

10<sup>th</sup> September, 2025

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.

**Symbol : TBZ**

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

**Script Code & ID: 534369**

Dear Sir/Madam

**Sub: Declaration of Voting Results and Scrutiniser's Report of the 18<sup>th</sup> Annual General Meeting of the Company.**

**Ref: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')**

This is to inform you that the 18<sup>th</sup> Annual General Meeting ("AGM") of the Members of Tribhovandas Bhimji Zaveri Limited ("the Company") was held on Tuesday, 9<sup>th</sup> September, 2025 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in compliance with the Circular of Ministry of Corporate Affairs ("MCA") dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021, May 5, 2022, December 28, 2022 and September 25, 2023 and September 19, 2024 (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") Circular dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023, October 7, 2023, and October 3, 2024 (collectively referred to as "SEBI Circulars") and other applicable provisions of the Companies Act, 2013 and Listing Regulations.

Pursuant to the aforementioned provisions, the remote e-voting facility was provided by the Company from Friday, 5<sup>th</sup> September, 2025 (9:00 a.m. IST) to Monday, 8<sup>th</sup> September, 2025 (5:00 p.m. IST) and e-voting facility at the AGM to all those Members present at the AGM who had not cast their votes through remote e-voting.

The Company had appointed Mr. Pramod Shah, Partner of M/s. Pramod S. Shah & Associates, Practicing Company Secretaries, Mumbai, as the Scrutiniser to scrutinise the entire voting process in a fair and transparent manner. As per the Scrutinisers' Report, all the Resolutions as set out in the Notice of AGM have been duly approved by the Members with the requisite majority.

Pursuant to Regulation 44(3) of the Listing Regulations, please find enclosed the Voting Results along with the Scrutiniser's Report thereon.



CIN No : L27205MH2007PLC172598

Regd. Office: 241/243, Zaveri Bazar, Mumbai - 400 002. Tel.: +91 22 4046 5000/01, 6130 0505.  
11th Floor, West Wing, Tulsiani Chambers, Free Press Journal Road, Nariman Point, Mumbai - 400 021. Tel.: 022 3073 5000  
[www.tbztheoriginal.com](http://www.tbztheoriginal.com)

The said results along with Scrutiniser's Report are also being made available on the Company website and on the website of KFin Technologies Limited, Registrar & Share Transfer Agent of the Company.

Kindly take the same on record.

Thanking You.

Yours faithfully,  
For **Tribhovandas Bhimji Zaveri Limited**

**Arpit Maheshwari**  
**Company Secretary**  
**ACS: 42396**

**Encl: a/a**



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	TRIBHOVANDAS BHIMJI ZAVERI LIMITED
Date of the AGM/EGM	09-09-2025
Total number of shareholders on record date	54274
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	6
Public:	56

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt: a.the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2025 together with the Reports of the Board of Directors and the Statutory Auditors thereon; and b.the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2025 together with the Report of the Statutory Auditors thereon.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,94,59,775	4,94,59,775	100.0000	4,94,59,775	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,94,59,775	100.0000	4,94,59,775	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,347	247	18.3370	247	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		247	18.337	247	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,72,69,498	72,061	0.4173	71,966	95	99.8681	0.1318	0	5
	Poll		248	0.0014	248	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		72,309	0.4187	72,214	95	99.8686	0.1314	0	5
Total		6,67,30,620	4,95,32,331	74.2273	4,95,32,236	95	99.9998	0.0002	0	5

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To declare dividend of Rs. 2.25/- per equity Shares of ? 10/- each for the financial year ended 31st March, 2025									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,94,59,775	4,94,59,775	100.0000	4,94,59,775	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,94,59,775	100.0000	4,94,59,775	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,347	247	18.3370	247	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		247	18.337	247	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,72,69,498	72,053	0.4172	71,998	55	99.9236	0.0763	0	13
	Poll		248	0.0014	248	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		72,301	0.4186	72,246	55	99.9239	0.0761	0	13
Total		6,67,30,620	4,95,32,323	74.2273	4,95,32,268	55	99.9999	0.0001	0	13

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Ms. Binaisha Zaveri (DIN: 00263657), who retires by rotation and being eligible, offers herself for re-appointment									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,94,59,775	4,94,59,775	100.0000	4,94,59,775	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,94,59,775	100.0000	4,94,59,775	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,347	247	18.3370	247	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		247	18.337	247	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,72,69,498	71,756	0.4155	71,561	195	99.7282	0.2717	0	310
	Poll		248	0.0014	248	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		72,004	0.4169	71,809	195	99.7292	0.2708	0	310
Total		6,67,30,620	4,95,32,026	74.2268	4,95,31,831	195	99.9996	0.0004	0	310

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - To consider the re-appointment of M/s. Chaturvedi & Shah LLP, Chartered Accountants (FRN: 101720W / W100355) as Statutory Auditors of the Company									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,94,59,775	4,94,59,775	100.0000	4,94,59,775	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,94,59,775	100.0000	4,94,59,775	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,347	247	18.3370	247	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		247	18.337	247	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,72,69,498	72,056	0.4172	71,861	195	99.7293	0.2706	0	10
	Poll		248	0.0014	248	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		72,304	0.4186	72,109	195	99.7303	0.2697	0	10
Total		6,67,30,620	4,95,32,326	74.2273	4,95,32,131	195	99.9996	0.0004	0	10

Resolution No.	5									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for re-appointment of Mr. Shrikant Zaveri (DIN: 00263725) as Managing Director of the Company and payment of remuneration thereof									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,94,59,775	4,94,59,775	100.0000	4,94,59,775	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,94,59,775	100.0000	4,94,59,775	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,347	247	18.3370	247	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		247	18.337	247	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,72,69,498	72,056	0.4172	71,961	95	99.8681	0.1318	0	10
	Poll		248	0.0014	248	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		72,304	0.4186	72,209	95	99.8686	0.1314	0	10
Total		6,67,30,620	4,95,32,326	74.2273	4,95,32,231	95	99.9998	0.0002	0	10

Resolution No.	6									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for re-appointment of Ms. Binaisha Zaveri (DIN: 00263657) as Whole-time Director of the Company and payment of remuneration thereof									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,94,59,775	4,94,59,775	100.0000	4,94,59,775	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,94,59,775	100.0000	4,94,59,775	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,347	247	18.3370	247	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		247	18.337	247	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,72,69,498	71,756	0.4155	71,561	195	99.7282	0.2717	0	310
	Poll		248	0.0014	248	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		72,004	0.4169	71,809	195	99.7292	0.2708	0	310
Total		6,67,30,620	4,95,32,026	74.2268	4,95,31,831	195	99.9996	0.0004	0	310

Resolution No.	7									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for re-appointment of Ms. Raashi Zaveri (DIN: 00713688) as Whole-time Director of the Company and payment of remuneration thereof									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,94,59,775	4,94,59,775	100.0000	4,94,59,775	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,94,59,775	100.0000	4,94,59,775	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,347	247	18.3370	247	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		247	18.337	247	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,72,69,498	71,756	0.4155	71,561	195	99.7282	0.2717	0	310
	Poll		248	0.0014	248	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		72,004	0.4169	71,809	195	99.7292	0.2708	0	310
Total	6,67,30,620	4,95,32,026	74.2268	4,95,31,831	195	99.9996	0.0004	0	310	

Resolution No.	8									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for re-appointment of Mrs. Sudha Pravin Navandar (DIN: 02804964) as an Independent Director of the Company									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,94,59,775	4,94,59,775	100.0000	4,94,59,775	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,94,59,775	100.0000	4,94,59,775	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,347	247	18.3370	247	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		247	18.337	247	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,72,69,498	71,756	0.4155	71,561	195	99.7282	0.2717	0	310
	Poll		248	0.0014	248	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		72,004	0.4169	71,809	195	99.7292	0.2708	0	310
Total	6,67,30,620	4,95,32,026	74.2268	4,95,31,831	195	99.9996	0.0004	0	310	

Resolution No.	9									
Resolution required: (Ordinary/ Special)	ORDINARY - Approval for appointment of M/s. Pramod S. Shah & Associates, Practicing Company Secretaries as Secretarial Auditors of the Company									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,94,59,775	4,94,59,775	100.0000	4,94,59,775	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>4,94,59,775</b>	<b>100.0000</b>	<b>4,94,59,775</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	1,347	247	18.3370	247	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>247</b>	<b>18.337</b>	<b>247</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Non Institutions	E-Voting	1,72,69,498	72,058	0.4173	71,863	195	99.7293	0.2706	0	8
	Poll		248	0.0014	248	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>72,306</b>	<b>0.4187</b>	<b>72,111</b>	<b>195</b>	<b>99.7303</b>	<b>0.2697</b>	<b>0.0000</b>	<b>0</b>
<b>Total</b>	<b>6,67,30,620</b>	<b>4,95,32,328</b>	<b>74.2273</b>	<b>4,95,32,133</b>	<b>195</b>	<b>99.9996</b>	<b>0.0004</b>	<b>0</b>	<b>8</b>	

Resolution No.	10									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for alteration of Object Clause in the Memorandum of Association of the Company									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,94,59,775	4,94,59,775	100.0000	4,94,59,775	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>4,94,59,775</b>	<b>100.0000</b>	<b>4,94,59,775</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	1,347	247	18.3370	247	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>247</b>	<b>18.337</b>	<b>247</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Non Institutions	E-Voting	1,72,69,498	71,760	0.4155	71,463	297	99.5861	0.4138	0	306
	Poll		248	0.0014	248	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>72,008</b>	<b>0.4169</b>	<b>71,711</b>	<b>297</b>	<b>99.5875</b>	<b>0.4125</b>	<b>0.0000</b>	<b>0</b>
<b>Total</b>	<b>6,67,30,620</b>	<b>4,95,32,030</b>	<b>74.2268</b>	<b>4,95,31,733</b>	<b>297</b>	<b>99.9994</b>	<b>0.0006</b>	<b>0</b>	<b>306</b>	

Resolution No.	11									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for acceptance of Deposits from Public/ Members.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,94,59,775	4,94,59,775	100.0000	4,94,59,775	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>4,94,59,775</b>	<b>100.0000</b>	<b>4,94,59,775</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	1,347	247	18.3370	247	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>247</b>	<b>18.337</b>	<b>247</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	1,72,69,498	72,060	0.4173	71,915	145	99.7987	0.2012	0	6
	Poll		248	0.0014	248	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>72,308</b>	<b>0.4187</b>	<b>72,163</b>	<b>145</b>	<b>99.7995</b>	<b>0.2005</b>	<b>0</b>	<b>6</b>
<b>Total</b>	<b>6,67,30,620</b>	<b>4,95,32,330</b>	<b>74.2273</b>	<b>4,95,32,185</b>	<b>145</b>	<b>99.9997</b>	<b>0.0003</b>	<b>0</b>	<b>6</b>	

# Pramod S. Shah & Associates

Practising Company Secretaries

3rd Floor, LA-SHEWA Bldg., Next to Fedex, 233, P. D' Mello Road, Opp. St. George Hospital, Near CST, Mumbai - 400 001.  
Tel. : 91-22-2271 7700 • Email : saurabhshah@psaprofessionals.com • Website : cpsa.co.in

## REPORT OF SCRUTINIZER(S)

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,  
Mr. Shrikant Zaveri,  
Chairman and Managing Director  
Tribhovandas Bhimji Zaveri Limited  
CIN: L27205MH2007PLC172598  
241/43, Zaveri Bazar,  
Mumbai - 400 002

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time for 18<sup>th</sup> Annual General Meeting of the Members of Tribhovandas Bhimji Zaveri Limited, held on Tuesday, 09<sup>th</sup> September, 2025 at 11:30 A.M. through video conferencing ("VC") / other audio visual means ("OAVM").

I, Pramod S. Shah, Partner of Pramod S. Shah & Associates, Practising Company Secretaries, appointed as the Scrutinizer by the Board of Directors of Tribhovandas Bhimji Zaveri Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and as per the MCA General Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 Circular No. 20/2020 dated May 5, 2020, Circular No. 2/2021 dated January 13, 2021, Circular No. 19/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 2/2022 dated May 5, 2022, Circular No. 10/2022 dated December, 28, 2022, Circular No. 09/2023 dated September 25, 2023 and Circular No. 09/2024 dated September 19, 2024 along with SEBI Circular No. SEBI/HO/CFD/ CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and SEBI/HO/CFD/PoD-2/P/CIR/2024/133 dated October 3, 2024 for the resolutions proposed at the 18<sup>th</sup> Annual General Meeting ("AGM") of the members of Tribhovandas Bhimji Zaveri Limited held on Tuesday, 09<sup>th</sup> September, 2025 at 11.30 a.m. IST through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") in order to ascertain requisite majority on voting conducted through remote e-voting process (before, during and 15 minutes after the conclusion of the AGM).

1



A handwritten signature in blue ink, consisting of a stylized, cursive script.

The remote e-voting period commenced on Friday, 05<sup>th</sup> September, 2025 (9.00 a.m. IST) and ends on Monday, 08<sup>th</sup> September, 2025 (5.00 p.m. IST).

The members of the Company holding shares as on the "cut-off" date of Tuesday, 02<sup>nd</sup> September, 2025 were entitled to vote on the proposed resolutions as contained in the Notice of the AGM by remote e-voting system prior to AGM and e-voting system during the AGM.

The Company had availed the remote e-voting facility offered by **KFin Technologies Limited** for conducting remote e-voting prior to AGM and conducting e-voting during the AGM by the members of the Company.

The Company had also provided e-voting facility for the members to vote during AGM who were present in the meeting through VC/OAVM and had not cast their votes on the proposed resolutions through remote e-voting facility, to cast their vote at the AGM.

After the conclusion of the e-voting at the AGM, the votes cast by the members present through VC/OAVM at the AGM and through remote e-voting facility were there after unblocked and counted in the presence of two witnesses who are not in the employment of the Company.

I have scrutinised and reviewed the votes cast by the members through remote e-voting process before the AGM and through e-voting process during the AGM based on the data downloaded from the **KFin Technologies Limited e-voting system**.

The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of members i.e. their name, address, folio no., client ID, no of shares held by them, nominal value of such shares.

The management of the Company is responsible to ensure the compliances with regard to AGM of the members conducted through VC/OAVM and to organise the process of remote e-voting and e-voting during AGM in accordance with the provisions of the Act read with rules made thereunder and the MCA circulars issued in this regard.

The consolidated result of the scrutiny of the remote e-voting process and votes cast by the members during the AGM present through VC/OAVM in respect of passing of the resolutions contained in the Notice dated 06<sup>th</sup> August, 2025 is as under:



A handwritten signature in blue ink, appearing to be "P. Shah", written over a horizontal line.

**CONSOLIDATED RESULTS****ORDINARY BUSINESS****Ordinary Resolution -1:****To receive, consider and adopt:**

- i. the Audited Standalone Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2025 together with the Reports of the Board of Directors and the Statutory Auditors thereon; and
- ii. the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2025 together with the Report of the Statutory Auditors thereon.

**a) Voted in favour of the resolution:**

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	109	49531988	99.9998
E-Voting During the AGM	12	248	100
Total	121	49532236	99.9998

**b) Voted against the resolution:**

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	4	95	0.0002
E-Voting During the AGM	0	0	0
Total	4	95	0.0002

**c) Invalid Votes:**

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	0	0	0
E-Voting During the AGM	0	0	0
Total	0	0	0

1 Member holding 5 votes abstained from voting on Ordinary Resolution No. 1 and their votes have not been taken into consideration for calculation of percentages.



A handwritten signature in black ink, appearing to be "P. S. Shah", written over a light blue background.

**Ordinary Resolution -2:**

To declare dividend of Rs. 2.25/- per equity shares of Rs. 10/- for the financial year ended 31<sup>st</sup> March, 2025

**a) Voted in favour of the resolution:**

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	110	49532020	99.9999
E-Voting During the AGM	12	248	100
Total	122	49532268	99.99999

**b) Voted against the resolution:**

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	2	55	0.0001
E-Voting During the AGM	0	0	0
Total	2	55	0.00001

**c) Invalid Votes:**

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	0	0	0
E-Voting During the AGM	0	0	0
Total	0	0	0

2 Members holding 13 votes abstained from voting on Ordinary Resolution No. 2 and their votes have not been taken into consideration for calculation of percentages.



A handwritten signature in black ink, appearing to be "P. S. Shah", written over a horizontal line.

**Ordinary Resolution -3:**

To appoint a Director in place of Ms. Binaisha Zaveri (DIN: 00263657), who retires by rotation at this Annual General Meeting, in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, offers herself for re-appointment

a) Voted in favour of the resolution:

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	104	49531583	99.9996
E-Voting During the AGM	12	248	100
Total	116	49531831	99.9996

b) Voted against the resolution:

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	5	195	0.0004
E-Voting During the AGM	0	0	0
Total	5	195	0.0004

c) Invalid Votes:

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	0	0	0
E-Voting During the AGM	0	0	0
Total	0	0	0

5 Members holding 310 votes abstained from voting on Ordinary Resolution No. 3 and their votes have not been taken into consideration for calculation of percentages.



A handwritten signature in blue ink, appearing to be "P. Shah", written over the stamp.

**Ordinary Resolution -4:**

To consider the re-appointment of M/s. Chaturvedi & Shah LLP, Chartered Accountants (FRN: 101720W / W100355) as Statutory Auditors of the Company.

a) Voted in favour of the resolution:

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	105	49531883	99.9996
E-Voting During the AGM	12	248	100
Total	117	49532131	99.9996

b) Voted against the resolution:

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	5	195	0.0004
E-Voting During the AGM	0	0	0
Total	5	195	0.0004

c) Invalid Votes:

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	0	0	0
E-Voting During the AGM	0	0	0
Total	0	0	0

4 Members holding 10 votes abstained from voting on Ordinary Resolution No. 4 and their votes have not been taken into consideration for calculation of percentages.



A handwritten signature in blue ink, appearing to be "P. S. Shah", written over the stamp.

**SPECIAL BUSINESS****Special Resolution -5:**

Approval for re-appointment of Mr. Shrikant Zaveri (DIN: 00263725) as Managing Director of the Company and payment of remuneration thereof.

a) Voted in favour of the resolution:

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	106	49531983	99.9998
E-Voting During the AGM	12	248	100
Total	118	49532231	99.9998

b) Voted against the resolution:

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	4	95	0.0002
E-Voting During the AGM	0	0	0
Total	4	95	0.0002

c) Invalid Votes:

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	0	0	0
E-Voting During the AGM	0	0	0
Total	0	0	0

4 Members holding 10 votes abstained from voting on special Resolution No. 5 and their votes have not been taken into consideration for calculation of percentages.



A handwritten signature in black ink, appearing to be "P. S. Shah", written over the stamp.

**Special Resolution -6:**

Approval for re-appointment of Ms. Binaisha Zaveri (DIN: 00263657) as Whole-time Director of the Company and payment of remuneration thereof.

a) Voted in favour of the resolution:

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	104	49531583	99.9996
E-Voting During the AGM	12	248	100
Total	116	49531831	99.9996

b) Voted against the resolution:

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	5	195	0.0004
E-Voting During the AGM	0	0	0
Total	5	195	0.0004

c) Invalid Votes:

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	0	0	0
E-Voting During the AGM	0	0	0
Total	0	0	0

5 Members holding 310 votes abstained from voting on Special Resolution No. 6 and their votes have not been taken into consideration for calculation of percentages.



A handwritten signature in blue ink, appearing to be "P. Shah", written over the stamp.

**Special Resolution -7:**

Approval for re-appointment of Ms. Raashi Zaveri (DIN: 00713688) as Whole-time Director of the Company and payment of remuneration thereof.

a) Voted in favour of the resolution:

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	104	49531583	99.9996
E-Voting During the AGM	12	248	100
<b>Total</b>	<b>116</b>	<b>49531831</b>	<b>99.9996</b>

b) Voted against the resolution:

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	5	195	0.0004
E-Voting During the AGM	0	0	0
<b>Total</b>	<b>5</b>	<b>195</b>	<b>0.0004</b>

c) Invalid Votes:

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	0	0	0
E-Voting During the AGM	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

5 Members holding 310 votes abstained from voting on Special Resolution No. 7 and their votes have not been taken into consideration for calculation of percentages.



A handwritten signature in blue ink, appearing to be "P. S. Shah", written over the stamp.

**Special Resolution -8:**

Approval for re-appointment of Mrs. Sudha Pravin Navandar (DIN: 02804964) as an Independent Director of the Company.

a) Voted in favour of the resolution:

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	104	49531583	99.9996
E-Voting During the AGM	12	248	100
Total	116	49531831	99.9996

b) Voted against the resolution:

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	5	195	0.0004
E-Voting During the AGM	0	0	0
Total	5	195	0.0004

c) Invalid Votes:

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	0	0	0
E-Voting During the AGM	0	0	0
Total	0	0	0

5 Members holding 310 votes abstained from voting on Special Resolution No. 8 and their votes have not been taken into consideration for calculation of percentages.



A handwritten signature in blue ink, appearing to be "D. S. Shah", written over the stamp.

**Ordinary Resolution -9:**

Approval for appointment of M/s. Pramod S. Shah & Associates, Practising Company Secretaries as Secretarial Auditors of the Company.

a) Voted in favour of the resolution:

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	106	49531885	99.9996
E-Voting During the AGM	12	248	100
<b>Total</b>	<b>118</b>	<b>49532133</b>	<b>99.9996</b>

b) Voted against the resolution:

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	5	195	0.0004
E-Voting During the AGM	0	0	0
<b>Total</b>	<b>5</b>	<b>195</b>	<b>0.0004</b>

c) Invalid Votes:

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	0	0	0
E-Voting During the AGM	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

3 Members holding 8 votes abstained from voting on Ordinary Resolution No. 9 and their votes have not been taken into consideration for calculation of percentages.



A handwritten signature in blue ink, appearing to be "P. S. Shah", written over the stamp.

**Special Resolution -10:**

Approval for alteration of Object Clause in the Memorandum of Association of the Company.

a) Voted in favour of the resolution:

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	104	49531485	99.9994
E-Voting During the AGM	12	248	100
<b>Total</b>	<b>116</b>	<b>49531733</b>	<b>99.9994</b>

b) Voted against the resolution:

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	7	297	0.0006
E-Voting During the AGM	0	0	0
<b>Total</b>	<b>7</b>	<b>297</b>	<b>0.0006</b>

c) Invalid Votes:

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	0	0	0
E-Voting During the AGM	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

3 Members holding 306 votes abstained from voting on Special Resolution No. 10 and their votes have not been taken into consideration for calculation of percentages.



A handwritten signature in blue ink, appearing to be "P. Shah", written over the stamp.

**Special Resolution -11:**

Approval for acceptance of Deposits from Public/Members.

a) Voted in favour of the resolution:

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	107	49531937	99.9997
E-Voting During the AGM	12	248	100
Total	119	49532185	99.9997

b) Voted against the resolution:

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	5	145	0.0003
E-Voting During the AGM	0	0	0
Total	5	145	0.0003

c) Invalid Votes:

Particulars	No. of Members who voted	Number of Votes cast by them	% of total number of votes cast
Remote E-voting	0	0	0
E-Voting During the AGM	0	0	0
Total	0	0	0

2 Members holding 6 votes abstained from voting on Special Resolution No. 11 and their votes have not been taken into consideration for calculation of percentages.



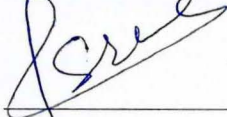
A handwritten signature in black ink, appearing to be "P. Shah".

Based on the aforesaid results the resolutions as contained in the Notice calling the said AGM were passed by the Members with the requisite majority.

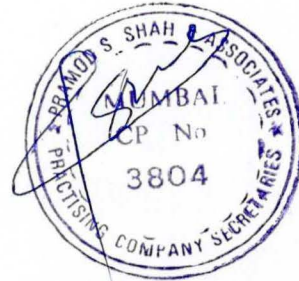
The electronic data along with the votes cast by the members present through VC/OAVM which was under my safe custody have been handed over to the Company Secretary for safe keeping.

Thanking you.  
Yours faithfully,

Pramod S. Shah & Associates,



Pramod S. Shah - Partner  
Practising Company Secretaries  
Membership No: FCS 334  
C.O.P No: 3804  
UDIN: F000334G001216538



Date: 10<sup>th</sup> September, 2025  
Place: Mumbai

For Tribhovandas Bhimji Zaveri Limited

\_\_\_\_\_  
Counter Sign  
(Person Authorised by the Chairman of the Company)