



TRIL IT4 PRIVATE LIMITED

TRANSCRIPT OF THE PROCEEDINGS OF THE 6th ANNUAL GENERAL MEETING ("AGM") OF THE MEMBERS OF TRIL IT4 PRIVATE LIMITED ("THE COMPANY") HELD ON MONDAY, SEPTEMBER 28, 2020 AT 02.30 P.M. to 02:45 P.M. THROUGH VIDEO-CONFERENCING ('VC') / OTHER AUDIO VIDEO MEANS ('OAVM')

Mr. Sanjay Sharma was elected as the Chairman of the meeting. He occupied the Chair and welcomed all the shareholders and participants at 6th Annual General Meeting of TRIL IT4 Private Limited and stated that I am able to see clearly the members participating in the meeting. I thank the representative of Statutory Auditor, Deloitte for participating in this meeting.

Mr. Jagatpal Singh, Company Secretary informed the receipt of consent from all the shareholders of the Company for holding the Annual General Meeting (AGM) at shorter notice.

After confirming that the requisite quorum was present for the AGM, I hereby commence the proceedings of the AGM. As the AGM is being held through video conference as per statutory guidelines, all efforts feasible under the circumstances was made by the company to enable members to participate and vote on the items being considered in the AGM.

I could see that all seven shareholders representing 100% of equity share capital have joined the meeting. I thank all the members for the support provided to the Company to hold this meeting via Audio Visual Means during this pandemic situation, so as to follow the COVID 19 related social distancing norms as prescribed by the Government of India.

I wish to inform that Mrs. Sandhya Kudtarkar, Chairperson of Audit Committee and Mr. Kamlesh Parekh, Chairman of Nomination and Remuneration Committee ("NRC") were also present in the meeting as per statutory requirements. Ms. Reena Wahi was unable to attend the meeting due to her pre-occupations. Further, the Company has granted wavier for attending the AGM to Secretarial Auditor of the Company as requested by them due to their pre-occupations.

I now start with the proceeding of the meeting as per the notice circulated to the members of the Company:

Corporate Identity Number: **U74120MH2014PTC251684**

Registered Office: E Block, Voltas Premises, T B Kadam Marg, Chinchpokli, Mumbai 400 033

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TRILIT4 PRIVATE LIMITED

Notice convening the AGM along with Director Report and Financial statements, had already been circulated to the members, directors, auditors and debenture trustees. With the consent of the members participating in the meeting, we treat the "Notice convening the AGM as read". The members endorse the same.

Auditors Report for the Financial Year ended March 31, 2020, had already been circulated. As there is no adverse remarks or observations, with the consent of the members participating in the meeting, we treat the "Auditors report as read". The members endorse the same.

As per the notice circulated to the members of the Company, I put to vote following agenda items:

RESOLUTION NO: 1

To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2020, together with the Reports of the Board of Directors and the Auditors' thereon:

The Audited Financial Statements for the year ended March 31, 2020 together with the Reports of the Board of Directors' and Auditor's thereon was circulated with the AGM notice.

Requesting the members to propose for adoption.

Mr. Sunil Dhagat (**Proposed**)

I, Ms. Binaifer Tata, **Second** this resolution.

The Resolution has been proposed by Mr. Sunil Dhagat and seconded by Ms. Binaifer Tata.

I now put the Resolution at Item No. 1 of the Notice to vote, on a show of hands, as an Ordinary Resolution:

THOSE IN FAVOUR, please raise your hands.

THOSE AGAINST, please raise your hands.

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Resolution passed unanimously.

Since I am interested in next resolution, I hereby vacate the chair and will not participate and propose to appoint Mr. Kamlesh Parekh as chairman for next item.

Mr. Kamlesh Parekh took the chair and continued with proceeding of the AGM after ascertaining the quorum.

RESOLUTION NO: 2

To re-appoint Mr. Sanjay Sharma (DIN: 00332488) as a Director of the Company, who is liable to retire by rotation and being eligible, offers himself for re-appointment.

As required under the Companies Act, 2013, Mr. Sanjay Sharma will retire by rotation at this AGM, being eligible offered himself for re-appointment.

Requesting the members to propose for re-appointment. May I have proposer and Seconder?

Mr. Praful Kamble (**Proposed**)

I, Ms. Binaifer Tata, **Second** this resolution.

The Resolution has been proposed by Mr. Praful Kamble and seconded by Ms. Binaifer Tata.

I now put the Resolution at Item No. 2 of the Notice to vote, on a show of hands, as an Ordinary Resolution:

THOSE IN FAVOUR, please raise your hands.

THOSE AGAINST, please raise your hands.

Resolution passed unanimously.

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I hereby vacate the chair and request Mr. Sanjay Sharma to take the chair and continue with the proceedings of the meeting.

Mr. Sanjay Sharma took the chair and continued with the proceedings of AGM for following items of notice after ascertaining the quorum:

RESOLUTION NO. 3:

To consider appointment of Mr. Abhijeet Maheshwari as Manager:

The draft resolution has already been given in the notice calling meeting. Requesting the members to propose for re-appointment.

Ms. Binaifer Tata (**Proposed**)

I, Mr. Sunil Dhagat, **Second** this resolution.

The Resolution has been proposed by Ms. Binaifer Tata and seconded by Mr. Sunil Dhagat.

I now put the Resolution at Item No. 3 of the Notice to vote, on a show of hands, as Special Resolution:

THOSE IN FAVOUR, please raise your hands.

THOSE AGAINST, please raise your hands.

Resolution passed unanimously.

RESOLUTION NO.4:

To consider appointment of Mr. Kamlesh Parekh as an Independent Director:

The draft resolution has already been given in the notice calling meeting. Requesting the members to propose for re-appointment.

Ms. Binaifer Tata (**Proposed**)

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I, Mr. Sunil Dhagat, **Second** this resolution.

The Resolution has been proposed by Ms. Binaifer Tata and seconded by Mr. Sunil Dhagat.

I now put the Resolution at Item No. 4 of the Notice to vote, on a show of hands, as Ordinary Resolution:

THOSE IN FAVOUR, please raise your hands.

THOSE AGAINST, please raise your hands.

Resolution passed unanimously.

RESOLUTION NO.5:

To consider appointment of Mrs. Sandhya Kudtarkar as an Independent Director:

The draft resolution has already been given in the notice calling meeting. Requesting the members to propose for re-appointment.

Mr. Praful Kamble (**Proposed**)

I, Mr. Sunil Dhagat, **Second** this resolution.

The Resolution has been proposed by Mr. Praful Kamble and seconded by Mr. Sunil Dhagat.

I now put the Resolution at Item No. 5 of the Notice to vote, on a show of hands, as Ordinary Resolution:

THOSE IN FAVOUR, please raise your hands.

THOSE AGAINST, please raise your hands.

Resolution passed unanimously.

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Vote of thanks:

The quorum was present through-out the meeting. As there being no other business, I conclude the proceeding of the AGM with thanks to all the members/participants.

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