

Date: 29<sup>th</sup> August, 2022

To,  
The Manager,  
**Compliance Department**  
**BSE Limited**  
Corporate Service Department  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001.

To,  
The Manager,  
**Compliance Department**  
**National Stock Exchange of India Limited**  
Exchange Plaza, Plot No. C/1,  
G Block, Bandra-Kurla Complex,  
Bandra (East), Mumbai - 400 051.

Dear Sir,

Re: **Tribhovandas Bhimji Zaveri Limited. Script Code & ID: 534369 / TBZ**  
Sub: **Proceedings of 15<sup>th</sup> Annual General Meeting of the Company pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to requirements of the Regulation 30 of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, this is to inform you that the 15<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Monday, 29<sup>th</sup> August, 2022 through Video Conferencing (VC) / Other Audio Visual Means (OAVM), which commenced at 11.30 a.m. and concluded at 12.58 p.m. We are enclosing herewith proceedings of the 15<sup>th</sup> Annual General Meeting of the Company.

The Company had provided the facility of voting through electronic means on all the resolutions contained in the notice convening the AGM, through the e-voting services provided by KFin Technologies Limited ('KFintech'). The remote e-voting facilities were open from 24<sup>th</sup> August, 2022 9:00 a.m. (IST) up to 28<sup>th</sup> August, 2022 5:00 p.m. (IST). Further, the Company had provided the e-voting facility to vote at the AGM and additional 15 (Fifteen) minutes after the conclusion of the AGM.

You are requested to take the same on record under applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking You.

Yours faithfully,

For **Tribhovandas Bhimji Zaveri Limited**



**Niraj Oza**  
**Head - Legal & Company Secretary**



**tbz**<sup>®</sup>  
The original since 1864  
TRIBHOVANDAS BHIMJI ZAVERI LTD.

CIN No : L27205MH2007PLC172598

Regd. Office: 241/243, Zaveri Bazar, Mumbai - 400 002. Tel.: +91 22 3956 5001, 91 22 4046 5001

Corp. Office: 11th Floor, West Wing, Tulsiani Chambers, Free Press Journal Road, Nairman Point, Mumbai - 400 021. Tel.: 022 3073 5000, 91 22 4925 5000

www.tbztheoriginal.com

Date: 29<sup>th</sup> August, 2022

### **Proceedings of the 15<sup>th</sup> Annual General Meeting**

The 15<sup>th</sup> Annual General Meeting ('AGM') of the Members of Tribhovandas Bhimji Zaveri Limited ('The Company') was held on Monday, 29<sup>th</sup> August, 2022 at 11.30 a.m. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

All the Directors of the Company were present at the Annual General Meeting.

Mr. Niraj Oza, Head – Legal & Company Secretary welcomed the Members present at the 15<sup>th</sup> Annual General Meeting. The Members were informed about the e-voting process available during the meeting and 15 (Fifteen) minutes after the conclusion of the Meeting. He informed about the requisite statutory registers and records being available for inspection.

The Chairman, Mr. Shrikant Zaveri, after ascertaining that the requisite quorum was present, declared that the AGM was validly constituted and in order.

The Chairman welcomed the Members, Board Members, Auditors and Scrutinizer present briefed the Members on the presence of:

- Mr. Kamlesh Vikamsey, Independent Director and Chairman of Audit Committee;
- Mr. Ajay Mehta, Independent Director and Chairman of Stake Holder Relationship Committee and Nomination & Remuneration Committee;
- Mr. Sanjay Asher, Independent Director;
- Mrs. Sudha Navandar, Independent Director;
- Ms. Binaisha Zaveri, Whole-time Director;
- Ms. Raashi Zaveri, Whole-time Director;
- Mr. Mukesh Sharma, Chief Financial Officer;
- Mr. Vijay Napawalia and Ms. Supriya Paradkar; representatives of M/s. Chaturvedi & Shah LLP, Statutory Auditors;
- Mr. Pramod S. Shah, Mr. Kunal Rohra, Ms. Ankita Malde and Mr. Mihir Bdani; representatives of M/s. Pramod S. Shah & Associates, as Secretarial Auditor as well as Scrutinizer for the meeting.

Thereafter, the Chairman delivered his speech, and briefed the members about key Developments and Company's performance for the Financial Year 2021-22 covering global as well as Indian economic overview.

Thereafter, the Company Secretary informed the Members that Notice convening 15<sup>th</sup> AGM was already circulated to all the Members and the same can be taken as read.



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Thereafter, the Company Secretary informed the members that there were no qualifications, observations or adverse remarks in the Auditors' Report issued by the Statutory Auditors and there are no qualifications, observations or comments or other remarks in the Secretarial Auditor's Report which may have any material adverse effect on functioning of the Company and hence the same were not required to be read at the AGM.

Thereafter, The Company Secretary briefed the Members on the agenda items to be considered in the meeting and also briefed about the e-voting process at the AGM.

The following resolutions/ items as set out in the Notice convening the 15<sup>th</sup> Annual General Meeting of the Members of the Company have been transacted:

Resolution No.	Resolution & Type of Resolution
	<b>Ordinary Business:</b>
1	Adoption of Balance Sheet, Statement of Profit & Loss, Directors' Report and Auditors' Report for the year ended 31 <sup>st</sup> March, 2022. (Ordinary Resolution)
2	To declare dividend on Equity Shares for the financial year ended 31 <sup>st</sup> March, 2022. (Ordinary Resolution). The Company has declared dividend of Re. 1 (One Rupee only) per equity shares, i.e. 10% per equity share for the face value of Rs. 10/- each. The record date of 22 <sup>nd</sup> August, 2022, is for the purpose of AGM and determination of entitlement of dividend for the financial year ended 31 <sup>st</sup> March, 2022.
3	To appoint a Director in place of Ms. Raashi Zaveri (DIN: 00713688), who retires by rotation and being eligible, offers herself for re-appointment. (Ordinary Resolution)

Further, the Company Secretary informed that, Mr. Pramod Shah, Partner of M/s. Pramod S. Shah & Associates, Practicing Company Secretary has been appointed as scrutinizer to scrutinize the remote e-voting process and the e-Voting at AGM.

Thereafter, the Chairman opened the Question & Answer (Q & A) forum for the registered speakers to seek clarification or offer any comments related to the resolutions or any other matter concerning the Company. He further explained process for the same. The speakers were invited to express their views and asked questions. Thereafter, the Chairman invited Mr. Mukesh Sharma, Chief Financial Officer of the Company to answer questions raised by the speakers. Mr. Mukesh Sharma, Chief Financial Officer of the Company thanked all the members for their participation in the meeting. He gave answer to the questions raised by the members, and thereafter, Mr. Mukesh Sharma concluded the Question & Answer session and requested the Chairman to continue with further proceeding of the meeting.

Thereafter, the Chairman informed the Members that the voting Results along with the Scrutinizer's Report will be announced on the Company's website ([www.tbztheoriginal.com](http://www.tbztheoriginal.com)) and on website of Registrar & Share Transfer Agent of the Company, KFin Technologies



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Limited on or before Wednesday, 31<sup>st</sup> August, 2022 and will also be communicated to the BSE and NSE.

The Chairman thanked one and all for attending the meeting and informed Members that e-voting is open for additional 15 (Fifteen) minutes after the conclusion of the Meeting to enable the Members who have not casted their vote yet. He took the consent for leaving the meeting along with the Board of Directors and the meeting concluded.

The e-voting lines were open for additional 15 (Fifteen) minutes after the conclusion of the AGM.

For **Tribhovandas Bhimji Zaveri Limited**



**Niraj Oza**  
**Head - Legal & Company Secretary**

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