



Date: 14/08/2024

To,  
The Secretary,  
**The Calcutta Stock Exchange Limited**  
7, Lyons Range,  
Kolkata – 700 001

To,  
Dy. General Manager,  
Corporate Relationship Department,  
**BSE Limited,**  
P. J. Tower,  
Mumbai – 400 001

**Sub: Declaration of remote e-voting and e-voting during 38<sup>th</sup> Annual General Meeting (AGM) Results – Compliance with Regulations 44(3) of SEBI (LODR) Regulations, 2015 in relation to the 38<sup>th</sup> AGM of the Company held on 13<sup>th</sup> August, 2024 along with Scrutinizer's Report**

Dear Sir / Madam,

We are pleased to forward herewith the following reports with respect to the 38<sup>th</sup> Annual General Meeting of the Company held on Tuesday, 13<sup>th</sup> day of August, 2024 at 04:00 P.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

1. Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015
2. Scrutinizer's Report dated 13<sup>th</sup> August, 2024 submitted by Mr. Rahul Bhutoria Partner: M/s. B J B & Associates, (Membership No. 304193 & FRN: 329621E) on the remote e-voting and e-voting during AGM for the Resolutions at the 38<sup>th</sup> Annual General Meeting.

The above results are also being uploaded on the company's website i.e. [www.tspiritualworld.com](http://www.tspiritualworld.com).

Kindly take the same on record.

Thanking you  
Yours faithfully,

**For T. Spiritual World Limited**

**Netra Bahadur Ranabhat**  
Managing Director & Chief Executive Officer  
DIN: 06716666

Encl.: As above

CC: To,  
**Central Depository Services (India) Limited**  
Marathon Futurex, A-Wing,  
25th Floor, Mafatlal Mills Compound,  
NM Joshi Marg, Lower Parel (East)  
Mumbai – 400 013



**Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

<b>Date of the AGM</b>	<b>13-08-2024</b>
<b>Total number of shareholders on record date</b>	<b>15826</b>
<b>No. of shareholders presented in the meeting either in person or through proxy :</b> Promoters and Promoters Group : Public :	As the Annual General Meeting (AGM) was held through VC/ OAVM, physical presence of members/ proxy was not Applicable.
<b>No. of shareholders attended the meeting through Video Conferencing :</b> Promoters and Promoters Group : Public :	<b>06</b> <b>110 (Excluding the members attended after the conclusion of AGM)</b>

**Agenda - wise disclosure****a. Resolution 1:**

<b>Resolutions / Agenda No. 1 : (Ordinary Resolution):-</b> Adoption of Audited Financial Statement for the year ended 31/03/2024 together with the reports of Board of Directors and Auditors Report thereon.								
<b>Resolution required : (Ordinary/Special)</b>				Ordinary Resolution				
<b>Whether promoter / promoter group are interested in the agenda/resolution ?</b>				No				
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No of Votes - favour	No of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
<b>Promoter and Promoter Group</b>	E-Voting	33,16,280	18,42,680	55.56	18,42,680	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>18,42,680</b>	<b>55.56</b>	<b>18,42,680</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
<b>Public-Institutions</b>	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Public-Non-Institutions</b>	E-Voting	1,66,85,720	9,88,622	5.92	9,88,560	62	99.99	0.006
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>9,88,622</b>	<b>5.92</b>	<b>9,88,560</b>	<b>62</b>	<b>99.99</b>	<b>0.006</b>
<b>TOTAL</b>		<b>2,00,02,000</b>	<b>28,31,302</b>	<b>14.16</b>	<b>28,31,240</b>	<b>62</b>	<b>100.00</b>	<b>0.002</b>





**b. Resolution 2:**

Resolutions / Agenda No. 2 : (Special Resolution):- Change in Designation of Mr. Netra Bahadur Ranabhat (DIN: 06716666) from Whole Time Director to Managing Director (MD) and Chief Executive Officer (CEO).								
Resolution required : (Ordinary/Special)				Special Resolution				
Whether promoter / promoter group are interested in the agenda/resolution ?				No				
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No of Votes - favour	No of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	33,16,280	18,42,680	55.56	18,42,680	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>18,42,680</b>	<b>55.56</b>	<b>18,42,680</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public-Non-Institutions	E-Voting	1,66,85,720	9,88,622	5.92	9,86,740	1882	99.81	0.190
	Poll		-	-	-	-	0.00	-
	Postal Ballot (If applicable)		-	-	-	-	0.00	-
	<b>Total</b>		<b>9,88,622</b>	<b>5.92</b>	<b>9,86,740</b>	<b>1882</b>	<b>99.81</b>	<b>0.190</b>
<b>TOTAL</b>		<b>2,00,02,000</b>	<b>28,31,302</b>	<b>14.16</b>	<b>28,29,420</b>	<b>1882</b>	<b>99.93</b>	<b>0.066</b>





**c. Resolution 3:**

Resolutions / Agenda No. 3 : (Ordinary Resolution):-Appointment of Mr Sanjoy Kumar Basu (DIN: 10172874) as Director under category of Non-Executive Non-Independent Director, liable to retire by rotation.								
Resolution required : (Ordinary/Special)			Ordinary Resolution					
Whether promoter / promoter group are interested in the agenda/resolution ?			No					
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No of Votes - favour	No of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	33,16,280	18,42,680	55.56	18,42,680	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>18,42,680</b>	<b>55.56</b>	<b>18,42,680</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public-Non-Institutions	E-Voting	1,66,85,720	9,88,622	5.92	9,86,740	1882	99.81	0.190
	Poll		-	-	-	-	0.00	-
	Postal Ballot (If applicable)		-	-	-	-	0.00	-
	<b>Total</b>		<b>9,88,622</b>	<b>5.92</b>	<b>9,86,740</b>	<b>1882</b>	<b>99.81</b>	<b>0.190</b>
<b>TOTAL</b>		<b>2,00,02,000</b>	<b>28,31,302</b>	<b>14.16</b>	<b>28,29,420</b>	<b>1882</b>	<b>99.93</b>	<b>0.066</b>

Note:

- 1) All the above resolutions passed by requisite Majority.
- 2) Shareholders are counted as per folio numbers.

This is for your information and record.

Thanking You.

Yours Faithfully,

For T. Spiritual World Limited

Netra Bahadur Ranabhat  
Managing Director & Chief Executive Officer  
DIN: 06716666







**BJB & Associates**

**Chartered Accountants**

**"CONSOLIDATED SCRUTINIZER REPORT"**  
**REMOTE E-VOTING AND ELECTRONIC VOTING AT ANNUAL GENERAL MEETING**

***[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]***

To,  
The Chairman,  
T. Spiritual World Limited,  
4, Netaji Subhas Road, 1st Floor,  
Kolkata - 700 001

Dear Sir,

1. We, B J B & Associates, Chartered Accountant in practice, have been appointed as Scrutinizer by the Board of Directors of T. Spiritual World Limited (the "Company") for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated 26th June, 2024 ("Notice") issued in accordance with General Circular No. 14/2020, 17/2020, 20/2020, 10/2022 and 09/2023 dated 8 April 2020, 13 April 2020, 5 May 2022, 28 December 2022 and 25 September 2023 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the 38th Annual General Meeting of its Equity Shareholders ("the Meeting" /"AGM") through VC / OAVM. The AGM was convened on Tuesday, 13th August, 2024 at 04:00 P.M IST through VC / OAVM.
2. In compliance with the MCA Circulars and SEBI Circular dated 13 May 2022, the Notice along with the Integrated Annual Report 2023-24 was sent on 17th July, 2024 (as per managements declaration and the published advertisement) through electronic mode to equity shareholders whose email address is registered with the Company/ Registrar & Transfer Agent of the Company, Bigshare Services Private Limited ("BSPL").

The said Notice and Integrated Annual Report 2023-24 was also placed on the website of the Company at: [www.tspiritualworld.com](http://www.tspiritualworld.com) and on the website of the Stock Exchange, i.e., BSE Limited (BSE) and Calcutta Stock Exchange Limited (CSE) at [www.bseindia.com](http://www.bseindia.com) and [www.cse-india.com](http://www.cse-india.com) respectively;

In compliance with the relevant MCA Circular(s), a newspaper Advertisement was published on 29th July, 2024, Monday (post issue of notice to the shareholders) in 'Business Standard' (English newspapers) and 'Duranta Barta' (Bengali newspapers), respectively specifying the day, date and time of the AGM. Notice of the AGM and Integrated Annual Report was also made available on the website of the Company and the Stock Exchanges.

3. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules").
4. As a scrutinizer, we've to scrutinize:
  - i. process of remote e-voting before AGM using an electronic voting system on the dates referred to in the Notice calling the AGM ("**remote e-voting**"); and
  - ii. process of e-voting at the AGM through electronic voting system ("**e-voting**").



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Tel : (+91) 98200 95319





#### Managements Responsibility

5. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

#### Scrutinizer Responsibility

6. Our responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by M/s. Central Depository Services Limited ("CDSL"), the Registrar and Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to us electronically by the Company and/ or CDSL for our verification.

#### Cut-off Date

7. The Equity Shareholders of the Company as on the "cut-off" date, i.e., Tuesday i.e. 06th August 2024 were entitled to vote on the resolutions (item no. 1 to 3 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

#### 8. Remote E-Voting process

- i. The remote e-voting period remained open from 09th August, 2024, Friday (9.00 A.M. IST) to 12th August, 2024 Monday (5.00 P.M. IST).
- ii. The votes cast through remote e-voting were unblocked on 13th August, 2024, Tuesday at 04:51 P.M after the conclusion of the AGM and was witnessed by two witnesses who are not in the employment of the Company.

Name: Shubham Kumar Simpi Pandit

Signature:

*shubham kumar*

*Simpi Pandit*

- iii. Thereafter, the details containing inter-alia, list of Equity Shareholders, who voted "for" or "against" each of the resolutions that were put to vote, were generated from the e-voting website provided by CDSL. The report generated by CDSL were relied by us and data regarding the remote e-voting was scrutinised on test check basis.

#### 9. E-Voting at the AGM Process

- i. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by CDSL under our instructions.



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Chartered Accountants

- ii. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / CDSL and the authorizations lodged with the Company/ CDSL on test check basis.
  - iii. The e-votes cast were unblocked on Tuesday 13<sup>th</sup> of August, 2024 at 04:51 P.M after the conclusion of the AGM.
10. We submit herewith the Consolidated Scrutinizer's Report on the results on the resolutions of the remote e-voting and e-voting based on the reports generated from the e-voting website of CDSL, scrutinised on test check basis and relied upon by us as under:

## Ordinary Business

### Ordinary Resolution No. 1:

Adoption of Audited Financial Statement for the year ended 31<sup>st</sup> March 2024 together with the reports of Board of Directors and Auditors Report thereon.

Item No of Notice	Resolution Type (Ordinary/Special)	Voting Method	Total Votes	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	Resolution Passed / Resolution Not Passed
				Nos	% of total No. of votes Cast	Nos	% of total No. of votes Cast		
1	Ordinary	Remote E-Voting	28,31,297	28,31,235	100.00	62.00	0.00	-	Resolution Passed
		E-Voting	5	5	100.00	-	-	-	
		Total	28,31,302	28,31,240	100.00	62.00	0.00	-	

## Special Business

### Special Resolution No. 2:

Approved Change in Designation of Mr. Netra Bahadur Ranabhat (DIN: 06716666) from Whole Time Director to Managing Director (MD) & Chief Executive Officer (CEO).

Item No of Notice	Resolution Type (Ordinary/Special)	Voting Method	Total Votes	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	Resolution Passed / Resolution Not Passed
				Nos	% of total No. of votes Cast	Nos	% of total No. of votes Cast		
2	Special	Remote E-Voting	28,31,297	28,29,415	99.93	1,882.00	0.07	-	Resolution Passed
		E-Voting	5	5	100.00	-	-	-	
		Total	28,31,302	28,29,420	99.93	1,882.00	0.07	-	



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### Ordinary Resolution No. 3:

Regularize Mr Sanjoy Kumar Basu (DIN: 10172874) as Director under category of Non-Executive Non-Independent Director.

Item No of Notice	Resolution Type (Ordinary/Special)	Voting Method	Total Votes	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	Resolution Passed / Resolution Not Passed
				Nos	% of total No. of votes Cast	Nos	% of total No. of votes Cast		
3	Ordinary	Remote E-Voting	28,31,297	28,29,415	99.93	1,882.00	0.07	-	Resolution Passed
		E-Voting	5	5	100.00	-	-	-	
		Total	28,31,302	28,29,420	99.93	1,882.00	0.07	-	

- We further report that as per the Notice and Board Resolution dated 26th June, 2024, the chairman will declare and confirm the above results of remote e-voting and e-voting together in respect of the resolutions referred herein. The results of the remote e-voting and e-voting together with the Scrutinizer's Report will be displayed on company's website within 2 working days of the passing of the resolution at the AGM and shall send the same to the stock exchanges, if required.
- The electronic data and all other relevant records relating to e-voting are under our safe custody and will be handed over to the Company Secretary of the Company for preserving safely after the Chairman considers, approves, and signs the minutes of the AGM.
- This report is issued in accordance with the terms of the engagement letter.
- We have conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India (ICAI) and Standards on Auditing specified under Section 143(10) of the Companies Act, 2013. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.
- We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.



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**Restriction on Use**

16. This report has been issued at the request of the Company for (i) submission to Stock Exchange(s) and (ii) to be placed on website of the Company. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing.

**For B J B & Associates**

Chartered Accountants

Firm registration No: 329621E



**Rahul Bhutoria**

(Partner)

**Membership No.: 304193**

**UDIN: 24304193BKFCN3859**

**Place: Kolkata**

**Date: 13th day of August, 2024**

**KOLKATA**

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