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To,
The Department of Corporate Services/ Listing,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai-400001

Date: 04.09.2023

Co. Name: Trinity League India Limited
Code No. : 531846

Subject: Notice of 35th Annual General Meeting of the Company

Dear Sir,

Pursuant to Regulation 30, 42 and 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a copy of Notice of AGM scheduled to be held on Friday, 29th September, 2023 at 11:30 AM, through Video Conferencing ("VC") /Other Audio Visual Means ("OAVM").

Submitted for your kind information and necessary records.

Thanking you,

For Trinity League India Limited

Piyush Kumar Srivastava
Company Secretary & Compliance Officer

Encl: Notice of 35th Annual General Meeting

TRINITY LEAGUE INDIA LTD.

Regd. Office : A 23, Mandakini Enclave, Alaknanda, GK-II, New Delhi-110019

Corporate Office : "Trinity Tower", B-2, Sector-7, Noida 201301 (U.P.),

Ph: 0120-4712800, 4712802, - Email: trinityleague@trinitygroup.ind.in

Website : www.trinitygroup.ind.in

CIN NO. L93000DL1988PLC031953

TRINITY LEAGUE INDIA LIMITED

Regd. Office: A-23, Mandakini Enclave, Alaknanda, GK II, New Delhi-110019

Corporate Office: B – 2, Sector-7, Noida – 201301, Uttar Pradesh. Ph. 0120-6923902

Telephone: 011-40562329, website: www.trinitygroup.ind.in; e-mail id: trinityleague@trinitygroup.ind.in

CIN L93000DL1988PLC031953

NOTICE OF THE 35TH ANNUAL GENERAL MEETING

Notice is hereby given that the 35th Annual General Meeting of the members of TRINITY LEAGUE INDIA LIMITED will be held on Friday, 29th day of September, 2023 at 11:30 AM through Video Conferencing (“VC”) /Other Audio Visual Means (“OAVM”) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements of the Company (Standalone and consolidated financial statements) for the financial year ended 31st March, 2023 and the Reports of the Board of Directors and Auditors thereon.
2. To re-appoint a Director in place of Mr. Devinder Kumar Jain (DIN 0437646), who retires by rotation at this Annual General Meeting and being eligible to offer himself for re-appointment.

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, and in accordance with the Articles of Association of the Company, Mr. Devinder Kumar Jain (DIN 0437646), who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

3. To re-appoint Mr. Shashank Chandhok (DIN: 06881108) as Independent Director of the Company for a period of five years.

To consider and, if thought fit, to pass with or without modifications, the following resolution as Ordinary Resolution:

“RESOLVED THAT, pursuant to provision of Section 149,150,152 read with Schedule IV to the Companies Act,2013 , and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules,2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations,2015, Mr. Shashank Chandhok (DIN: 06881108) who was appointed as an Independent Director of the Company w.e.f. 25th September 2018 in terms of Section 161(1) of the Companies Act,2013 and Article of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under section 160 of the Act proposing his candidature for the office of the Director and declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment , be and hereby appointed as an Independent Director of the Company to hold office for five (5) consecutive years for the maximum period upto 29th September 2028.”

4. To re-appoint M/s S K Mehta & Co.; Chartered Accountants (FRN:000478N) as statutory Auditor of the Company and to fix their remuneration

To re-appoint M/s. S K Mehta & Co; Chartered Accountants (FRN:000478N) as Statutory Auditors of the Company for the period of one year commencing from the conclusion of this Annual General Meeting till the conclusion of the 40th Annual General Meeting of the Company to be held in the year 2028 on such remuneration as may be mutually agreed by and between the Board of Directors of the Company and the Auditor of the Company; and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s. S K Mehta & Co; Chartered Accountants (FRN:000478N) be and are hereby appointed as the Statutory Auditors of the Company, to hold office for a period of one years from the conclusion of this Annual General Meeting till the conclusion of the 40th Annual General Meeting of the Company to be held in the year 2028, at such remuneration as may be decided by the Board of Directors of the Company (or any committee thereof) in consultation with the Statutory Auditors.

RESOLVED FURTHER THAT any one Director of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary and expedient to give effect to this resolution.”

SPECIAL BUSINESS:**5. To Alter the Memorandum of Association (MOA) of the Company**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

ALTERATION IN CLAUSE III A OF THE MEMORANDUM OF ASSOCIATION

Deletion of the existing clause nos. 15 & 16 by inserting new clause nos. 15 & 16 to the main **Clause III A** of the **Memorandum of Association (MOA)**.

15. To provide services in the field of Water Resources Management – Rejuvenation of any and all types of water bodies with the use of technology & System to make saline water fit for human consumption, including but not limited to mechanical cleaning, installation of various types of waste water treatment plants and STP's etc. and to indulge in pollution abatement activities such as sewage treatment, industrial effluent treatment & monitoring, prevention of solid waste from flowing into rivers etc by use of technology & System to make saline water fit for human consumption.

16. To undertake infrastructure of Development works and in particular treatment and disposal of silt and sludge and setting up of drainage systems and to conceive, plan, survey, design, study and evaluate all steps, process, techniques and methods, construct, erect and lay down any buildings, engines, pumps, sewers, tanks, drains, culverts, channels, sewage treatment plant or other work required for any of the above purpose and to acquire, buy, lease, hire, exchange or otherwise deal in all kinds of properties including private and Government properties for any of the above purpose.

RESOLVED FURTHER THAT Mr. Devinder Kumar Jain, Director of the Company be and is hereby authorized to sign and file all the requisite e-forms including Form MGT - 14 along with such other documents as may be required, with the Registrar of Companies, NCT of Delhi and to do all such acts, deeds and things as may be ancillary or incidental thereto for giving effect to this resolution.”

6. To Ratify the Related Party Transaction entered into by the Company

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements), 2015 (Listing Regulations) and other applicable provisions, if any of the Listing Regulations, Companies Act, 2013 and Rules made thereunder, including statutory modification(s) or re- enactment thereof for the time being in force and as may be notified from time to time, consent of the members of the company be and is hereby accorded to the Board of Directors of the company to enter into contract(s)/ arrangement(s)/ transaction(s) with parties as detailed in the table forming part of the Explanatory Statement annexed to this notice with respect to Sale, purchase or supply of goods or materials, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services or property or appointment of such parties to any office or place of profit in the company or any other transactions of whatever nature, at arm’s length basis and in the ordinary course of business, notwithstanding that such transactions may exceed 10% of the Consolidated Turnover of the Company in any financial year or such other threshold limits as may be specified by the Listing Regulations from time to time, up to such extent and on such terms and conditions as specified in the table forming part of the Explanatory Statement annexed to this notice.

FURTHER RESOLVED THAT the members hereby ratify the material related party transactions entered between the Company and Agrotech Risk Private Limited or any other related party for the financial year 2022-23 at arm’s length basis and in the ordinary course of business, under the existing related party arrangement as detailed in the Explanatory Statement to this Notice.

FURTHER RESOLVED THAT the terms and conditions of the transactions with the Related Parties shall be approved by the Audit & Risk Management Committee.”

BY ORDER OF THE BOARD
For TRINITY LEAGUE INDIA LTD.

Date: 04.09.2023

Place: Noida

Registered Office:

A-23, Mandakini Enclave, Alaknanda
GK-II, New Delhi-110019

Sd/-
Piyush Kumar Srivastava
Company Secretary
M. No. A54870

NOTES:-

1. In view of the prevailing locked down situation across the Country due to outbreak of the COVID-19 pandemic and restrictions on the movements apart from social distancing, MCA (Ministry of Corporate Affairs) vide Circular Nos.14/2020, 17/2020, 20/2020,02/2021 and 02/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021 and May 5, 2022 respectively, (“MCA Circulars”) and Securities and Exchange Board of India vide its Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11 and SEBI/HO/CFD/ CMD2/CIR/P/2022/62 dated May 12, 2020, January 15, 2021 and May 13, 2022 respectively, (“SEBI Circular”), permitted convening the Annual General Meeting (“AGM” / “Meeting”) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), without the physical presence of the members at a common venue.
2. In accordance with the MCA and SEBI Circulars, provisions of the Companies Act, 2013 (‘the Act’) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company. The detailed procedure for participation in the meeting through VC/OAVM is annexed hereto.
3. In compliance with applicable provisions of the Companies Act, 2013 read with aforesaid MCA circulars, the AGM of the Company is being conducted through VC, herein after called as “e-AGM”.
4. Pursuant to the MCA Circulars:
 - (a) Members can attend the e-AGM through log in credentials provided to them to connect to VC. Physical attendance of the Members at the e-AGM is not required.
 - (b) Appointment of proxy (ies) to attend and cast vote on behalf of the Member(s) is not available.
 - (c) Body Corporates are entitled to appoint authorised representatives to attend the e-AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
1. The Register of Members and Share Transfer Books of the company will remain closed from 23rd September, 2023 to 29th September, 2023. The book closure dates have been fixed in consultation with the Stock Exchanges.
2. Pursuant to section 101 and section 136 of the Companies Act, 2013 read with relevant Rules made there under, Companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail address.
3. The Notice of AGM and Annual Report are being sent in electronic mode to members whose e-mail IDs are registered with the company or the RTA unless the members have registered their request for a hard copy of the same. Physical copy of the Notice of AGM and Annual Report will not be sent to the members who have not registered their e-mail IDs with the company or RTA. Members who have received the Notice of AGM, Annual Report and Attendance slip in electronic mode are requested to print the Attendance slip and submit a duly filled in Attendance slip at the registration counter to attend the AGM.
4. Pursuant to section 108 of the Companies Act. 2013 read with the relevant Rules of the Act, the company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The **e-voting period will commence at 10.00 am on 26th September, 2023** and will **end at 5.00 pm on 28th September, 2023**. The company has appointed Mr. Gaurav Ashwani & Associates, Practicing Company Secretary (ACS 57744, CP 22050), to act as the Scrutinizer, for conducting the scrutiny of the votes cast. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter.
5. The Scrutinizer shall, within a period of two working days from the conclusion of the e-voting period and make a Scrutinizer's Report of the votes cast in favor of or against, if any, forthwith to the Chairman of the Company.
6. Institutional Members are encouraged to attend and vote at the AGM through VC/ OAVM. In case any Institutional Members, facing issues for participating in AGM can write to trinityleague@trinitygroup.ind.in
7. Members attending the AGM through VC/OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.
8. Members are encouraged to submit their questions in advance with regard to the financial statements or any other matter to be placed at the 35th AGM, from their registered e-mail address, mentioning their name, DP ID and Client ID number/folio number and mobile number, to reach the Company’s e-mail address at trinityleague@trinitygroup.ind.in before 5.00 p.m. (IST) on Monday, September 28, 2023. Such questions by the Members shall be suitably replied by the Company.
9. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held

pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

10. Since the 35th AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.

E-Voting Process instructions:

The details of the process and manner for remote e-Voting and e-AGM are explained herein below:

- (i) The voting period begins on **26th September 2023 at 10:00 AM** and ends on **28th September 2023 at 05:00 PM**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **22nd September 2023** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) **Click on** “Shareholders” module.
- (v) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL’s **EASI/EASIEST** e-services, you can log-in at <https://www.cdslindia.com> from [Login - Myeasi](#) using your login credentials. Once you successfully log-in to CDSL’s **EASI/EASIEST** e-services, click on **e-Voting** option and proceed directly to cast your vote electronically.

- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

For Shareholders holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.
OR Date of Birth (DOB)	<ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (ix) After entering these details appropriately, click on “SUBMIT” tab.
- (x) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant TRINITY LEAGUE INDIA LIMITED on which you choose to vote.
- (xiii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

TRINITY LEAGUE INDIA LIMITED

- (xv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL’s mobile app “**m-Voting**”. The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.
- (xx) **Note for Non – Individual Shareholders and Custodians –Remote Voting**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; trinityleague@trinitygroup.ind.in , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding e-Voting from the e-Voting System, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact 022- 23058738 or 022-23058543 or 022-23058542.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

BY ORDER OF THE BOARD
For TRINITY LEAGUE INDIA LTD.

Date: 04.09.2023

Place: Noida

Sd/-
Piyush Kumar Srivastava
Company Secretary
M. No. A54870

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**ITEM NO. 2****DETAILS OF THE DIRECTOR TO BE REAPPOINTED AS PER REGULATION 36(3) OF SEBI LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS FOR GENERAL MEETINGS (SS-2)**

S. No.	Particulars	
1.	Name	Devinder Kumar Jain
2.	Age	68
3.	Brief Resume and Experience	Mrs. Devinder Kumar Jain having Experience 35 Years. Initiator of Insurance related solution and recognized a need for an opening that combined premium services and products in the niche sectors of the insurance market. In few years the group expanded and began to serve retail and corporate customers. The company has been able to carve a niche in developing banking distribution channel related to insurance products It has designed a unique business model, which enables a bank to tap multiple extensive carriers and deliver quality solutions to its clients. Tremendous experience in the field of risk analysis and risk management In Insurance and banking sectors Recent proposing to diversify into manufacturing business of stainless steel items.
4.	Shareholding in the Company	32,88,600 equity shares
5.	Remuneration paid	NIL
6.	Relationships between Directors inter-se	Husband of Mrs. Madhulika Jain, Director of the Company
7.	Names of listed entities in which the person also holds the Directorship and the membership of Committees of the board	Directorships- NIL Committees: NIL
8.	Directorship in other entities	1. M.M. Carpets and Industries Limited 2. Trinity Industries Limited 3. Trinity Global Enterprises Limited 4. Trinity Group Venture Limited 5. Trinity Infradeveloper Private Limited 6. MDAH Global Limited

ITEM NO. 3**RE-APPOINTMENT OF MR. SHASHANK CHANDHOK (DIN:06881108) AS INDEPENDENT DIRECTOR, AS INDEPENDENT DIRECTOR OF THE COMPANY:**

S. No.	Particulars	
1.	Name	Shashank Chandok
2.	Age	38 Years, 6 Month
3.	Brief Resume and Experience	Mr. Shashank Chandok, Experience 22 Years. Mr. Chandok is Master of Business Administration (MBA) in International Business. He has a vast experience of about 20 years in the Financial and Real Estate sector. He is expert in analyzing the Business situation and tries to find out a solution in easy way. He is also having a wide experience in the area of Networking and Socializing.
4.	Shareholding in the Company	NIL
5.	Remuneration paid	NA
6.	Relationships between Directors inter-se	NA.
7.	Names of listed entities in which the person also holds the Directorship and the membership of Committees of the board	Directorships- NIL Committees: NIL
8.	Directorship in other entities	NA

ITEM NO. 5

In order to add few clauses to the main object clause of the Memorandum of Association to include few activities to be undertaken by the company as determined by the Board, it is proposed to add c the main object clause of the Memorandum of Association of the Company. The Board at its meeting held on 04th September, 2023 has approved alteration of the MOA of the Company and the Board now seek Members' approval for the same. The proposed change of object clause requires the approval of shareholders through Special Resolution pursuant to the provisions of Section 13 of the Companies Act, 2013. A copy of the proposed MOA of the Company would be available for inspection for the Members at the Registered Office/Corporate Office of the Company during the office hours on any working day, except Saturdays, Sundays and public holidays, between 11.00 a.m. to 5.00 p.m. till the date of EGM.

The aforesaid documents are also available for inspection at the EGM. None of the Directors, Key Managerial Persons (KMPs) of the Company or any relatives of such Director or KMPs, shall be considered to be concerned or interested in the proposed Special Resolutions. The Board recommends the Special Resolution set forth in Item No. 1 of the Notice for approval of the Members.

ITEM NO. 6

The Company has entered into Related Party Transactions during the Financial Year 2022-23 with Related Party. A brief summary of these transactions is given below:

Sr. No.	Name(s) of the related party	Nature of Relationship	Type of contracts/ arrangements / transactions	Total Value of all the Contracts (In Lakh)
1.	Agrotech Risk Private Limited	Associates (Joint Venture)	Sale & Interest Income	359.96
2.	Trinity Global Enterprises Limited	Directorship	Interest Income, Short Term Loan	630.72
3.	Trinity Group Venture Limited	Directorship	Market Survey Fee	3.54
4.	Trinity Industries Limited	Directorship	Expense Paid	0.17
5.	Trinity Infradeveloper Pvt. Ltd.	Directorship	Advertisement Expense	3.04
6.	Trinity Reinsurance Brokers Ltd.	Significant Influence	Expense Paid	38.66
7.	MDAH Global Limited	Directorship	Rent Paid	0.14
8.	Globus Trade Links Pvt. Ltd	Significant Influence	Market Survey Expense	20.77

As per the provisions of Section 188 (1) of the Companies Act, 2013 "Related Party Transactions" requires obtaining prior consent of the Board where transactions proposed to be entered into falls in the list of items referred therein and are within threshold limits prescribed under Rule 15 of Companies (Meeting of Board and its Power) Rules, 2015. Rule 15 of Companies (Meeting of Board and its Power) Rules, 2014 requires taking prior approval of the Company by Resolution where transactions proposed to be entered to falls, in the list of items referred therein and are in excess of threshold limits. Proviso to Section 188 further provides that nothing contained in sub-section (1) of Section 188 applies where transactions are entered into by the company in the ordinary course of business other than transactions which are not on an arm's length basis. All transactions entered into by the Company with Related Parties as mentioned above are in the ordinary course of business and are at arm's length basis.

As per the provisions of Regulation 23 of SEBI (LODR) Regulations, 2015 all related party transactions shall be considered as "Material" if the transaction entered with individually or taken together with a Related Party along with previous transactions during a Financial Year exceed 10% of the Annual Consolidated Turnover of the company as per the Last Audited Financial Statement of the Company. The Material Related Party Transactions requires approval of the Shareholders by passing a Resolution and in respect of voting on such resolution(s), the said related party shall abstain from voting.

Members may please note that based on the criteria as mentioned above in Regulation 23 of SEBI (LODR) Regulations, 2015, transactions entered into by the Company with Related Parties for the Financial Year 2022- 23 is "Material" and the value of which either singly or all taken together exceeds ten percent of the annual consolidated turnover of the Company as per audited financial statements of F.Y. 2022-23 and therefore requires ratification of the said transactions by the Members of the Company by Ordinary Resolutions.

Members are hereby informed that pursuant to Regulation 23 of SEBI (LODR) Regulations, 2015, no Members of the Company shall vote on the Resolution to ratify related party transactions entered into by the Company during the Financial Year 2022-23 as mentioned above if such Member is a related party. The Board of Directors of the Company recommends the Ordinary Resolution as set out at Item No.6 in the accompanying Notice for ratification of Related Party Transactions by the Members of the Company.

None of Director, key managerial personnel and their relatives, is concerned or interested in the said resolution except to the extent of their directorship and shareholding in the Company.

**BY ORDER OF THE BOARD
For TRINITY LEAGUE INDIA LTD.**

Date: 04.09.2023
Place: Noida

Sd/-
Piyush Kumar Srivastava
Company Secretary
M. No. A54870