

TIRUPATI/NSE/2022-23

Date: 29th September, 2022

To,

**The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot no. C/1,
G Block, Bandra Kurla Complex, Bandra (E)
Mumbai 400 051 (M.H.)**

NSE Symbol: TIRUPATI

Sub: Submission of the proceedings of the 13th Annual General Meeting of the company held on Thursday, 29th September, 2022, pursuant to Regulation 30(2) read with part A of Schedule III of the SEBI (LODR) Regulations, 2015.

Dear Sir/Ma'am,

Pursuant to Regulation 30(2) read with Part A of Schedule III of the SEBI (LODR) Regulations, 2015, we are pleased to submit the proceedings of the 13th Annual General Meeting of Shree Tirupati Balajee FIBC Limited, duly held on Thursday, 29th September, 2022 at 11:30 A.M. and concluded at 11:41 A.M. through Video Conferencing or Other Audio Video means.

Please note that results of e-voting and electronic voting at AGM will be intimated to you separately upon receipt of Report from the Scrutinizer within 48 hours from the conclusion of the Annual General Meeting.

You are requested to please take on record the above said document for your reference and further needful.

Thanking You,
Yours Faithfully,

FOR, SHREE TIRUPATI BALAJEE FIBC LIMITED


**BINOD KUMAR AGARWAL
CHAIRMAN AND MANAGING DIRECTOR
DIN: 00322536**

Encl:- Proceedings of 13th Annual General Meeting

PROCEEDINGS OF THE 13TH ANNUAL GENERAL MEETING OF THE MEMBERS OF SHREE TIRUPATI BALAJEE FIBC LIMITED HELD ON THURSDAY, THE 29TH DAY OF SEPTEMBER, 2022, THROUGH VIDEO CONFERENCING (VC)/OTHER AUDIO VISUAL MEANS (OAVM) COMMENCED AT 11:30 A.M. AND CONCLUDED AT 11:41 A.M. AND FOR WHICH PURPOSES REGISTERED OFFICE OF THE COMPANY SITUATED AT PLOT NO. A.P.-14 (APPAREL PARK), SEZ PHASE-II, INDUSTRIAL AREA PITHAMPUR-454774 (M.P.), SHALL BE DEEMED AS THE VENUE FOR THE ANNUAL GENERAL MEETING.

PRESENCE IN THE MEETING THROUGH VC/OAVM

I. DIRECTORS:

- | | | |
|-------------------------------|---|------------------------------|
| 1. Mr. Binod Kumar Agarwal | - | Chairman & Managing Director |
| 2. Mr. Ranjan Kumar Mohapatra | - | Director |
| 3. Mr. Sakul Grover | - | Director |
| 4. Mr. Hatim Badshah | - | Independent Director |
| 5. Mrs. Priyanka Sengar | - | Independent Director |
| 6. Mr. Yash Khemchandani | - | Independent Director |

II. OFFICERS IN PRESENCE:

- | | | |
|----------------------|---|--|
| 1. Mr. Hamza Hussain | - | Chief Financial Officer |
| 2. Mr. Vipul Goyal | - | Company Secretary & Compliance Officer |

III. SPECIAL INVITEE'S:

- | | | |
|----------------------------|---|--|
| 1. M/s Ritesh Gupta & Co., | - | Secretarial Auditor & Scrutinizer for E-Voting |
| 2. M/s MS Dahiya & Co., | - | Statutory Auditors |

The Company Secretary (CS) further informed that as on the cut-off date i.e. 22nd September, 2022, there were only 120 members in the Company and there is requirement to have 5 (five) members present at the meeting under Section 103 of the Companies Act, 2013. He further informed that as per Attendance Register provided by CDSL, 10 (Ten) members were present through video Conferencing, therefore adequate quorum as per requirement of law is present and the Chairman may proceed to call the meeting in order and commence the proceedings of the AGM.

PROCEEDING OF THE MEETING:

In continuation of Ministry's Circular No. 14/2020 dated 08th April, 2020, Circular No.17/2020 dated 13th April, 2020, General Circular No. 20/2020 dated 05th May, 2020, General Circular No. 02/2021 Dt. 13th Jan, 2021, General Circular No. 19/2021 Dt. 8th Dec, 2021 & 21/2021 dated 14th Dec, 2021, it has been decided to allow companies whose AGMs were due to be held in the year 2022, or become due in the year 2022, to conduct their AGMs on or before 31.12.2022, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 dated 05.05.2020. Therefore, the forthcoming Annual General Meeting will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing Annual General Meeting through VC/OAVM. As per Article 102 of the Article of Association of the Company, Mr. Binod Kumar Agarwal, Chairman and Managing Director of the Company occupied the Chair for the Meeting.




Mr. Vipul Goyal, Company Secretary & Compliance Officer of the Company welcomed all the members and directors and invitees present in the meeting through VC/OAVM on 13th Annual General Meeting of the Company.

CS then requested Mr. Binod Kumar Agarwal, Chairman of the Company to continue with the proceedings of the meeting. Mr. Binod Kumar Agarwal, Chairman, chaired the Meeting and as the requisite quorum being present, called the meeting to order. Further, the CS gave the welcome speech and called the Chairman to deliver the Chairman's Speech covering the Overall and segmental financial and operational performance of the Company for the Financial Year ended 31.03.2022.

The Register of Directors and Key Managerial Personnel and their shareholding; Register of Contracts or Agreements in which Directors are interested; Audited standalone and consolidated financial statements for the financial year ended 31st March, 2022; Independent Auditor Reports on the audited standalone and consolidated financial statements of the Company; Secretarial Audit Report; as required by SEBI; and Memorandum and Articles of Association of the Company were open for inspection in electronic mode during the Meeting.

The compliance with the applicable provisions of the Companies Act, 2013 and rules made thereunder, applicable provisions of the Secretarial Standard on General Meeting (SS-2) issued under Section 118 (10) of the Companies Act, 2013, Ministry of Corporate Affairs (MCA) Circulars dated 5th May, 2020, 8th April, 2020 and 13th April, 2020, with respect to calling, convening and conducting this Annual General Meeting was confirmed. Further, it was also confirmed that all efforts feasible under the circumstances have indeed been made by the Company to enable members to participate and vote on the items being considered in the meeting.

The Chairman then authorized Mr. Vipul Goyal, Company Secretary & Compliance Officer of the Company to carry further proceedings of the AGM.

Thereafter, CS informed the Members that Electronic copies of the Annual Report for financial year 2021-22 have been sent to all the members who's E-mail Ids were registered with the Company or Depository Participant(s) and further there was no requirement to send the physical copies of the Annual Report to the members of the Company.

With the consent of the Members present, the Notice of 13th Annual General Meeting along with all requisite annexure was taken as read.

Thereafter, the CS requested the Members to consider and approve the ordinary and special businesses as mentioned in the Notice of AGM from Item No. 01 to 06:

AGENDA ITEM NO.	PARTICULARS OF THE RESOLUTIONS	TYPE OF RESOLUTIONS
1.	Consideration, approval and adoption of the Standalone & Consolidated Audited Financial Statements of the Company for the year ended 31 st March 2022 and the Reports of the Board of Directors and Auditors thereon.	Ordinary
2.	Appointment of a Director in place of Shri Sakul Grover (DIN: 06863528) Director, who retires by rotation and being eligible offers himself for re-appointment.	Ordinary
	Approval for Related Party Transactions.	Ordinary
	Re-appointment of Shri Hatim Badshah (DIN:05118272) , as the Independent Director for the second term of 5 (five) consecutive years	Special



5.	Appointment of Shri Yash Khemchandani (DIN: 08923669) as a Non-Executive Independent Director.	Special
6.	Re-appointment of Shri Binod Kumar Agarwal (DIN: 00322536) as Managing Director of the company.	Special

CS further informed that the Company has provided E-Voting facility to its members whose names appeared in the Register of Members as on cut-off date i.e. 22nd September, 2022; to cast their votes on the resolutions proposed to be passed at this 13th Annual General Meeting through remote e-voting system of CDSL. The e-voting commenced from Monday, 26th day of September, 2022 at 09.00 A.M. (IST) and ends on Wednesday, 28th day of September, 2022 at 05.00 P.M. (IST). Further, the facility for voting through electronic system is also available for all those members, who are present in this Meeting and did not cast their votes by remote e-voting and otherwise not barred from doing so. Members, who have already cast their votes through remote e-voting are not entitled to vote again and vote, if any, cast at the Meeting shall be treated as invalid.

CS further informed that Mr. Ritesh Gupta, Practicing Company Secretary (ICSI Membership No. FCS-5200; CP No. 3764) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner and to conduct the e-voting process and proceedings of the Annual General Meeting.

CS informed the members present in the AGM that the results of the remote e-voting and Electronic Voting at AGM along with the report of the scrutinizer will be announced within 48 (Forty Eight) hours from the conclusion of 13th Annual General Meeting and shall also be placed at the Company's, NSE and CDSL Website.

Mr. Hamza Hussain, Chief Financial Officer of the Company has given his vote of thanks to the Chairman, Board of Directors, Invitees and all the members for participating in the meeting.

CS declared the meeting concluded at 11:41 A.M.

FOR SHREE TIRUPATI BALAJEE FIBC LIMITED

BINOD KUMAR AGARWAL
CHAIRMAN AND MANAGING DIRECTOR
DIN: 00322536