

August 8, 2025

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001, Maharashtra, India
Scrip Code: 544174

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1
G Block, Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051, Maharashtra, India
Scrip Symbol: TBOTEK

Sub: Proceedings of the 19th Annual General Meeting of TBO Tek Limited ("Company")

Dear Sir/ Madam,

Pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, we are enclosing herewith the proceedings of the 19th Annual General Meeting of the Company held today, i.e., on Friday, August 8, 2025, through Video Conferencing/ Other Audio Video Means.

Kindly take the above disclosure on record.

Thanking you,

Yours faithfully

For and on behalf of TBO Tek Limited

Neera Chandak
Company Secretary

Encl.: As above

TBO Tek Limited

CIN: L74999DL2006PLC155233

✉ info@tbo.com | ☎ +91 124 4998999

📍 Registered Office Address: E-78 South Extension Part- I, New Delhi-110049, India

📍 Corporate Office Address: Plot No. 728, Udyog Vihar Phase- V Gurgaon-122016 Haryana, India

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SUMMARY OF PROCEEDINGS OF THE 19th ANNUAL GENERAL MEETING ("AGM") OF TBO TEK LIMITED ("COMPANY") HELD THROUGH VIDEO CONFERENCING/ OTHER AUDIO-VISUAL MEANS ('VC/OAVM')

The 19th AGM of the Members of the Company was held today, i.e., on Friday, August 8, 2025 at 03:00 P.M. (IST) through VC/OAVM, in compliance with the applicable provisions of the Companies Act, 2013 ("Act"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and other applicable laws and regulations, to transact the businesses as set out in the Notice of AGM ("Notice"). The venue of AGM was deemed to be the Registered Office of the Company.

Directors Present:

1. Mr. Ravindra Dhariwal, Chairman and Independent Director
2. Mr. Ankush Nijhawan, Joint Managing Director and Chairman of Corporate Social Responsibility Committee
3. Mr. Gaurav Bhatnagar, Joint Managing Director and Chairman of Risk Management Committee
4. Mr. Akshat Verma, Whole-time Director and Chief Technology Officer
5. Mr. Rahul Bhatnagar, Independent Director and Chairman of Audit Committee
6. Ms. Anuranjita Kumar, Independent Director and Chairperson of Stakeholders' Relationship Committee
7. Mr. Bhaskar Pramanik, Independent Director and Chairman of Nomination and Remuneration Committee

In Attendance:

1. Mr. Vikas Jain, Chief Financial Officer
2. Ms. Neera Chandak, Company Secretary
3. Mr. Rishabh Vashishtha, Director – M/s. S.R. Batliboi & Co. LLP, Chartered Accountants, Statutory Auditor
4. Mr. Neelesh Jain, Proprietor – M/s. NKJ & Associates, Company Secretaries, Secretarial Auditor
5. Mr. Ananay Jain, Partner – M/s. Grant Thornton Bharat LLP, Internal Auditors

Mr. Shantanu Rastogi, Non-Executive (Nominee) Director, was pre-occupied with other commitments and could not participate in the AGM.

Members Present:

78 Members attended through VC.

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Ms. Neera Chandak, Company Secretary, welcomed the members and informed that the AGM was being conducted through VC/OAVM in accordance with the applicable provisions of Act, SEBI Listing Regulations and applicable circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India, in this regard. It was further informed that the Company has engaged National Securities Depository Limited (“NSDL”) for availing the facility of remote e-voting, participating in the AGM virtually and for casting votes through e-voting system during the AGM.

Mr. Ravindra Dhariwal, Chairman of the Company, chaired the meeting. The requisite quorum being present, the Chairman called the meeting to order. He introduced the other Board Members, senior officials of the Company, representatives of Statutory Auditors, Secretarial Auditors and Internal Auditors of the Company.

The Company Secretary then briefed the Members regarding the participation in the AGM which was followed by a speech delivered by the Chairman. The Company Secretary declared that the Notice and Annual Report, containing the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, Auditors’ Reports thereon and Board’s Report, had been sent to the Members. Accordingly, the Notice, Board’s Report and the Auditors’ Report were taken as read. She further stated that all the documents mentioned in the Notice and the Explanatory Statement thereto were available for inspection. There was no qualification, observation, adverse remark or disclaimer in the Auditors’ Report on Standalone and Consolidated Financial Statements and the Secretarial Audit Report for the financial year ended March 31, 2025, except an emphasis on matter provided in the Statutory Auditor’s Report and a note provided in the Secretarial Audit Report, which forms part of Annual Report.

The Company had provided e-voting facility through NSDL to its members and the remote e-voting period commenced on Tuesday, August 05, 2025, at 09:00 am (IST) and concluded at 5:00 pm (IST) on Thursday, August 07, 2025.

The following items of business, as per the Notice, were put to vote through remote e-voting and e-voting at the AGM:

S. No.	Particulars	Type of Resolution
Ordinary Business		
1.	To receive, consider and adopt the audited standalone and consolidated financial statements for the financial year ended March 31, 2025, together with Reports of the Auditors and Board of Directors of the Company.	Ordinary
2.	To re-appoint Mr. Gaurav Bhatnagar (DIN: 00446482) as a director liable to retire by rotation.	Ordinary

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Special Business		
3.	Appointment of M/s. NKJ & Associates, Company Secretaries as the Secretarial Auditors of the Company.	Ordinary
4.	Approval of Remuneration of Non-Executive Directors of the Company.	Special

The Chairman invited the members who had registered themselves as speaker to express their views or ask questions. The Chairman, Joint Managing Directors and Chief Financial Officer answered the queries of the members.

The Chairman, thereafter, closed the meeting with a vote of thanks to all the Board Members and Members for their participation.

The Company Secretary mentioned that the voting results along with the Consolidated Scrutinizer's Report on remote e-voting and e-voting at AGM shall be informed to the Stock Exchanges and shall also be placed on the website of the Company and NSDL in accordance with applicable laws.

The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote.

The meeting was deemed to have concluded at 04:02 pm (IST) post expiry of 15 minutes time allotted for the Members to cast their vote.

The voting results pursuant to Regulation 44(3) of SEBI Listing Regulations and Report of the Scrutinizer, pursuant to Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 will be submitted in due course.

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