for 15 minutes.



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The Company had appointed Mr. Pramod Shah, Partner of M/s. Pramod S. Shah & Associates, Practicing Company Secretary, Mumbai as the Scrutiniser to scrutinise the e-voting process in a fair and transparent manner and the results of the e-voting would be announced on or before 12<sup>th</sup> September, 2024 and the same would be intimated to the Stock Exchanges and would also be uploaded on the websites of the Company and RTA.

Thereafter, with the permission of the Chair, the Members who had registered themselves as Speakers were invited to express their views. The CFO then replied to the queries raised by the Speaker Shareholders. The CFO requested the Chairman to continue with further proceeding of the AGM.

The Chairman then thanked all the Members, Directors, Auditors and officials who had participated in the virtual Meeting and concluded the Meeting.

Accordingly, the Meeting was concluded at 06:00 p.m.

Thanking You.

Yours faithfully,

For **Tribhovandas Bhimji Zaveri Limited**

**Arpit Maheshwari**  
**Company Secretary**  
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Details as required in accordance with the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated 13<sup>th</sup> July 2023 are as below:

Date of the Meeting	10 <sup>th</sup> September, 2024
Brief details of items deliberated and results thereof	The results of remote e-voting and e-voting during the AGM, on the resolutions as set out at Item Nos. 1 to 5 of the Notice of the AGM, will be submitted with the stock exchanges separately, in the format prescribed under Regulation 44 of the Listing Regulations.
Manner of approval proposed for certain items	The Company had provided remote e-voting facility to the Members to exercise their votes electronically from Thursday, 05 <sup>th</sup> September, 2024 (9:00 A.M. IST) to Monday, 09 <sup>th</sup> September, 2024 (5:00 P.M. IST) on the resolutions as set out at Item Nos. 1 to 5 of the Notice of the AGM. Members, who participated at the AGM through VC/ OAVM facility and had not cast their votes on the resolutions using remote e-voting and who were otherwise eligible, were provided facility to e-voting during the AGM through RTA's e-voting platform.



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