

Ref.: TFL/NSE/LODR/Reg.30/Proceedings of AGM 2018-19/1

September 20, 2019

To
National Stock Exchange of India Ltd
Exchange Plaza,
Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E),
Mumbai - 400 051.

Dear Sir/Madam,

Subject: Proceedings of 7th (Seventh) Annual General Meeting pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015

SCRIPT SYMBOL: TIRUPATIFL

Pursuant to regulations 30 of the Secretaries and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are hereby enclosing the proceedings of 7th (Seventh) Annual General Meeting of the members of the Company which was held on Friday, September 20, 2019 at 11:00 A.M. at the registered office of the Company situated at Plot No. 1-5, Survey No. 92/, Near Shan Cement, Hadamtala Industrial Area, Taluka: Kotda Sangani, Hadamtala, Rajkot - 360.311, Gujarat, India.

Kindly take the same on your records.

Thanking you,

Yours Faithfully,

For, Tirupati Forge Limited


CS Jalpa Doshi
Company Secretary & Compliance Officer
ICSI Membership No.: A54465



Summary of Proceeding of Seventh Annual General Meeting of The Members of The Company

The Seventh Annual General Meeting (AGM) of the Members of the Company was held on Friday, September 20, 2019 at 11:00 A.M. at the Registered office of the Company situated at Plot No. 1-5, Survey No. 92/, Near Shan Cement, Hadamtala Industrial Area, Taluka: Kotda Sangani, Hadamtala, Rajkot - 360 311, Gujarat, India.

Mr. Hiteshkumar Thummar, Chairman of the Meeting occupied the chair.

Since the requisite quorum being present, the chairman declared the meeting in order.

Mr. Hiteshkumar Thummar, Chairman and Managing Director (DIN: 02112952) of the Company presided over the meeting and addressed the Shareholders with his introductory speech.

The Chairman welcomed all the members present at the Annual General Meeting. Then he introduced Directors of the Company, Statutory Auditors and Secretarial Auditors of the Company present at the meeting.

He further introduced CS Piyush Jethva, Practising Company Secretary, who was appointed as a scrutinizer for the purpose of scrutinizing the remote e-voting and ballot voting process at the venue of the AGM.

Thereafter Chairman delivered his speech on the growth and development of the Company in the year 2018-19 and then he gave an overview of the financial performance of the Company, its future plans and outlook.

The Chairman further informed the members that the necessary registers pursuant to the Companies Act, 2013 and documents mentioned in the Notice calling 7th Annual General Meeting of the Company are open and available for inspection.

With the consent of the members present, the notice convening the meeting along with Management Discussion and analysis Report and the Board's Report, Annual Accounts of the Company for the year ended on March 31, 2019 were taken as read.

The Chairman then invited the queries from the Members of the Company on the Financial Statement and other agendas of the Meeting. Queries raised by the Members was addressed by Mr. Hiteshkumar G. Thummar, (Chairman and Managing Director), Mr. AtulNatu (Chief Financial Officer) and CS Jalpa Doshi (Company Secretary and Compliance officer).

The Chairman informed the Shareholders that in accordance with the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies [Management and administration] Rules, 2014 and Regulation 44 of SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015, the Company had provided the facility of voting by electronic means (e-voting) to its Members in respect of the resolutions to be passed at the Meeting through the remote e-voting platform provided by National Securities Depository Limited (NSDL). The remote e-voting period commenced at 09:00 a.m. (IST) on Tuesday, September 17, 2019 and ended at 05:00 p.m. (IST) on Thursday, September 19, 2019.



The Members was further informed that the facility for voting through ballot paper was made available at the Meeting for the Members attending the Meeting and who have not casted their vote by remote e-voting. CS Jalpa Doshi further instructed members that the members were required to put their Ballot paper, duly filled up and signed, in the Ballot Box. The whole process would be completed under the supervision of Scrutinizer and the votes casted by the members shall be kept confidential till the results would not be declared by the Scrutinizers.

The Chairman then announced that the scrutinizer would submit the Consolidated Report on voting results after taking into consideration the remote e-voting and ballot voting at the venue of the AGM and the same would be placed on the website of the Company and would be conveyed to the Stock Exchange and NSDL for displaying on its website within the prescribed time.

The Ballot voting at the venue of the Annual General Meeting was duly conducted on the following agenda:

ORDINARY BUSINESS:

- 1) To Receive, Consider and adopt the financial Statement including Audited Balance Sheet as on 31st March 2019 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) To appoint a Director in place of **Mr. Ajay Vithalbhai Sardhara, Director [DIN: 06386557]**, who retires by rotation and being eligible, offers himself for re-appointment.
- 3) Appointment of Maharishi & Co., Chartered Accountants [ICAI Firm Registration No. 124872W] as Statutory Auditors of the Company.

SPECIAL BUSINESS:

- 4) Amendment In Memorandum of Association
- 5) Alternation of Articles of Association
- 6) Issue of Bonus Shares

No other business was transacted at the meeting and therefore the meeting was concluded at 01:30 P.M. with a vote of thanks to the Chair.

For, Tirupati Forge Limited


CS Jalpa Doshi
Company Secretary & Compliance Officer
ICSI Membership No.: A54465



1. Brief profile of Director reappointed at the AGM as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sr. No.	Particulars	Information
01	Name of Director	Ajay Vithalbhai Sardhara
02	Director Identification Number	06386557
03	Brief Resume of Director	Mr. Ajay Sardhara, son of Mr. Vithalbhai Sardhara, 36 years old, resident of 1/3, Bhakti Nagar Society, Khodiyar Niwas, Opp. Hemani Hospital Street, Rajkot 360002, Gujarat, India. is Director of Company since September 15, 2012. He has an experience of about more than 12 years in forging Industry.
04	Nature of his expertise in specific functional areas	He currently heads the work of Compliance, Taxation and Legal Issue of Company to ensure proper Compliance with applicable laws to the Company.
05	Disclosure of relationships between Directors inter-se	Nil
06	Names of listed entities in which the person also holds the Directorship and	Nil
07	The membership of Committees of the board	The Director is member of the following Committee: 1. Committee for Sexual Harassment Complaints Redressal
08	Disclosure of Disqualification	He is not disqualified from being appointed as a Director
09.	No. of Shares held in the Company	38,400 Equity Shares



Sd/-

2. Brief Profile of Statutory Auditors:

Sr. No.	Particulars	Information
01	Name of the Firm	Maharishi & Co.
02	Category of Auditors	Auditor's Firm
03	Firm Registration Number	124872W
04	Address of the Auditors Firm	"Aparna", Behind Jivandeep Hospital, Limda Line, Jamnagar – 361 001, Gujarat, India.
05	Contact No.	0288 – 2665023
06	Email ID	info@jainandmaharishi.com
07	Period of account for which appointed	From 01/04/2019 to 31/03/2022 (For period of Three years)

The detailed profile of the appointed Statutory Auditors is enclosed herewith separately.



Signature

Maharishi & Co

Chartered Accountants

A close-up photograph of several hands of different skin tones stacked together in a circular formation, with fingers pointing towards the center. The hands are wearing white dress shirt cuffs and dark suit sleeves. The background is a plain, light-colored surface.

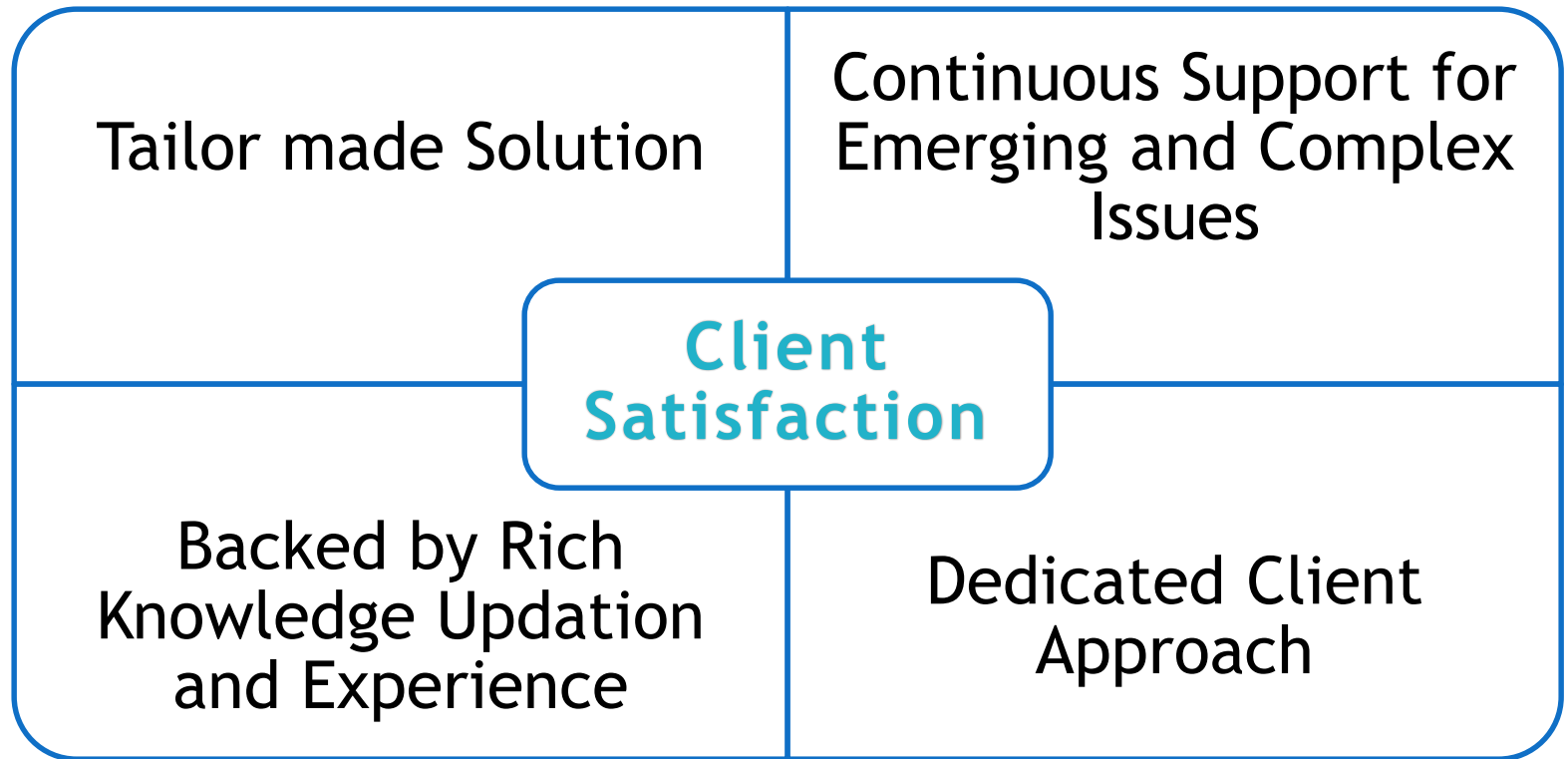
**BUILDING RELATIONSHIP FOR
SUSTAINABLE GROWTH**

Value Added Professional Services

- ❖ We, Maharishi & Co. has been dedicated for providing services to our client since 2007. Our firm is peer reviewed firm.
- ❖ We are continuously looking for avenues to assimilate value added knowledge, for our people, for our clients and for the society as a whole. We aim to alloy a perfect blend of professionalism with high standards of service, in our pursuit of excellence, intro text goes here .
- ❖ Our aim is to establish a personal and long term relationship with each Client with a view to tailoring our services to their individual needs. We pride ourselves on our ability to deal not only in a professional manner but also on a qualitative and timely basis with any assignments we undertake.

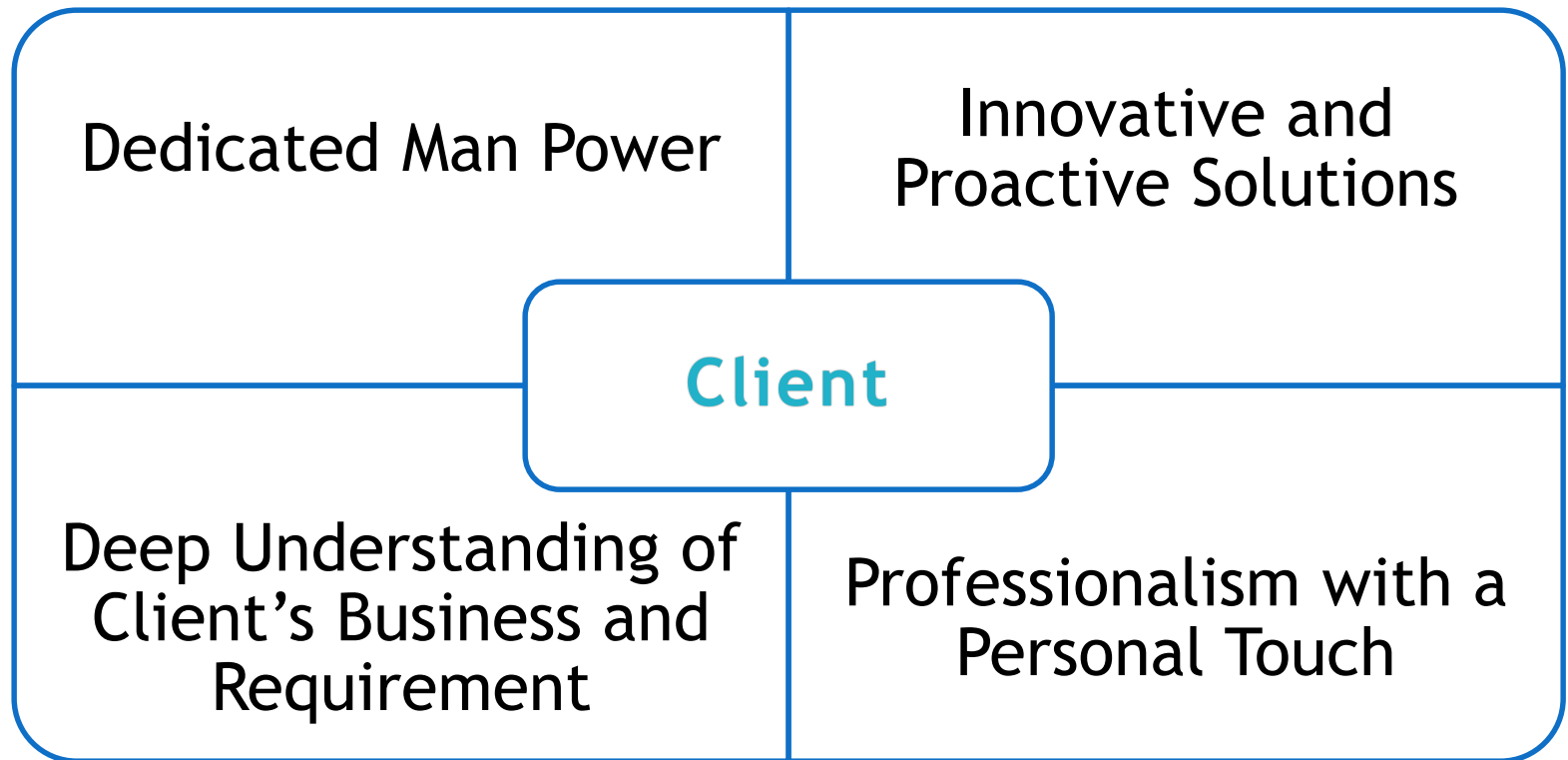
Key Differentiators...

The “Key” differentiators for our service, which becomes “Key” solutions for all our Client needs and a “Key” to our long term Client Relationship:-

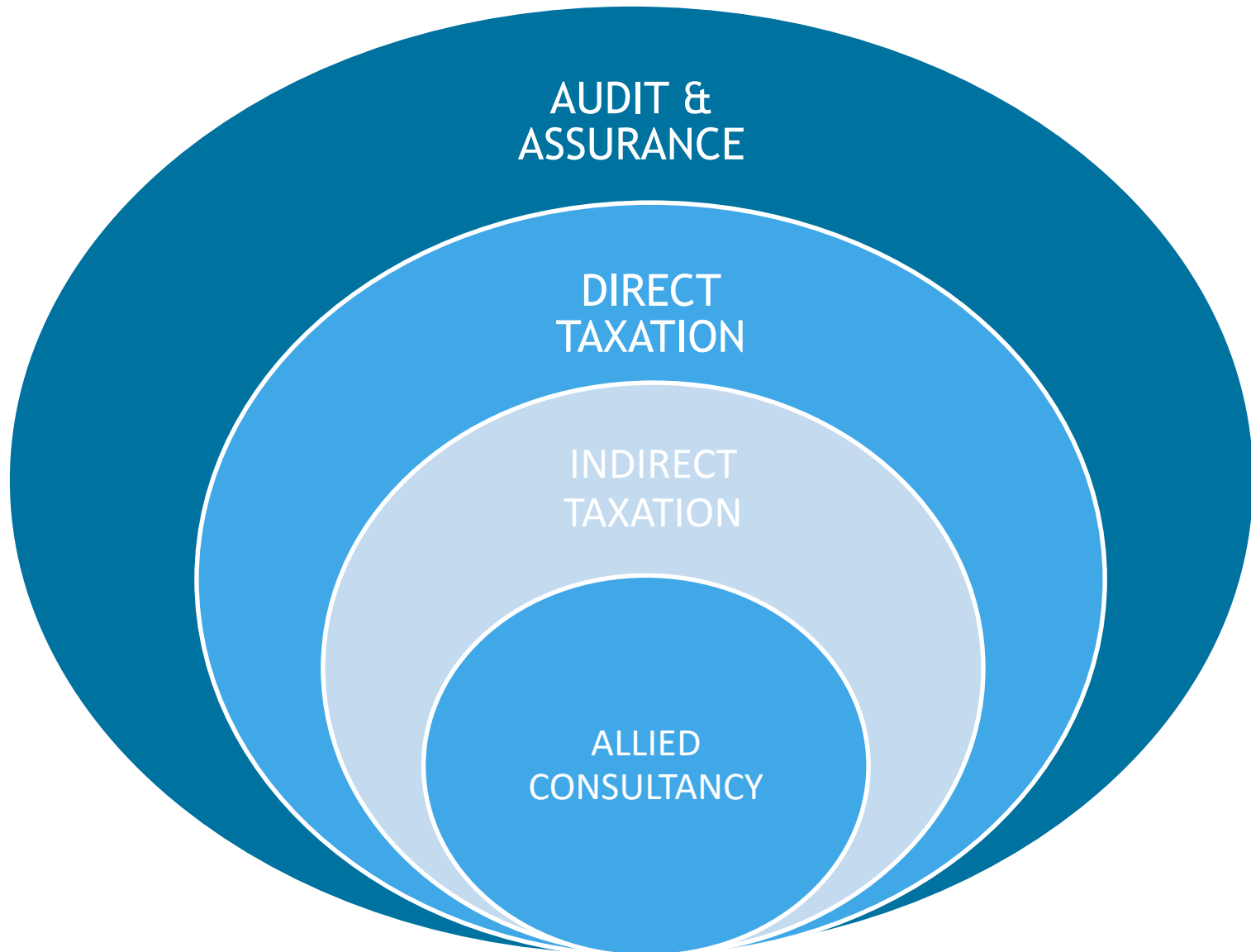


The Values That Help To Deliver Better

We define ourselves proudly by the following core values which are Client Centric:-



Our Services



AUDIT & ASSURANCE

Statutory
Audit

Limited
Review

IPO/ SME IPO
Support
Service
including
restatement
of Financial
Statement

Tax Audit

Advising on
Implementati
on of IND AS

DIRECT TAXATION

Assessment &
Litigation
support

Opinions &
Certifications

Domestic as
well as
International
Transfer pricing
documentation
and issues

Advisory
related to
Search &
Seizure

Due Diligence

INDIRECT TAXATION

Registration
for Goods
and Services
Tax

Assessment
& Litigation
support for
matters
pertaining to
Service Tax,
Value Added
Tax

Opinions &
Certifications

Compliance
& Return
Filing

GST Audit

ALLIED CONSULTANCY

Incorporation of
Company,
Annual
Compliance,
XBRL filling
under
Companies Act,
2013

FEMA
Opinion on
foreign
remittance, FDI,
FCRA and Annual
Compliance

Project Finance
Consultancy
Services

Management/
Business
Consultancy
Services

Building Service With Skill And Dedication

- ❖ Our practice is driven by expertise and the guarantee of complete dedication to our clients' needs
- ❖ Our People are our greatest asset. They are the personification of our core values. At Maharishi & Co. this principle holds true - we grow only when our people grow.
- ❖ We believe that true customer satisfaction comes from being close to the customer's business.
- ❖ We are an organization propelled solely by quality : quality innovation, information and implementation



Our Team

We are team of more than 30 people consisting:

4

- Partners (Including CISA & ISA qualified)

1

- Advocate

1

- Company Secretary

3

- Chartered Accountants

8

- Semi qualified executives and graduates

9

- Article Trainees

4

- Admin & Support Staff

LEADERS



CA Ankit Gokani

Partner

B.com., F.C.A.

Email ID: ankit.gokani@jainandmaharishi.com

Mobile : +91 90675 99919

He is Chartered Accountant (C.A.) qualified November 2008 and a Commerce graduate from R.A. Podar College, Mumbai University. Although a young torch bearer he possesses rich experience on structuring, regulatory and consulting in direct tax compliance and litigation support. He began his career at BDO and was with their Mumbai office for three Years. Presently he is a partner in M/s Maharishi & Co, Chartered Accountants handling direct tax practice in Jamnagar since September 2011. Areas of Expertise includes Individual Taxation, Corporate Taxation, International Taxation, Transfer Pricing, Tax Due Diligence and IND AS implementation.

Key projects handled includes Tax and regulatory work of large limited companies including appearance before all level of appellate authorities and briefing senior counsel on issues before high courts. Preparation of appeals, written submissions, and appearance for hearing before the Income Tax Appellate Tribunal, CIT (A), Provide guidance for tax Planning and tax documentation to clients.



CA Kapil Sanghvi

Partner

B. Com., ACA, DISA (ICAI), CISA (USA)

Email ID: kapil.sanghvi@jainandmaharishi.com

Mobile : +91 9924532821

He is Chartered Accountant qualified in 2011. He has also qualified Information System Audit (ISA) exam conducted by the Institute of Chartered Accountants of India and Certified Information System Auditor (CISA) exam conducted by Information Systems Audit and Control Association, USA. He has also completed Certificate course on International Taxation conducted by the Institute of Chartered Accountants of India.

He is presently leading Audit and Assurance Practice of the Firm.

Apart from the above he has handled various assignments of Limited Review, Statutory Audit of Listed Companies, Capital Structuring, Valuation of Shares, Advising on Foreign Direct Investment, Compliance with Company Law, Consolidation of Financial Statements, Restatement of financial statements and IND AS implementation. He is also well versed in auditing in the SAP environment.

He has experience of auditing in automobile, infrastructure, NBFC and manufacturing industries.



CA Manisha Talreja

Partner

B.Com. A.C.A

E-mail ID: manisha.talreja@jainandmaharishi.com

Mobile:--+91 9427944996

Manisha Talreja graduated as B.Com in 2005 from Saurashtra University. She started her professional career in 2007 as an article trainee at Maharishi & Co. Chartered Accountants, Jamnagar. Post qualification in 2010, she joined Haribhakti & Co. Chartered Accountants, affiliate of BDO Consulting Pvt. Ltd. at Jamnagar location as an associate in Tax & Regulatory Services. In 2013 she was promoted as an Assistant Manager.

She specialises in taxation matters, income tax litigations and international taxation.



CA Dushyant Maharishi
Partner

B. Sc., ACA, DISA (ICAI)

E-Mail ID: dushyant.maharishi@jainandmaharishi.com

Mobile : +91 942 99 41907

He is Chartered Accountant qualified in 2012. He has also qualified Information System Audit (ISA) exam conducted by the Institute of Chartered Accountants of India. Post qualification in 2012, he has experience of Associate in Audit & Assurance Services at Jamnagar location with Haribhakti & Co. Chartered Accountants, affiliate of BDO Consulting Pvt. Ltd. He has also experience of working with Reliance Corporate IT Park Ltd as an FC & A Manager in Project Operations.

He is presently handling Audit and Assurance service and advising various clients for matters pertaining to GST.

Apart from the above he has handled various assignments of Limited Review, Statutory Audit of Listed Companies, Valuation of Shares, Compliance with Company Law, Consolidation of Financial Statements, Restatement of financial statements, appearing before Commissioner of Service Tax, manual scrutiny of Service Tax and IND AS implementation.

He has experience of auditing in automobile, infrastructure, Marine and manufacturing industries.



Mehul Maharishi

Advocate

E-Mail: mehul.maharishi@jainandmaharishi.com

Mobile: +91 982 4858 799

He is an Advocate qualified in 2005.

Currently, he is advising client on matters pertaining to GST. He heads the GST compliance team.

He has experience of VAT return, VAT Audit, VAT Assessment & Appeal since last 10 years. Apart from that he also handles matters relating to professional tax. He has been an active committee member of Jamnagar Commercial Tax Practitioner Association and had been speaker at various seminars held at Jamnagar Chamber of Commerce and Commercial Tax Practitioner Association.

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"Aparna",

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Gujarat, INDIA

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Thank you!