

ANNEXURE 'A'

Proceedings of the 89th Annual General Meeting of the members of **BOMBAY POTTERIES AND TILES LTD** held on Saturday, the 30th September 2023 at 03.30 p.m. at - 11 Happy Home, 244 Waterfield Road, Bandra (West), Mumbai 400 050, when the following were present: -

- Mr Manoj V. Wadhwa - Chairman & Managing Director
- . Ms. Hansa Chauhan - Rep. of Medows Investments Pvt.Ltd
- . Mr Sanjay Bachawat - Rep. of Anmol Properties Pvt.Ltd.
- . Mr Prafulchandra Mehta
- . Mr Ambalal Bapulal
- . Mr Ambalal Bapulal
- . Smt Champaben Ambalal
- . Mr Ambalal N
- . Smt Rekha R. Patange / Mr Ravindra R Patange
- Mr Satish Jayantilal Shah
- 11. Mr Harshvardhan M. Wadhwa
- 12. Ms Minal M. Wadhwa
- 13. Mr Mithun Patade
- 14. Mr Errol D'Mello
- 15. Mr Vijaykumar
- 16. Mr Mahesh Jumanani
- 17. Mr Sandeep Dhamapurkar

Mr. Manoj V. Wadhwa, Chairman of the Company occupied the Chair.

The Chairman welcomed the Members of the Company.

The Chairman informed the Shareholders that Register of Proxies and the Resolutions for appointment of Representatives, the Register of Directors and Key Managerial Personnel and their shareholding and the Register of Contracts in which the Directors and Key Managerial Personnel are interested are available for inspection and are laid on the table. He also informed the members that the Company has not received any proxy but has received Representative from two Companies holding 45062 Equity Shares.

With the permission of the members present the notice convening 89th Annual General Meeting was taken as read.

Mr. Sanjay Bhachawat read the Auditors Report.

The Chairman appraised the Shareholders that the Company has not been able to carry out any activity during the year under report nor the Company has carried out any activity during the current year so far. However, the Company is assessing certain options for the business of the Company but has not been able to crystalize any line of activity so far. Besides, the Company would require substantial finance for any line of activity.

Mr. Shriram P. Imartey, Practicing Company Secretary, has been appointed as Scrutinizer to scrutinize the polling process in a fair and transparent manner. Since voting on all resolutions moved before the Annual General Meeting, as mentioned in the Notice, was conducted through physical polling, there was no voting by show of hands. The voting through Polling Paper at the Annual General Meeting enabled members present at the Meeting to cast their votes on the resolutions.

The Polling Paper was distributed among the Members in the General Meeting.

The Scrutinizer displayed the empty Poling Box to the Members and sealed it in the presence of the members and representatives.

The Chairman thereafter moved the following resolutions as Ordinary Resolutions: -

RESOLUTION NO. 1

Adoption of the Audited Financial Statement for the Financial Year ended on 31.03.2023, including the Audited Balance Sheet as at 31st March 2023, Profit and Loss Account and Cash Flow Statement for the financial year ended on that date and the reports of the Board of Directors and Auditors thereon.

RESOLUTION NO. 2

Appointment of a Director in place of Mr. Manoj V. Wadhwa, who retires by Rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

RESOLUTION NO. 3

Appointment of M/s. Agarwal Iyer and Associates as the Statutory Auditor of the company for the period of five years.

The Chairman invited the Members to raise their queries on the agenda items mentioned hereinabove. However, no Shareholder raised any query.

The Chairman requested the Shareholders/Members to cast their votes by way of Polling Paper provided to them and put in the Box kept on the table. The Shareholders/Members casted their votes accordingly.

The Scrutinizer thereafter opened the lock of the Box in the presence of two Shareholders and counted the votes casted at the Meeting through Poll Paper.

He prepared a consolidated report and submitted the same to the Chairman on 30th September 2023. The Chairman thereafter announced the result of voting as per Scrutinizers Report on 30th September 2023 immediately after the Scrutinizers Report was submitted on conclusion of

the Annual General Meeting and declared that all the Resolutions at Item No. 1, 2 and 3 have been duly passed unanimously. The consolidated voting and results are given below.

RESOLUTION NO.1

Adoption of the audited Financial Statement for the Financial Year ended on 31.03.2023, including the Audited Balance Sheet as at 31st March 2023, Profit and Loss Account and Cash Flow Statement for the financial year ended on that date and the reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0%
Poll	17	75,343	100%
Total	17	75,343	100%

(ii) Voted against the Resolution

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	NIL	NIL	N.A.
Poll	NIL	NIL	N.A.
Total	NIL	NIL	N.A.

(iii) Invalid Votes :

	Total Number of Members whose votes were declared invalid	Total number of votes cast (Shares)
E-Voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL

RESOLUTION NO. 2

Appointment of a Director in place of Mr. Manoj V. Wadhwa, who retires by Rotation at this Annual General Meeting and being eligible, offers herself for re-appointment.

Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0%
Poll	17	75,343	100%
Total	17	75,343	100%

(ii) Voted against the Resolution`

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	NIL	NIL	N.A.
Poll	NIL	NIL	N.A.
Total	NIL	NIL	N.A.

(iii) Invalid Votes :

	Total Number of Members whose votes were declared invalid	Total number of votes cast (Shares)
E-Voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL

RESOLUTION NO.3

Appointment of M/s. Agarwal Iyer and Associates as the Statutory Auditor of the company for the period of five years.

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0%
Poll	17	75,343	100%

Total	17	75,343	100%

(ii) Voted against the Resolution

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	NIL	NIL	N.A.
Poll	NIL	NIL	N.A.
Total	NIL	NIL	N.A.

(iii) Invalid Votes :

	Total Number of Members whose votes were declared invalid	Total number of votes cast (Shares)
E-Voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL

The Chairman announced that the Results of the Voting through Ballot Papers will be announced within 48 Hours from the conclusion of the Meeting and will be displayed through the Website of the Company and will also be intimated to Bombay Stock Exchange.

The Meeting was concluded at 04.30 pm after the Members cast their vote and Mr. Manoj Vasudev Wadhwa, Chairman and Managing Director of the Company is authorized to sign the proceedings of the AGM.



Place : Mumbai
Date : 04.10.2023

[CHAIRMAN & MANAGING DIRECTOR]