

Diksha Joshi: Good morning, everyone 1st of all. I am extremely sorry for all the inconvenience caused. There was some technical error from the end of NSDL so due to that the shareholders were not able to log in from the e-voting portal. So, we have sent them the link of Zoom Meeting so that they can join this meeting.

Diksha Joshi: So a very good morning to all our respected directors, our esteemed shareholders, CFO, Auditors, secretarial auditor, internal auditor, scrutinizer and special invitees of the company.

Diksha Joshi: I, Diksha Joshi, Company secretary and compliance officer of the company on behalf of Teerth Gopicon Limited would like to welcome you all to the extraordinary general meeting of the company which is being held today through video conferencing. I hope you all are safe. It gives me immense pleasure to extend a cheerful welcome to you all. I'm joining this meeting from the corporate office of the Company Indore.

00:01:06.980 --> 00:01:19.800

Diksha Joshi: The EGM is being conducted through video conferencing facility, in accordance with the MCA and SEBI Circulars. The EGM Notice and the Explanatory Statements annexed to the EGM notice are available online.

00:01:19.900 --> 00:01:46.269

Diksha Joshi: Accordingly, in compliance with the applicable provisions of the Companies Act 2013 read with the aforesaid circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India, the extraordinary general meeting of the Company is conducted through video conferencing. The proceedings of the EGM shall be deemed to be conducted at the registered office of the company which shall be deemed venue of this EGM.

00:01:46.490 --> 00:02:00.830

Diksha Joshi: Since the EGM is being conducted through video conferencing physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members is not available for this EGM.

00:02:01.130 --> 00:02:27.359

Diksha Joshi: The members attending the EGM through video conferencing are counted for the purpose of the quorum under Section 103 of the Companies Act 2013, pursuant to the provisions of Companies Act 2013 read with secretarial standards for General Meeting Mr. Maheshbhai M Kumbhani, Managing Director shall preside over the meeting. Further, the requisite quorum is present, and therefore I call this meeting to order with due permission of the Chair.

00:02:27.610 --> 00:02:44.399

Diksha Joshi: Before we start with the proceedings of the EGM, I would request all the Board members, KMP's, Auditors and Scrutinizer present in this meeting, through video conferencing from their respective residence or office or any other place to introduce themselves as one by one.

00:02:44.820 --> 00:02:46.120

Diksha Joshi: Mahesh Sir, please.

00:02:47.500 --> 00:03:08.789

Maheshbhai M Kumbhani: Good morning, and a very warm welcome to all our shareholders. I Mahesh Kumbhani, Managing Director of the company. I am also a member of audit committee and chairman of Corporate Social Responsibility Committee and Management Committee. I am attending this meeting through video conferencing from the corporate office of the, Indore.

00:03:10.670 --> 00:03:13.410

Diksha Joshi: Thank you, sir. Chandrika, ma'am. Please.

00:03:14.580 --> 00:03:37.960

Chandrika Kumbhani: Good morning to all. I am Chandrika Kumbhani, Whole time director of the Company. I am member of a Corporate Social Responsibility Committee and Management Committee. I am attending this EGM from Indore.

00:03:38.480 --> 00:03:40.809

Diksha Joshi: Thank you, ma'am. Pallav, sir. Please.

00:03:42.250 --> 00:04:01.100

Pallav: Good morning, everyone. I hope you all are doing well. I am non-executive and non-independent director of the company and member of Nomination and Remuneration Committee and Stakeholders Relationship Committee of the Company. I am attending this EGM from Chicago. Thank you.

00:04:01.650 --> 00:04:04.429

Diksha Joshi: Thank you. Pallav Sir Rajni, sir, please.

00:04:05.360 --> 00:04:20.599

Rajni Vekariya: Good morning All. I am non-executive, Independent Director of the company and member of the Stakeholder Relationship Committee and Audit Committee and NRC Committee and Member Management Committee. I am joining EGM from the Ahmedabad.

00:04:21.692 --> 00:04:23.929

Diksha Joshi: Thank you Sir, Bhavan Sir, please.

00:04:28.830 --> 00:04:31.160

Diksha Joshi: Sir, you are not audible.

00:04:39.070 --> 00:04:41.300

Diksha Joshi: No, sir, you are not audible.

00:05:02.080 --> 00:05:03.080

Maheshbhai M Kumbhani: Next.

00:05:05.789 --> 00:05:14.129

Diksha Joshi: Bhavan Sir, we are not able to hear you, Sir. Ashwak is there any problem from the technical end.

00:05:14.130 --> 00:05:17.339

Tech Support: No, ma'am, I think his side problem.

00:05:27.630 --> 00:05:47.350

Diksha Joshi: Okay. So on behalf of Bhavan sir, he is a Non-Executive, Independent Director of the company and the chairperson of Audit Committee, Stakeholder Relationship Committee and Nomination and Remuneration Committee and member of Corporate Social Responsibility Committee of the Company, and he is joining this EGM from Ahmedabad.

00:05:48.200 --> 00:05:49.929

Diksha Joshi: Sagar. Sir, please.

00:05:50.700 --> 00:05:59.969

Sagar Shah: Good morning everyone. I am Sagar Shah, Chief Financial Officer of the company. I am attending this EGM from the corporate office of the company from Indore.

00:06:01.550 --> 00:06:02.000

Diksha Joshi: Thank you sir

00:06:03.610 --> 00:06:19.760

Diksha Joshi: Our secretarial auditor, Mr. Samsad Alam Khan, sir, our internal auditor, Mr. Muntaha Sheikh, sir, and our scrutinizer, Mr. Amish Gandhi sir is also present, so I now request them to please add some line to their introduction. Samsad sir, please.

00:06:33.050 --> 00:06:43.080

Samsad Khan: Yes, good morning, everyone. I am Samsad Alam Khan, Practicing company secretary and secretarial auditor of this company. I'm attending this EGM from Ahmedabad.

00:06:44.470 --> 00:06:46.849

Diksha Joshi: Thankyou, sir! Muntaha Sheikh, sir, please.

00:07:09.020 --> 00:07:10.380

Diksha Joshi: Muntaha, sir.

00:07:15.930 --> 00:07:17.310

Diksha Joshi: Muntaha Sir.

00:07:54.960 --> 00:07:56.210

Muntaha shaikh: Alright! Am I audible?

00:07:57.090 --> 00:07:58.609

Diksha Joshi: Yes, sir, yes, sir, you are audible.

00:08:04.115 --> 00:08:11.759

Muntaha shaikh: Hello! To everyone, myself CA Muntaha Shaikh, proprietor of M M Sheikh and company. I am attending this EGM from Ahmedabad.

00:08:13.270 --> 00:08:15.669

Diksha Joshi: Thank you, Sir Amrisha Gandhi, Sir.

00:08:28.150 --> 00:08:44.799

Amrisha Gandhi: Yes, Amrisha Gandhi company secretary, scrutinizer for this meeting from Ahmedabad, attending this meeting from Ahmedabad.

00:08:45.310 --> 00:08:49.730

Diksha Joshi: Okay, sir, thank you, sir. All the directors of the company has joined this meeting.

00:08:49.770 --> 00:09:26.779

Diksha Joshi: I would now like to inform that the company has provided remote E-voting facility to the shareholders to cast their votes electronically in respect of the business

mentioned in the notice of EGM Dated 10th February 2025. For this purpose, the company has tied up with the E-voting system of NSDL for facilitating voting through electronic means as the authorized agency. Mr. Maheshbhai M Kumbhani, Managing Director of the company, has been appointed as the chairman of this meeting. I now request the Chairman sir to continue with the proceedings of this meeting. Mahesh sir, please.

00:09:27.540 --> 00:09:28.560

Maheshbhai M Kumbhani: Thank you, Diksha.

00:09:28.750 --> 00:09:59.039

Maheshbhai M Kumbhani: As we have the requisite quorum present through video conferencing to conduct the proceeding of this meeting. I call this meeting to order. Participation of members through video conference is being recognized of the purpose of quorum as per the circular issued by MCA and Section 103 of the Companies Act 2013. Now I would like to Miss Diksha, Company secretary to provide instruction to the members and proceed the meeting.

00:09:59.700 --> 00:10:18.350

Diksha Joshi: Thank you, sir. Before starting up with the resolutions, I would like to inform you the general instructions regarding participation in this meeting the company has taken all the feasible efforts to enable members to participate through video conferencing and vote at the meeting through electronic mode

00:10:18.390 --> 00:10:32.529

Diksha Joshi: Members, Please note that facility for joining this meeting through video, conference or other audio-visual means is made available for members on 1st come 1st serve basis. The required material is available on the website of the company.

00:10:32.530 --> 00:10:59.709

Diksha Joshi: During the course of the meeting. If the shareholder is facing any technical issues may kindly contact the helpline number provided in the notice of the meeting. Members are further requested to refer to the instructions provided in the notice for a seamless participation through video conferencing. As the EGM is being held through video conference, the facility for appointment of the proxies by the members was not applicable, and hence the proxy register for inspection is not available.

00:10:59.840 --> 00:11:20.640

Diksha Joshi: I am pleased to bring to your notice that, as required under the Company's Act, 2013, the company had provided you all the facility to cast your votes electronically on the resolution as set forth in the notice. Members are requested to refer to the instructions

provided in the notice or appearing on the video conferencing page for a seamless participation.

00:11:20.930 --> 00:11:28.939

Diksha Joshi: I am pleased to bring to your notice that, as required under the Company's Act. The company has provided you all the facility to cast your votes.

00:11:29.160 --> 00:11:48.010

Diksha Joshi: Please note that e-voting facility is now open. It shall remain open for 15 mins after the conclusion of the meeting, the members who have not yet casted their votes earlier through remote e-voting, may please go to the page of NSDL e-voting website and cast their votes electronically.

00:11:48.100 --> 00:12:00.690

Diksha Joshi: The company has appointed Mr. Amish Gandhi, Practicing Company Secretary as the scrutinizer to scrutinize the remote E-voting process and voting at this extraordinary general meeting in a fair and transparent manner.

00:12:01.310 --> 00:12:08.040

Diksha Joshi: Now I request chairman, sir, to address the shareholder. Sir, please, Mahesh Sir, please.

00:12:08.477 --> 00:13:19.339

Maheshbhai M Kumbhani: Thank you, Diksha, my dear shareholders, Namaste. I hope you all are doing good. It is my pleasure to welcome you to this extraordinary general meeting of Teerth Gopicon Limited. Your presence today demonstrates your commitment to our company and I want to express my sincere appreciation for your continued trust and support.

As you know, we have conveyed this meeting to seek your approval on an important agenda. To confirm appointment of M/s S G Marathe and Company, chartered accountants as statutory auditor of the company to fill in casual vacancy due to resignation of M/s S. Misra and Associates, chartered accounts. Mr. Mishra has been facing some serious health challenges, and despite his best efforts to continue the physical limitations resulted from his medical conditions have left him with no other options, and we believe that health should be a priority. I now request Diksha to proceed with proceedings.

00:13:20.050 --> 00:13:51.569

Diksha Joshi: Thank you, sir. The notice of this extraordinary general meeting has been sent by electronic mode to those members whose email ids are registered with the company, and the same are also available on the website of the company. Considering the same, the notice of the meeting is being taken as read.

We now take up the resolution as set forth in the notice, we will open the floor for members who have registered themselves as speakers, if any, to express their views or ask questions during the meeting after the resolution is tabled.

00:13:51.570 --> 00:14:20.000

Diksha Joshi: As mentioned in the notice of EGM. The following resolution is proposed for the approval of shareholders.

Ordinary business. Item number one, to confirm appointment of M/s, S G Marathe and Company, Chartered Accountants, FRN. 123655W as statutory auditors of the company to fill in casual vacancy due to resignation of M/s S Misra and Associates, Chartered Accountants FRN: 004972C.

00:14:20.410 --> 00:14:40.049

Diksha Joshi: M/s. S. Misra and Associates Chartered Accountants, who were appointed as the statutory auditors of the company at the 5th Annual General Meeting, held on 28th September, 2024 have resigned from the office of statutory auditors with effect from 22nd January 2025 due to his health issue.

00:14:40.050 --> 00:16:01.719

Diksha Joshi: Due to such resignation of statutory auditors, and pursuant to compliance of section 139 Sub-section 8 of Companies Act 2013, and rules thereunder the Board of Directors is required to fill the casual vacancy of auditor's office within 30 days but if such casual vacancy is a result of the resignation of an auditor then such appointment should be approved by a company at the general meeting convened within 3 months from the recommendation of board, and the appointed auditor shall hold the office until the conclusion of the 6th Annual General Meeting, pursuant to the compliance of aforesaid section, and to fill the casual vacancy caused due to Resignation Board at its board meeting held on 10th February, has appointed M/s S G. Marathe and Company chartered Accountant as statutory auditors of the Company, with effect from 10 February 2025, to hold office until the conclusion of 6th Annual General Meeting to be held for financial year 2024-25 subject to the approval of shareholders, and that they shall conduct the statutory audit for the financial year ended on 31st March 2025, and such other audit review certification work as may be required and or deemed expedient more particularly described in the resolution proposed.

00:16:01.940 --> 00:16:21.950

Diksha Joshi: The resolution proposed at the EGM are already set out in the EGM Notice. Pursuant to the provisions of the Companies Act 2013, and the rules framed thereunder, and the SEBI (Listing obligation and disclosure requirements) Regulation 2015. Your company has provided the remote e-voting facility.

00:16:21.980 --> 00:16:50.189

Diksha Joshi: As per the timelines mentioned in the EGM Notice the remote E-voting commenced at 9 A.M. on Friday, 7th March 2025 and ended at 5 P.M. on Sunday 9th March 2025. The voting facility through the E-voting system is made available during the meeting for shareholders who have not cast their votes before the meeting. You can use the e-voting tab in the portal for voting at the EGM.

00:16:50.190 --> 00:17:03.979

Diksha Joshi: Furthermore, the company has received a request from a shareholder to register as a speaker and present his views at this Extraordinary General Meeting. I now request moderator to please unmute Mr. Shlok Dave.

00:17:06.550 --> 00:17:08.349

Diksha Joshi: Ashwak Ji, please.

00:17:08.599 --> 00:17:09.369

Tech Support: Yes, ma'am.

00:17:10.450 --> 00:17:11.910

Shlok Dave: Am I audible?

00:17:11.910 --> 00:17:13.110

Tech Support: Yes, sir, you are audible.

00:17:14.030 --> 00:17:42.260

Shlok Dave: Thank you very much, sir. Thank you, madam, for the opportunity, and also for handling the issue properly. There was a lot of trouble getting in today, ma'am. I would also like to bring to your attention that even the e-voting tab is not working. My depository account is in CDSL. So, when I log into CDSL for anything related to NSDL, none of those links are working. So, I don't think the e-voting tab is working. The last time I checked it was definitely not working. So, you may need to extend the time. I don't know what the procedure is regarding that. But I just wanted to bring that particular thing to your notice.

00:18:00.091 --> 00:19:15.700

Shlok Dave: Now, Mahesh sir, thank you for answering the question. You actually covered what I had what I wanted to ask the need for the change. So I also wish the gentleman all the best of health and I hope he has a very long and healthy life ahead, sir, because I have been giving this opportunity. I would also like to ask you very briefly. Jo last hamari ek EGM hui thi usme aapne renewable sector me entry ki baat ki thi so usme progress kaisi hai just as an update to the new ventures that we are starting. And also, jo umm there is a lot of talk about slowdown from the central government and the State Government side on the infra



side. So aapko kya dikh raha hai sir aapke jo targets the jo apke plans the woh abhi bhi on track hai sir and jo naye tenders aarahe hai jo execution rates hai usme kuch changes apko lag rahe hai for this year and next year sir apke khud ke plan apni company k khud ke plan kuch change ho rahe hai sir given thoda sa macroeconomic and thoda sa government side pe spending thodi si kam ho rahi hai toh apke agar usme kuch inputs mil sake sir so, I'll really appreciate that.

00:19:16.560 --> 00:19:17.570

Maheshbhai M Kumbhani: Okay Shlok.

00:19:18.230 --> 00:19:27.080

Shlok Dave: Sir mai ek chiz aur bolunga, mai moderator sahab se kahunga please do not keep me on mute just in case I have a follow up question to ask management.

00:19:27.470 --> 00:19:28.310

Shlok Dave: Thank you.

00:19:28.800 --> 00:20:21.070

Maheshbhai M Kumbhani: Okay, thank you Shlok aapka question tha ki aapka H2 Quarter ka kya rahega aisa mai samajh raha hu H2 quarter as per my commitment progress me hai aur jo bhi humne commit kara hai H2 ke liye woh definitely uspe hi working ho rahi hai aur hum achieve kar rahe hai H2 ko aur aapka yeh bhi ek question tha ki renewable ke kuch orders aur uske baare me kya kehna hai renewables ke jo orders hume abhi tak mile hai usme hamari working, feasibility survey and PPA signing ka stage aa chuka hai aaj next 2 or 3 days me PPA sign hoga aur uske baad execution hum kar rahe hai as per our commitment humne jo current year ke liye commit kiya hai renewable ke liye who bhi progress achieve karenge.

00:20:23.410 --> 00:20:30.659

Shlok Dave: Great sir! Sir! Isme bas clarity yeh chahiye thi ki aap usme EPC ka hi kaam karenge ya aap developer bhi banenge renewable me

00:20:31.750 --> 00:20:41.899

Maheshbhai M Kumbhani: Currently humare pass jo order hai who EPC and developer as a developer kusum ke jo orders hai usme hum as a developer kaam kar rahe hai aur baaki jo NHPC SJVN RRECL ke orders hai usme EPC mode me jaise PPA sign hokar karenge .

00:20:52.600 --> 00:21:00.500

Shlok Dave: Okay, yeh sab sir saari sir PSU hai sir. Aapne SJVN ka naam liya aur baki sab bhi PSU's thi Right, sir.

00:21:00.680 --> 00:21:17.339

Maheshbhai M Kumbhani: PSU's and government bhi hai. JVVNL, JDVNL, Ajmer matlab kaafi saare government Direct State or Central Government hai aur baaki PSU's hai jo Central government holding.

00:21:18.450 --> 00:21:28.449

Shlok Dave: Maheshbhai aapko government side pe koi slow down dikh raha hai sir aapki company ko lekar koi order me ya koi payments me koi Delay kuch bhi problem, Sir government spending ki side se.

00:21:28.740 --> 00:22:00.596

Maheshbhai M Kumbhani: Nahi abhi tak as such kuch aaya nahi hai aur na aisa koi delay hai aur aage next year ke liye bhi planning humne kari hai next year ke liye bhi properly us way me kaam ho raha hai toh I think ki abhi tak iska na payments me koi slowdown dikha hai na progress me slow down dikha hai kuch elections ki wajah se initial H1 me tha and H1 we have achieved and H2 is on progress.

00:22:01.650 --> 00:22:18.010

Shlok Dave: Thank you very much Maheshbhai. Maheshbhai last request hai sir jab H2 ke results aajaye agar aap ek open conference call rakh sake sabke liye Not only existing shareholders ke liye but saare potential shareholders ke liye bhi sir so that would be very very helpful, sir. I'm pretty sure people will really appreciate it, sir.

00:22:18.270 --> 00:22:27.710

Maheshbhai M Kumbhani: Bilkul Shlok, hum try karenge best try karenge ki H2 ke baad turant hi aisa short time me kuch arrangement karenge.

00:22:27.710 --> 00:22:32.989

Shlok Dave: Thank you very much, sir. Thank you very much moderator, Thank you very much Diksha Ji, and happy Holi to everyone. Thank you.

00:22:34.270 --> 00:22:35.650

Diksha Joshi: Thank you, Shlok Ji

00:22:35.700 --> 00:23:43.280

Diksha Joshi: I would now like to request that shareholders who have not yet casted their votes to do so, as the e-voting facility will remain open for 15 min after the meeting. So please please cast your votes.

The combined result of the remote E-voting prior to EGM and E-voting during the EGM will be declared by chairman of this meeting, and failing him by any director of the company as authorized by the Board and the Scrutinizer's report along with the results, will be placed on the website of the company, and the same would be intimated to the NSE. The resolution, as

set forth in the notice shall be deemed to be passed today subject to receipt of requisite number of votes. The quorum was present throughout the meeting, since the business of the meeting is completed. I am grateful for everyone's presence and support at the meeting. I want to extend my sincere gratitude to all the shareholders, directors, KMP. Auditors for their participation in the meeting, and I look forward to your continued support, and thanks to NSDL for providing these services. Now I request Mahesh, sir, to please proceed further. Mahesh, sir, please.

00:23:43.730 --> 00:24:21.160

Maheshbhai M Kumbhani: Thank you, Diksha. I would like to thank you all once again for sparing your time to be with us today, for your continued faith in the company. The E voting has been kept open for another 15 minutes as announced. The icon for e-voting is available on the screen which will redirect on a separate window to the e-voting platform of NSDL. The shareholders are requested to cast their vote, if not already done. I hereby declare this meeting as concluded. Please stay safe and healthy. Bye-bye.

00:24:22.460 --> 00:24:25.549

Diksha Joshi: Thank you Sir. Ashwak ji, We can now close the meeting.

00:24:29.240 --> 00:24:30.120

Tech Support: Okay, ma'am.

00:24:30.650 --> 00:24:31.200

Diksha Joshi: Okay.