



Date: - 13<sup>th</sup> August, 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: Proceedings of the 38<sup>th</sup> Annual General Meeting of the Company held on 13<sup>th</sup> August, 2024**

Dear Sir(s),

We wish to inform you that Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) the following businesses were transacted at the 38<sup>th</sup> Annual General Meeting of the Members of **T. Spiritual World Limited** held on Tuesday, 13<sup>th</sup> August, 2024 at 04:00 P.M. through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”). We submit the proceedings of the Annual General Meeting held on 13/08/2024.

Kindly take the same on record.

Thanking you

Yours faithfully,  
**For T. Spiritual World Limited**

**Priti Abhay Vakhare**  
Director  
DIN: 09048290

Encl.: As above





**Summary of the Proceedings of 38<sup>th</sup> Annual General Meeting of T. Spiritual World Limited held on Tuesday, August 13, 2024 at 04:00 P.M. through Video Conferencing / Other Audio Visual Means**

The 38<sup>th</sup> Annual General Meeting (AGM) of the members of T. Spiritual World Limited ("the Company") was convened on Tuesday, August 13, 2024, at 04:00 P.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) in accordance with the applicable provisions of the Companies Act, 2013 ("Act, 2013") and Ministry of Corporate Affairs (MCA) General Circular No. 14/2020 dated April 8, 2020, and Circular no. 11/2022 dated 28.12.2022 and Circular No. 10/2022 dated 28.12.2022 and Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020, Circular No. 2/2021 dated January 13, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 2/2022 dated May 05, 2022, and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023 and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 Dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 Dated May 13<sup>th</sup> 2022 and SEBI/HO/CFD/PoD2/P/CIR/2023/4 January 5<sup>th</sup>, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 respectively, issued by the Securities and Exchange Board of India (SEBI) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations).

**The following Directors were present through Video Conference:**

Director	Designation
Mr. Netra Bahadur Ranabhat	Managing Director & Chief Executive Officer
Mrs. Priti Abhay Vakhare	Independent Director, Chairperson of AGM
Mr. Biswajit Barua	Independent Director and Chairman of Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee and Risk Management Committee
Mr. Sanjoy Kumar Basu	Non- Executive Director

**Invitees Present through Video Conference:**

Representative of M/s Mohindra Arora & Co., Statutory Auditor	
Mr. Veenit Pal	M/s Veenit Pal & Associates, Secretarial Auditor
Mr. Nirmal Kumar Jain	M/s Jain N. K. & Co., Internal Auditor

**In Attendance**

Ms. Nikita Roy	Company Secretary cum Compliance Officer (CS)
Mrs. Sushma Rana	Chief Financial Officer (CFO)

**Scrutinizer Present**

Mr. Rahul Bhutoria	Chartered Accountant, Partner M/s B J B & Associates
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The Meeting was attended by 116 Members through VC. All the Directors of the Company have attended the Meeting.

Mrs. Priti Abhay Vakhare, Chairperson of Annual General Meeting (AGM) of the Company welcomed the shareholders and directors to the Company's 38<sup>th</sup> Annual General Meeting (AGM). After ensuring that the requisite quorum was present, the Chairperson commenced the proceedings of the meeting. Chairperson further spoke on the overview of operations and the financial performance of the Company during F. Y. 2023-2024.

The Chairperson thereafter requested Mrs. Nikita Roy, Company Secretary of the Company to inform the Members about the general instructions regarding participation in the meeting. The Company Secretary informed the Members that the meeting was being held through video conferencing in accordance with the circulars issued by the Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI"). She further informed that the Company had taken all the requisite steps to enable the Members to attend and vote at the meeting in a seamless manner. She also informed that the Company has availed the services of Central Depository Services (India) Limited ("CDSL") for conducting the meeting through Video Conferencing, for enabling participation of the Members at the AGM, remote e-voting and e-voting during the AGM.

Company Secretary informed the members that the Statutory Registers such as Register of Directors and Key Managerial Personnel and their shareholding (as per Section 170 of the Companies Act, 2013) and Register of Contracts (as per Section 189 of the Companies Act, 2013) were made available for inspection.

Company Secretary then highlight certain points here for participating in the meeting. Since this AGM was being held through VC, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the members was not available for the AGM. Facility for joining this meeting through VC was made available for the Members for 15 minutes before and after the scheduled time of the commencement of the AGM.

Thereafter, the Chairperson delivered his speech. After the speech, the Chairperson requested the Company Secretary to continue with the proceedings of the AGM.





Company Secretary informed the Members that the Notice convening the 38<sup>th</sup> Annual General Meeting and the Annual Report for the financial year ended 31<sup>st</sup> March 2024 was circulated electronically to the members of the Company and were taken as read. The Reports of the Statutory Auditor on the standalone financial statements did not contain any qualification or adverse remarks and hence were not required to be read.

As part of the proceedings, members noted the following:

1. As per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015, the Company had provided the Remote e-voting facility to the Members to cast their votes electronically in respect of all the businesses to be transacted at the Annual General Meeting.
2. The remote E-voting facility was kept open from Friday, August 09, 2024 (09:00 A.M.) to Monday, August 12, 2024 (05:00 P.M.).
3. The Company had also provided facility for voting electronically during the Annual General Meeting to facilitate voting by those Members who were present at the Annual General Meeting, either personally or through authorized representative and who has not cast their vote earlier through remote e-voting on all the resolutions as set out in the Revised Notice of Annual General Meeting.
4. The Board of Directors had appointed Mr. Rahul Bhutoria, Chartered Accountant, Partner M/s B J B & Associates, as the Scrutinizer to scrutinize the Remote e-voting process and e-voting during the AGM of the Company, in a fair and transparent manner as required under the Companies Act, 2013 and SEBI Listing Regulations.

The following businesses as stated in the Notice of 38<sup>th</sup> Annual General Meeting of the Company dated June 26, 2024 were transacted at the meeting:

**Ordinary Business:**

1. Adoption of Audited Financial Statement for the year ended 31/03/2024 together with the reports of Board of Directors and Auditors Report thereon **(Ordinary Resolution)**





**Special Business:**

2. Change in Designation of Mr. Netra Bahadur Ranabhat (DIN: 06716666) from Whole Time Director to Managing Director (MD) & Chief Executive Officer (CEO).  
**(Special Resolution)**
3. Appointment of Mr Sanjoy Kumar Basu (DIN: 10172874) as Director under category of Non-Executive Non-Independent Director, liable to retire by rotation  
**(Ordinary Resolution)**

The speaker shareholders were invited to raise their concerns / questions. The speaker shareholders raised their queries. Thereafter, The Chairperson and management team answered the queries raised by the shareholders during the AGM.

After the Q & A session, the Chairperson requested the Members, who have not voted earlier, to cast their vote on the matters contained in the AGM Notice. The e-voting facility remained active at the CDSL e-voting platform for next 15 minutes for the Members to cast their vote.

Mrs. Priti Abhay Vakhare, the Chairperson, authorized the Mr. Netra Bahadur Ranabhat , Managing Director & Chief Executive Officer and / Or Ms. Nikita Roy, Company Secretary cum Compliance Officer to declare the combined voting results. The voting results will be announced within 2 working days from the conclusion of the 38<sup>th</sup> Annual General Meeting and the same along with scrutinizers report as required under Regulations 44(3) of the SEBI (LODR) Regulations, 2015 be submitted to the stock exchanges and will be available on the websites of the Company and the Stock exchanges BSE Limited and The Calcutta Stock Exchanges Limited.

The meeting was concluded at 04:42 P.M. on August 13, 2024 with vote of thanks.

Kindly take the same on record.

Thanking you  
Yours faithfully,  
**For T. Spiritual World Limited**

**Priti Abhay Vakhare**  
**Director**  
**DIN: 09048290**

