

Date: 2nd May, 2018

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 / Madam,

Re: **Tribhovandas Bhimji Zaveri Limited. Script Code & ID: 534369 / TBZ**
Sub: **Outcome of the meeting of the Board of Directors held on 2nd May, 2018**

1. **Approval of the Audited Standalone Financial Results for the Quarter and Year ended 31st March, 2018 and Consolidated Audited Financial Results for the Year ended 31st March, 2018 pursuant Regulation 33 read with Para A of Part A of Schedule III under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:**

The Board of Directors at its meeting held on Wednesday, 2nd May, 2018 has approved the Standalone Audited Financial Results for the Quarter and Year ended 31st March, 2018 and Consolidated Audited Financial Results for the Year ended 31st March, 2018 along with the Standalone as well as Consolidated Reports from Statutory Auditors pursuant to Regulation 33 read with Para A of Part A of Schedule III under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2. **Declaration of Dividend for the financial year ended 31st March, 2018:**

The Board of Directors having recommended a dividend of Re. 0.75 (Seventy Five paise) per equity share of Rs. 10 each i.e. 7.50% for the financial year ended 31st March, 2018 (Previous year: No dividend). The payment is subject to approval of shareholders at the ensuing Annual General Meeting.

3. **Appointment of S R B C & CO LLP (Firm Registration No. 324982E/E300003), Chartered Accountants as Statutory Auditors of the Company for a term of five consecutive years' subject to the approval by Shareholders at the 11th Annual General Meeting of the Company**

The term of appointment of existing Statutory Auditors of the Company, BSR & Co. LLP (Firm Registration No. 101248W/W-100022), Chartered Accountants, will expire at the conclusion of the 11th Annual General Meeting of the Company to be held in Financial Year 2018-19, as per the provisions of Section 139(2) of the Companies Act, 2013 and the Rules framed thereunder.

The Board has appointed S R B C & CO LLP (Firm Registration No. 324982E / E300003), Chartered Accountants, as Statutory Auditors of the Company for a term of five consecutive years' commencing from the conclusion of the said 11th Annual General Meeting till the conclusion of the 16th Annual General Meeting, subject to the approval by Shareholders at the 11th Annual General Meeting of the Company and ratification of appointment by Shareholders annually, thereafter.



CIN No : L27205MH2007PLC172598

Regd. Office: 241/43, Zaveri Bazar, Mumbai - 400 002. Tel.: +91.22.3956 5001, Fax : +91.22.3956 5056.

11th Floor, West Wing, Tulsiani Chambers, Free Press Journal Road, Nariman Point, Mumbai - 400 021. Tel.: 022 30735000 Fax : 022 30735088

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Brief Profile of the Auditors:

"S R B C & CO LLP, (FRN 324982E/E300003), ("the Audit Firm"), is a firm of Chartered Accountants registered with the Institute of Chartered Accountants of India. The Audit Firm was established in the year 2002 and is a limited liability partnership firm ("LLP") incorporated in India. It has registered office at 22, Camac Street, Kolkata and has 9 branch offices in various cities in India. The Audit Firm has valid Peer Review certificate and is part of S.R. Batliboi & Affiliates network of audit firms. It is primarily engaged in providing audit and assurance services to its clients."

4. Re-appointment of all three Independent Directors, namely (1) Mr. Kamlesh Vikamsey (DIN: 00059620), (2) Mr. Sanjay Asher (DIN: 00008221) and (3) Mr. Ajay Mehta (DIN: 00028405) subject to the approval by Shareholders by way of Special Resolution at the ensuing 11th Annual General Meeting of the Company

The first term of appointment five consecutive years of all three Independent Directors, namely (1) Mr. Kamlesh Vikamsey (DIN: 00059620), (2) Mr. Sanjay Asher (DIN: 00008221) and (3) Mr. Ajay Mehta (DIN: 00028405) is expiring on 31st March, 2019. On the recommendation of the Nomination and Remuneration Committee the Board has appointed all these three Independent Directors for the second term of five consecutive years starting from 1st April, 2019 to 31st March, 2024, subject to the approval of all these three Independent Directors by Shareholders by way of Special Resolution at the ensuing 11th Annual General Meeting of the Company

The Board Meeting started on Wednesday, 2nd May, 2018 at 3.00 p.m. and ended at 5.00 p.m. on the same day.

Kindly take the information on record and oblige.

Thanking You.
Yours faithfully,
For Tribhovandas Bhimji Zaveri Limited


Niraj Oza
Head Legal & Company Secretary



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