



***Tirupati Starch & Chemicals Ltd.***

Regd. Off. Shree Ram Chambers, 1st Floor, 12 Agrawal Nagar, Main Road, Indore-1

Phones: 0731-2405001, 0731-4905001/2, Fax :91-0731-2405000

E-mail : [tirupati@tirupatistarch.com](mailto:tirupati@tirupatistarch.com)

Works: Village-sejwaya, Ghata Billod, Dist. Dhar (M.P.) Phones: (07292) 277479, 277280

**EXTRAORDINARY GENERAL MEETING OF TIRUPATI STARCH & CHEMICALS LIMITED**

**DATE : 24.01.2022**

**DAY : MONDAY**

**MS. SALONI NAIDU, COMPANY SECRETARY:**

On Behalf of All the Board of Directors I, Saloni Naidu, Company Secretary & Compliance Officer of Tirupati Starch & Chemicals Limited welcome you all to the Extra Ordinary General Meeting of the Company.

Today we have with us Mr. Ramdas Goyal, Chairman of our Company, Mr. Amit Modi, Managing Director of our Company and other Board Members of our Company. We also have with us Mr. Pratik Tripathi, from M/s P.S. Tripathi and Associates, Practicing Company Secretaries of the Company who is also a Scrutinizer for this meeting and he is present in person for the purpose of voting by Poll.

As on the cut-off date i.e. on Monday, 17<sup>th</sup> January, 2022 there were only 10,799 (Ten thousand Seven hundred & Ninety Nine) members in the Company and there is requirement to have 30 (Thirty) members present at the Meeting, Personally or through Video Conferencing or other Audio Video Means. As per Attendance Register more than Thirty Members are present in person, therefore adequate quorum as per requirement of law is present and the proceedings of this Extra Ordinary General Meeting may commence.

Now, I would like to request Mr. Ramdas Goyal, Chairman of the Company to please deliver his speech.

**Mr. RAMDAS GOYAL, CHAIRMAN & WTD:**

Dear Shareholders, Good Afternoon all, On Behalf of all the Board members, it is my immense pleasure to welcome you all to the Extra Ordinary General Meeting of Tirupati Starch & Chemicals Limited.

As COVID-19 spread across communities, homes and affected businesses, citizens and enterprises everyone was forced to rethink how they engage with one another.

Today we are in the middle of the biggest crisis we have seen in our lifetimes, the COVID-19 pandemic. I am hopeful that like all previous crises, the COVID-19 calamity will also pass and in time, a fresh wave of business energy will be unleashed.

In this regards, with a view to maintain the norms of social distancing and also to facilitate the working of the economy without any further delay and disruption, the Ministry of Corporate Affairs and the regulator SEBI has allowed the Companies to conduct their meetings with the help of technology and virtual assistance.

Adhering to the current prevailing norms your Company Tirupati Starch & Chemicals Limited has also conducted its Extra Ordinary General Meeting with the help of virtual platform provided by CDSL.

We solicit sincere faith and support of our esteemed shareholders with which we believe that our Company will continue to perform and utilizing its immense potential and generate shareholder's value.

I am grateful to the Board of Directors for their continued guidance and support. I would also like to thank our clients, vendors and customers for their trust and support.

**MS. SALONI NAIDU, COMPANY SECRETARY:**

Thank You Chairman Sir, Now I would like to inform you all that in terms of MCA Circulars and SEBI Circulars Notice of Extra Ordinary General Meeting have been sent to all the members of the Company. As the Notice is already circulated to all the members, I take the Notice convening the meeting as read.

The Poll Papers has been distributed to all the members who are physically present. Details of all three Resolutions are mentioned in the Poll Paper. Members should fill all the details such as Name, No. of Shares, Folio No., Client id and DP id. Members can mark their assent or dissent in the poll paper against each and every Resolution and need to sign at last of the Poll Paper before dropping of Poll Paper in the Ballot Box which is kept here. Members who have any difficulty can take assistance from any volunteer present.

Now, I would request all the members present to consider and approve the Ordinary and Special Businesses as mentioned in the Notice of Extra Ordinary General Meeting of the Company from Item No. 1 to Item No. 3. Now I would read all the Agenda Items one by one:

**Item No. 1: Reclassification from Promoter Group Category to Public Category.**

There are Two Shareholders of the Company one is holding One thousand two hundred and twenty four (1224) no. of Shares and the other one is holding One thousand two hundred and seventy seven (1277) no. of shares who are currently falling in the Promoter Group Category have requested the Company to Reclassify them from Promoter Group Category to Public Category.

Therefore this Resolution has been meant.

Now, any member can propose the Resolution, any member can second the Resolution.

Now moving to Resolution No. 2

**Item No. 2: Increase in Borrowing Powers to Board under section 180(1) (c) of the Companies Act, 2013 from Rs. 100 Crores to Rs. 125 Crores.**

Currently your Board has Borrowing Powers upto the Limit of Rs. 100 Crores and the Board has proposed to increase this Borrowing Limits from Rs. 100 Crores to Rs. 125 Crores.

Therefore this Resolution has been meant.

Now, any member can propose the Resolution, any member can second the Resolution.

Now moving to Resolution No. 3

**Item No. 3: Creation of Charges, Mortgages, Hypothecation on the immovable and movable properties of the company under section 180(1)(a) of the companies act, 2013.**

The Board has proposed for The Resolution for Creation of Charges, Mortgages, Hypothecation on the immovable and movable properties of the company under section 180(1)(a) of the companies act, 2013.

Therefore this Resolution has been meant.

Now, any member can propose the Resolution, any member can second the Resolution.

All the Resolution mentioned in the Notice of Extra Ordinary General Meeting has been concluded now.

Voting at this Extra Ordinary General Meeting shall be conducted by poll therefore the members personally present at the Meeting who have not casted their votes through remote e-voting are requested to cast their votes through poll paper and mark their assent or dissent on the Poll Paper provided to them.

I request all the members present to please cast their votes through poll papers and drop the same in Poll Box.

Further, It is hereby informed that the Company has also provided E-Voting Facility to the members of the Company, whose names appeared in the Register of Members as on the cut-off date i.e. on Monday, 17th January, 2022, to cast their votes on the resolutions proposed to be passed at this Extra Ordinary General Meeting through remote e-voting system of CDSL. The e-voting was commenced from Friday, 21st January, 2022 at 09:00 A.M. and ended on Sunday, 23rd January, 2022 at 05:00 P.M.

**Q/A SESSION:** We will now move to our Question & Answer session. Members who have pre-registered themselves as speakers may ask their questions in relation to any item of business. Once all the Members have asked their questions, we will attempt to answer them one by one to avoid repetitions.

Members are requested to please ask the questions if any related to any item of business.

As none of the Members have raised Questions in relation to any Item of Business we are moving further to the Meeting.

It is hereby informed that, M/s P.S. Tripathi and Associates, practicing Company Secretaries, Indore has been appointed as the Scrutinizer to Scrutinize the E-voting process in a fair and transparent manner.

Voting Results will be made available by the Scrutinizer within 48 hours from the conclusion of this Extra Ordinary General Meeting. Therefore, we inform you that the combined result of the e-voting and the poll will be announced upon receipt of report from the Scrutinizer and the voting result will be submitted to BSE Limited and will also be uploaded on the website of the Company and Central Depository Services (India) Limited.

At last on behalf of all the Board of Directors of the Company, I thank you all for your keen interest and participation in the meeting and the meeting is hereby concluded here with the vote of thanks to the Chair.

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