



TTI ENTERPRISE LIMITED

TRANSCRIPT OF THE 39TH ANNUAL GENERAL MEETING

Day	:	Tuesday
Date	:	29 th September, 2020
Time	:	11:30 a.m.
Venue	:	Through Video Conferencing (“VC”) facility

11:39 AM – Mrs. Binjal Mehta- Whole-time Director.

Good Morning – I, Binjal Mehta, Whole Time Director of the Company on behalf of myself and the Board of Directors, welcome all the shareholders to the 39th Annual General Meeting of your Company.

The Board of directors has chosen Mr. Alok Kumar Goenka, Independent Director of your Company to preside over the meeting as the Chairman. Also present are Mr. Kamallesh Velji Thakkar, Independent Director of the Company and Mr. Paraj Mehta, Non-Executive Director and they are attending this meeting from the Registered Office of the Company.

I further acknowledge the presence of our Statutory Auditor Mr. Vithal Jhavar and Secretarial Auditor and Scrutinizer, Mr. Ashish Bubna, who are attending this meeting through video Conferencing.

I would now request Mr. Alok Kumar Goenka to conduct the proceedings of this meeting.

There is some technical glitch. We will be with you shortly.

Mr. Alok Kumar Goenka- Chairman.

Good Morning, Ladies and Gentleman, I am attending the Annual General Meeting from the Registered Office of the Company.

I extend a warm welcome to all of you present here at the 39th Annual General Meeting of your company TTI Enterprise Limited. I hope everyone is safe, healthy and maintaining social distancing as per the guidelines issued by the Government Authorities. This meeting is being held through video conference in accordance with the circulars issued by the Ministry of Corporate Affairs and SEBI. The Company has made all feasible efforts under the current circumstances to enable the members to participate in the meeting through video conferencing facility and vote electronically.



I have been informed that the required quorum is present, hence I declare the 39th Annual General Meeting as properly convened, constituted and in order.

All the shareholders who have joined the meeting are placed on mute mode by default to ensure smooth and seamless conduct of the Meeting. During the Question & Answer session, the names of the Shareholders who had registered themselves as Speakers for the meeting would be announced. The lines of the Shareholder will be unmuted by the moderator. The shareholders are informed that there is no voting by show of hands.

I would like to thank all the Board of Directors, Stakeholders, employees and business associates for their support in running of the company. I would now request the Company Secretary, Ms. Simran Jalan, to further conduct the proceedings of the meeting and provide general instructions to the members regarding participation in this meeting.

Ms. Simran Jalan- Company Secretary.

Good Morning everyone. I would like to take you through certain points regarding this Meeting. The members are provided with the Facility for joining this meeting through video conference or other audio-visual means due to the outbreak of the coronavirus pandemic.

Pursuant to provisions of the Companies Act, 2013 and MCA Circulars and SEBI Circular, the Company had provided the facility to its members to exercise their right to vote by electronic means in respect of the businesses to be transacted in this Meeting. The remote e-voting commenced on Saturday, 26th September, 2020 at 9:00 am and ended on Monday, 28th September, 2020 at 5:00 pm.

The Members who have not cast their vote by remote e-Voting prior to the Meeting and who are participating in this Meeting may cast their votes during this Meeting through e-Voting System provided by CDSL. Members are requested to login through the e-voting website of CDSL and cast their vote while at the same time watch the proceedings of the AGM.

Since the AGM is being held through Video Conference/ Other Audio Visual Means and the resolutions mentioned in the Notice convening this AGM have already been put to vote through remote e-Voting, there will be no proposing and seconding of the resolutions.

As the Notice convening the 39th Annual General Meeting has been sent to all the shareholders, I with the permission of the Members take the same as read.

Register of Directors and KMPs and Register of Directors' Shareholdings, Register of Contracts and Minutes of General Meeting are open for electronic inspection by the Members.

In compliance of MCA circulars, the facility for appointment of proxies by the members was not available for the AGM and hence the requirement of proxy register is dispensed with.



Mr. Alok Kumar Goenka is also the Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee and is present at this meeting.

Mr. Ashish Bubna, Practising Company Secretary has been appointed as the Scrutinizer for the e-voting process. The results of the e-voting will be declared by closing hours of 1st October, 2020.

With your permission, I take auditor's report as read and we wish to inform you that the Statutory Auditors' Report on the Annual Financial Statements and the Secretarial Audit Report of the Company for the financial year ended 31st March, 2020 does not contain any such qualification, observation or Comments.

Now we will proceed with the agenda of the meeting.

The electronic voting is active and will close after 15 minutes from the closure of the meeting.

I will now read the agenda of the ordinary business to be transacted:

Resolution No. 1:

- Seeks approval of the shareholders for Adoption of Audited Financial Statements of the Company for the financial year ended March 31, 2020, and the report of the Board of Directors and Auditors thereon.

Resolution No. 2:

- Seeks approval of the shareholders to re-appoint Mrs. Binjal Mehta having DIN: 00043830 as the director of your Company, who retires by rotation at this meeting and being eligible, offers herself for re-appointment.

Resolution No. 3:

- Seeks approval of the shareholder to consider the appointment of M/s. S A V & Associates as the Statutory Auditor of the Company for a term of 5 consecutive years and to fix their remuneration.

I would now request Alok Kumar Goenka sir to continue with the rest of the proceedings of the Meeting. Thank you.

Mr. Alok Kumar Goenka- Chairman.

The Resolutions are deemed to be passed subject to the e-voting results. The Scrutinizer shall after the conclusion of electronic voting submit a consolidated scrutinizer's report. I authorize Simran Jalan, Company Secretary, to accept the report and declare the e-voting results within 48 hours of the conclusion of the meeting. The results will be intimated to the stock exchanges and shall be uploaded on the company's website.



Mrs. Binjal Mehta- Whole-time Director.

I thank the Chairman Mr. Alok Kumar Goenka for the successful conduct of the 39th Annual General Meeting and the shareholders for the same.

Mr. Alok Kumar Goenka- Chairman.

I now request Ms. Simran Jalan, Company Secretary to conduct the voting process and to conclude the meeting. The e-voting will remain open for the next 15 minutes to enable the members to cast their votes.

I thank all the shareholders for attending the meeting. I also thank all the directors for joining the meeting. There being no other business, I declare the meeting as closed. I and the other Board members would like to take your leave. Thank you.

Mr. Paraj Mehta- Non-Executive Director.

Thank You!

12: 15 PM- Ms. Simran Jalan- Company Secretary.

The e-voting window has been closed now. With this the meeting is concluded. Thank You.

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