

Date: 26.09.2023

To,  
BSE Limited  
Department of Corporate Filings,  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai - 400 001

To,  
The Calcutta Stock Exchange Limited  
7 Lyons Range  
Kolkata-700001

**Sub: Disclosure of E-Voting Result of the 40<sup>th</sup> Annual General Meeting of Thirani Projects Limited held on 26<sup>th</sup> day of September, 2023 under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

**Ref: Thirani Projects Limited  
(BSE Scrip Code: 538464 and CSE Scrip Code: 030078)**

Dear Sir/Madam,

This is to inform you that the 40<sup>th</sup> **Annual General Meeting** of the Company was held on **Tuesday, 26<sup>th</sup> day of September, 2023 at 1:00 p.m. IST through video conferencing (“VC”)/ other audiovisual means (“OAVM”)** and pursuant to the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we have provided Remote E-Voting facility and venue voting facility through CDSL to its shareholders for exercising their right to vote on the resolutions as set out in Notice of Annual General Meeting for Financial Year 2022-2023. All items of business contained in the Notice of the AGM were approved & passed by the shareholders.

We do hereby submit that the results of the voting on said resolutions are on the basis of scrutinizer report and declared by chairman. The scrutinizer's report and results of voting are attached herewith marked as **Annexure-1**.

Kindly acknowledge the receipt of the same & oblige.

Yours Faithfully,

**For Thirani Projects Limited**  
**PRADEEP**  
**KUMAR DAGA**  
**Pradeep Kumar Daga**  
**Director**

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**Director**

**DIN: 00080515**

**Encl.: As above**

**C.C. To: NSDL ; CDSL and RTA**

**SCRUTINIZER'S REPORT**

To

**The Chairman** of the 40th Annual General Meeting of **THIRANI PROJECTS LIMITED (CIN L45209WB1983PLC036538)**, held on Tuesday, September 26, 2023 at 1:00 p.m. Through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”).

Dear Sir,

**Sub: Consolidated Scrutinizer’s Report on voting through remote e-voting and voting in AGM at the 40th Annual General Meeting of THIRANI PROJECTS LIMITED held on Tuesday, September 26, 2023 at 1.00 p.m. Through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”).**

I, Kirti Sharma, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of **THIRANI PROJECTS LIMITED** (the Company) to scrutinize the remote e-voting and voting at the AGM at the 40th Annual General Meeting (AGM) of the Company, held on **Tuesday, September 26, 2023 at 1.00 p.m. Through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”)**, pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings.

**Dispatch of Notice**

The Annual Report, containing financial statements and other reports along with the AGM Notice dated August 30, 2023 (hereinafter referred as Notice of AGM), were sent through electronic mode to those members whose e-mail IDs were registered with the Company or depository, as the case may be. The electronic transmission of the Annual Report were completed on September 04, 2023.

**Cut-off date**

The shareholders of the Company holding shares as on the “cut-off” date, i.e., September 19, 2023, were entitled to vote on the resolutions set out at item nos. 1 to 4 of the Notice of the AGM.

**Management's Responsibility**

The Management of the Company is responsible to ensure compliance with the requirements of (i) the 2013 Act and the rules made thereunder; and (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, (“LODR”), relating to e-voting on the resolutions contained in the Notice of the AGM.

### **Scrutinizer's Responsibility**

My responsibility as a Scrutinizer is to ensure that the voting process, both through electronic means and by use of ballot at the meeting, are conducted in a fair and transparent manner and render consolidated scrutinized report of the total votes cast in favour or against, if any, on the resolutions to the Chairman, based on the reports generated from the electronic voting system provided by Central Depository Services Limited (CDSL) and on the voting by use of ballots at the meeting.

I submit my report in respect of the resolutions passed at the AGM of the Company as under:

#### **A. Relating to E-Voting**

1. The Company had availed the e-voting facility provided by Central Depository Services Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company.
2. The shareholders of the Company holding shares as on the "cut-off" date, i.e., September 19, 2023, were entitled to vote on the resolutions as contained in the Notice of the AGM.
3. The voting period for remote e-voting commenced at 9.00 a.m. on Saturday, September 23, 2023 and ended at 5.00 p.m. on Monday, September 25, 2023, and the CDSL e-voting platform was blocked thereafter.
4. After the closure of period for remote e-voting and before the start of AGM, the details relating to members who have cast votes through remote e-voting, but not the manner in which they have cast their votes, were accessed.

#### **B. Relating to e-voting at AGM**

1. Upon completion of transaction of all items, the Chairman invited the shareholders present at the AGM through VC to vote on resolution as contained in Notice of AGM using e-voting facility provided by CDSL during the AGM.
2. Only those members who were present at the AGM through VC and who had not voted on remote e- voting earlier were allowed to cast their votes through e-voting system during the AGM.
3. The shareholders of the Company holding shares as on the "cut-off" date, i.e., September 19, 2023, were entitled to vote on the resolutions as contained in the Notice of the AGM.

#### **C. Result of remote e-voting and voting at AGM are as under:**

1. The votes cast through remote e-voting were unblocked at 1.18 p.m. in presence of two witnesses, who are not in the employment of the Company.

2. The details of the voting by the members, who voted “For” or “Against” through remote e-voting and ballot papers were diligently scrutinized.

3. The combined result of voting are as under:

**ORDINARY BUSINESS**

**Resolution - 1**

**Ordinary Resolution** - Receive, consider and adopt the Standalone Financial Statements of the Company for the year ended March 31, 2023, including the Audited Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the report of Board of Directors and Auditors’ Report thereon.

(i) Voted in **favour** of the resolution:

	<b>Voting by Remote e- voting and e-Voting at the AGM</b>	<b>Total</b>
Number of Members voted	71	71
No. of Votes cast by them	3735959	3735959
% of total no. of valid vote cast	99.98%	99.98%

(ii) Voted **against** the resolution:

	<b>Voting by Remote e- voting</b>	<b>Total</b>
Number of Members voted	4	4
No. of Votes cast by them	676	676
% of total no. of valid vote cast	0.02%	0.02%

(iii) **Invalid** Votes:

	<b>Voting by Remote e- voting</b>	<b>Total</b>
Number of Members voted	Nil	Nil
Total No. of votes cast by them	Nil	Nil

**Resolution - 2**

**Ordinary Resolution** – Appointment of Mr. Vijay Kumar Ojha (DIN: 09281082), as Director who retires by rotation and, being eligible, offers himself for re-appointment.

(i) Voted in **favour** of the resolution:

	<b>Voting by Remote e- voting and e- Voting at the AGM</b>	<b>Total</b>
Number of Members voted	72	72
No. of Votes cast by them	3735961	3735961
% of total no. of valid vote cast	99.98%	99.98%

(ii) Voted **against** the resolution:

	<b>Voting by Remote e- voting</b>	<b>Total</b>
Number of Members voted	3	3
No. of Votes cast by them	674	674
% of total no. of valid vote cast	0.02%	0.02%

(i) **Invalid** Votes:

	<b>Voting by Remote e- voting</b>	<b>Total</b>
Number of Members voted	Nil	Nil
Total No. of votes cast by them	Nil	Nil

**Resolution - 3**

**Ordinary Resolution** – Appointment of M/s. R. K. Kankaria & Co., Chartered Accountants, (Firm Registration No. 321093E) as Statutory Auditors of the Company:

(i) Voted in **favour** of the resolution:

	<b>Voting by Remote e- voting and e- Voting at the AGM</b>	<b>Total</b>
Number of Members voted	72	72
No. of Votes cast by them	3735961	3735961
% of total no. of valid vote cast	99.98%	99.98%

(ii) Voted **against** the resolution:

	Voting by Remote e-voting	Total
Number of Members voted	3	3
No. of Votes cast by them	674	674
% of total no. of valid vote cast	0.02%	0.02%

(iii) **Invalid** Votes:

	Voting by Remote e-voting	Total
Number of Members voted	Nil	Nil
Total No. of votes cast by them	Nil	Nil

### **SPECIAL BUSINESS**

#### **Resolution - 4**

**Ordinary Resolution** - Re-appointment of Mr. Utpal Dey (DIN: 06931935) as Managing Director.

(i) Voted in **favour** of the resolution:

	Voting by Remote e-voting and e-Voting at the AGM	Total
Number of Members voted	72	72
No. of Votes cast by them	3735961	3735961
% of total no. of valid vote cast	99.98%	99.98%

(ii) Voted **against** the resolution:

	Voting by Remote e-voting	Total
Number of Members voted	3	3
No. of Votes cast by them	674	674
% of total no. of valid vote cast	0.02%	0.02%

(iii) **Invalid** Votes:

	<b>Voting by Remote e- voting</b>	<b>Total</b>
Number of Members voted	Nil	Nil
Total No. of votes cast by them	Nil	Nil

1. Based on the above voting details, I report that the resolutions contained at item nos. 1 to 4 have been duly approved by the shareholders with requisite majority.
2. The register of remote e-voting and all electronic data will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 40th AGM and the same shall be handed over, thereafter, to the Chairman/Company Secretary for safe keeping.
3. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) CDSL and (iii) 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, I 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 my prior consent in writing.

Thanking you,

**KIRTI SHARMA**  
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by KIRTI SHARMA  
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**Kirti Sharma**  
**Practicing Company Secretary**  
**ACS No.: 41645**  
**CP No.: 26705**  
**Peer Review No. 3710/2023**  
**UDIN: A041645E001085732**

**Date: September 26, 2023**  
**Place : Kolkata**

Thirani Projects Limited								
Item No. 1								
Ordinary Resolution : To receive, consider and adopt the Audited Financial Statement for the year ended 31st March, 2023 and the Director's Report and the Auditors' Report thereon.								
Promoter / Public	Number of Shares held	Number of Votes polled	% of Votes polled on Outstanding shares	Number of Votes- in favour	Numbers of Votes Casted but Not counted (5)	Number of Votes-Against	% of Votes in favour on Voted polled	% of Votes Against on Voted polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)	(7)=[(4)/(2)]*100	(8)=[(6)/(2)]*100
<b>Mode of Voting : (Remote E-voting)</b>								
Promoters and Promoters group	4070000	0	0.0000	0	0	0	0.0000	0.0000
Public - Institutional Holders	0	0	0.0000	0	0	0	0.0000	0.0000
Public-Others	16142875	3736635	23.1473	3735959	0	676	99.9819	0.0181
<b>Total (A)</b>	<b>20212875</b>	<b>3736635</b>	<b>18.4864</b>	<b>3735959</b>	<b>0</b>	<b>676</b>	<b>99.9819</b>	<b>0.0181</b>
<b>Mode of Voting : (Venue Voting)</b>								
Promoters and Promoters group	4070000	0	0.0000	0	0	0	0.0000	0.0000
Public - Institutional Holders	0	0	0.0000	0	0	0	0.0000	0.0000
Public-Others	16142875	0	0.0000	0	0	0	0.0000	0.0000
<b>Total (B)</b>	<b>20212875</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
<b>Result (A+B)</b>	<b>20212875</b>	<b>3736635</b>	<b>18.4864</b>	<b>3735959</b>	<b>0</b>	<b>676</b>	<b>99.9819</b>	<b>0.0181</b>

Thirani Projects Limited								
Item No. 2								
Ordinary Resolution : To appoint a Director Mr. Vijay Kumar Ojha (DIN: 09281082), who retires by rotation and being eligible, offers himself for re-appointment.								
Promoter / Public	Number of Shares held	Number of Votes polled	% of Votes polled on Outstanding shares	Number of Votes - in favour	Numbers of Votes Casted but Not counted (5)	Number of Votes-Against	% of Votes in favour on Voted polled	% of Votes Against on Voted polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)	(7)=[(4)/(2)]*100	(8)=[(6)/(2)]*100
<b>Mode of Voting : (Remote E-voting)</b>								
Promoters and Promoters group	4070000	0	0.0000	0	0	0	0.0000	0.0000
Public - Institutional Holders	0	0	0.0000	0	0	0	0.0000	0.0000
Public-Others	16142875	3736635	23.1473	3735961	0	674	99.9820	0.0180
<b>Total (A)</b>	<b>20212875</b>	<b>3736635</b>	<b>18.4864</b>	<b>3735961</b>	<b>0</b>	<b>674</b>	<b>99.9820</b>	<b>0.0180</b>
<b>Mode of Voting : (Venue Voting)</b>								
Promoters and Promoters group	4070000	0	0.0000	0	0	0	0.0000	0.0000
Public - Institutional Holders	0	0	0.0000	0	0	0	0.0000	0.0000
Public-Others	16142875	0	0.0000	0	0	0	0.0000	0.0000
<b>Total (B)</b>	<b>20212875</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
<b>Result (A+B)</b>	<b>20212875</b>	<b>3736635</b>	<b>18.4864</b>	<b>3735961</b>	<b>0</b>	<b>674</b>	<b>99.9820</b>	<b>0.0180</b>



Thirani Projects Limited								
Item No. 3								
Ordinary Resolution : Re-appointment of M/s. R. K. Kankaria & Co., Chartered Accountants, (Firm Registration No. 321093E) as Statutory Auditor of the Company								
Promoter / Public	Number of Shares held	Number of Votes polled	% of Votes polled on Outstanding shares	Number of Votes- in favour	Numbers of Votes Casted but Not counted	Number of Votes-Against	% of Votes in favour on Voted polled	% of Votes Against on Voted polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)	(7)=[(4)/(2)]*100	(8)=[(6)/(2)]*100
<b>Mode of Voting : (Remote E-voting)</b>								
Promoters and Promoters group	4070000	0	0.0000	0	0	0	0.0000	0.0000
Public - Institutional Holders	0	0	0.0000	0	0	0	0.0000	0.0000
Public-Others	16142875	3736635	23.1473	3735961	0	674	99.9820	0.0180
<b>Total (A)</b>	<b>20212875</b>	<b>3736635</b>	<b>18.4864</b>	<b>3735961</b>	<b>0</b>	<b>674</b>	<b>99.9820</b>	<b>0.0180</b>
<b>Mode of Voting : (Venue Voting)</b>								
Promoters and Promoters group	4070000	0	0.0000	0	0	0	0.0000	0.0000
Public - Institutional Holders	0	0	0.0000	0	0	0	0.0000	0.0000
Public-Others	16142875	0	0.0000	0	0	0	0.0000	0.0000
<b>Total (B)</b>	<b>20212875</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
<b>Result (A+B)</b>	<b>20212875</b>	<b>3736635</b>	<b>18.4864</b>	<b>3735961</b>	<b>0</b>	<b>674</b>	<b>99.9820</b>	<b>0.0180</b>
<b>Thirani Projects Limited</b>								
Item No. 4								
Ordinary Resolution : Re-appointment of Mr. Utpal Dey (DIN: 06931935) as Managing Director								
Promoter / Public	Number of Shares held	Number of Votes polled	% of Votes polled on Outstanding shares	Number of Votes- in favour	Numbers of Votes Casted but Not counted	Number of Votes-Against	% of Votes in favour on Voted polled	% of Votes Against on Voted polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)	(7)=[(4)/(2)]*100	(8)=[(6)/(2)]*100
<b>Mode of Voting : (Remote E-voting)</b>								
Promoters and Promoters group	4070000	0	0.0000	0	0	0	0.0000	0.0000
Public - Institutional Holders	0	0	0.0000	0	0	0	0.0000	0.0000
Public-Others	16142875	3736635	23.1473	3735961	0	674	99.9820	0.0180
<b>Total (A)</b>	<b>20212875</b>	<b>3736635</b>	<b>18.4864</b>	<b>3735961</b>	<b>0</b>	<b>674</b>	<b>99.9820</b>	<b>0.0180</b>
<b>Mode of Voting : (Venue Voting)</b>								
Promoters and Promoters group	4070000	0	0.0000	0	0	0	0.0000	0.0000
Public - Institutional Holders	0	0	0.0000	0	0	0	0.0000	0.0000
Public-Others	16142875	0	0.0000	0	0	0	0.0000	0.0000
<b>Total (B)</b>	<b>20212875</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
<b>Result (A+B)</b>	<b>20212875</b>	<b>3736635</b>	<b>18.4864</b>	<b>3735961</b>	<b>0</b>	<b>674</b>	<b>99.9820</b>	<b>0.0180</b>

**PRADEEP  
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DAGA**

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