



To,
The Manager Department
of Corporate Services,
BSE Limited,
Phirozee Jeejeeboy Towers,
Dalal Street, Fort,
Mumbai - 400 001

TGL/22-23/SEC-112

Dated:-21-11-2022

Sub: Intimation for Extra Ordinary General Meeting, Book Closure & Cut off Date

Dear Sir/Mam,

We are pleased to inform you that the **Extra Ordinary General Meeting ('EGM')** of the Members of Triveni Glass Limited is scheduled to be held on **Tuesday, 13th December 2022 at 12:00 p.m. (IST)** at Hotel Allahabad Regency, 16, Tashkent Marg, Prayagraj, UP- 211001. The Notice of the EGM is enclosed herewith. The same is also available on the websites of National Securities Depository Limited ('NSDL') at www.evoting.nsdl.com and the Stock Exchanges i.e. BSE Limited at www.bseindia.com.

In terms of Regulation 42 of SEBI (LODR) Regulations, 2015, the Register of Members & Share Transfer Books of the Company will remain closed from 07th December, 2022 to 13th December, 2022, (both days inclusive) for the purpose of Extra Ordinary General Meeting of the Company.

Further, the e-voting facility has been made available to all the members of the Company. The details of remote e-voting are as follows:

Commencement of e-Voting	From 9.00 a.m. (IST) on Saturday, 10th December, 2022
End of e-Voting	Upto 5.00 p.m. (IST) on Monday, 12th December, 2022

During this period, Members holding shares either in physical form or in dematerialized form as on **Tuesday, 06th December, 2022 ('Cut-Off date')** may cast their vote by remote e-Voting before the EGM. The remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, he / she shall not be allowed to change it subsequently. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off date i.e. **Tuesday, 06th December, 2022**. We request you to kindly take the same on your records.

For Triveni Glass Limited

Aakriti Bhushan
Aakriti Bhushan
Company Secretary



Regd. Off. :

1, Kanpur Road, Allahabad - 211 001, India

Phone : +91-532-2407325

Fax : +91-532-2407450

E-mail : akd@triveniglassltd.com

Website : www.triveniglassltd.com

CIN No. : L26101UP1971PLC003491

IF IT'S GLASS IT'S US



NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that an Extra Ordinary General Meeting of Triveni Glass Limited will be held on Tuesday 13th December 2022 at 12:00 PM (IST) at Hotel Allahabad Regency, 16 Tashkent Marg, Prayagraj-211001, to transact the following businesses:

SPECIAL BUSINESS

ITEM NO. 1 Ratification of Appointment of Mr. Piyush Kesarwani as Non Executive Independent Director of the company

To consider and if thought fit to pass the following resolution as Special Resolution:

“RESOLVED THAT pursuant to the provisions of sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed there under, read with Schedule IV to the Act, as amended from time to time, Mr. PIYUSH KESARWANI (DIN: 09736953), a Non-executive Independent Director of the Company, who is eligible for appointment, as Non Executive Independent Director of the company, be and is hereby appointed with effect from 14th September 2022 to 13th September 2027

RESOLVED FURTHER THAT Mr. J.K. Agrawal (DIN:00452816), Managing Director of the Company be and is hereby authorised to do all such acts, deed as may be necessary in this regard including but not limited to signing and billing notice of their appointment with the regulatory authorities.”

By Order of the Board
For Triveni Glass Limited

Place: Prayagraj
Date:21-11-2022


Sd/
A.K. Dhawan
Director Finance
DIN: 00694401

Regd. Off. :

1, Kanpur Road, Allahabad - 211 001, India
Phone : +91-532-2407325
Fax : +91-532-2407450
E-mail : akd@triveniglassltd.com
Website : www.triveniglassltd.com
CIN No. : L26101UP1971PLC003491

IF IT'S GLASS IT'S US

NOTES:

1. The Notice of EGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s). Members (Physical /Demat) who have not registered their email addresses with the Company can get the same registered with the company by requesting in member updation form by sending an email to rta@cbmsl.com. Please submit duly filled and signed member updation form to the abovementioned email. Upon verification of the Form the email will be registered with the Company.
2. The Register of Members and Share Transfer Books of the Company will remain closed from 07th December 2022 to 13th December 2022 (Both Days inclusive).
3. Corporate members are requested to send a duly certified copy of the board resolution authorizing their representative to attend and vote at the EGM, before e-voting/attending EGM at rta@cbmsl.com or akd@triveniglassltd.com, pursuant to Section 113 of the Companies Act, 2013.
4. Members are eligible to appoint proxy by filing duly filled proxy forms. Proxy need not to be a member of the company.
5. As per Articles of Association, if any share stands in the names of two or more persons, the person name listed first in the register shall, as regards voting, be deemed to be the sole holder thereof. Hence if shares are in the name of joint holders, then first named person is only entitled to attend the meeting and is only eligible for e-voting.
6. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their Demat Accounts. Members holding shares in physical form can submit their PAN to the Company / RTA.
7. Members holding shares in physical form and desirous of making a Nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act, 2013, are requested to submit to the Registrars and Transfer Agents the details as required in Form No. SH-13 of Companies (Share Capital and debentures) Rules, 2014.
8. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08th, 2020, April 13th, 2020 and May 05th, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/. For this purpose the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the EGM will be provided by NSDL.
9. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13th, 2020, the Notice calling the EGM has been uploaded on the website of the Company at www.triveniglassltd.com The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the EGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING ANNUAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Saturday, 10th December 2022 at 9:00 A.M. and ends on Monday 12th December 2022 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e 06th December 2022, may cast their votes electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 06th December 2022.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:





Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li data-bbox="683 1083 1461 1669">1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp<li data-bbox="683 1669 1461 1892">2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit

	<p>demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>3. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the

	system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csruchikachopra@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Mr. Vikram Jha at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to akd@triveniglassltd.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to akd@triveniglassltd.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

Explanatory Statement

(Pursuant to section 102 of the Companies Act, 2013)

DISCLOSURE UNDER SECTION 102(3)

The documents relating with these businesses are available for inspection till the date of EGM on all working days (except on Saturday and Sunday) at the Registered Office of the company during Office Hours.

This Explanatory Statement may also be regarded as a disclosure under Listing Regulations with the Stock Exchange. As required by section 102 of the Companies Act, 2013 (Act), the following explanatory statement sets out all material facts relating to the business mentioned under Item Nos. 1 of the accompanying Notice:

ITEM NO. 1 Ratification of Appointment of Mr. Piyush Kesarwani as Non Executive Independent Director of the company

The Company had, pursuant to the provisions of the Listing Obligations & Disclosure Requirement Regulations, 2015 and the Companies Act, 2013 appointed Mr. Piyush Kesarwani as Non Executive Independent Director in compliance with the requirements of the regulations.

The Nominations & Remuneration Committee has recommended the appointment of Mr. Piyush Kesarwani as Non Executive Independent Director from 14th September 2022 for a term of five years.

To ensure good corporate governance and strengthen the board of directors company has decided to appoint Mr. Piyush Kesarwani as an Non Executive Independent Director of the Company. He has been working as a Practicing Company Secretary and has immense knowledge and experience in dealing with matters relating to Company Law, Securities Law, Due Diligence, Mergers and Acquisition, Listing, Capital Market Transactions, commercial, taxation, people development and strategic planning. We believe that his knowledge and experience will help the company to ensure good corporate practices and in complying with various rules and regulations applicable to the company. The Board is of the view that the appointment of Mr. Piyush Kesarwani on the Company Board is desirable and would be beneficial to the Company and hence it recommends the said resolution No 1 for approval by the members of the Company.

The terms and conditions of appointment of the above Director shall be open for inspection by the Members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday & Sunday.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested in the Resolution mentioned at Item No. 1 of the Notice

**By Order of the Board
For Triveni Glass Limited**

**Place: Prayagraj
Date: 21-11-2022**

**Sd/-
A.K. Dhawan
Director Finance
DIN: 00694401**

TRIVENI GLASS LIMITED

R.O.: 1, Kanpur Road, Prayagraj – 21101 UP

Tel: 0532 2407325 Fax: 0532-2407450

Email: akd@triveniglassltd.com Website: www.triveniglassltd.com

CIN: L26101UP1971PLC003491

ATTENDENCE SLIP

EXTRA ORDINARY GENERAL MEETING

Tuesday, 13th December 2022, at 12:00 Noon.

(Please hand over at the entrance of the meeting duly completed & signed)

Name of the Shareholder :

Name of the Proxy :

Ledger Folio No. :

DP. ID No./ Client ID :

No. of Shares held :

Email Id :

Address :

I/We certify that I am a registered shareholder/proxy for the registered shareholder of the Company.
I/We hereby record my/ our presence at the Extra Ordinary General Meeting of the Company at the Hotel Allahabad Regency, at Tashkent Marg, Civil Line, Allahabad-211001 on Tuesday, December 13, 2022 at 12:00 Noon.

Note:

1. Only Members or their Proxies are entitled to be present at the Meeting.

Date:

Signature

Member's / Proxy's

Place:

Form No. MGT-11
Proxy form

**[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3)
of the Companies (Management and Administration) Rules, 2014]**

CIN: L26101UP1971PLC003491
Name of the company: Triveni Glass Limited
Registered office: 1, Kanpur Road, Prayagraj – 21101 UP

Name of the member (s): Registered address: E-mail Id: Folio No/ Client Id: DP ID:
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I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name:
Address:
E-mail Id:
Signature:, or failing him

2. Name:
Address:
E-mail Id:
Signature:, or failing him

3. Name:
Address:
E-mail Id:
Signature

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 51st Annual General Meeting of the company, to be held on the 13th Day of December 2022 12:00 noon .at Hotel Allahabad Regency 16, Tashkent Marg, Civil Lines, Prayagraj- 211001 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolutions No.

1. **Ratification of Appointment of Mr. Piyush Kesarwani as Non Executive Independent Director of the company**

Y/N

Signed this..... day of..... 2022

Signature of shareholder

Signature of Proxy holder(s)

Affix
Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.