

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 – 400051.

To,
The Manager,
Compliance Department,
BSE Limited
Corporate Service Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001.

Dear Sir/ Madam,

Re: **Tribhovandas Bhimji Zaveri Limited. Script Code & ID: 534369 / TBZ**

**NOTICE OF 15th ANNUAL GENERAL MEETING, REMOTE E-VOTING INFORMATION
AND BOOK CLOSURE DATES**

NOTICE is hereby given that the 15th Annual General Meeting of Tribhovandas Bhimji Zaveri Limited will be held on Monday, 29th August, 2022 at 11.30 a.m. through Video Conferencing (VC) / Other Audio-Visual Means (OAVM), to transact the business as set out in the 15th AGM Notice.

The Annual Report of the Company including the Notice convening the 15th Annual General Meeting of the Company has been sent only through electronic mode to those Members whose email IDs are registered with the Company/ Depository Participant(s), in view of ongoing COVID-19 Pandemic, the Ministry of Corporate Affairs ('MCA') vide its latest circular no. 3/2022 dated 5th May, 2022, read with previous circular no. 02/2021 dated 13th January, 2021, circular no. 20/2020 dated 5th May, 2020 read with circulars dated 8th April, 2020 and 13th April, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated 12th May, 2020 read with Circulars dated 15th January, 2021 and 13th May, 2022. Members participating through the VC/OAVM facility shall be reckoned for the purpose of quorum under Section 103 of Companies Act, 2013. The Annual Report for the Financial Year 2021-22 including the Notice conveying the 15th Annual General Meeting have been send on 4th August, 2022 only through electronic mode to the Members of the Company whose email addresses are registered with the Company / Depository Participant(s).

Please Note that the said Annual Report including Notice convening the 15th Annual General Meeting of the Company is available on the website of the Company, viz. www.tbztheoriginal.com (under Investors Tab), website of the Stock Exchanges, i.e. BSE Limited (at www.bseindia.com) and National Stock Exchange of India Limited (at www.nseindia.com) and also available on the website of the Registrar and Share Transfer Agent of the Company, KFin Technologies Limited ('KFinTech') at <https://evoting.kfintech.com>. Members can attend and participate in the AGM through VC/OAVM facility only.

Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 [(including any statutory modification(s) or re-enactment thereof for the time being in force), as amended by the Companies (Management and Administration) Amendment Rules, 2015] and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Members can exercise right to vote at the 15th AGM by electronic means and the business may be transacted through remote e-voting facility, participation in the AGM through VC/OAVM and e-voting



CIN No : L27205MH2007PLC172598

Regd. Office: 241/243, Zaveri Bazar, Mumbai - 400 002. Tel.: +91.22.3956 5001, Fax : +91.22.3956 5056.

11th Floor, West Wing, Tulsiani Chambers, Free Press Journal Road, Nariman Point, Mumbai – 400 021. Tel.: 022 30735000 Fax : 022 30735088

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during the AGM, made available by Company's Registrar and Share Transfer Agent, KFin Technologies Limited ('KFinTech'). The remote e-voting facility is available at the link <https://evoting.kfintech.com>. The details pursuant to the provisions of the Companies Act, 2013 and the Rules thereof are as under:

- i. Members holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Monday, 22nd August, 2022 may cast their votes electronically on businesses as set out in the Notice of AGM through remote e-voting or through the e-voting system during the meeting.
- ii. Members who have acquired shares after the dispatch of Notice of AGM and holding shares as on the cut-off date i.e. Monday, 22nd August, 2022, may obtain the user ID and password by sending a request at einward.ris@kfintech.com by mentioning their DP ID and Client ID/ Folio No. However, if you are already registered with KFin Technologies Limited for remote e-voting then you can use your existing user ID and password/ PIN for casting your vote.
- iii. The remote e-voting shall commence on Wednesday, 24th August, 2022 (at 9.00 a.m. IST) and end on Sunday, 28th August, 2022 (at 5.00 p.m. IST). The remote e-voting module shall be disabled by KFin Technologies Limited for voting thereafter. During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of Monday, 22nd August, 2022, may cast their vote by remote e-voting. Once the vote on a resolution is cast by the Members shall not be allowed to change it subsequently. Electronic voting shall not be allowed beyond the said date and time.
- iv. The voting rights of the Members (for voting through remote e-voting or by e-voting at the Meeting) shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Monday, 22nd August, 2022. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. Monday, 22nd August, 2022, only shall be entitled to avail the facility of remote e-voting or voting at the AGM through e-voting. Members who have not cast their vote through remote e-voting shall be allowed to vote at the 15th AGM through e-voting.
- v. The Board has appointed Mr. Pramod Shah, partner of M/s. Pramod S. Shah & Associates, Practicing Company Secretaries, Mumbai, as the Scrutinizer to scrutinize the remote e-voting and e-voting process in a fair and transparent manner.
- vi. Members may contact Mr. V. Raghunath, Deputy Manager (RIS) at KFin Technologies Limited, at Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032. Tel. No. (040) 6716 1606 / 2222 or at toll free number 1800 309 4001. E-mail Address: einward.ris@kfintech.com, to address the queries/ grievances connected with remote e-voting.
- vii. For Members holding shares in physical mode, SEBI vide its Circular dated 3rd November, 2021, has mandated registration of PAN, KYC details and Nomination. Members holding shares in physical form are, therefore, requested to submit their PAN, KYC details including Bank details and Nomination details to KFin Technologies Limited at Selenium Building, Tower-B, Plot No. 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032 or at einward.ris@kfintech.com by sending a duly filled Form ISR-1 and other relevant forms to einward.ris@kfintech.com (available on the website of the Company at www.tbztheoriginal.com) will enable the shareholders to receive electronic copies of Annual Report for the Financial Year 2021-22, Notice, instructions for remote e-voting, instructions for participation in the AGM through VC/OAVM and receive the electronic credit of dividend into their bank account.
- viii. Members holding shares in dematerialized mode are requested to update their complete bank details with their DPs to avoid delay in receiving the dividend.



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NOTICE is further given pursuant to Section 91 of the Companies Act, 2013 read with Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, that the Register of Members and the Share Transfer Books of the Company will remain closed from Tuesday, 23rd August, 2022 to Monday, 29th August, 2022 (both days inclusive) for the purpose of 15th Annual General Meeting and determination of entitlement of Dividend for the financial year ended 31st March, 2022.

Date: 4th August, 2022
Place: Mumbai



By Order of the Board
For Tribhovandas Bhimji Zaveri Limited

A handwritten signature in blue ink, appearing to read "NROza".

Niraj Oza
Head - Legal & Company Secretary

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