

TMF Holdings Limited

August 01, 2023

To
The Manager – Debt Listing
National Stock Exchange of India Ltd
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051

Sub: Proceedings of the 17th Annual General Meeting of the Company held on Tuesday, August 01, 2023

Dear Sir/ Madam,

We wish to inform you that the 17th Annual General Meeting (AGM) of TMF Holdings Limited (“the Company”) was held on Tuesday, August 01, 2023 at 4.30 P.M. (IST) through Video Conference facility.

In terms of the provisions of Regulation 51(2) read with Schedule III – Part B of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a summary of the proceedings of the said AGM is enclosed herewith as **Annexure A**. Please note that the same shall be available on the Company’s website i.e. www.tmf.co.in

This is for your information and records.

For **TMF HOLDINGS LIMITED**

VINAY LAVANNIS
Company Secretary
Membership No. A7911

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Annexure A

Summary of the proceedings of the 17th Annual General Meeting of TMF Holdings Limited

The 17th Annual General Meeting (“AGM”) of TMF Holdings Limited (“the Company”) was held on Tuesday, August 01, 2023 at 4.30 P.M. (IST) through Video Conferencing (“VC”). The Company, while conducting the said AGM, adhered to the applicable provisions of the Companies Act, 2013 read with the Circulars issued by the Ministry of Corporate Affairs (“MCA”) with respect to the holding of the Annual General meeting through VC/ OAVM, from time to time.

Mr. Nasser Munjee, Chairman of the Board chaired the said AGM. He welcomed all the shareholders and other participants. Since the requisite quorum was present, the Chairman called the meeting to order. He then requested Mr. Vinay Lavannis, Company Secretary to commence the proceedings of the meeting.

All the directors of the Company were present at the AGM including the Chairman of Audit Committee, Nomination and Remuneration Committee and Stakeholders’ Relationship Committee. The Chief Financial Officer, Company Secretary of the Company and the representatives of the Statutory Auditors and Secretarial Auditors of the Company were also present for the AGM.

Mr. Vinay Lavannis, Company Secretary commenced the meeting and briefed members and other participants on certain points relating to participation at the said AGM through VC.

Mr. Vinay Lavannis, Company Secretary informed the Members that the Company had received representation letter/ Board Resolution in terms of the applicable provisions of the Companies Act, 2013, from Tata Motors Limited, Member authorizing Mr. Sudipto Das who attended the said AGM.

With members’ consent, the Notice of AGM which has already been circulated, was taken as read.

Thereafter, Mr. Vinay Lavannis, Company Secretary moved the following items of business as contained in the Notice for consideration and approval of the Members:

Item No.	Particulars	Type of Resolution
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of Board of Directors and Auditors thereon.	Ordinary
2.	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of Auditors thereon.	Ordinary

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Item No.	Particulars	Type of Resolution
3.	To appoint a Director in place of Mr. P. B. Balaji (DIN: 02762983), Non- Executive Director who retires by rotation and who is eligible for re-appointment.	Ordinary
4.	Re-appointment of Mr. Nasser Munjee (DIN: 00010180) as an Independent Director for second term.	Special
5.	Re-appointment of Mr. P. S. Jayakumar (DIN: 01173236) as an Independent Director for second term.	Special

In compliance with the provisions of the Companies Act, 2013 and in compliance with the Circulars and Directions issued by the MCA, the voting at the said AGM was conducted through show of hands and the Chairman declared that all the resolution was passed unanimously by the Members present throughout at the meeting.

Thereafter, the Chairman thanked the Members and Directors for attending the said AGM through VC and declared the said AGM as closed at 4.40 P.M.

For **TMF HOLDINGS LIMITED**

VINAY LAVANNIS

Company Secretary

Membership No. A7911