

October 03, 2022

To,

Listing 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,

Symbol : TIRUPATIFL Series : EQ
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Subject: Voting Results of the 10th Annual General Meeting of the Company held on 30th September 2022.

This is to inform you that 10th Annual General Meeting (AGM) of Tirupati Forge Ltd. was held on 30th September, 2022 at the registered office of the company to transact the business as stated in the Notice convening the AGM.

In this regard, please find enclosed the following:

1. Voting results under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended); and
2. Consolidated Report of the Scrutinizer dated 03rd October, 2022 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Voting Results along with the Scrutinizer's Report are also being uploaded on the Company's website at www.tirupatiforge.com.

Kindly take the same on your record and oblige the same.

Thanking You,

For, TIRUPATI FORGE LIMITED

VIVEK
MANISHBHAI
MOLIYA

Digitally signed by VIVEK
MANISHBHAI MOLIYA
Date: 2022.10.03
17:59:55 +05'30'

Vivek M. Moliya
Company Secretary & Compliance Officer

Encl: As above

Voting Results of 10th Annual General Meeting of Members of the Company

[As per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Date of the AGM/EGM	Friday, September 30, 2022
Total number of shareholders on record date	8953
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	05 27
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	N.A. N.A.

Resolution 1: To Receive, Consider and adopt the financial Statement including Audited Balance Sheet as on 31st March 2022 and Profit & Loss Account for the year ended on that date and reports of Board of Directors and Auditor thereon and Cash Flow Statement and other various schedule prescribed under the Companies Act, 2013..

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	56435757	51220757	90.7594%	51220757	0	100.0000%	0.0000%
	Ballot Paper		0	0	0	0	0.0000%	0.0000%
	Postal Ballot (if applicable)		0	0	0	0	0.0000%	0.0000%
	Total		51220757	90.7594%	51220757	0	100.0000%	0.0000%
Public-Institutions	E-Voting	1590	0	0	0	0	0.0000%	0.0000%
	Ballot Paper		0	0	0	0	0.0000%	0.0000%
	Postal Ballot (if applicable)		0	0	0	0	0.0000%	0.0000%
	Total		0	0	0	0	0.0000%	0.0000%
Public-Non Institutions	E-Voting	41562653	20029547	48.1912%	20029530	17	99.9999%	0.0001%
	Ballot Paper		8749767	21.0520%	8749767	0	100.0000%	0.0000%
	Postal Ballot (if applicable)		0	0	0	0	0.0000%	0.0000%
	Total		28779314	69.2432%	28779297	17	99.9999%	0.0001%
Total		98000000	80000071	81.6327%	80000054	17	100.0000%	0.0000

Resolution 2: To appoint a Director in place of Shri. Bhaveshbhai Tulsibhai Barasiya, Whole-time Director [DIN: 05332180], who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	56435757	51220757	90.7594%	51220757	0	100.0000%	0.0000%
	Ballot Paper		0	0	0	0	0.0000%	0.0000%
	Postal Ballot (if applicable)		0	0	0	0	0.0000%	0.0000%
	Total		51220757	90.7594%	51220757	0	100.0000%	0.0000%
Public-Institutions	E-Voting	1590	0	0	0	0	0.0000%	0.0000%
	Ballot Paper		0	0	0	0	0.0000%	0.0000%
	Postal Ballot (if applicable)		0	0	0	0	0.0000%	0.0000%
	Total		0	0	0	0	0.0000%	0.0000%
Public-Non Institutions	E-Voting	41562653	19491947	46.8977%	19491906	41	99.9998%	0.0002%
	Ballot Paper		8749767	21.0520%	8749767	0	100.0000%	0.0000%
	Postal Ballot (if applicable)		0	0	0	0	0.0000%	0.0000%
	Total		28241714	67.9497%	28241673	41	99.9999%	0.0001%
Total		98000000	79462471	81.0842%	79462430	41	99.9999%	0.0001

Note: Mr. Bhaveshbhai T. Barasiya - whole time Director had abstained from voting in Resolution No. 2.

Resolution 3: To appoint M/s. Kamlesh Rathod & Associates, Chartered Accountants, [Firm Registration No.: 117930W] as Statutory Auditors of the Company and to fix their remuneration, for a first term of five consecutive years:

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	56435757	51220757	90.7594%	51220757	0	100.0000%	0.0000%
	Ballot Paper		0	0	0	0	0.0000%	0.0000%
	Postal Ballot (if applicable)		0	0	0	0	0.0000%	0.0000%
	Total		51220757	90.7594%	51220757	0	100.0000%	0.0000%
Public-Institutions	E-Voting	1590	0	0	0	0	0.0000%	0.0000%
	Ballot Paper		0	0	0	0	0.0000%	0.0000%
	Postal Ballot (if applicable)		0	0	0	0	0.0000%	0.0000%
	Total		0	0	0	0	0.0000%	0.0000%
Public-Non Institutions	E-Voting	41562653	20029547	48.1912%	20027483	2064	99.9897%	0.0103%
	Ballot Paper		8749767	21.0520%	8749767	0	100.0000%	0.0000%
	Postal Ballot (if applicable)		0	0	0	0	0.0000%	0.0000%
	Total		28779314	69.2432%	28777250	2064	99.9928%	0.0072%
Total		98000000	80000071	81.6327%	79998007	2064	99.9974%	0.0026

Resolution 4: To Appoint Smt. Jagruti Nitinkumar Erda [Din: 09680025] as an Independent Director of The Company:

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	56435757	51220757	90.7594%	51220757	0	100.0000%	0.0000%
	Ballot Paper		0	0	0	0	0.0000%	0.0000%
	Postal Ballot (if applicable)		0	0	0	0	0.0000%	0.0000%
	Total		51220757	90.7594%	51220757	0	100.0000%	0.0000%
Public-Institutions	E-Voting	1590	0	0	0	0	0.0000%	0.0000%
	Ballot Paper		0	0	0	0	0.0000%	0.0000%
	Postal Ballot (if applicable)		0	0	0	0	0.0000%	0.0000%
	Total		0	0	0	0	0.0000%	0.0000%
Public-Non Institutions	E-Voting	41562653	20029547	48.1912%	20027442	2105	99.9895%	0.0105%
	Ballot Paper		8749767	21.0520%	8749767	0	100.0000%	0.0000%
	Postal Ballot (if applicable)		0	0	0	0	0.0000%	0.0000%
	Total		28779314	69.2432%	28777209	2105	99.9927%	0.0073%
Total		98000000	80000071	81.6327%	79997966	2105	99.9974%	0.0026

Resolution 5: To Re-Appoint Shri. Hiteshkumar G. Thummar [Din: 02112952] as Chairman & Managing Director and Approval of Remuneration Under Section 196 And 197 Read With Schedule V Of The Companies Act, 2013:

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	56435757	37924792	67.1999%	37924792	0	100.0000%	0.0000%
	Ballot Paper		0	0	0	0	0.0000%	0.0000%
	Postal Ballot (if applicable)		0	0	0	0	0.0000%	0.0000%
	Total		37924792	67.1999%	37924792	0	100.0000%	0.0000%
Public-Institutions	E-Voting	1590	0	0	0	0	0.0000%	0.0000%
	Ballot Paper		0	0	0	0	0.0000%	0.0000%
	Postal Ballot (if applicable)		0	0	0	0	0.0000%	0.0000%
	Total		0	0	0	0	0.0000%	0.0000%
Public-Non Institutions	E-Voting	41562653	20029530	48.1912%	20029489	41	99.9998%	0.0002%
	Ballot Paper		8749767	21.0520%	8749767	0	100.0000%	0.0000%
	Postal Ballot (if applicable)		0	0	0	0	0.0000%	0.0000%
	Total		28779297	69.2432%	28779256	41	99.9999%	0.0001%
Total		98000000	66704089	68.0654%	66704048	41	99.9999%	0.0001

Note: Mr. Hiteshkumar G. Thummar & Mrs. Darshna Hiteshkumar Thummar had abstained from voting in Resolution No. 5 and also one shareholders holding 17 shares has abstained from voting for the said resolution.

For, TIRUPATI FORGE LIMITED

VIVEK
MANISHBHAI
I MOLIYA

Digitally signed by
VIVEK MANISHBHAI
MOLIYA
Date: 2022.10.03
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Vivek M. Moliya
Company Secretary & Compliance Officer



COMPANY SECRETARIES

SCRUTINIZER REPORT OF ANNUAL GENERAL MEETING

To,
The Chairman,
Tirupati Forge Limited,
Plot No. 1-5; Survey No. 92/1,
Near Shan Cement, Hadamtala,
Rajkot – 360 311, Gujarat (India)

Sub: Consolidated Scrutinizer's Report on voting by Remote E-voting and Ballot Voting conducted at the 10th Annual General Meeting ("AGM") of Tirupati Forge Limited (The Company") held at the Registered Office of the Company on Friday, September 30, 2022.

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

This is with reference to my appointment as Scrutinizer by the Board of Directors at their meeting held on

INFORMATION OF THE COMPANY	
NAME OF THE COMPANY	TIRUPATI FORGE LIMITED
CORPORATE IDENTIFICATION NO.	L27320GJ2012PLC071594
ADDRESS OF THE COMPANY	Plot No. 1-5, Survey No. 92/1, Near Shan Cement, Hadamtala Industrial Area, Tal: Kotda Sangani Hadamtala Rajkot- 360311, (Gujarat) India
ISIN NUMBER	INE319Y01024
SCRIP SYMBOL	TIRUPATIFL
E-VOTING START DATE & TIME	27 th September 2022 (9.00 a.m.)
E-VOTING END DATE & TIME	29 th September 2022 (5.00 p.m.)
DATE OF NOTICE	30 th August 2022
TOTAL NUMBER OF SHARE HOLDER AS ON RECORD DATE OF VOTING (23 rd September, 2022)	8953 (Eight Thousand Nine Hundred Fifty Three)
TOTAL NUMBER OF SHARE HOLDER PHYSICALLY PRESENT AT MEETING	Promoters and Promoters Group 05 Public 27
TOTAL NUMBER OF SHARE HOLDER ATTEND MEETING THROUGH VIDEO CONFERENCING	Promoters and Promoters Group NA Public NA





COMPANY SECRETARIES

SCRUTINIZER REPORT OF ANNUAL GENERAL MEETING

30th August, 2022 for the purpose of scrutinizing the process of voting through electronic means ("e-voting") and physical voting on the resolutions contained in the notice dated 30th August 2022 ("Notice") issued in accordance with Section 108 and 110 of the Companies Act, 2013 read with rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and General Circular No. 14/2020, 17/2020 and 20/2020 dated 08th April 2020, 13th April 2020 and 5th May 2020 and 03/2022 dated 05.05.2022 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the 10th Annual General Meeting of its Equity Shareholders ("the Meeting" /"AGM") at the registered office of the company. The AGM was convened on Friday, 30th September 2022 at 12:30 p.m. IST at registered office of the Company.

Resolution Number	Type of Resolution	Short details of Resolution
1	Ordinary Resolution	To Receive, Consider and adopt the financial Statement including Audited Balance Sheet as on 31 st March 2022 and Profit & Loss Account for the year ended on that date and reports of Board of Directors and Auditor thereon and Cash Flow Statement and other various schedule prescribed under the Companies Act, 2013.
2	Ordinary Resolution	To appoint a Director in place of Shri. Bhaveshbhai Tulsibhai Barasiya, Whole-time Director [DIN: 05332180], who retires by rotation and being eligible, offers himself for re-appointment.
3	Ordinary Resolution	To appoint M/s. Kamlesh Rathod & Associates, Chartered Accountants, [Firm Registration No.: 117930W] as Statutory Auditors of the Company and to fix their remuneration, for a first term of five consecutive years.
4	Special Resolution	To Appoint Smt. Jagruti Nitinkumar Erda [Din: 09680025] as an Independent Director of The Company.
5	Special Resolution	To Re-Appoint Shri. Hiteshkumar G. Thummar [Din: 02112952] as Chairman & Managing Director and Approval of Remuneration Under Section 196 And 197 Read With Schedule V Of The Companies Act, 2013.





COMPANY SECRETARIES

SCRUTINIZER REPORT OF ANNUAL GENERAL MEETING

We submit our report, as under:

Responsibility of the Management

The Management of the Company is responsible to ensure the compliance with the requirements of

- (i) The Companies Act, 2013 and Rules made there under; and
- (ii) the Listing Agreement with the Stock Exchanges,
- (iii) All other allied law and regulation to the extent applicable.

Responsibility as a scrutinizer

My responsibility, as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favor" or "against" the resolutions set out in the notice, based on the reports generated from the remote e-voting & e-voting system provided by Linkintime India Private Limited (herein after called as "Linkintime") the authorized agency engaged by the Company for Electronic voting (E-Voting) and ballot voting conducted at the Annual General Meeting.

Other Necessary Information

1. The Company completed dispatch of notice(s), forms/or electronic notice on September 05, 2022 to its Members whose name(s) appeared in the Register of Members / List of beneficial owners as on cut-off date.
2. The Members of the Company holding Equity Shares, as on cut-off date, i.e., Friday – September 23, 2022 were entitled to vote on the proposed resolutions as set out in the Notice of Annual General Meeting dated August 30, 2022 through Remote E-voting and Physical Voting at Annual General Meeting.
3. The Company has provided remote e-voting facility offered by Linkintime for conducting remote e-voting of the shareholders of the Company. Further I am also duly registered with the Linkintime as a Scrutinizer.
4. As stated in sub rule 3 of Rule 22 of Companies (Management and Administration) Rules, 2014, an advertisement was published by the Company each in "Indian Express (English) and Financial Express (Gujarati) " on Tuesday, September 6, 2022, informing about the completion of despatch/electronic transmission of notices, to the Members along with other related matters mentioned therein.





COMPANY SECRETARIES

SCRUTINIZER REPORT OF ANNUAL GENERAL MEETING

5. I monitored the process of electronic voting through the Scrutinizer's secured link provided by Linkintime on the designated website.
6. I have downloaded data for e-voting from the Linkintime website for the Members who have voted through e-voting.
7. The e-voting period commenced on Tuesday -- September 27, 2022 at 9.00 a.m. and ended on Thursday- September 29, 2022 at 5.00 p.m.
8. Pursuant to the provisions of the Act and MCA Circulars issued by Ministry of Corporate Affairs, the Company has sent Notice(s) to its Members whose name(s) appeared in the Register of Members/ List of beneficial owners received from Linkintime India Private Limited as on the Cut-off date i.e. August 26, 2022 and whose e-mail IDs was available with the Company and Depositories, through electronic means only and has not dispatched physical notices to any member. However, the Company vide the Notice dated August 26, 2022, had also requested its shareholders to register their email addresses with the Registrar and Transfer Agent of the Company. We have checked the details on random basis as it is not possible to check the delivery of notice to each and every shareholders.
9. The details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the E-voting website of <https://instavote.linkintime.co.in/>
10. The Votes were unblocked on October 01, 2022 at approximately 11.30. a.m., in the presence of two witnesses, Mr. Nirav Maradiya residing at Gondal (Gujarat) India, AND Mr. Pinakin Trivedi, residing at Jetpur (Gujarat) India, who are not in employment of the Company and who acted as witnesses at the time of downloading of e-voting results, as prescribed in Sub Rule 4(xii) of the said Rule 20.
11. My responsibility as scrutinizer for the remote e-voting and physical voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.
12. Text of the Resolution is annexed herewith as **Annexure-A**





COMPANY SECRETARIES

SCRUTINIZER REPORT OF ANNUAL GENERAL MEETING

13. Details of e-voting received are as under;

RESOLUTION NO. : 1

To Receive, Consider and adopt the financial Statement including Audited Balance Sheet as on 31st March 2022 and Profit & Loss Account for the year ended on that date and reports of Board of Directors and Auditor thereon and Cash Flow Statement and other various schedule prescribed under the Companies Act, 2013.

DETAILS OF TOTAL VOTING

(i) Voting in Favour of Resolution

Type of Voting	No. of Members voted	No. of valid votes cast by them	% of total no. of valid votes cast
Remote E-voting	42	71250287	100 %
Poll at the AGM	09	8749767	

(ii) Voted against the resolution:

No. of Members voted	No. of valid votes cast by them	% of total no. of valid votes cast
1	17	0.00%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of Invalid votes cast by them
NIL	NIL





COMPANY SECRETARIES

SCRUTINIZER REPORT OF ANNUAL GENERAL MEETING

RESOLUTION NO. : 2

2. To appoint a Director in place of Shri. BHAVESHBHAI.TULSIBHAI BARASIYA, Whole-time Director [DIN: 05332180], who retires by rotation and being eligible, offers himself for re-appointment.

DETAILS OF TOTAL VOTING

(ii) Voting in Favour of Resolution

Type of Voting	No. of Members voted	No. of valid votes cast by them	% of total no. of valid votes cast
Remote E-voting	40	70712663	100 %
Poll at the AGM	09	8749767	

(ii) Voted against the resolution:

No. of Members voted	No. of valid votes cast by them	% of total no. of valid votes cast
2	41	0.00%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of Invalid votes cast by them
NIL	NIL

Note: Mr. Bhaveshbhai T. Barasiya - whole time Director had abstained from voting in Resolution No. 2.





COMPANY SECRETARIES

SCRUTINIZER REPORT OF ANNUAL GENERAL MEETING

RESOLUTION NO. : 3

3. To appoint M/s. Kamlesh Rathod & Associates, Chartered Accountants, [Firm Registration No.: 117930W] as Statutory Auditors of the Company and to fix their remuneration, for a first term of five consecutive years.

DETAILS OF TOTAL VOTING

(iii) Voting in Favour of Resolution

Type of Voting	No. of Members voted	No. of valid votes cast by them	% of total no. of valid votes cast
Remote E-voting	42	71248240	100 %
Poll at the AGM	09	8749767	

(ii) Voted against the resolution:

No. of Members voted	No. of valid votes cast by them	% of total no. of valid votes cast
01	2064	0.00%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of Invalid votes cast by them
NIL	NIL





COMPANY SECRETARIES

SCRUTINIZER REPORT OF ANNUAL GENERAL MEETING

RESOLUTION NO. : 4

4. To Appoint Smt. Jagruti Nitinkumar Erda [Din: 09680025] as an Independent Director of The Company.

DETAILS OF TOTAL VOTING

(iv) Voting in Favour of Resolution

Type of Voting	No. of Members voted	No. of valid votes cast by them	% of total no. of valid votes cast
Remote E-voting	40	71248199	100 %
Poll at the AGM	09	8749767	

(ii) Voted against the resolution:

No. of Members voted	No. of valid votes cast by them	% of total no. of valid votes cast
03	2105	0.00%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of Invalid votes cast by them
NIL	NIL





COMPANY SECRETARIES

SCRUTINIZER REPORT OF ANNUAL GENERAL MEETING

RESOLUTION NO. : 5

5. To Re-Appoint Shri. Hiteshkumar G. Thummar [Din: 02112952] as Chairman & Managing Director and Approval of Remuneration Under Section 196 And 197 Read With Schedule V Of The Companies Act, 2013.

DETAILS OF TOTAL VOTING

(v) Voting in Favour of Resolution

Type of Voting	No. of Members voted	No. of valid votes cast by them	% of total no. of valid votes cast
Remote E-voting	38	57954281	100 %
Poll at the AGM	09	8749767	

(ii) Voted against the resolution:

No. of Members voted	No. of valid votes cast by them	% of total no. of valid votes cast
02	41	0.00%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of Invalid votes cast by them
NIL	NIL

Note: Mr. Hiteshkumar G. Thummar & Mrs. Darshna Hiteshkumar Thummar had abstained from voting in Resolution No. 5 and also one shareholders holding 17 shares has abstained from voting for the said resolution.


PIYUSH JETHVA
Practising Company Secretary
FCS: 6377 C.P. NO. : 5452
UDIN: F006377D001120039
Peer Review Certificate Number: 1333/2021



Date: October 03, 2022
Place: Rajkot





Counter signed by
For, TIRUPATI FORGE LIMITED
VIVEK M. MOLIYA
Company Secretary & Compliance Officer



COMPANY SECRETARIES

SCRUTINIZER REPORT OF ANNUAL GENERAL MEETING

"ANNEXURE -A "
(TEXT OF RESOLUTION)

RESOLUTION NO: 1	<p>"RESOLVED THAT, Audited Financial Statement financial year ended on March 31, 2022 including Balance Sheet of the Company as at March 31, 2022, Statement of Profit and Loss for the year ended on March 31, 2022 and Cash Flow Statement along with Audit Report for the year ended on March 31, 2022 and notes to the results annexed thereto be and are hereby considered and adopted."</p> <p>"RESOLVED FURTHER THAT, pursuant to provision of section 134 and other applicable provisions, if any of the companies Act 2013, read with relevant rules made there under including any statutory modification or re-enactment thereto, the report of Board of Directors of the company for the year ended on 31st March 2022, together with all annexure thereto be and is hereby considered and adopted.</p>
RESOLUTION NO: 2	<p>"RESOLVED THAT, pursuant to provision of section 152 and other applicable provisions, if any of the companies Act 2013, read with relevant rules made there under including any statutory modification or re-enactment thereto, Shri. BHAVESHBHAI TULSIBHAI BARASIYA, Whole-time Director [DIN: 05332180], who retires by rotation at this meeting, be and is hereby appointed as Whole-time director of the company, liable to retire by rotation.</p>
RESOLUTION NO:3	<p>"RESOLVED THAT pursuant to the provisions of Sections 139, 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 other applicable rules, if any, and pursuant to the recommendation of the Audit Committee and the Board of Directors, M/s. KAMLESH RATHOD & ASSOCIATES -a peer reviewed firm, having Firm Registration No.: 117930W, be and are hereby appointed as the Statutory Auditors of the Company, to hold the office for a period of five consecutive years commencing from the conclusion of 10th Annual General Meeting until the conclusion of the 15th Annual General Meeting of the Company to be held in the year 2027 on such remuneration as may be mutually agreed by and between the Board of Directors of the Company and the Auditors of the Company."</p> <p>"RESOLVED FURTHER THAT the Board of Directors and/or any person authorised by Board be and is severally authorised to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all acts, deeds and things as may be necessary, expedient & desirable for the purpose of giving effect to the above."</p>





COMPANY SECRETARIES

SCRUTINIZER REPORT OF ANNUAL GENERAL MEETING

RESOLUTION NO:4	<p>“RESOLVED THAT, pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“The Act”), the Companies (Appointment and Qualification of Directors) Rules, 2014, SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including any statutory modifications or re-enactment thereof for the time being in force), Smt. Jagruti Nitinkumar Erda [DIN: 09680025], who was appointed as an Additional Director under the category of an Independent Director w.e.f. 26th July, 2022 by the Board of Directors pursuant to provision of Section 161(1) of the Act and the Article of Association of the Company, who has consented to act as a Director of the Company and submitted a declaration that she meets the criteria for independence as provided in the Act, and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable for retirement by rotation, to hold office for a period of 5 (five) consecutive years w.e.f 26th July, 2022.”</p> <p>“RESOLVED FURTHER THAT, the Board of Directors of the Company [which term shall, unless repugnant to the context or meaning thereof, be deemed to include a duly authorised “committee” thereof] be and is hereby authorized to do and perform all such acts, deeds, matters and things and take all such steps as may be necessary, proper, desirable or expedient to give effect to this resolution.”</p>
ESOLUTION NO:5	<p>“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 (“Act”), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule V of the Act (including any amendments thereto or re-enactment thereof for the time being in force), and the Articles of Association of the Company and upon the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, and subject to any required regulatory approvals and applicable conditions thereof, approval of the Members be and is hereby accorded to the re-appointment of Mr. Hiteshkumar Gordhanbhai Thummar (DIN: 02112952) as Managing Director and Chairman of the Company, for a period of five (5) years commencing from 31st July 2022 till 30th July, 2027 [both days inclusive], liable to retire by rotation, on the terms and conditions including remuneration not exceeding the limit of Rs. 3,00,000/- (Rupees Three Lakh Only) per month set out in the Statement annexed to this Notice.</p> <p>RESOLVED FURTHER THAT the Board of Directors (including its Committee thereof) be and is hereby authorised to revise the remuneration of Mr. Hiteshkumar Gordhanbhai Thummar (DIN: 02112952) from time to time to the extent the Board of Directors may deem appropriate, provided that such revision is within the overall limits of the managerial remuneration as prescribed under section 197 of the Companies Act, 2013</p>





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read with Schedule V thereto, and/or any guidelines prescribed by the Government from time to time.

RESOLVED FURTHER THAT notwithstanding anything to the contrary herein contained, wherein in any financial year during the currency of his tenure, the Company has no profits or the profits are inadequate, Mr. Hiteshkumar Gordhanbhai Thummar (DIN: 02112952) will be paid minimum remuneration within the ceiling limit prescribed under Part II of Section II of Schedule V of the Act or any modification or re-enactment thereof subject to requisite compliance and disclosure.

RESOLVED FURTHER THAT the Board or any Committee constituted or to be constituted by the Board be and is hereby authorised to delegate the powers to any officer of the Company to do all such acts, deeds, matters and things as the Board may, in its absolute discretion, consider necessary, expedient or desirable in order to give effect to this resolution or otherwise considered by the Board in the best interest of the Company, as it may deem fit."

