



Dated: 28th September, 2022

To,
Listing Department
National Stock Exchange of India
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E), Mumbai -400051

Symbol- TOUCHWOOD	ISIN- INE486Y01013	Series- EQ
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Subject: Proceedings of the 25th Annual General Meeting & Outcome

Ref: Our letter dated 30th August, 2022

Dear Sir/Ma'am,

In continuation to our letter dated 30th August, 2022, we wish to inform you that the 25th Annual General Meeting ('AGM') of the Company was held on Wednesday, the 28th September, 2022, at 4 P.M. (IST) through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM') and the business items [from Nos. (1) to (11)] mentioned in the notice dated the 8th August, 2022 of the said AGM were transacted at the said meeting.

The voting results of the 25th Annual General Meeting of the Company along with the Scrutinizer's Report will be shared shortly.

In compliance with Regulation 30 read with Para A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are enclosing herewith a summary of AGM proceedings as **Annexure -1**.

The 25th Annual General Meeting of the Company was concluded at 4:45 P.M. (IST).

Kindly take the aforesaid on your record and oblige.

Thanking You,

Yours Faithfully,

For Touchwood Entertainment Limited

Ashima Arora
Company Secretary & Compliance Officer

TOUCHWOOD ENTERTAINMENT LIMITED

CIN: L92199DL1997PLC088865 | ISO 9001 :2015 | UAM No. DL10F0009354
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ANNEXURE-1

SUMMARY OF THE PROCEEDINGS OF THE 25TH (TWENTY FIFTH) ANNUAL GENERAL MEETING OF THE MEMBERS OF TOUCHWOOD ENTERTAINMENT LIMITED ("THE COMPANY")

The 25th Annual General Meeting ('AGM') of the Company was held on Wednesday, the 28th September, 2022, at 4 P.M. (IST) through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM').

Ms. Ashima Arora, Company Secretary & Compliance Officer welcomed all the members present and requested Board of Directors and other officials present at the meeting to introduce themselves.

The following Directors & officials were present at the 25th AGM of the Company:

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|-----|--------------------------|---|
| 1. | Mr. Manjit Singh | Chairman & Managing Director |
| 2. | Dr. Jaswinder Kaur | Executive Director |
| 3. | Mr. Michael Anthony Cruz | Non-Executive Independent Director & Chairman of Nomination & Remuneration Committee |
| 4. | Mrs. Paruldeep Kaur | Non-Executive Independent Director, Chairperson of Audit Committee & Stakeholder & Relationship Committee |
| 5. | Mr. Vijay Kumar Pugalia | Non-Executive Independent Director |
| 6. | Mr. Manjeet Singh Saini | Non-Executive Independent Director |
| 7. | Mr. Dinesh Singla | Chief Financial Officer |
| 8. | Ms. Ashima Arora | Company Secretary & Compliance Officer |
| 9. | Mr. Sanjay Sharma | Representative of VSD & Associates, Statutory Auditors of the Company |
| 10. | Mr. Advitiya Vyas | Secretarial Auditor & Scrutinizer |

The number of shareholders as on cut-off date i.e. 21st September, 2022 were 2,266.

Total of 38 Members attended the meeting through Video Conferencing.

Mr. Manjit Singh, Chairman & Managing Director presided over the meeting.

Ms. Ashima Arora, Company Secretary & Compliance Officer informed the shareholders that pursuant to the circulars as issued by Ministry of Corporate Affairs & Securities and Exchange Board of India, the Annual General Meeting was conducted through Video Conferencing facility.

She further informed that the Company provided Remote e-voting facility to the Members to cast their vote between 9:00 A.M. of Sunday, 25th September, 2022 till 5:00 P.M. of

Tuesday, 27th September, 2022 and requested the Chairman of the Company to commence the formal proceedings of the Annual General Meeting.

It was also informed to the members that the Annual Report for the Financial Year 2021-2022 including the Notice of AGM, has been emailed to the members on the 31st August, 2022 and the Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Companies Act, 2013 along with other documents as referred in AGM Notice are available electronically for inspection by the members during the meeting.

After ascertaining from Ms. Ashima Arora, Company Secretary & Compliance Officer that the requisite quorum was present, Chairman of the meeting called the meeting to order and commenced the proceedings of the Meeting.

Mr. Manjit Singh, Chairman of the meeting welcomed all the Shareholders.

Mr. Manjit Singh, Chairman of the meeting delivered his speech and thereafter informed the Members that Notice of AGM, the Report of Board of Directors and the Financial Statements for the Financial year 2021-22 were taken as read as the same had already been circulated to the Members. There were no qualifications, reservations, disclaimer, adverse remarks in the Auditor's Report and the Report of the Secretarial Auditor of the Company. Accordingly, these reports were not required to be read.

The following items of business as set out in the notice convening 25th AGM were placed for member's consideration and approval:

S. No.	Particulars	Type of Resolution
ORDINARY BUSINESS		
1.	To receive, consider and adopt: a) The Audited Standalone Financial Statements of the Company for the year ended 31st March, 2022 together with the Reports of the Board of Directors and Auditors thereon. b) The Audited Consolidated Financial Statements of the Company for the year ended 31st March, 2022 together with the Reports of the Board of Directors and Auditors thereon.	Ordinary
2.	To declare a final dividend of Rs. 0.15/- per equity share for the financial year ended the 31st March, 2022.	Ordinary
3.	To re-appoint the Directors, liable to retire by rotation: a) To appoint a Director in place of Dr. Jaswinder Kaur (DIN: 07931247), who retires by rotation, and being eligible, offers herself for re-appointment. b) To appoint a Director in place of Mrs. Priyanka Arora (DIN: 07931265), who retires by rotation, and being eligible, offers herself for re-appointment.	Ordinary
4.	Re-appointment of M/s. VSD & Associates, Chartered Accountants as Statutory Auditors of the Company for a second term of five consecutive years.	Ordinary

SPECIAL BUSINESS		
5.	Re-appointment of Mr. Manjit Singh (DIN: 00996149) as Managing Director for a further period of 5 (Five) years w.e.f the 10th August, 2022 to the 9th August, 2027.	Special
6.	Re-appointment of Mr. Vijay Arora (DIN: 00996193) as Whole-Time Director for a further period of 5 (Five) years w.e.f. the 10th August, 2022 to the 9th August, 2027.	Special
7.	Alteration of Articles of Association of the Company	Special
8.	Re-appointment of Mrs. Paruldeep Kaur (DIN: 07929605) as an Independent Director for the second term	Special
9.	Re-appointment of Mr. Michael Anthony Cruz (DIN: 06542172) as an Independent Director for the second term	Special
10.	Re-appointment of Mr. Vijay Kumar Pugalia (DIN: 06648947) as an Independent Director for the second term	Special
11.	Re-appointment of Mr. Manjeet Singh Saini (DIN: 07047497) as an Independent Director for the second term	Special

The members who had registered themselves as speakers, addressed the meeting through VC/OAVM and sought clarifications on the Company's accounts and businesses. Mr. Manjit Singh, Chairman & Managing Director of the Company responded to the queries of the Members and provided clarifications.

Ms. Ashima Arora informed that e-voting facility is open for 15 minutes after the closure of meeting to enable the Members who did not cast vote through remote e-voting to exercise their votes.

The members were informed that Mr. Advitiya Vyas, proprietor of M/s Advitiya Vyas & Company, Practicing Company Secretaries, appointed as the Scrutinizer to scrutinize the remote e-voting process at the AGM. His decision would be final with regard to validity and results of the voting through remote e-voting and e-voting during the meeting.

On the receipt of the final report from the scrutinizer, the results of the voting along with remote evoting would be announced within 48 hours from conclusion of the meeting. The results declared along with report of the Scrutinizer shall be placed on the website of the company www.touchwood.in and shall also be submitted on the website of the National Stock Exchange of India Limited.

The meeting concluded at 4:45 PM. (IST), with the Company Secretary & Compliance Officer presenting vote of thanks to everyone present at the meeting.
