

9<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: Summary of Proceedings of the Annual General Meeting – Disclosure under Regulation 30, Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).**

With reference to the above cited subject, please find enclosed the summary of proceedings of the 18<sup>th</sup> Annual General Meeting of the Company held on Tuesday, 9<sup>th</sup> September, 2025 at 11:30 A.M. (IST) through Video Conferencing / Other Audio Visual Means.

Further, the details in accordance with the Listing Regulations read with Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11<sup>th</sup> November, 2024 is also enclosed to this letter.

Request you to take the same on record.

Thanking You.

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

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

**Encl: a/a**



CIN No : L27205MH2007PLC172598

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**Proceedings of the 18<sup>th</sup> Annual General Meeting conducted  
through Video Conferencing / Other Audio Visual Means**

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 at 11.30 a.m. (IST) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in compliance with the Circular of Ministry of Corporate Affairs (“MCA”) dated May 5, 2020, April 8, 2020, April 13, 2020, January 13, 2021, December 14, 2021, May 5, 2022, December 28, 2022, 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

All the Directors, Chief Financial Officer, Company Secretary of the Company and the representatives of the Statutory Auditors, Secretarial Auditors, Scrutinisers of the Company were present at the AGM.

**Proceedings in Brief**

Mr. Arpit Maheshwari, Company Secretary, welcomed the Members present at the AGM. The webcast facility of the AGM was provided by KFin Technologies Limited, the Registrar & Share Transfer Agent of the Company (“RTA”) through its website. It was stated that the proceeding of the AGM would be recorded and made available on website of the Company.

Mr. Shrikant Zaveri, Chairman & Managing Director, chaired the Meeting conducted through VC/OAVM. He welcomed the Members and informed that live streaming of the Meeting was being broadcast on RTA website. He ascertained the presence of requisite quorum and called the Meeting to order.

The Company Secretary then informed that the Company has made the necessary arrangements in order to enable the Members to participate & vote on the items to be considered at the AGM. He further informed that the Statutory Registers required to be kept for inspection during the AGM were available on the RTA website for inspection by the Members.

The Chairman then delivered his speech and briefed the Members about key developments and Company’s performance during the FY 2024-25. Also, Mr. Mukesh Sharma, Chief Financial Officer (“CFO”) of the Company appraised the Members on the Financial Performance of the Company.

It was then stated by the Company Secretary that the Notice of the AGM and Annual Report for FY 2024-25 were sent by e-mail to the Members whose e-mail addresses are registered with the Company or the Depository Participants and for Members, whose e-mail ids are not registered, a letter



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has been sent providing the web-link to access the Company's Annual Report for FY 2024-25 and Notice of the AGM. Further, the Annual Report is also available on the website of the Company, Stock Exchanges and RTA. He further informed the Members that there were no comments or qualifications in the Report of the Statutory Auditors and Secretarial Auditors for the FY 2024-25 and with the permission of the Members, the Directors' Report and the Financial Statements and Auditor's Report thereon as read.

The Members were briefed on the agenda items to be considered in the AGM and also briefed about the e-voting process at the AGM. The following resolutions/ items as set out in the Notice convening the AGM have been transacted:

<b>Resolution No.</b>	<b>Resolutions</b>	<b>Type of Resolutions</b>
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.	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.	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.	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.	Ordinary Resolution
5.	Approval for re-appointment of Mr. Shrikant Zaveri (DIN: 00263725) as Managing Director of the Company and payment of remuneration thereof.	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.	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.	Special Resolution
8.	Approval for re-appointment of Mrs. Sudha Pravin Navandar (DIN: 02804964) as an Independent Director of the Company.	Special Resolution



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<b>Resolution No.</b>	<b>Resolutions</b>	<b>Type of Resolutions</b>
9.	Approval for appointment of M/s. Pramod S. Shah & Associates, Practicing Company Secretaries as Secretarial Auditors of the Company.	Ordinary Resolution
10.	Approval for alteration of Object Clause in the Memorandum of Association of the Company.	Special Resolution
11.	Approval for acceptance of Deposits from Public/Members.	Special Resolution

It was then informed that 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). Further the e-voting would be allowed to all those Members present at the AGM who have not cast their votes through remote e-voting. The Members may click on e-voting tab to cast their votes. The e-voting was open for 15 minutes.

The Company had appointed Mr. Pramod Shah, Partner of M/s. Pramod S. Shah & Associates, Practicing Company Secretary, Mumbai as the Scrutiniser to scrutinise the e-voting process in a fair and transparent manner and the results of the e-voting would be announced within two working days of conclusion of the AGM and the same would be intimated to the Stock Exchanges and would also be uploaded on the websites of the Company and RTA.

Thereafter, with the permission of the Chair, the Members who had registered themselves as Speakers were invited to express their views. The CFO then replied to the queries raised by the Speaker Shareholders. The CFO requested the Chairman to continue with further proceeding of the AGM.

The Chairman then thanked all the Members, Directors, Auditors and officials who had participated in the virtual Meeting and concluded the Meeting.

Accordingly, the Meeting was concluded at 01:06 p.m.

Thanking You.

Yours faithfully,

**For Tribhovandas Bhimji Zaveri Limited**

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



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**Details as required in accordance with the Listing Regulations read with Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11<sup>th</sup> November, 2024 are as below:**

Date of the Meeting	9 <sup>th</sup> September, 2025
Brief details of items deliberated and results thereof	The results of remote e-voting and e-voting during the AGM, on the resolutions as set out at Item Nos. 1 to 11 of the Notice of the AGM, will be submitted with the stock exchanges separately, in the format prescribed under Regulation 44 of the Listing Regulations.
Manner of approval proposed for certain items	<p>The Company had provided remote e-voting facility to the Members to exercise their votes electronically 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) on the resolutions as set out at Item Nos. 1 to 11 of the Notice of the AGM.</p> <p>Members, who participated at the AGM through VC/ OAVM facility and had not cast their votes on the resolutions using remote e-voting and who were otherwise eligible, were provided facility to e-voting during the AGM through RTA's e-voting platform.</p>



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