



Date: 13/09/2023

To,  
The Secretary,  
**The Calcutta Stock Exchange Limited**  
7, Lyons Range,  
Kolkata – 700 001

To,  
Dy. General Manager,  
Corporate Relationship Department,  
**BSE Limited,**  
P. J. Tower,  
Mumbai – 400 001

**Sub: Declaration of remote e-voting and e-voting during 37<sup>th</sup> Annual General Meeting (AGM) Results – Compliance with Regulations 44(3) of SEBI (LODR) Regulations, 2015 in relation to the 37<sup>th</sup> AGM of the Company held on 12<sup>th</sup> September, 2023 along with Scrutinizer's Report**

Dear Sir / Madam,

We are pleased to forward herewith the following reports with respect to the 37<sup>th</sup> Annual General Meeting of the Company held on Tuesday, 12<sup>th</sup> day of September, 2023 at 04:00 P.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

1. Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015
2. Scrutinizer's Report dated 12<sup>th</sup> September, 2022 submitted by Mr. Rahul Bhutoria Partner: M/s. B J B & Associates, (Membership No. 304193 & FRN: 329621E) on the remote e-voting and e-voting during AGM for the Resolutions at the 37<sup>th</sup> Annual General Meeting.

The above results are also being uploaded on the company's website i.e. [www.tspiritualworld.com](http://www.tspiritualworld.com).

Kindly take the same on record.

Thanking you  
Yours faithfully,

**For T. Spiritual World Limited**

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**Netra Bahadur Ranabhat**

**Whole-Time Director**

**DIN: 06716666**



Encl.: As above

CC: To,  
**Central Depository Services (India) Limited**  
**Marathon Futurex, A-Wing,**  
**25th Floor, Mafatlal Mills Compound,**  
**NM Joshi Marg, Lower Parel (East)**  
**Mumbai – 400 013**



**Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

<b>Date of the AGM</b>	<b>12-09-2022</b>
<b>Total number of shareholders on record date</b>	<b>15630</b>
<b>No. of shareholders presented in the meeting either in person or through proxy :</b> Promoters and Promoters Group : Public :	As the Annual General Meeting (AGM) was held through VC/ OAVM, physical presence of members/ proxy was not Applicable.
<b>No. of shareholders attended the meeting through Video Conferencing :</b> Promoters and Promoters Group : Public :	<b>04</b> <b>106 (Excluding the members attended after the conclusion of AGM)</b>

**Agenda - wise disclosure**

**a. Resolution 1:**

Resolutions / Agenda No. 1 : (Ordinary Resolution):- To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon.								
Resolution required : (Ordinary/Special)				Ordinary Resolution				
Whether promoter / promoter group are interested in the agenda/resolution ?				No				
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No of Votes - favour	No of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	33,16,280	25,02,294	75.45	25,02,294	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>25,02,294</b>	<b>75.45</b>	<b>25,02,294</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public-Institutions	E-Voting	1,000	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public-Non-Institutions	E-Voting	1,66,84,720	9,91,723	5.94	9,91,720	3	100.00	0.000
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>9,91,723</b>	<b>5.94</b>	<b>9,91,720</b>	<b>3</b>	<b>100.00</b>	<b>0.000</b>
<b>TOTAL</b>		<b>2,00,02,000</b>	<b>34,94,017</b>	<b>17.47</b>	<b>34,94,014</b>	<b>3</b>	<b>100.00</b>	<b>0.000</b>

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**b. Resolution 2:**

Resolutions / Agenda No. 2 : (Special Resolution):-Appointment of Mr. Biswajit Barua (DIN: 06992250) as an Independent Director for a term of five consecutive years, in terms of Section 149 of the Companies Act, 2013.								
Resolution required : (Ordinary/Special)				Special Resolutions				
Whether promoter / promoter group are interested in the agenda/resolution ?				No				
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No of Votes – favour	No of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	33,16,280	25,02,294	75.45	25,02,294	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>25,02,294</b>	<b>75.45</b>	<b>25,02,294</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public-Institutions	E-Voting	1,000	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public-Non-Institutions	E-Voting	1,66,84,720	9,91,723	5.94	9,91,616	107	99.99	0.011
	Poll		-	-	-	-	0.00	-
	Postal Ballot (If applicable)		-	-	-	-	0.00	-
	<b>Total</b>		<b>9,91,723</b>	<b>5.94</b>	<b>9,91,616</b>	<b>107</b>	<b>99.99</b>	<b>0.011</b>
<b>TOTAL</b>		<b>2,00,02,000</b>	<b>34,94,017</b>	<b>17.47</b>	<b>34,93,910</b>	<b>107</b>	<b>100.00</b>	<b>0.003</b>

Note:

- 1) All the above resolutions passed by requisite Majority.
- 2) Shareholders are counted as per folio numbers.

This is for your information and record.

**Thanking You.**

**Yours Faithfully,**

**For T. Spiritual World Limited**

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NETRA BAHADUR  
RANABHAT

**Netra Bahadur Ranabhat**  
**Whole-Time Director**  
**DIN: 06716666**





**BJB & Associates**

Chartered Accountants

**"CONSOLIDATED SCRUTINIZER REPORT"**  
**REMOTE E-VOTING AND ELECTRONIC VOTING AT ANNUAL GENERAL MEETING**

*[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]*

To,  
The Chairman,  
T. Spiritual World Limited,  
4, Netaji Subhas Road, 1st Floor,  
Kolkata - 700 001

Dear Sir,

1. I, Rahul Bhutoria, Chartered Accountant in practice, have been appointed as Scrutinizer by the Board of Directors of T. Spiritual World Limited (the "Company") for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated 24th July, 2023 ("Notice") issued in accordance with General Circular No. 14/2020, 17/2020, 20/2020, 2/2021, 19/2021, 21/2021, 2/2022 and 10/2022 dated 8 April 2020, 13 April 2020, 5 May 2020, 13 January 2021, 8 December 2021, 14 December 2021, 5 May 2022 and 28 December 2022 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the 37th Annual General Meeting of its Equity Shareholders ("the Meeting" /"AGM") through VC / OAVM. The AGM was convened on Tuesday, 12th September 2023 at 04:00 p.m. IST through VC / OAVM.
2. In compliance with the MCA Circulars and SEBI Circular dated 13 May 2023, the Notice along with the Integrated Annual Report 2022-23 was sent on 14th August, 2023 (as per managements declaration and the published advertisement) through electronic mode to equity shareholders whose email address is registered with the Company/ Registrar & Transfer Agent of the Company, Bigshare Services Private Limited ("BSPL")/ Central Depository Services Limited ("CDSL") / Depository Participants;

The said Notice and Integrated Annual Report 2022-23 was also placed on the website of the Company at: <http://www.tspiritualworld.com> and on the website of the Stock Exchanges, i.e., Bombay Stock Exchange (BSE) <https://www.bseindia.com> and Calcutta Stock Exchange Limited (CSE) [www.cse-india.com](http://www.cse-india.com);

In compliance with the relevant MCA Circular(s), a newspaper Advertisement was published on 26th day of August, 2023, Saturday (post issue of notice to the shareholders) in 'Business Standard' (English newspapers) and 'Duranta Barta' (Bengali newspapers), respectively specifying the day, date and time of the AGM. Notice of the AGM and Integrated Annual Report was also made available on the website of the Company and the Stock Exchanges.

3. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules").
4. As a scrutinizer, I've to scrutinize:
  - i. process of remote e-voting before AGM using an electronic voting system on the dates referred to in the Notice calling the AGM ("**remote e-voting**"); and



**KOLKATA**

2, India Exchange Place, C/o. B M Sethia & Co.  
2nd Floor, Room No. 14, Kolkata - 700 001  
E-mail : [bjb.kol@yahoo.com](mailto:bjb.kol@yahoo.com)  
Tel : (+91) 9836610590

**MUMBAI**

A-601, Raghav CHS, Vasant Valley Complex,  
Film City Road, Malad(E), Mumbai - 400 097  
E-mail : [bjb.kol@yahoo.com](mailto:bjb.kol@yahoo.com)  
Tel : (+91) 98200 95319

- ii. process of e-voting at the AGM through electronic voting system ("**e-voting**").

### **Managements Responsibility**

5. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

### **Scrutinizer Responsibility**

6. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by M/s. Central Depository Services Limited ("CDSL"), the Registrar and Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or CDSL for my verification.

### **Cut-off Date**

7. The Equity Shareholders of the Company as on the "cut-off" date, i.e., Tuesday, 05th September, 2023 were entitled to vote on the resolutions (item no. 1 to 2 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

### **8. Remote E-Voting process**

- i. The remote e-voting period remained open from 08th September, 2023 (9.00 A.M. IST) to 11th September, 2023 (5.00 P.M. IST).
- ii. The votes cast through remote e-voting were unblocked on 12th September, 2023, Tuesday after the conclusion of the AGM and was witnessed by two witnesses who are not in the employment of the Company.

Name: Avijit Biswas

Indrashis Dhara

Signature:



- iii. Thereafter, the details containing inter-alia, list of Equity Shareholders, who voted "for" or "against" each of the resolutions that were put to vote, were generated from the e-voting website provided by CDSL. The report generated by CDSL were relied by me and data regarding the remote e-voting was scrutinised on test check basis.

### **9. E-Voting at the AGM Process**

- i. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by CDSL under my instructions.
- ii. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / CDSL and the authorizations lodged with the Company/ CDSL on test check basis.



iii. The e-votes cast were unblocked on Tuesday 12th September, 2023 after the conclusion of the AGM.

10. I submit herewith the Consolidated Scrutinizer's Report on the results on the resolutions of the remote e-voting and e-voting based on the reports generated from the e-voting website of CDSL, scrutinised on test check basis and relied upon by us as under:

#### Ordinary Business

##### Ordinary Resolution No. 1:

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon.

Item No of Notice	Resolution Type (Ordinary/Special)	Voting Method	Total Votes	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	Resolution Passed / Resolution Not Passed
				Nos	% of total No. of votes Cast	Nos	% of total No. of votes Cast		
1	Ordinary	Remote E-Voting	34,93,916	34,93,913	100.00	3	0.00	-	Resolution Passed
		E-Voting	101	101	100.00	-	-	-	
		<b>Total</b>	<b>34,94,017</b>	<b>34,94,014</b>	<b>100.00</b>	<b>3</b>	<b>0.00</b>	<b>-</b>	

#### Special Business

##### Special Resolution No. 2:

Appointment of Mr. Biswajit Barua (DIN: 06992250) as an Independent Director for a term of five consecutive years, in terms of Section 149 of the Companies Act, 2013.

Item No of Notice	Resolution Type (Ordinary/Special)	Voting Method	Total Votes	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	Resolution Passed / Resolution Not Passed
				Nos	% of total No. of votes Cast	Nos	% of total No. of votes Cast		
2	Special	Remote E-Voting	34,93,916	34,93,809	100.00	107	0.00	-	Resolution Passed
		E-Voting	101	101	100.00	-	-	-	
		<b>Total</b>	<b>34,94,017</b>	<b>34,93,910</b>	<b>100.00</b>	<b>107</b>	<b>0.00</b>	<b>-</b>	

Note: Votes casted both in remote e-voting & e-voting, the later has been considered as invalid. Also, Votes casted after conclusion of AGM has been considered as invalid.

11. I further report that as per the Notice and Board Resolution dated 24th July, 2023, the chairman will declare and confirm the above results of remote e-voting and e-voting together in respect of the resolutions referred herein. The results of the remote e-voting and e-voting together with the Scrutinizer's Report will be displayed on company's website within 48 hours of the passing of the resolution at the AGM and shall send the same to the stock exchanges, if required.



12. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary of the Company for preserving safely after the Chairman considers, approves, and signs the minutes of the AGM.
13. This report is issued in accordance with the terms of the engagement letter.
14. I have conducted my examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes Issued by the Institute of Chartered Accountants of India (ICAI) and Standards on Auditing specified under Section 143(10) of the Companies Act, 2013. The Guidance Note requires that I comply with the ethical requirements of the Code of Ethics issued by ICAI.
15. I have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

**Restriction on Use**

16. This report has been issued at the request of the Company for (i) submission to Stock Exchange(s) and (ii) to be placed on website of the Company. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

**For B J B & Associates**  
Chartered Accountants  
Firm registration No: 329621E

*Rahul Bhutoria*

**Rahul Bhutoria**  
(Partner)  
Membership No.: 304193  
UDIN: 23304193BGWJDB5489



**Place: Kolkata**  
**Date: 12th day of September, 2023**