



16th September, 2022

The Listing Department
The National Stock Exchange of India Limited,
Exchange Plaza, Bandra-Kurla Complex
Bandra (E), Mumbai- 400051
Scrip Code: TWL (EQ)

BSE Limited
The Department of Corporate Services-CRD
1st Floor, Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001
Scrip Code: 532966

Madam/Sir,

Sub: Proceedings of the Annual General Meeting under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015

The 25th Annual General Meeting (AGM) of Titagarh Wagons Limited (the "Company") was held on Thursday, the 15th day of September, 2022 at 10:30 A.M through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") and the businesses as mentioned in the Notice dated 13th August, 2022 was transacted.

Please find enclosed summary of the proceedings of AGM as required under Regulation 30(6) read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please take the above information on record.

Thanking you,
Yours faithfully,

For Titagarh Wagons Limited

**RAVI PRAKASH
MUNDHRA**

Digitally signed by RAVI PRAKASH MUNDHRA
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2.5.4.20=82eb0e8c7b301eaffd6d8659c01f559251da
783487f56a0a018f59c5f134, postalCode=712245,
street=20 Sarada Pally Sector 2 Uttarpara Kotrung
Mukhinia Hongghy,
pseudonym=0995da630011ca24f034c418a7657b8,
serialNumber=7dd862a2e7a15ceb1911b24c1877340b
7f0d0c47a296a0d0347f1121130323a, cn=Personal,
cn=RAVI PRAKASH MUNDHRA
Date: 2022.09.16 10:42:57 +05'30'

Ravi Prakash Mundhra
Company Secretary

Encl.: As above.

TITAGARH WAGONS LIMITED

CIN: L27320WB1997PLC084819

Registered & Corporate Office: Titagarh Towers, 756 Anandapur, E. M. Bypass, Kolkata - 700 107, India
Phone : +91 33 4019 0800 | Fax: + 91 33 4019 0823 | Email : corp@titagarh.in | Web: www.titagarh.in



SUMMARY OF THE PROCEEDINGS OF THE 25TH ANNUAL GENERAL MEETING (AGM) OF THE COMPANY

The 25th Annual General Meeting (AGM) of the Members of Titagarh Wagons Limited (the "Company") was held on Thursday, the 15th September, 2022 at 10:30 A.M. (IST) through video conferencing (VC)/other audio visual means (OAVM), in compliance with the applicable provisions of the Companies Act, 2013 and Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the General Circulars No. 14/2020, No. 17/2020, No. 20/2020, 02/2021 and 02/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021 and May 5, 2022 respectively issued by the Ministry of Corporate Affairs (the "MCA") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, to transact the businesses as set out in the Notice convening the 25th AGM.

Shri J.P. Chowdhary, Executive Chairman of the Company, chaired the meeting. The requisite quorum of members being present, the Chairman called the meeting to order. The respective Chairperson of the Audit Committee, Nomination and Remuneration Committee and the Stakeholders Relationship Committee were present at the AGM. The representatives of the Statutory Auditors, Price Waterhouse & Co., Chartered Accountants LLP, and Secretarial Auditors of the Company were also present at the meeting.

The Company Secretary informed the Members that in compliance with the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder and amendments thereto, read together with the relevant MCA Circulars and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, the Company had engaged the services of National Securities Depository Limited (NSDL), to provide remote e-Voting facility which commenced on Sunday, September 11, 2022 (09:00 A.M. IST) and ended on Wednesday, September, 14, 2022 (05:00 P.M. IST) and e-Voting facility during the AGM to all the eligible Members, as on the 'cut-off' date i.e., Thursday, September 08, 2022 to enable them to cast their votes electronically in respect of the businesses transacted at the Meeting. It was also informed that the e-voting will be open for 30 (Thirty) minutes post conclusion of the meeting. With the consensus of the members the Notice of the AGM was taken as read.

The following items of business, as per Notice of AGM dated 13th August, 2022 were transacted at the meeting:

SL. No.	Particulars	Resolution Required (Ordinary/Special)
	Ordinary Business:	
1	Adoption of Annual Financial Statements (Standalone and Consolidated), Report of the Board of Directors and Auditors for the Financial Year ended 31 st March, 2022.	Ordinary
2	Appointment of a Director in place of Shri Anil Kumar Agarwal (DIN: 01501767), Director (Finance) & CFO who retires by rotation and offers himself for reappointment.	Ordinary
3	Re-appointment of Price Waterhouse & Co, Chartered Accountants LLP, Chartered Accountants, as statutory auditors of the Company for a term of 5 consecutive years and to fix their remuneration.	Ordinary

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SL. No.	Particulars	Resolution Required (Ordinary/Special)
	Special Business:	
4	Appointment of Shri Prithish Chowdhary (DIN: 08509158) as Whole-time Director and revise his remuneration.	Ordinary
5	Re-appointment of Shri Atul Joshi (DIN: 03557435) as an Independent Director for the second term of 5 years.	Special
6	Ratification of the remuneration to be paid to the Cost Auditor.	Ordinary
7	Modification of the existing resolution passed by the shareholders u/s 180(1)(c) of the Companies Act, 2013 by granting authority to borrow any sum or sums of money from time to time upto Rs. 3000 crores.	Special

The members who had registered themselves as speakers, addressed the meetings through VC/OAVM, and their views/queries were noted/duly dealt with by the Chairman.

Voting by electronic means was conducted. Shri Sushil Goyal, Practising Company Secretary, appointed by the Board as the Scrutinizer, supervised the e-voting process. The Chairman authorized the Company Secretary to declare the voting results, intimate the stock exchanges and place the same on the website of the Company.

The Company Secretary then informed that the consolidated results of e-voting along with Scrutinizer's Report on the resolutions contained in the Notice would be declared and submitted to the stock exchanges as per the requirements under the SEBI Regulations within the stipulated time, and will also be available on the website of the Company, the stock exchanges and the website of NSDL.

All the items of business mentioned in the Notice of AGM having been transacted, a vote of thanks to the Chair was proposed by one of the members.

Thereafter, the Chairman thanked the members for attending and participating in the Meeting, and declared the meeting as closed.

The resolutions as listed above shall be deemed to have been passed on the date of AGM i.e. Thursday, September 15, 2022.

Thanking you,

Yours faithfully,

For **Titagarh Wagons Limited**

RAVI PRAKASH MUNDHRA

Ravi Prakash Mundhra
Company Secretary

Digitally signed by RAVI PRAKASH MUNDHRA
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street=25 Sarada Pally, Sector 2 Durgam Chattraj Mahila
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serialNumber=7d8662267a15c0b191f1b24c1877340b7f
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PRAKASH MUNDHRA
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