



# TEMBO GLOBAL INDUSTRIES LIMITED

[ FORMERLY KNOWN AS - SAKETH EXIM LTD. ]

**Regd. Off.:** Plot No. PAP - D 146 - 147, Turbhe MIDC, TTC Industrial Area, Opp. Balmer Lawrie Van Leer Co. Turbhe, Navi Mumbai - 400 705, Maharashtra - INDIA. **Tel.:** +91 - 022 - 27620641 / 27620642 / 27620643. **Fax:** +91 - 022-27620623. **GST No.-** 27AAPCS4498C1ZV  
**CIN -** L29253MH2010PLC204331 **Email:** info@sakethexim.com / info@tembousa.us **Web:** www.sakethexim.com / www.tembousa.us

To  
National Stock Exchange of India Ltd.  
Exchange Plaza, C-1, Block G, Bandra Kurla  
Complex,  
Bandra (E) Mumbai –  
400 051  
Dear  
Sir/Madam,

Date: 22/12/2022

Ref : Script Id "TEMBO"

**Sub: Proceeding of Annual General Meeting**

With reference to the above captioned subject, we are enclosing herewith the proceeding of E-voting and poll result declared within 48 hours of completion of AGM conducted pursuant to Annual General Notice dated 26th November, 2022.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

For and on behalf of Board of Directors of **Tembo Global Industries Limited**

Mr. Sanjay Jashbhai Patel  
Managing Director



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PROCEEDING OF THE DECLARATION OF RESULTS OF THE E-VOTING AND POLL AT HOTEL YOGI METROPOLITAN; PLOT NO.4, SECTOR 24, OPP. SANPADA RLY STN, SANPADA, NAVI MUMBAI 400706 AND THE REGISTERED OFFICE OF THE COMPANY AT D-146/147, MIDC TTC INDL, ESTATE OPP, BALMER LAWRIE, VANLEER TURBHE, NAVI MUMBAI, THANE, MAHARASHTRA, INDIA, 400703 FOR THE RESOLUTIONS AS SET OUT IN THE ANNUAL GENERAL MEETING NOTICE DATED 26th NOVEMBER, 2022.

1. In compliance with the provisions of Sections 108 and 110 of the Act and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”), Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, and as per MCA circulars the Company is pleased to provide voting by electronic means (“E-Voting”) only to its Members, to enable them to cast their votes electronically. The Company has engaged the services of NSDL to provide e-voting facility to its Members. Voting rights will be reckoned on the paid-up value of share registered in the names of members on 13<sup>th</sup> December, 2022.

Pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 read with rules 20 and 22 Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had issued a Annual General Meeting Notice dated 26<sup>th</sup> November, 2022 to obtain approval of shareholders through e—voting and poll for:

Sr. of No.	Particulars of Resolutions
1	To receive, consider and adopt the Audited Standalone Financial Statements as well as Audited Consolidated Financial Statements of the Company for financial year ended 31 <sup>st</sup> March, 2022 together with the Report of the Board of Directors and the Auditors thereon.
2	To consider reappointment of Mr. Shalin Sanjay Patel (holding DIN: 08579598) who retires by rotation and being eligible, offers himself for re-appointment.
3	To appoint R. A. Kuvadia & Co., Chartered Accountant, bearing ICAI Firm Registration No. 105487W as Statutory Auditor, for a term of 5 years.
4	To appointment of MDSA & Associates (FRN 156810W), Chartered Accountant, Internal Auditor.
5	To re-appoint of CS. Gaurang Manubhai Shah, Practicing Company Secretaries, Membership No. 32581 and Certificate Practice Number 11953 as Secretarial Auditors of the Company
6	To declare dividend on Equity Shares of the Company @ 12% per equity share (₹1.20/- per equity share) for the Financial year ended March, 2022.
7	To consider and adopt IFCR report and Secretarial audit report from auditors.
8	To approve the increase in remuneration of Mr. Shabbir Huseni Merchant Chief Financial Officer of the company w.e.f 01st April, 2022.
9	To consider and, approve with or without modification(s), the resolution under Section 180 (1) (c) to increase the borrowing power of Board of Directors up a to limit not exceeding in the aggregate Rs. 125,00,00,000/- [Rupees One Hundred Twenty Five Cores Only] for Company.
10	To consider and approve with or without modification the resolution under Section 180 (1) (a ) for authorization of Board of Directors or any Committee constituted by the Board for creating charge up to a sum not exceeding Rs. 125,00,00,000/- [Rupees One Hundred Twenty Five Cores Only] for the company.
11	To consider and, if thought fit, to pass, with or without modification the resolution under section 186 of the Companies Act, 2013 (Loan and investment by the company to subsidiary) i.e



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	Accordingly, the Board of Directors of the Company proposes to obtain approval of shareholders 1. For Investment in Overseas Subsidiary and Joint Venture of the company and Loans to Overseas Subsidiaries and Joint Venture of the company, other Bodies Corporate or Persons every year i.e 31st December for an amount not exceeding USD 250000 (Two Lakh Fifty Thousand Only). 2. Invests its surplus funds time to time for different purposes within the limit envisaged under section 186 read with rule 11 of companies (Meetings of Board and its Powers) Rules, 2014 of the Companies Act, 2013, in accordance with section 179(3) (e) of Companies Act, 2013 upto Rs. 5,00,00,000/- (Rupees Five Crore Only) at any time during the financial year 2021-22
12	To approve the increase in remuneration of Ms. Fatema Shabbir Kachwala Din (06982324) being whole time director of the company.

The Board of Directors had engaged services of National Depository Service (India) Limited (NDSL) to provide e-voting facility to all the members as on cut-off date i.e. 13rd December, 2022. The Voting period commenced on Friday 17th December, 2022 at 9:30 am (IST) and ends on Monday, the 19th December, 2022 at 5:00 p.m.

The Board of Directors had appointed Mr. Gaurang Shah , Practicing Company Secretary as Scrutinizer for conducting the e-voting and poll process in a fair and transparent manner.

The Notice was sent to all the members as on cut-off date i.e. 25<sup>th</sup> November, 2022. The Notice has been send through email registered with Share Transfer agent **BIGSHARE SERVICES PRIVATE LIMITED** and Company. The said Notice was also placed on the website of the Company. The intimation about completion of dissemination of the e-Voting and poll result and the last date for closure of e-voting from shareholders was also intimated to the members by way of publication of advertisement in the newspapers namely, Financial Express and Mumbai Pratahkal on 27<sup>th</sup> November, 2022.

Members were advised to carefully read the instructions before casting their votes, The Scrutinizer after scrutiny of all Postal Ballot e-voting received within the scheduled time has submitted his report on 21<sup>st</sup>, December, 2022,

Based on the Consolidated Scrutinizer Report dated 22nd<sup>nd</sup> December, 2022, the results of the E-voting and Poll are as under:

Sr. of No.	Particulars of Resolutions	No. of Total e-votes	No. of Total votes Polled	No. of Votes in favour	% of Votes in favour	No. of Votes against	% of Votes in against	No. of invalid/ Abstained Polled
1	To receive, consider and adopt the Audited Standalone Financial Statements as well as Audited Consolidated Financial Statements of the Company for financial year ended 31 <sup>st</sup> March, 2022 together with the Report of the Board of Directors and the Auditors thereon.	12	67	79	100	NIL	NIL	NIL
2	To consider reappointment of Mr. Shalin Sanjay Patel (holding DIN: 08579598) who retires by rotation and being eligible, offers himself for re-appointment.	12	67	79	100	NIL	NIL	NIL



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3	To appoint R. A. Kuvadia & Co., Chartered Accountant, bearing ICAI Firm Registration No. 105487W as Statutory Auditor, for a term of 5 years.	11	67	78	100	NIL	NIL	NIL
4	To appointment of MDSA & Associates (FRN 156810W), Chartered Accountant, Internal Auditor.	11	67	78	100	NIL	NIL	NIL
5	To re-appoint of CS. Gaurang Manubhai Shah, Practicing Company Secretaries, Membership No. 32581 and Certificate Practice Number 11953 as Secretarial Auditors of the Company	11	67	78	100	NIL	NIL	NIL
6	To declare dividend on Equity Shares of the Company @ 12% per equity share (₹1.20/- per equity share) for the Financial year ended March, 2022.	11	67	78	100	NIL	NIL	NIL
7	To consider and adopt IFCR report and Secretarial audit report from auditors.	11	67	78	100	NIL	NIL	NIL
8	To approve the increase in remuneration of Mr. Shabbir Huseni Merchant Chief Financial Officer of the company w.e.f 01st April, 2022.	11	67	78	100	NIL	NIL	NIL
9	To consider and, approve with or without modification(s), the resolution under Section 180 (1) (c) to increase the borrowing power of Board of Directors up a to limit not exceeding in the aggregate Rs. 125,00,00,000/- [Rupees One Hundred Twenty Five Cores Only] for Company.	11	67	78	100	NIL	NIL	NIL
10	To consider and approve with or without modification the resolution under Section 180 (1) (a) for authorization of Board of Directors or any Committee constituted by the Board for creating charge up to a sum not exceeding Rs. 125,00,00,000/- [Rupees One Hundred Twenty Five Cores Only] for the company.	11	67	78	100	NIL	NIL	NIL
11	To consider and, if thought fit, to pass, with or without modification the resolution under section 186 of the Companies Act, 2013 (Loan and investment by the company to subsidiary) i.e Accordingly, the Board of Directors of the Company proposes to obtain approval of shareholders 1. For Investment in Overseas Subsidiary and Joint Venture of the company and Loans to Overseas Subsidiaries and Joint Venture	11	67	78	100	NIL	NIL	NIL



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	of the company, other Bodies Corporate or Persons every year i.e 31st December for an amount not exceeding USD 250000 (Two Lakh Fifty Thousand Only). 2. Invests its surplus funds time to time for different purposes within the limit envisaged under section 186 read with rule 11 of companies (Meetings of Board and its Powers) Rules, 2014 of the Companies Act, 2013, in accordance with section 179(3) (e) of Companies Act, 2013 upto Rs. 5,00,00,000/- (Rupees Five Crore Only) at any time during the financial year 2021-22							
12	To approve the increase in remuneration of Ms. Fatema Shabbir Kachwala Din (06982324) being whole time director of the company.	11	67	78	100	NIL	NIL	NIL

On the basis of Scrutinizer's report, Mr. Sanjay Jashbhai Patel, Managing Director declared the result of e-voting and poll on 22<sup>nd</sup> December, 2022 at around 10.32 am. The resolutions as mentioned in the Annual General Meeting Notice dated 26<sup>th</sup> November, 2022, was duly passed with requisite majority on 20th December, 2022. The certified true copy of the resolution passed is attached.

For and on behalf of Board of Directors of Tembo Global Industries Limited

Mr. Sanjay Jashbhai  
PatelManaging  
Director