



**SUMMARY OF PROCEEDINGS OF 73<sup>rd</sup> ANNUAL GENERAL MEETING**

**THE PROCEEDINGS OF 73<sup>rd</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF THE TRADE WINGS LIMITED HELD ON MONDAY, 18<sup>th</sup> SEPTEMBER, 2023 AT 10.30 A.M. AT 1<sup>ST</sup> FLOOR, NAIK BUILDING, OPP. DON BOSCO HIGH SCHOOL, M.G. ROAD, PANAJI, GOA - 403 001.**

The details of members present in the meeting are as follows:

Category	Promoter and Promoter Group	Public	Total
In Person	3	2	5
Through Proxy	0	0	0
Video Conference	No video conference facility was provided by the Company		
<b>Total</b>	<b>3</b>	<b>2</b>	<b>5</b>

Dr Shailendra P. Mittal, Chairman and Managing Director, chaired the Meeting.

The Chairman called the meeting in order as requisite quorum was present. The Chairman introduced the Directors present. M/s Aalok Mehta & Co., Statutory Auditor and GHV & Co., the Secretarial Auditor of the Company, had requested for grant of exemption from being present in the 73<sup>rd</sup> Annual General Meeting (AGM). They were however, available for clarification over the phone, if needed. The Chairman also welcomed the members present at the meeting.

The Chairman informed the members about the status of the business and financial performance of the Company. Further Chairman explained the adverse effect of pandemic due to wide spread of COVID 19 on business operation and financial performance of the Company.

With permission of the members, Notice of the 73<sup>rd</sup> Annual General meeting along with the Explanatory Statement, the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2023 and the Report by the Statutory Auditor on Standalone Financial Statements and Consolidated financial statements were taken as read as it did not contain any qualification.

Further, the Secretarial Auditor Report contained an observation pertaining to disclosure of The Annual Audited Financial Results for quarter ended June, 2022 and September, 2022 under regulation 33 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has not been submitted within prescribed timelines to the Stock Exchange. The 71<sup>st</sup> Annual General Meeting of the Company for the Financial Year 2020-2021 was held on 18th July, 2022 beyond the prescribed timelines provided under the provisions of the Section 96 of the Companies Act, 2013 read with rules made thereunder. A statement showing holding of securities and shareholding pattern for quarter ended March, 2022 and March 2023, under sub-regulation (1) of regulation 31 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 was submitted beyond prescribed timelines to the Stock Exchange, Pursuant to section 73 of the Companies Act, 2013 read with Companies (Acceptance of deposit) Rule, 1975 the company has deposits and exempt deposits as per the Financials Statement for the Financial Year 2022-23 as on date 31st March, 2023.



The company has not filed e-form DPT-3 with MCA pertaining to deposits for the financial year 2022-23, Certain provisions of Secretarial Standards 1 and 2 as applicable are not complied with by the Company in convening the Board meetings and maintenance of Statutory registers, Pursuant to 29(1) regulation of the SAST, Any acquirer who acquires shares or voting rights in a target company which taken together with shares or voting rights, if any, held by him and by persons acting in concert with him in such target company, aggregating to five per cent or more of the shares of such target company, shall disclose their aggregate shareholding and voting rights in such target company as per the format disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 , The Company has not yet paid reinstatement fees of INR 5,00,0000/- (plus GST@ 18%) Payable after receipt of in principle approval for revocation and prior to approval for resumption of trading. The company has not paid such amount., The company was liable to pay a SOP fine of INR 27,55,000/- + applicable GST. No Proof for the same found. The company has not paid such amount. However, the company has requested BSE for a reduction in amount. The said observation was brought to the notice of members present at the meeting and also the explanations/comments given by the Board of Directors of the Company in its Boards' Report. However, the said observation did not have any material adverse effect on the functioning of the Company.

On the invitation of Chairman, Members gave their suggestions and sought clarifications on the Company's accounts and business. The Chairman responded to the queries of the Members and provided requisite clarifications.

The Chairman then informed the members that as per the provisions of the Companies Act, 2013 and relevant Listing Regulations, the Company had provided e-voting facility to the members to enable them to cast their votes electronically in proportion to their shareholding as on the cut-off date i.e. Monday, 11<sup>th</sup> September, 2023. He further informed that the e-voting period was open from Friday, 15<sup>th</sup> September, 2023 at 10:30 a.m. and ended on Sunday, 17<sup>th</sup> September, 2023 at 05:00 p.m.

The Chairman informed that members, who have not cast their vote electronically, may cast their vote at the AGM. The Chairman then ordered a poll. He informed the members, that members who have casted their vote electronically, would not be eligible to vote again.

The Chairman further informed that Ms Harshika Bhadracha, Practising Company Secretary, Partner of M/s GHV & Co., was appointed as the Scrutinizer for independently carrying out the voting process in a fair and transparent manner and that she will submit consolidated scrutiniser's report (e-voting and poll) of the total votes cast in favour or against, if any, to the Chairman.

He further informed the members that the results of voting on each Resolution would be determined by adding the votes of poll in favour/against the Resolution with votes cast electronically in favour/against the same Resolution.



Thereafter, the following Resolutions as set out in the Notice convening the 73<sup>rd</sup> Annual General Meeting were read by the Chairman:

Sr. No	Particulars	Type of Resolution
<b>ORDINARY BUSINESS</b>		
1.	To receive, consider and adopt the Audited Standalone Financial Statement of the Company for the financial year ended March 31, 2023 together with the reports of the Board of Directors and Auditors thereon.	Ordinary Resolution
2.	To receive, consider and adopt the Audited consolidated Financial Statement of the Company for the financial year ended March 31, 2023 along with the report of Auditors thereon.	Ordinary Resolution
3.	To appoint Dr. Shailendra P. Mittal (DIN: 0221661), who retires by rotation as a director and offer himself to be appointed as Director of the Company.	Ordinary Resolution
<b>SPECIAL BUSINESS</b>		
4.	To re-appoint Ms. Jacinta Bazil Nayagam (DIN: 07557797), as an independent director of the Company.	Special Resolution
5.	To consider the continuation of Directorship of Dr. Shailendra P.Mittal (DIN: 00221661), as Chairman and Managing Director who will attain the age of Seventy years (70 years) in this Financial Year.	Special Resolution

The poll was then conducted as per the provisions of Companies Act, 2013 and the rules made thereunder.

The resolutions as laid above were duly approved with requisite majority by the Members of the Company.

The Chairman informed the members that the results of voting would be declared immediately on receipt of the Scrutinizer's report. He also informed that the results would be intimated to the stock exchange i.e. BSE and would also be uploaded on the Company's website i.e. [www.tradewings.in](http://www.tradewings.in) together with the Scrutinizer's report.

The Chairman thanked the members present at the meeting and declared the meeting as concluded.

The meeting concluded at 2:00 p.m. followed by lunch.

**For and on behalf of  
TRADE WINGS LIMITED**



**Zurica Kevin Pinto**  
**Company Secretary and Compliance Officer**  
**Membership Number: A27623**



**Date: 18<sup>th</sup> September 2023**