

# TTL ENTERPRISES LIMITED

(Formally Known as Trupti Twisters Limited)

CIN - L17119GJ1988PLC096379

Regd. Office: Office No. D-518, Swati Crimson and Clover Shilaj Circle, Sardar Patel Ring Road,  
Thaltej, Ahmedabad- 380054, Gujarat

Email Id: [truptitwister@gmail.com](mailto:truptitwister@gmail.com)

website: [www.ttlent.com](http://www.ttlent.com)

Contact No: +91 8141007970

Date: 9<sup>th</sup> September, 2022

To,  
Corporate Listing Department  
The BSE Limited,  
P J Towers,  
Dalal Street, Fort,  
Mumbai-400 001

Subject : Notice and Annual Report of 34<sup>th</sup> Annual General Meeting for the financial  
year 2021-22  
Scrip Code : 514236

Dear Sir/Madam,

In term of Regulation 34(1) of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, we submit herewith the copy of Annual Report for the Financials Year 2021-22 and the Notice convening the 34<sup>th</sup> Annual General Meeting of the Company scheduled to be held on Friday, 30<sup>th</sup> September, 2022 at 11:00 a.m.

In accordance with the Circular No.3/2022 issued by the Ministry of Corporate Affairs ('MCA') dated 5<sup>th</sup> May, 2022 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May, 2022 issued by the Securities and Exchange Board of India ('SEBI') the Notice convening the AGM and the Annual Report for the Financial Year 2021-22 have been sent through electronic mode to those Members whose email id are registered with the Company/Registrar/Depository Participant(s).

You are requested to take the above on your records.

Thanking you,

Yours faithfully,

For, TTL Enterprise Limited  
(Formerly known as Trupti Twisters Limited)

*Shagun Rathi*

Shagun Rathi  
Company Secretary & Compliance Officer



**TTL ENTERPRISES LIMITED**  
**(Formerly Known as Trupti Twisters Limited)**

**34TH ANNUAL REPORT**

**2021-22**

## **Corporate Information**

### **BOARD OF DIRECTORS**

Mr. Brijeshkumar Vasantlal Rajgor	:	Managing Director & Chief Financial Officer (CFO) w.e.f. 18 <sup>th</sup> August, 2022
Mr. Subhash Mathuranath Chaturvedi	:	Additional Non-Executive Director and Chairman – Resigned from Directorship w.e.f. 30 <sup>th</sup> August, 2022
Mrs. Payal Ronak Shah	:	Additional Non-Executive Woman Independent Director w.e.f. 5 <sup>th</sup> August, 2022
Mr. Akshaykumar Natubhai Patel	:	Additional Non-Executive Independent Director w.e.f. 5 <sup>th</sup> August, 2022
Mr. Pradip Jashwantlal Vyas	:	Non-Executive Independent Director- Resigned from Directorship w.e.f. 5 <sup>th</sup> August, 2022
Mrs. Kamini Keyoor Bakshi	:	Director- Resigned from Directorship w.e.f. 5 <sup>th</sup> August, 2022
Mr. Keyoor Madhusudan Bakshi	:	Director- Resigned from Directorship w.e.f. 18 <sup>th</sup> August, 2022

### **KEY MANAGERIAL PERSONNEL**

Ms. Shagun Rathi	:	Company Secretary & Compliance Officer w.e.f 18 <sup>th</sup> August, 2022
Mr. Malay Truptesh Desai	:	Company Secretary & Compliance Officer and CFO – Resigned from officer from closing of business hour w.e.f. 18 <sup>th</sup> August, 2022

### **Statutory Auditors**

**M/s. J K Sarwgi & Company**  
Chartered Accountants  
Ahmedabad, Gujarat

### **Bankers:**

State Bank of India

### **Registered Office**

Office No. D-518, Swati Crimson and Clover Shilaj Circle,  
Sardar Patel Ring Road, Thaltej,  
Ahmedabad-380054, Gujarat, India  
Email: [truptitwister@gmail.com](mailto:truptitwister@gmail.com)

### **Registrar & Shares Transfer Agent**

**M/s Skyline Financial Services Private Limited**  
D-153a, First Floor Okhla Industrial Area,  
Phase-I, New Delhi- 110020, India

## Route map

### Registered office

#### **M/s TTL Enterprises Limited**

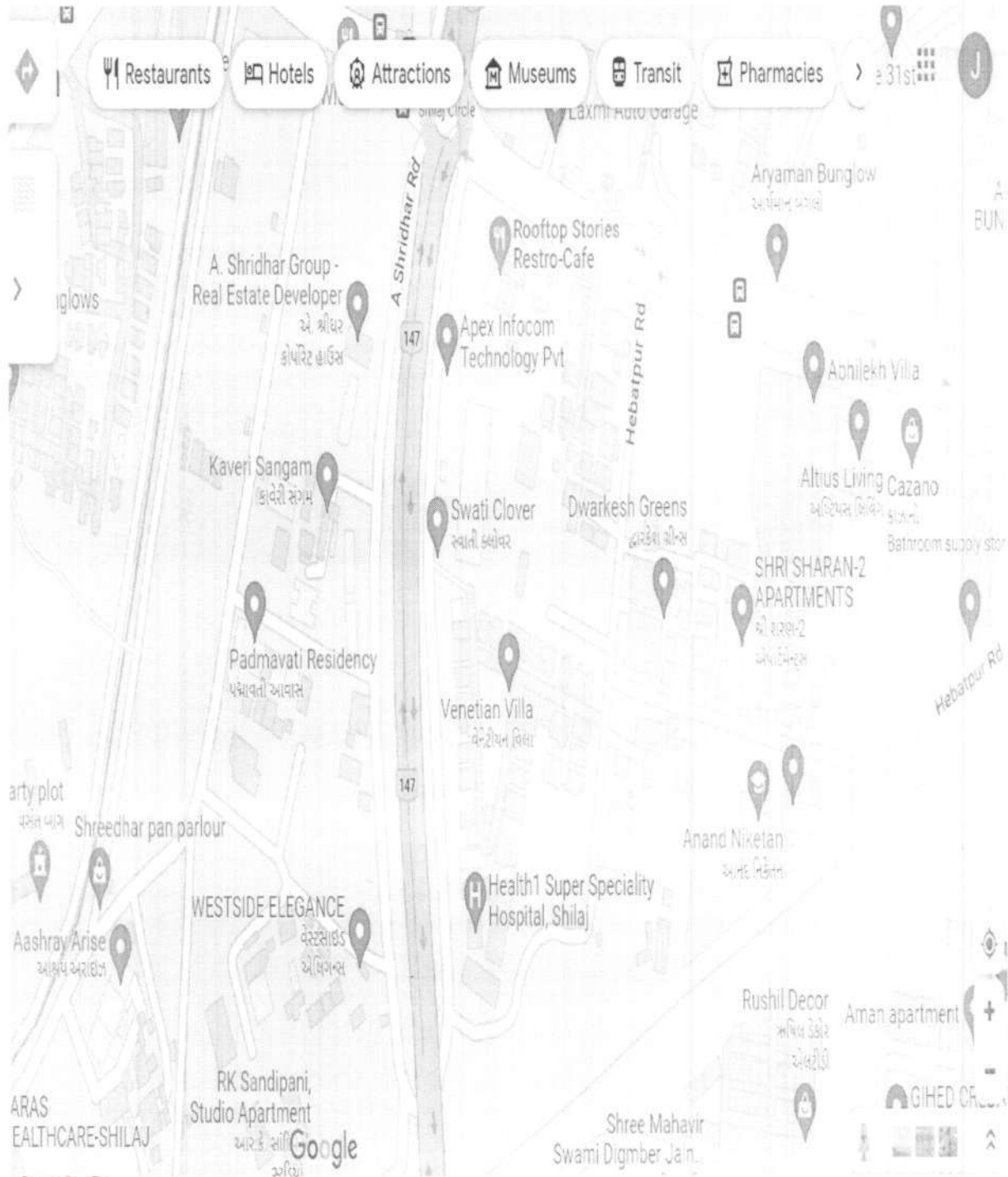
Office No. D-518, Swati Crimson and Clover Shilaj Circle,

Sardar Patel Ring Road, Thaltej,

Ahmedabad-380054, Gujarat, India

Email: [truptitwister@gmail.com](mailto:truptitwister@gmail.com)

Website: [www.ttlent.com](http://www.ttlent.com)





# TTL ENTERPRISES LIMITED

(Formally Known as Trupti Twisters Limited)

CIN - L17119GJ1988PLC096379

**Regd. Office:** Office No. D-518, Swati Crimson and Clover Shilaj Circle, Sardar Patel Ring Road, Thaltej, Ahmedabad-380051, Gujarat, India

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## NOTICE OF 34TH ANNUAL GENERAL MEETING

**NOTICE** is hereby given that the 34<sup>th</sup> Annual General Meeting of the Members of TTL Enterprises Limited (Formerly Known as Trupti Twisters Limited) will be held on **Friday, 30<sup>th</sup> September, 2022** at **11:00 AM** at the Registered Office of the Company situated at **Office No. D-518, Swati Crimson and Clover, Shilaj Circle, Sardar Patel Ring Road, Thaltej, Ahmedabad-380054** to transact the following business:

### Ordinary Business:

#### **Item No 1: Adoption of financial statements**

To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2022 and Reports of the Board of Directors and Auditors thereon.

#### **Item No 2: To appoint Mr. Brijeshkumar Vasantlal Rajgor as a Managing Director, who retires by rotation and being eligible, offer himself for re-appointment**

“RESOLVED THAT Mr. Brijeshkumar Vasantlal Rajgor [DIN: 08156363], who retires by rotation and being eligible offers himself for reappointment be and hereby re-appointed as Managing Director of the Company liable to retire by rotation.

### Special Business:

#### **Item No 3: Appointment Mr. Brijeshkumar Vasantlal Rajgor [DIN: 08156363], by appointing him as Managing Director of the company**

To consider and if thought fit, to pass with or without modification (s), the following Resolution (s) as a Special Resolution:

“RESOLVED THAT Mr. Brijeshkumar Vasantlal Rajgor [DIN: 08156363], who was appointed as Managing Director on the Board of Directors meeting held on 18<sup>th</sup> August, 2022 subject to the approval of shareholders in forthcoming Annual General Meeting, pursuant to Section 196 and 203 of the Companies Act, 2013 and all other applicable provisions, if any (including any statutory modifications or re-enactment thereof for the time being in force) read with Schedule V of the Companies Act, 2013 and rule 7 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and subject to such other consent, approvals and permissions if any needed Mr. Brijeshkumar Vasantlal Rajgor [DIN: 08156363] be and is hereby appointed as the Managing Director of the Company, liable for retire by rotation, for a period of three year maximum upto 17<sup>th</sup> August, 2025 at a monthly remuneration of Rs. 50,000/- (Rupees Fifty Thousand Only).”

“RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorised to take all the necessary steps or procedures to bring in effect the said resolution.”

**Item No 4: Regularization of Additional Director Mrs. Payal Ronak Shah [DIN: 02886525] as Independent Director of the Company**

To consider and if thought fit, to pass with or without modification (s), the following Resolution (s) as an Ordinary Resolution:

“RESOLVED THAT, pursuant to provision of Section 149,150,152 read with Schedule IV to the Companies Act,2013, and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules,2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations,2015, Mrs. Payal Ronak Shah [DIN: 02886525] who was appointed as an Additional Director under the category of Independent Director of the Company w.e.f 5<sup>th</sup> August 2022 in terms of Section 161 of the Companies Act,2013 and Article of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under section 160 of the Act proposing his candidature for the office of the Director and declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and hereby appointed as an Independent Director of the Company, not liable for retire by rotation to hold office for five (5) consecutive years for the maximum period upto 4<sup>th</sup> August 2027.”

“RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorised to take all the necessary steps or procedures to bring in effect the said resolution.”

**Item No 5: Regularization of Additional Director Mr. Akshaykumar Natubhai Patel [DIN: 08067509] as Independent Director of the Company**

To consider and if thought fit, to pass with or without modification (s), the following Resolution (s) as an Ordinary Resolution:

“RESOLVED THAT, pursuant to provision of Section 149,150,152 read with Schedule IV to the Companies Act,2013, and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules,2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations,2015, Mr. Akshaykumar Natubhai Patel [DIN: 08067509] who was appointed as an Additional Director under the category of Independent Director of the Company w.e.f 5<sup>th</sup> August 2022 in terms of Section 161 of the Companies Act, 2013 and Article of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under section 160 of the Act proposing his candidature for the office of the Director and declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and hereby appointed as an Independent Director of the Company, not liable for retire by rotation to hold office for five (5) consecutive years for the maximum period upto 4<sup>th</sup> August 2027.”

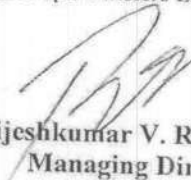
**“RESOLVED FURTHER THAT** Board of Directors of the Company be and is hereby authorised to take all the necessary steps or procedures to bring in effect the said resolution.”

**Registered Office:**

Office No. D-518, Swati Crimson and Clover Shilaj Circle, (Formerly Known as Trupti Twisters Limited)  
Sardar Patel Ring Road, Thaltej,  
Ahmedabad-380054, Gujarat, India



**By Order of the Board  
For TTL Enterprises Limited**

  
**Brijeshkumar V. Rajgor**  
Managing Director  
DIN: 08156363

Date: 30<sup>th</sup> August, 2022

Place: Ahmedabad, Gujarat

## Notes to Annual General Meeting

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of him/her self and the proxy need not be the member of the company. A person can act as proxy on behalf members not exceeding 50 (fifty) and holding in aggregate not more than 10% (ten per cent) of share capital of the Company. However, a member holding more than 10% (ten per cent) of share capital in company may appoint a single person as proxy and in such case, proxy shall not act as proxy for any other member.
2. A form of proxy is herewith attached. The proxies in order to be effective must be submitted at the registered office of the company not less than 48 hours before the commencement of the meeting duly signed by the member. Proxies submitted on behalf of the Companies, Societies etc. must be supported by an appropriate resolution/ authority, as applicable. Members/ proxies/ authorized representative are requested to bring the attendance slip sent herewith, duly filled in for attending the meeting.
3. In case of joint holders, only a 1st Joint holder will be permitted to vote.
4. The Statement pursuant to section 102 of Companies act 2013 and /or Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulation 2016 with regard to Explanatory Statement is herewith annexed to this notice
5. In terms of section 124 of the Act, the amount of dividend not encashed or claimed within 7 years from the date of its transfer to the unpaid dividend account, will be transferred to the Investor Education and Protection Fund (IEPF) established by the Government. Members who have not encashed their dividend warrants are requested to approach the Company for payment. Further, pursuant to the provisions of section 124 of the Act and Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), all shares on which dividend has not been paid or claimed for seven consecutive years or more are required to be transferred to the Demat Account of the IEPF Authority. Hence Members are requested to claim their Unclaimed Dividend expeditiously failing which their shares shall be transferred to the Demat Account of IEPF Authority and no claim shall lay against the Company. The Members thereafter need to claim their shares from IEPF Authority by filing IEPF Form-5 and by following such procedures as prescribed therein.
6. Nomination facility is available for the Members as per section 72 of the Act. As a Member of the Company, you have an option to nominate any person as your nominee to whom your shares shall vest in the unfortunate event of your death. It is advisable to avail this facility especially by the Members who currently hold shares in their single name. Nomination can avoid the process of acquiring any right in shares through transmission by law. In case of nomination for the shares held by the joint holders, such nomination will be effective only on death of all the holders. In case the shares are held in dematerialised form, the nomination form needs to be forwarded to your Depository Participant (DP)
7. Trading in equity shares of the Company is compulsorily in dematerialised mode by all the Members. Also, as per provisions of Listing Regulations, transfer of listed securities shall not be processed unless the securities are in dematerialized form. This measure is aimed at curbing fraud and manipulation risk in physical transfer of securities by unscrupulous entities. Members holding shares in physical form are requested to convert their holding(s) to dematerialized form to eliminate all risks associated with physical shares.
8. With a view to conserve natural resources, we request Members to update and register their email addresses with their DPs or RTA, as the case may be, to enable the Company to send communications including Annual Report, Notices, Circulars, etc. electronically. Members may register their email addresses by writing to the Registrar and Share Transfer agent of the Company, M/s Skyline Financial Services Private Limited.

9. Members who hold shares in physical form in multiple folios, in identical names or joint holding in the same order of names, are requested to send the share certificates to the RTA, for consolidation of such multiple folios into a single folio.
10. The SEBI has mandated the submission of PAN by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their DPs in case the shares are held by them in electronic form and to RTA in case the shares are held by them in physical form
11. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone / mobile numbers, PAN, mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to RTA in case the shares are held by them in physical form.
12. All documents referred to in the Notice along with the Statutory Registers maintained by the Company as per the Act will be available for inspection in electronic mode up to the date of the AGM of the Company. Members seeking to inspect such documents can send an email to [truptitwister@gmail.com](mailto:truptitwister@gmail.com)
13. Members may note that the Notice and Annual Report will also be available on the Company's website i.e., [www.ttlent.com](http://www.ttlent.com), websites of the Stock Exchanges i.e., BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of National Securities Depository Limited (NSDL).
14. In terms of section 108 of the Act read with the Companies (Management and Administration) Rules, 2014, Regulation 44 of Listing Regulations and MCA Circulars, the Company has provided the e-voting facility through NSDL. This facility is being provided to Members holding shares in physical or dematerialized form, as on the cut-off date to exercise their right to vote by electronic means on any or all of the business specified in the accompanying Notice. The information and other instructions regarding remote e-voting and e-voting at AGM are detailed in Note No. 20 and 21 respectively
15. M/s Dharti Patel & Associates, Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner
16. The results shall be declared by the Chairperson or a person so authorised by him in writing on receipt of consolidated report from Scrutinizer. The results declared along with Scrutinizer's Report shall be placed on the Company's website i.e., [www.ttlent.com](http://www.ttlent.com) and shall also be communicated to the stock exchanges where the shares of the Company are listed
17. The resolutions shall be deemed to have been passed on the date of the AGM, subject to the same being passed with requisite majority
18. The Register of Members of the company will remain closed from September 24, 2022 to September 30, 2022 (both days inclusive) in connection with ensuing Annual General Meeting for Financial Year 2021-22.
19. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member / beneficial owner as on the cutoff date i. e. Friday, 24<sup>th</sup> September 2022.
20. **Voting process and other instructions regarding Remote E Voting**

**The voting period commences on Tuesday, 27<sup>th</sup> September, 2022 at 09.00 am (IST) and shall end on Thursday, 29<sup>th</sup> September 2022 at 05.00 pm (IST). During this period**



shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23<sup>rd</sup> September 2022 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.

21. The EVEN of TTL Enterprises Limited is 122130

**How do I vote electronically using NSDL e-Voting system?**

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

**Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>**

**Step 2: Cast your vote electronically on NSDL e-Voting system.**

Details on Step 1 is mentioned below:

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e., IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e., Cast your vote electronically.*
4. **Your User ID details are given below:**

Manner of holding shares i.e., Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 122130 then user ID is 101456001***.

5. **Your password details are given below:**

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e., a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
    - a) Click on "[Forgot User Details/Password?](#)"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
    - b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
    - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
    - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
  7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
  8. Now, you will have to click on "Login" button.
  9. After you click on the "Login" button, Home page of e-Voting will open.

**Details on Step 2 is given below:**

**How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see the home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e., assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for shareholders**

- 1 Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with

attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [csdhartipatel@gmail.com](mailto:csdhartipatel@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

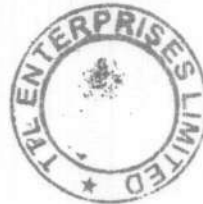
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request to (Name of NSDL Official) at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

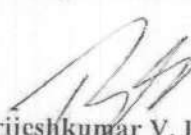
1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [truptitwister@gmail.com](mailto:truptitwister@gmail.com)
2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [truptitwister@gmail.com](mailto:truptitwister@gmail.com). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e., Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively, shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**Registered Office:**

Office No. D-518, Swati Crimson and Clover Shilaj Circle, (Formerly Known as Trupti Twisters Limited)  
Sardar Patel Ring Road, Thaltej,  
Ahmedabad-380054, Gujarat, India



**By Order of the Board  
For TTT Enterprises Limited**

  
Brijeshkumar V. Rajgor  
Managing Director  
DIN: 08156363

Date: 30<sup>th</sup> August, 2022  
Place: Ahmedabad, Gujarat



**ADDITIONAL INFORMATION ON DIRECTORS RECOMMENDED FOR APPOINTMENT/RE-APPOINTMENT AS REQUIRED UNDER REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.**

Name of Director	Brijeshkumar V. Rajgor	Payal Ronak Shah	Akshaykumar Natubhai Patel
Date of first appointment	18 <sup>th</sup> August, 2022	5 <sup>th</sup> August, 2022	5 <sup>th</sup> August, 2022
Term of Appointment	Three (3) years	Five (5) years	Five (5) years
Brief profile	He is Graduate and having more than 6 years' experience in Agro related product.	She is having more than 7 years' experience in field of accounts and finance	He is having more than 7 years' experience in Agricultural Sector
Directorship/ Partnership in other companies	2 (Two) Companies as mentioned below:  01.) M/s RAJGOR CASTOR DERIVATIVES LIMITED 02.) M/s RAJGOR AGRO LIMITED	2 (Two) Companies as mentioned below:  01.) M/s MERCURY TRADE LINKS LIMITED 02.) M/s AXTRON SOLUTIONS PRIVATE LIMITED	3 (Three) Companies as mentioned below:  01.) M/s TINE AGRO LIMITED 02.) M/s JMJ COMMUNICATION PRIVATE LIMITED 03.) SACHIEL EXIM PRIVATE LIMITED
No. of shares held in the Company	NIL	NIL	NIL
DIN	08156363	02886525	08067509

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:**

**SPECIAL BUSINESS:**

**ITEM No. 3:**

**Appointment Mr. Brijeshkumar Vasantlal Rajgor [DIN: 08156363], by appointing him as Managing Director of the company**

Mr. Brijeshkumar Vasantlal Rajgor [DIN: 08156363] was appointed as the Managing Director with effect from 18<sup>th</sup> August, 2022 for a period of three years subject to approval of shareholders in next Annual General Meeting of the Company will be held on 30<sup>th</sup> September, 2022. The terms and conditions of the appointment are set out in a draft Appointment letter to be issued to Mr. Brijeshkumar Vasantlal Rajgor [DIN: 08156363] by the Company. The Board is of the opinion that the appointment and presence of Mr. Brijeshkumar Vasantlal Rajgor [DIN: 08156363] on the Board as the Managing will be desirable, beneficial and in the best interest of the Company. The Board recommends the resolution set out in item no. 3 of the accompanying Notice for approval and adoption of the Members.

**Information required under Section II, Part II of Schedule V of the Companies Act, 2013**

**I. GENERAL INFORMATION:**

**1. Nature of Industry:**

The Company is in the business of manufacturing, producing, buying, selling, reselling, importing, exporting, transporting, storing, developing, promoting, marketing, supplying, trading or otherwise dealing in any manner whatsoever in all types of goods, merchandise, commodities or products in India or outside India

**2. Date of Commencement of Commercial production:**

The Company was incorporated in the year 1988 and commenced the product in the year 1988.

**3. Financial Performance of the Company:**

(In Rs.)

Particulars	31-03-2022	31-03-2021	31-03-2020
	Audited	Audited	Audited
Sales and Other Income	0.00	0.00	0.00
Profit before Depreciation, Interest and Tax but after Prior Period Items	(8,93,542)	(7,27,354)	(7,93,634)
Depreciation/Amortization	0.00	0.00	0.00
Interest and Finance Charges	0.00	0.00	0.00
Profit (Loss) before Exceptional Items and Tax	(8,93,542)	(7,27,354)	(7,93,634)
Exceptional Gain (Loss)	0.00	0.00	0.00
Profit (Loss) before tax	(8,93,542)	(7,27,354)	(7,93,634)

#### 4. Foreign Earning, investments or collaborations:

(a)	The Foreign Exchange earned during the FY_2021-22	NIL
(b)	The Foreign Exchange outgo during the FY_2021-22	NIL

#### II. INFORMATION ABOUT THE APPOINTEE:

S.N.	Particulars	Details
1.	Background details, Recognition or awards	He is associated with the Company on 18 <sup>th</sup> August, 2022 by the Board of Directors in their meeting held on 18 <sup>th</sup> August, 2022 as Managing Director for a period of three years subject to the approval of shareholders in General Meeting.
2.	Past remuneration	Rs. 50,000/- per month with effect from 18 <sup>th</sup> August, 2022
3.	Job Profile & Responsibility	He is responsible for overall day to day management of the Company under the supervision and control of the Board of Directors of the Company.
4.	Remuneration proposed	Rs. 50,000/- per month
5.	Comparative remuneration profile with respects to industry, size of the Company, profile of position and person	The remuneration of Mr. Brijeshkumar Vasantlal Rajgor is fully justifiable and comparable to that prevailing in the industry, keeping in view the profit and the position of Managing Director and enriched knowledge & vast experience of the appointee. He shall be looking after and responsible for the whole affairs of the management of the Company and shall be accountable to the Board of Directors of the Company to the Board of Directors of the Company.
6.	Pecuniary relationship, directly or indirectly, with the Company or relationship with the managerial personnel, if any	Mr. Brijeshkumar Vasantlal Rajgor is Managing Director of the Company.

#### III. OTHER INFORMATION:

##### Reason of loss or inadequate profits

The outbreak of the deadly COVID-19 virus and the ensuing lockdown imposed across the country affected business operations. The health of the employees and workers became a priority; stoppage of operations for an uncertain period resulted in a large financial burden on the one hand and workforce idling on the other. COVID-19 is an unprecedented challenge. Profit of the Company in the last few years reduced. Management is confident that in next three years Company will have adequate profits as per limits prescribed in the Schedule V.

### **Steps taken or proposed to be taken for improvement**

The Management is looking new opportunity in Agro related product. The Company undertook several steps aimed at lowering the overheads and aligning resources with current levels of operations. The Company will remain committed to generating superior returns for its stakeholders. The Company continued to right size its employee base to current level of operations. The Company continues to focus on product innovation, upholding of its high-quality standards, increase in its cost competitiveness and on widening of its distribution network.

Above steps are expected to positively impact the Company's operations in the near to medium term.

### **Expected increase in productivity and profits in measurable terms**

The Management has adopted focused and aggressive business strategies in all spheres of functions to improve the sales and profitability of the Company. Considering the present business scenario, the Company is expecting increase in revenue and profitability. The Management is confident of keeping a higher growth ratio in the period to come.

None of the other Directors or Key Managerial Personnel of the Company and their respective relatives except Mr. Brijeshkumar Vasantlal Rajgor himself, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends that the resolution set out at item no. 3 be passed as a Special Resolution.

### **ITEM No. 4:**

#### **Regularization of Additional Director Mrs. Payal Ronak Shah [DIN: 02886525] as Independent Director of the Company**

Mrs. Payal Ronak Shah [DIN: 02886525] was appointed as an Additional Independent Director with effect from 5<sup>th</sup> August, 2022, in accordance with the provisions of Section 161 of the Companies Act, 2013 read with the Articles of Association. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office up to the date of ensuring Annual General Meeting of the Company. The Board is of the view that the appointment of Mrs. Payal Ronak Shah [DIN: 02886525] on the Company Board is desirable and would be beneficial to the Company.

None of the other Directors or Key Managerial Personnel of the Company and their respective relatives except Mrs. Payal Ronak Shah herself, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends that the resolution set out at item no. 4 be passed as an Ordinary Resolution.

### **ITEM No. 5:**

#### **Regularization of Additional Director Mr. Akshaykumar Natubhai Patel [DIN: 08067509] as Independent Director of the Company**

Mr. Akshaykumar Natubhai Patel [DIN: 08067509] was appointed as an Additional Independent Director with effect from 5<sup>th</sup> August, 2022, in accordance with the provisions of Section 161 of the Companies Act, 2013 read with the Articles of Association. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office up to the date of ensuring Annual General Meeting of the Company. The Board is of the view that the appointment of Mr. Akshaykumar Natubhai Patel [DIN: 08067509] on the Company Board is desirable and would be beneficial to the Company.

None of the other Directors or Key Managerial Personnel of the Company and their respective relatives except Mr. Akshaykumar Natubhai Patel [DIN: 08067509] himself, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

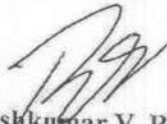
The Board recommends that the resolution set out at item no. 5 be passed as an Ordinary Resolution.

**Registered Office:**

Office No. D-518, Swati Crimson and Clover Shilaj Circle,  
Sardar Patel Ring Road, Thaltej,  
Ahmedabad-380054, Gujarat, India

**By Order of the Board  
For TTL Enterprises Limited  
(Formerly Known as Trupti Twisters Limited)**



  
**Brijesh Kumar V. Rajgor  
Managing Director  
DIN: 08156363**

**Date: 30<sup>th</sup> August, 2022  
Place: Ahmedabad, Gujarat**

# TTL ENTERPRISES LIMITED

(Formally Known as Trupti Twisters Limited)

CIN - L17119GJ1988PLC096379

Regd. Office: Office No. D-518, Swati Crimson and Clover Shilaj Circle, Sardar Patel Ring Road,  
Thaltej, Ahmedabad-380051, Gujarat, India

Email Id: [truptitwister@gmail.com](mailto:truptitwister@gmail.com)

website: [www.ttlent.com](http://www.ttlent.com)

Contact No: +91 8141007970

## DIRECTORS' REPORT

To,

The Members,

M/s TTL ENTERPRISES LIMITED

(Formally Known as Trupti Twisters Limited)

CIN: L17119GJ1988PLC096379

Your directors take pleasure in presenting the 34<sup>th</sup> Annual Report on the business & operation of your Company together with Financial Statement for the year ended 31<sup>st</sup> March, 2022

### FINANCIAL PERFORMANCE

(Rs. In Lakhs)

PARTICULARS	Current Year 2021-22	Previous Year 2020-21
Total Revenue	00	00
Expenditure	8,93,542	7,27,354
Profit before Depreciation	00	00
Depreciation	00	00
Profit/(Loss) before Tax	(8,93,542)	(7,27,354)
Provision for Taxation	00	00
Income Tax	00	00
Deferred Tax	00	00
<b>Profit/(Loss) after Tax</b>	<b>(8,93,542)</b>	<b>(7,27,354)</b>

#### 1. PERFORMANCE:

Due to recession and acute competition in the Industry, Performance of your Company for the year under review was affected. The Board of Directors of the Company is continuously making efforts for the growth of the Company.

#### 2. DIVIDEND:

Due to loss during the year, the Company is not able to declare Dividend

#### 3. SHARE CAPITAL:

At present, the Company has only one class of shares – equity shares with face value of `10/- each. The authorized share capital of the company is Rs. 35,000,000/- divided into 35,00,000 equity shares of Rs. 10/- each. The paid-up share capital of the company is Rs. 6,96,000/- divided into 69,600 equity shares of Rs. 10/- each.

#### 4. DEPOSITS:

Your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.



**5. ENERGY, TECHNOLOGY AND FOREIGN EXCHANGE:**

During the period under review, several energy conservation initiatives were adopted and were taken by the Company and its subsidiaries. There are no plans to import any kind of technology for the project and hence information regarding its absorption is not applicable. There were no research activities carried out during the year as well as no foreign exchange income or outgo during the year.

**6. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY:**

There were no material changes occurred subsequent to the close of the financial year of the Company to which the balance sheet relates and the date of the report which can affect the financial position of the Company.

**7. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS:**

No such Orders have been passed by the Regulators/Court or Tribunals which can impact the going concern status and Company's operation in future.

**8. DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES:**

The Company has no Subsidiary/Associate Company. Hence, details relating to Subsidiary/Associate Company are not provided for.

**9. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENT BY THE COMPANY:**

Details of Loans, Guarantees and Investments, if any covered under the provisions of Section 186 of the Act are given in the notes to the Financial Statements.

**10. MEETING OF BOARD OF DIRECTORS:**

During the year under the review, 5 (Five) Board meetings were held, with gap between Meetings not exceeding the period prescribed under the Companies Act, 2013 and Rules made there under. Details of Board and Board committee meetings held during the year are given as under:

Board meeting dates are finalized in consultation with all directors and agenda papers backed up by comprehensive notes and detailed background information are circulated well in advance before the date of the meeting thereby enabling the Board to take informed decisions.

The intervening gap between the Board Meetings was within the period prescribed under the Companies Act, 2013.

➤ **Composition of the Board of Directors**

The Company's policy is to maintain optimum combination of Executive and Non-Executive Directors Pursuant Regulation 17 of SEBI (LODR) Regulations, 2015. The composition of the Board and category of Directors are as follows:

Promoter (Non-Executive) Directors	Mr. Keyur Bakshi Mr. Kamini Bakshi
Independent (Non-Executive) Directors	Mr. Pradip Vyas Mr. Bhavin Mehta

➤ **Number of Board Meetings and Attendance of Directors:**

During the financial year 2021-2022, 5 (Five) Board Meetings were held on 25/05/2021, 12/08/2021, 02/09/2021, 02/11/2021, 28/01/2022.

Board meeting dates are finalized in consultation with all the directors and agenda papers with detailed notes and other background information, which are essential for the Board to effectively and reasonably perform their duties and functions, are circulated well in advance before the meeting thereby enabling the Board to take informed decisions.

The composition of Directors and the attendance at the Board Meeting during the year 2021-2022 and last Annual General Meeting are as under:

Name of Director	Category	No. of other Directorships	Membership of Board Committees		No. of Board Meetings Attended	Attendance at last AGM
			Chairman	Member		
Keyoor Bakshi	D	10	1	1	5	Yes
Kamini Bakshi	A. D	2	Nil	1	5	Yes
Pradip Vyas	I.D	2	1	2	5	Yes
Bhavin Mehta	I.D	2	1	2	5	Yes

\*D= Director, I. D= Independent Director, A.D = Additional Director

#### 11. EXTRACTS OF ANNUAL RETURN:

An extract of Annual Return in Form MGT-9 is attached herewith as ANNEXURE-II. Available on [www.ttlent.com](http://www.ttlent.com)

#### 12. INSURANCE:

The Company does not have any properties to be insured.

#### 13. RELATED PARTY TRANSACTIONS:

There are no materially significant related party transactions made by the Company which may have a potential conflict with the interest of the Company at large and thus disclosure in Form AOC-2 is not required. The Board has formulated Policy on Related Party Transactions. Related Party Transaction Policy available on [www.ttlent.com](http://www.ttlent.com)

#### 14. DIRECTORATE AND KEY MANAGERIAL PERSONNEL:

The Board of Directors of your company has proper mix of the Non-executive Directors and Independent Directors who have adequate experience in different disciplines of corporate functioning.

In accordance with the provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company, Mr. Brijeshkumar Vasantlal Rajgor [DIN: 08156363] retires by rotation at the ensuing Annual General Meeting and being eligible in terms of Section 164 of the Act offers herself for re-appointment.

S.N.	Name of Director/KMP	Designation	Date of appointment/Change in Designation / Resignation	Remarks (if any)
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1	Brijeshkumar Vasantlal Rajgor	Managing Director	18 <sup>th</sup> August, 2022	Brijeshkumar Vasantlal Rajgor appointed as Managing Director subject to approval of shareholder in Annual General Meeting
2	Subhash Mathuranath Chaturvedi	Chairman and Additional Director	18 <sup>th</sup> August, 2022	Appointed as Additional Director and Chairman subject to approval of shareholder in Annual General Meeting
3	Subhash Mathuranath Chaturvedi	Chairman and Additional Director	30 <sup>th</sup> August, 2022	Resigned from the post of Director
4	Payal Ronak Shah	Additional Independent Director	5 <sup>th</sup> August, 2022	Appointment
5	Akshaykumar Natubhai Patel	Additional Independent Director	5 <sup>th</sup> August, 2022	Appointment
6	Pradip Jashwantlal Vyas	Independent Director	5 <sup>th</sup> August, 2022	Resigned from the post of Director
7	Kamini Keyoor Bakshi	Director	5 <sup>th</sup> August, 2022	Resigned from the post of Director
8	Keyoor Madhusudan Bakshi	Director	30 <sup>th</sup> August, 2022	Resigned from the post of Director
9	Shagun Rathi	Company Secretary and Compliance Officer	18 <sup>th</sup> August, 2022	Appointment
10	Malay Desai	Company Secretary and Compliance Officer and Chief Financial Officer	18 <sup>th</sup> August, 2022	Resigned from officer from closing of business hour w.e.f. 18 <sup>th</sup> August, 2022
11	Brijeshkumar Vasantlal Rajgor	Chief Financial Officer	18 <sup>th</sup> August, 2022	Appointment

As per section 149(4) of the Companies Act, 2013 (Act), which came into effect from 1<sup>st</sup> April, 2014, every listed public company is required to have at least one-third of the total number of directors as Independent Director. In accordance with the provisions of section 149 of the Act, these Directors are being appointed as Independent Directors to hold office as per their tenure of appointment mentioned in the Notice of the forthcoming Annual General Meeting (AGM) of the Company.

Both Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

#### **15. EVALUATION OF BOARD, COMMITTEES AND DIRECTORS:**

Pursuant to the provisions of the Act and Regulation 17(10) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and Companies Act, 2013, the Board had carried out performance evaluation of its own, the Board Committees and of the independent directors. Independent Directors at a separate meeting evaluated performance of the Non-Independent Directors, Board as a whole and of the Chairman of the Board.

The following were the Evaluation Criteria:

(a) For Independent Directors:

- Knowledge and Skills
- Professional conduct
- Duties, Role and functions

(b) For Executive Directors:

- Performance as Team Leader/Member.
- Evaluating Business Opportunity and analysis of Risk Reward Scenarios
- Key set Goals and achievements
- Professional Conduct, Integrity
- Sharing of Information with the Board

The Directors expressed their satisfaction with the evaluation process.

#### **16. POLICY ON APPOINTMENT AND REMUNERATION OF DIRECTORS:**

The Board has on the recommendation of the Nomination & Remuneration Committee, formulated criteria for determining Qualifications, Positive Attributes and Independence of a Director and also a Policy for remuneration of Directors, Key managerial Personnel and senior management.

#### **17. MANAGERIAL REMUNERATION**

The Company had not paid any remuneration to Executive Directors or any sitting fees to Non-Executive Directors for attending any meetings during the financial year ended 31<sup>st</sup> March, 2022.

#### **18. INDEPENDENT DIRECTORS' MEETING:**

Independent Directors of the Company had met during the year under the review on 28/01/2022.

#### **19. COMMITTEES OF THE BOARD:**

During the year, in accordance with the Companies Act, 2013, the Board re-constituted some of its committees and also formed a Nomination and Remuneration Committee.

There are currently **Three Committees** of the Board, as follows:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders' Relationship Committee

As per the requirement of the Companies Act, 2013 read with Rules and Regulations of SEBI (LODR) Regulations, 2015, various Board committees have been formed for better governance and accountability viz. Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee.

The terms of reference of each committee are determined by the Board as per the requirement of law and their relevance is reviewed from time to time.

#### A. AUDIT COMMITTEE:

As a measure of good Corporate Governance and to provide assistance to the Board of Directors in fulfilling the Board's responsibilities, an Audit Committee had been constituted by the Board. The terms of reference of this committee covers matters specified under Regulation read with Regulation 18 of SEBI (LODR) Regulations, 2015 and Section 177 of the Companies Act, 2013 and other matters referred by the Board from time to time. Committee lays emphasis on adequate disclosures and compliance with all relevant statutes.

Main areas are deliberated as under.

- a. To provide an open avenue of communication between the independent auditors, internal auditors and the Board of Directors (BOD).
- b. To oversee the work of the independent auditors for the purpose of preparing or issuing an audit report or related work.
- c. Relying on the review and discussions with the management and the independent auditor, the Audit Committee believes that the Company's financial statements are fairly presented in conformity with Generally Accepted Accounting Principles in all material aspects.
- d. To consider and review the adequacy of internal control including computerized information system controls an periodically to the Board of Directors on significant activities.

The Constitution of the committee and the attendance of each member of the committee is given below:

The Committee comprises of Three Directors. All members of the Audit Committee are financially literate. In the financial year 2020-2021, four meetings were held on 05/05/2021, 12/08/2021, 02/11/2021, 28/01/2022 Composition of committee as on 31<sup>st</sup> March, 2022 and member's attendance at the meetings during the year are as under:

Name	Designation	Category
Mr. Keyoor Bakshi	Chairman	Non-Executive Director
Mr. Pradip Vyas	Member	Independent Director
Mr. Bhavin Mehta	Member	Independent Director

#### Attendance of each member of the committee:

Committee Members	Meetings held	Meetings attended
Mr. Keyoor Bakshi	4	4
Mr. Pradip Vyas	4	4
Mr. Bhavin Mehta	4	4

#### B. NOMINATION AND REMUNERATION COMMITTEE:

Terms of reference of the committee comprise various matters provided under Regulation 19 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 and section 178 of the Companies Act, 2013, and other matters referred by the Board from time to time. The Committee comprises of Three Directors. The Constitution of the committee and the attendance of each member of the committee is given below:

Name	Designation	Category
Mr. Pradip Vyas	Chairman	Independent Director
Mr. Bhavin Mehta	Member	Independent Director
Mr. Keyoor Bakshi	Member	Non-Executive Director

### C. STAKEHOLDERS' RELATIONSHIP COMMITTEE:

Stakeholders' Relationship Committee performs various functions provided under Regulation 20 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 and section 178 of the Companies Act, 2013. The Committee comprises of Three Directors out of which Two is independent. It is headed by Mr. Bhavin Mehta, a director.

Name	Designation	Category
Mr. Bhavin Mehta	Chairman	Independent Director
Mr. Pradip Vyas	Member	Independent Director
Mrs. Kamini Bakshi	Member	Non-Executive Director

The Stakeholders' Relationship Committee has been constituted to administer the following activities:

- a. Transfer of shares
- b. Transmission of shares
- c. Issue of Duplicate Share Certificates
- d. Change of Status
- e. Change of Name
- f. Transposition of Shares
- g. Sub-Division of Share Certificates
- h. Consolidation of folios
- i. Shareholders' requests for Dematerialization of shares
- j. Shareholders' requests for Rematerialization of shares

The Committee meets from time to time and approves the transfer and transmission of shares, deletion of names, issue of duplicate share certificates etc. The Committee facilitates prompt and effective redressal of investors' complaints and the reporting of the same to the Board of Directors.

- ✓ No. of shareholders' complaints received – **NIL**
- ✓ No. of complaints not solved to the satisfaction of shareholders -- **NIL**.
- ✓ No. of pending share transfers -- **NIL**.
- ✓ As at 31<sup>st</sup> March, 2022 no equity Shares were pending for transfer.

### 20. AUDITORS:

#### A. Statutory Auditors

M/s. J K SARWGI & Company., Chartered Accountants (Firm Registration No. 006836C) Ahmedabad were appointed as Statutory Auditors of the Company as per the terms of Five years.

The Report given by the Auditors on the financial statements of the Company is part of the Annual Report. The notes to the accounts referred to in the Auditors' Report are self-explanatory and therefore do not call for any further comments.

**There has been no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report.**

#### B. Secretarial Auditors

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s Dharti Patel & Associates, Practicing Company Secretaries, Ahmedabad to undertake the Secretarial Audit of the Company. The Secretarial Audit Report is annexed herewith as **Annexure IV**

**There is no qualification, reservation or adverse remark in the report.**

**C. Internal Auditors**

As per Section 138 of the Company Act, 2013 read with rules made there under, the Company has appointed an Internal Auditor who reports to the Audit Committee. Internal Auditor submits their report to the Audit Committee on quarterly basis for their reviews and suggestion for necessary action.

**21. INTERNAL CONTROL SYSTEM AND COMPLIANCE FRAMEWORK:**

The Company has an Internal Control System, commensurate with size, scale and complexity of its operations. The internal financial controls are adequate and are operating effectively so as to ensure orderly and efficient conduct of business operations. The Audit Committee in consultation with the internal auditors formulates the scope, functioning, periodicity and methodology for conducting the internal audit. The internal auditors carry out audit, covering inter alia, monitoring and evaluating the efficiency & adequacy of internal control systems in the Company, its compliance with operating systems, accounting procedures and policies at all locations and submit their periodical internal audit reports to the Audit Committee. Based on the internal audit report and review by the Audit committee, process owners undertake necessary actions in their respective areas. The internal auditors have expressed that the internal control system in the Company is robust and effective. The Board has also put in place requisite legal compliance framework to ensure compliance of all the applicable laws and that such systems are adequate and operating effectively.

**22. RISK MANAGEMENT:**

Company has implemented an integrated risk management approach through which it reviews and assesses significant risks on a regular basis to help ensure that there is a robust system of risk controls and mitigation in place. Senior management periodically reviews this risk management framework to keep updated and address emerging challenges. Major risks identified for the Company by the management are Currency fluctuation, Compliances of various applicable Laws, Regulatory changes, Manufacturing & Supply, Litigation, Technological Changes and new capital investments return. The management is however, of the view that none of the above risks may threaten the existence of the Company as robust Risk mitigation mechanism is put in place to ensure that there is nil or minimum impact on the Company in case any of these risks materialize.

**23. VIGIL MECHANISM AND WHISTLE BLOWER POLICY:**

In accordance with Section 177 of the Companies Act, 2013 and Regulation 22 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Company has constituted a Whistle Blower Policy/ Vigil Mechanism to establish a vigil mechanism for the directors and employees to report genuine concerns in such manner as may be prescribed and to report to the management instances of unethical behaviour, actual or suspected fraud or violation of the Company's code of conduct.

**24. PREVENTION OF INSIDER TRADING:**

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code. All Board Directors and the designated employees have confirmed compliance with the Code.

**25. DIRECTORS' RESPONSIBILITY STATEMENT:**

In accordance with the provisions of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013 and to the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors state that-



- i. In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- ii. The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year 31<sup>st</sup> March, 2022 and of the profit and loss of the company for that period;
- iii. The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 and Rules made there under for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv. The directors had prepared the annual accounts on a going concern basis; and
- v. The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- vi. The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## 26. CORPORATE GOVERNANCE:

The compliance with the corporate governance provisions as specified in regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and Para C, D and E of Schedule V shall not apply, in respect of the listed entity having paid up equity share capital not exceeding rupees ten corer and net worth not exceeding rupees twenty-five corer, as on the last day of the previous financial year. At present, the Company is not required to comply with Corporate Governance regulations as none of the above referred limits have been triggered.

## 27. CORPORATE GOVERNANCE CERTIFICATE:

The Non-Applicability of Corporate Governance Certificate from the Director as stipulated in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is herewith attached in **Annexure-V**.

## 28. VOLUNTARY DELISTING UNDER AHMEDABAD STOCK EXCHANGE:

Company was Voluntary Delisted under Ahmedabad Stock Exchange (ASE) w.e.f 30<sup>th</sup> June, 2016.

## 29. GENERAL SHAREHOLDER INFORMATION:

General Shareholder Information to the Shareholder:

### I. ADDITIONAL INFORMATION TO SHAREHOLDERS

#### A. Annual General Meeting:

**Date:** 30<sup>th</sup> September, 2022

**Time:** 11:00 A.M.

#### B. Calendar of Financial Year ended 31<sup>st</sup> March, 2022

The meetings of Board of Directors for approval of quarterly financial results during the Financial Year ended 31<sup>st</sup> March, 2022 were held on the following dates:

**First Quarter Results:** 12<sup>th</sup> August, 2021

**Second Quarter and Half yearly Results:** 02<sup>nd</sup> November, 2021

**Third Quarter Results:** 28<sup>th</sup> January, 2022

**Fourth Quarter and Annual Results:** 30<sup>th</sup> May, 2022

#### C. Tentative Calendar for financial year ending 31<sup>st</sup> March, 2022

Unaudited Results for the quarter ended 30/06/2021	Second Week of August, 2021
Unaudited Results for the quarter ended 30/09/2021	First Week of November, 2021
Unaudited Results for the last quarter ended 31/12/ 2021	Fourth Week of January 2022
Audited Results for the quarter ended 31/03/2022	Fourth Week of May 2022
Annual General Meeting for the year ending 31 <sup>st</sup> March,	September 30 <sup>th</sup> , 2022

**D. Date of Book Closure**

24<sup>th</sup> September, 2022 to 30<sup>th</sup> September, 2022 (both days inclusive) for Annual General Meeting.

**E. Regd. Office**

Office No. D-518, Swati Crimson and Clover Shilaj Circle, Sardar Patel Ring Road, Thaltej, Ahmedabad-380054, Gujarat, India

**F. Equity shares of the Company are listed on BSE Limited Stock Exchange.**

Scrip Code: -514236 (BSE), Scrip ID: TTLEL, ISIN: INE664X01025

**G. Stock Market Data (in ` / Per Share)**

Month	The Bombay Stock Exchange Ltd.	
	Month's High	Month's Low
April, 2021	0.00	0.00
May, 2021	0.00	0.00
June, 2021	0.00	0.00
July, 2021	0.00	0.00
August, 2021	0.00	0.00
September, 2021	0.00	0.00
October, 2021	0.00	0.00
November, 2021	0.00	0.00
December, 2021	0.00	0.00
January, 2022	0.00	0.00
February, 2022	0.00	0.00
March, 2022	0.00	0.00

**H. Share Transfer System**

Applications for transfer of shares held in physical form are received at the registered office of the Company. All valid transfers are processed within 15 days from the date of receipt.

**I. Shareholding pattern as on 31-03-2022 is as given below:**

Sr. No.	Category	No. of Shares	% Of holding
1	Promoters	19,600	28.16
2	Persons acting in Concert	--	--
3	Mutual Funds, UTI, Banks, Financial Institutions, Insurance Companies, Central /State Govt., Government institutions	--	--
4	FII's	--	--
5	NRI's	4,441	6.38
6	Bodies Corporate	61	0.09
7	HUF	607	0.87
8	Others	44,891	64.50
	<b>Grand Total</b>	<b>69,600</b>	<b>100.00</b>

**J. Distribution of Shareholding as on 31<sup>st</sup> March, 2022 is as under:**

Slab of Share Holdings	No. of Shareholders	% Of Shareholders	Amount (In Rs.)	% Of Capital
1-500	13,883	99.97	4,20,000	60.34

501-1000	2	0.01	16,000	2.30
1001-2000	-	-	-	-
2001-3000	1	0.01	30,000	4.31
3001-4000	1	0.01	34,000	4.89
4001-5000	-	-	-	-
5001-10000	-	-	-	-
10001 and above	1	0.0	1,96,000	28.16
<b>TOTAL</b>	<b>13,887</b>	<b>100.00</b>	<b>6,96,000</b>	<b>100.00</b>

**K. Dematerialization of Shares and liquidity**

The shares of the company are permitted for demat on NSDL and CDSL.

**Issued, Subscribed and Paid-up Capital as on March 31, 2022: 69,600**

A. Electronic Holding in NSDL	:	19,732
B. Electronic Holding in CDSL	:	40
C. Physical Holding	:	49,828

**L. Outstanding GDRs / ADRs / Warrants or Conversion instruments, Conversion date and like impact on equity- Not applicable**

**M. Investors' correspondence:**

For transfer / dematerialization of shares, Change of Address, Change in Status of investors, payment of dividend on shares and other query relating to the shares of the Company:  
SKYLINE Financial Service Pvt Ltd, D-153/A, 1<sup>st</sup> Floor, Okhla Industrial area, Phase-I, New Delhi -110 020

**N. Share Transfer System**

Shares in physical form sent for registering transfer or Transmission, to the Company, are registered and returned within a period of 15 days from the date of receipt, if the documents are in order in all respects. The Share Transfer Committee of the Company meets as often as required.

**O. Company Secretary & Compliance Officer of the Company:**

Ms. Shagun Rathi  
Address: A-11, Aagam Apartment, Opp Motera Cross Road BRTS, Near Adani CNG Pump, Sabarmati, Ahmedabad-380005, Gujarat, India  
(Email) [Shagun.rathi193@gmail.com](mailto:Shagun.rathi193@gmail.com)  
(Mobile No.) +91 9825453121

**30. ACKNOWLEDGEMENT:**

Your directors take this opportunity to express their gratitude for the unstinted commitment, dedication, hard work and significant contribution made by employees at all levels in ensuring sustained growth of the Company. Your directors also sincerely thank to all the stakeholders, customers, vendors, bankers, business associates, government, other statutory bodies and look forward to their continued assistance, co-operation and support.

By Order of the Board  
For TTL Enterprises Limited  
(Formerly Known as Trupti Twisters Limited)



*[Signature]*  
Brijeshkumar V. Rajgor  
Managing Director  
DIN: 08156363

Date: 30<sup>th</sup> August, 2022  
Place: Ahmedabad, Gujarat

[TTL ENTERPRISES LIMITED]

[ANNUAL REPORT 2021-22]



## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### ➤ **INDUSTRIAL STRUCTURE AND DEVELOPMENT:**

The Company operates within a solitary business segment i.e., since Company did not carry any business during the Financial Year, segment or product wise report is not applicable.

### ➤ **OVERVIEW:**

The financial statements have been prepared in compliance with the requirement of the Companies Act, 2013 and Generally Accepted Accounting Principles (GAAP) in the India. The management of the company accepts responsibility for the integrity and objectivity of these financial statements, as well as for various estimates and judgments used therein. The estimates and judgments relating to the financial statements have been made on a prudent and reasonable basis, in order that the financial statements reflect in a true and fair manner the form and substance of transactions, and reasonably present the company's state of affairs and profit for the year.

### ➤ **THREATS:**

#### **COMPETITION:**

Competition in the domestic as well as international market has intensified and forced the players to adopt aggressive marketing strategy and promotional campaigns to capture and protect their market shares, The Company has the plans to penetrate better in to world market, especially through the customer retention and business development in the regions which have not been tapped.

Sharp fluctuations in value of the Indian Rupee and the rising inventory prices have put pressure on the profitability of the Company.

### ➤ **SEGMENT WISE AND PRODUCT WISE PERFORMANCE:**

The Company operates within a solitary business segment i.e., since Company did not carry any business during the Financial Year, segment or product wise report is not applicable.

### ➤ **RISK AND CONCERN:**

The risk management function is integral to the company and its objectives includes ensuring that critical risk is identified continuously, monitored and managed effectively in order to protect the company's business.

However, the changes in the tax laws, Government policies and regulatory requirement might affect the company's business. Uncontrolled variation in price of input materials could impact the company's profitability to the extent that the same are not absorbed by the market through price increase and / or could have a negative impact on the demand in the market.

The management has already taken initiatives in advance for mitigating the above-mentioned risk and concerns/challenges. The company has taken major initiatives like strong marketing efforts, focus on cost reduction through inventory management techniques, introduction of new products and manufacturing process without compromising quality of products and retain talented employees etc.

### ➤ **INITIATIVES BY THE COMPANY:**

The Company has taken the following initiatives:

- Concentration on reduction of costs by undertaking specific exercise in different fields.
- Concentration in Increase of Shareholders Wealth and Profit of the Company.
- The Company is quite confident that the overall productivity, profitability would improve in a sustainable manner, as a result of this strategy.

### ➤ **OUTLOOK:**

The profit margins in the industry are under pressure. However, the Company has taken remedial measures. The Company is confident to meet the challenges with its strength in marketing

network, its strategic planning, Research & Development productivity improvement and cost reduction exercise.

➤ **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

Your Company places significant emphasis and efforts on the internal control systems. The Company has appointed an independent firm of Chartered Accountant for the same with such powers and responsibilities that are required to ensure the adequacy of the internal Control System.

➤ **HUMAN RESOURCE:**

Your Company firmly believes that employees are the most valuable assets and key players of business success and sustained growth. Various employee benefits, recreational and team building efforts are made to enhance employee skills, motivation as also to foster team spirit. Industrial relations were cordial throughout the year.

➤ **HEALTH, SAFETY AND ENVIRONMENTAL PROTECTION:**

Your Company has complied with all the applicable environmental laws and labour laws. The Company has been complying with the relevant laws and has taken all necessary measures to protect the environment.


➤ **CAUTIONARY STATEMENT**

The statements in the "Management Discussion and Analysis Report" section describes the Company's objectives, projections, estimates, expectations and predictions, which may be "forward looking statements" within the meaning of the applicable laws and regulations. The annual results can differ materially from those expressed or implied, depending upon the economic and climatic conditions, Government policies and other incidental factors.

Date: 30<sup>th</sup> August, 2022  
Place: Ahmedabad, Gujarat



By Order of the Board  
For TTL Enterprises Limited  
(Formerly Known as Trupti Twisters Limited)

  
Brijeshkumar V. Rajgor  
Managing Director  
DIN: 08156363

ANNEXURE - I TO THE DIRECTORS REPORT

**FOREIGN EXCHANGE EARNINGS AND OUTGO:**

	2021-2022	2020-2021
Foreign Exchange Earning	Nil	Nil
Foreign Exchange out go	Nil	Nil

By Order of the Board  
For TTL Enterprises Limited  
(Formerly Known as Trupti Twisters Limited)



  
Brijeshkumar V. Rajgor  
Managing Director  
DIN: 08156363

Date: 30<sup>th</sup> August, 2022  
Place: Ahmedabad, Gujarat

**ANNEXURE – II TO THE DIRECTORS REPORT**

**FORM NO. MGT 9  
EXTRACT OF ANNUAL RETURN  
As on financial year ended on 31.03.2022**

**Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company  
(Management & Administration) Rules, 2014**

**II.REGISTRATION & OTHER DETAILS:**

1. CIN	L17119GJ1988PLC096379
2. Registration Date	2 <sup>nd</sup> November, 1988
3. Name of the Company	TTL Enterprises Limited (Formerly Known as Trupti Twisters Limited)
4. Category/Sub-category of the Company	Company limited by shares and Indian Non-Government Company
5. Address of the Registered office & contact details	Office No. D-518, Swati Crimson and Clover Shilaj Circle, Sardar Patel Ring Road, Thaltej, Ahmedabad-380054, Gujarat, India
6. Whether listed company	Yes
7. Name, Address & contact details of the Registrar & Transfer Agent, if any.	SKYLINE Financial Service Pvt Ltd D-153/A, 1st Floor, Okhla Industrial area, Phase-1, New Delhi -110 020

**III.PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:**

All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

Sr. No.	Name and Description of main products / services	NIC Code of the Product/service	% To total turnover of the company
1	Nil	Nil	Nil

**IV.PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -**

All the business activities contributing 10% or more of the total turnover of the company shall be stated: -

Sr. No.	Name and address of the Company	CIN/GLN	Holding / Subsidiary / Associate	% Of shares held	Applicable section
NA	NA	NA	NA	NA	NA

**V. SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY):**

**A) CATEGORY-WISE SHARE HOLDING**

Category of Shareholders	No. of Shares held at the beginning of the year as on 1 <sup>st</sup> April, 2021				No. of Shares held at the end of the year as on 31 <sup>st</sup> March, 2022				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
(1) Indian									
a) Individual/ HUF **	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Central Govt	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) State Govt(s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) Bodies Corp.	19600	Nil	19600	28.16	19600	Nil	19600	28.16	Nil
e) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f) Any other Foreign Individual	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Total shareholding of Promoter (A)</b>	<b>19600</b>	<b>Nil</b>	<b>19600</b>	<b>28.16</b>	<b>19600</b>	<b>Nil</b>	<b>19600</b>	<b>28.16</b>	<b>Nil</b>
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) Central Govt	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) State Govt(s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f) Insurance Companies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
g) FIIs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
h) Foreign Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
i) Others (specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Sub-total (B)(1):-</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>2. Non-Institutions</b>									
a) Bodies Corp.									
i) Indian	Nil	61	61	0.09	Nil	61	61	0.09	Nil
ii) Overseas	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.2 lakh	160	44731	44891	64.50	160	44731	44891	64.50	Nil
ii) Individual shareholders holding nominal share capital in excess of Rs 2lakh	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) Others (specify)									
NRI/OCB	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
OTHERS	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Non-Resident Indians	12	4429	4441	6.38	12	4429	4441	6.38	Nil
Overseas Corporate Bodies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Foreign Nationals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Clearing Members	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

Hindu Undivided Family	Nil	607	607	0.87	Nil	607	607	0.87	Nil
Foreign Bodies - D R	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total (B)(2):-	172	49828	50000	71.84	172	49828	50000	71.84	Nil
Total Public Shareholding (B)=(B)(1)+(B)(2)	172	49828	50000	71.84	172	49828	50000	71.84	Nil
C. Shares held by Custodian for GDRs & ADRs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Grand Total (A+B+C)	19772	69600	69600	100	19772	69600	69600	100	Nil

**B) SHAREHOLDING OF PROMOTER-**

Sr	Shareholder's Name	No. of Shares held at the beginning of the year as on 1 <sup>st</sup> April, 2021			Shareholder's Name	No. of Shares held at the end of the year as on 31 <sup>st</sup> March, 2022			% change in shareholding during the year
		No. of Shares	% of total Shares of the co.	% of Shares Pledged / encumbered to total shares		No. of Shares*	% of total Shares of the co.	% of Shares Pledged / encumbered to total shares	
1	Ardent Ventures LLP	19,600	28.16	Nil	Ardent Ventures LLP	19,600	28.16	Nil	Nil

**C) CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE)**

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding During the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	ARDENT VENTURES LLP				
2	At the beginning of the year	19,600	28.16	0	0.0



3	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity	NA			
4	At the end of the year	19,600	28.16	0	0.0

**D) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS AS ON 31<sup>ST</sup> MARCH, 2022:  
(OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND DRS):**

Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Increase / Decrease	Reason*	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company			No. of shares	% of total shares of the company
1	MANUBHAI JIYANI	3,400	4.88	--	--	3,400	4.88
2	SANDEEP MAHADIK	3,000	4.31	--	--	3,000	4.31
3	VIJAYSINGH PADODE	1,000	1.43			1,000	1.43
4	PRAFUL GANDHI (HUF)	600	0.86	--	--	600	0.86
5	RAJNI KHANEJA	500	0.72	--	--	500	0.72
6	KAMLESH J SHROFF	300	0.43	--	--	300	0.43
7	NARAYAN VSWANI	200	0.30	--	--	200	0.30
8	VARSHA R PARIKH	160	0.23	--	--	160	0.23
9	MUKESH T SHROFF	70	0.10	--	--	70	0.10
10	FELIX PINTO	64	0.09	--	--	64	0.09

**E) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

Sr. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
<b>KEYOOR BAKSHI</b>					
1	At the beginning of the year	00	00	00	00
2	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	NA			
2	At the end of the year	00	00	00	00
<b>KAMINI BAKSHI</b>					
2	At the beginning of the year	00	00	00	00
2	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	NA			
2	At the end of the year	00	00	00	00

None of the Directors expect from above hold any shares in the Company.

## VI. INDEBTEDNESS –

Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(Rs. in Laes)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the</b>				
i) Principal Amount	0.00	0.00	0.00	0.00
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
<b>Total (i+ii+iii)</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>Change in Indebtedness during the financial</b>				
* Addition	0.00	0.00	0.00	0.00
* Reduction	0.00	0.00	0.00	0.00
<b>Net Change</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	0.00	0.00	0.00	0.00
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
<b>Total (i+ii+iii)</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>

## REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

### A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER:

(Rs. in Laes)

Sr. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
	Name of Director	NIL	NIL
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	NIL	NIL
2	Stock Option	NIL	NIL
3	Sweat Equity	NIL	NIL
4	Commission - as % of profit - others, specify...	NIL	NIL
5	Others, please specify 1. PF Contribution 2. Gratuity Accrued for the year (Payable at Retirement/resignation)	NIL	NIL
	Total (A)	NIL	NIL
	Ceiling as per the Companies Act 2013		



**B. REMUNERATION TO OTHER DIRECTORS**

	Particulars of Remuneration	Name of Directors Total Amount			
1	Independent Directors				
	Fee for attending board committee meetings				
	Commission				
	Others, please specify				
	Total (1)				
2	Other Non-Executive Directors				NIL
	Fee for attending board committee meetings				
	Commission				
	Others, please specify				
	Total (2)				
	Total (B)=(1+2)	NIL	NIL	NIL	NIL
	Total Managerial Remuneration				NIL
	Overall Ceiling as per the Companies Act 2013				

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD**

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS Malay Desai	CFO	Total
1	Gross salary	Nil	2,90,000	1,30,000	2,90,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		Nil	Nil	Nil
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961		Nil	Nil	Nil
2	Stock Option		Nil	Nil	Nil
3	Sweat Equity		Nil	Nil	Nil
4	Commission		Nil	Nil	Nil
	- as % of profit		Nil	Nil	Nil
	others, specify...		Nil	Nil	Nil
5	Others, please specify		Nil	Nil	Nil
	Total	2,90,000	1,30,000	2,90,000	

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty	NA	NA	NA	NA	NA
Punishment	NA	NA	NA	NA	NA
Compounding	NA	NA	NA	NA	NA
<b>B. DIRECTORS</b>					
Penalty					
Punishment			NONE		
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment			NONE		
Compounding					

By Order of the Board  
For TTL Enterprises Limited  
(Formerly Known as Trupti Twisters Limited)



*[Signature]*  
Brijeshkumar V. Rajgor  
Managing Director  
DIN: 08156363

Date: 30<sup>th</sup> August, 2022  
Place: Ahmedabad, Gujarat

**ANNEXURE-III TO THE DIRECTORS REPORT**

1. Details pertaining to remuneration as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

- i. The ratio of the remuneration of each Director to the Median Remuneration of the Employees of the Company for the Financial Year 2021-22 and
- ii. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the Financial Year

Sr. No.	Name of Director/KMP and its Designation	Remuneration to the Director/KMP for the Financial Year 2021-22	Percentage increase / decrease in remuneration in the Financial Year 2021-22	(Rs. In Lacs)	
				Ratio of Remuneration of each Director to the Median Remuneration of Employees	of
1	Mr. Keyoor Bakshi (Director)	Nil	Nil	Nil	
2	Ms. Kamini Bakshi (Director)	Nil	Nil	Nil	
3	Mr. Bhavin Mehta (Independent Director)	Nil	Nil	Nil	
4	Mr. Pradip Vyas (Independent Director)	Nil	Nil	Nil	
5	Malay Desai (Company Secretary & Compliance Officer & CFO)	4.200	Nil	Nil	

2. There were no employees covered under rule 5(2) of the Companies (Appointment and Remuneration) Rules, 2014

By Order of the Board  
For TTL Enterprises Limited  
(Formerly Known as Trupti Twisters Limited)



*[Signature]*  
Brijeshkumar V. Rajgor  
Managing Director  
DIN: 08156363

Date: 30<sup>th</sup> August, 2022  
Place: Ahmedabad, Gujarat

ANNEXURE V – TO THE DIRECTORS REPORT

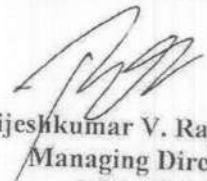
NON-APPLICABILITY OF SUBMISSION OF REPORT ON CORPORATE GOVERNANCE  
AS PER EXEMPTION GIVEN IN REGULATION 15 (2) (A) OF CHAPTER IV OF SEBI  
(LODR) REGULATIONS, 2015

To  
The Members of  
TTL Enterprises Limited  
(Formerly known as Trupti Twisters Limited)  
Office No. D-518, Swati Crimson and Clover Shilaj Circle,  
Sardar Patel Ring Road, Thaltej,  
Ahmedabad-380054, Gujarat, India

This is to certify that in order to comply with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with, Regulation 15 (2) (a) of Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Paid-up capital of the Company TTL Enterprises Limited is not exceeding Rs. 10 Crores i.e., Rs.6,96,000/- (Rupees Six Lakh Ninety-Six Thousand Only) and the Net worth is less than Rs. 25 Crores i.e., Rs. (91,10,898)/- (Negative Rupees Ninety-One Lakh Ten Thousand Eight Hundred Ninety-Eight Only) as on the last day of the previous financial year i.e., 31<sup>st</sup> March, 2022. Therefore, it is not required to submit Report on Corporate Governance.

By Order of the Board  
For TTL Enterprises Limited  
(Formerly Known as Trupti Twisters Limited)



  
Brijeshkumar V. Rajgor  
Managing Director  
DIN: 08156363

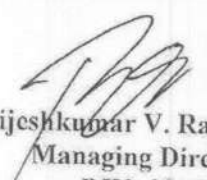
Date: 30<sup>th</sup> August, 2022  
Place: Ahmedabad, Gujarat

DECLARATION

All Board Members and Senior Management personnel have affirmed compliance with the code of conduct of Directors and Senior Management as approved by the Board.

By Order of the Board  
For TTL Enterprises Limited  
(Formerly Known as Trupti Twisters Limited)



  
Brijeshkumar V. Rajgor  
Managing Director  
DIN: 08156363

Date: 30<sup>th</sup> August, 2022  
Place: Ahmedabad, Gujarat



## CFO CERTIFICATION

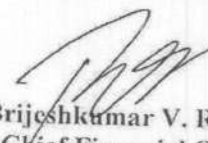
To,  
The Board of Directors,  
TTL Enterprises Limited  
(Formerly known as Trupti Twisters Limited)

We hereby certify that:

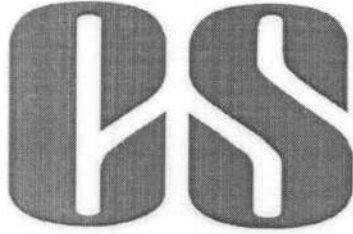
- i. We have reviewed the financial statements and the cash flow statement of the Financial Year 2021-22 and that to the best of our knowledge and belief.
  - a. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - b. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- ii. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violated of the Company's code of conduct.
- iii. We accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Company and we hereby disclose to the Auditors and the Audit Committee that there have been no efficiencies in the design or operation of internal controls, prevailing in the company.
- iv. We hereby certify that:
  - a. There have been no significant changes in internal control during the year.
  - b. There have been no significant changes in accounting policies during the year and
  - c. No instances of fraud were observed in the Company by the management or an employee having a significant role in the company's internal control system.

By Order of the Board  
For TTL Enterprises Limited  
(Formerly Known as Trupti Twisters Limited)



  
Brijeshkumar V. Rajgor  
Chief Financial Officer

Date: 30<sup>th</sup> August, 2022  
Place: Ahmedabad, Gujarat



*Dharti Patel & Associates,*

*Company Secretaries*

*01, Sivas Bunglows,*

*New C.G. Road,*

*Chandkheda,*

*Ahmedabad-382424*

*M: 7487033350, Email: [csdhartipatel@gmail.com](mailto:csdhartipatel@gmail.com)*

**Form No. MR - 3**  
**SECRETARIAL AUDIT REPORT**

For the Financial year ended on 31<sup>st</sup> March 2022

[Pursuant to section 204(1) of the Companies Act 2013 and Rule No. 9 of the Companies  
(Appointment and Remuneration of Managerial Personnel) Rules 2014]

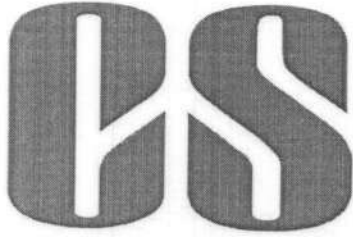
To  
The Members of  
**TTL Enterprises Limited**  
(Formerly known as Trupti Twisters Limited)  
Office No. D-518, Swati Crimson and Clover Shilaj Circle,  
Sardar Patel Ring Road, Thaltej,  
Ahmedabad-380054, Gujarat, India

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by TTL Enterprises Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of TTL Enterprises Limited's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit. We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2022 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:



*Dharti Patel*



## *Dharti Patel & Associates,*

*Company Secretaries  
01, Suvas Bunglows,  
New C.G. Road,  
Chandkheda,  
Ahmedabad-382424*

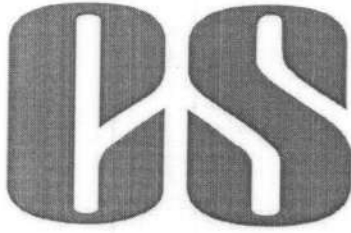
*M: 7487033350, Email: [csdhartipatel@gmail.com](mailto:csdhartipatel@gmail.com)*

We have examined the books, papers, minute books, forms and returns filed and other records maintained by TTL Enterprises Limited (CIN: L17119GJ1988PLC096379) having its Registered Office at 304, 3<sup>rd</sup> Floor, Shoppers Plaza -5, Opp. Municipal Market, C G Road, Navrangpura, Ahmedabad 380009 for the financial year ended on 31<sup>st</sup> March, 2022 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the Rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not Applicable to the Company during Audit Period.)
  - (d) The Securities and Exchange Board of India (Employee Stock option Scheme and Employee Stock Purchase Scheme) Rules 1999. (Not Applicable to the Company during Audit Period.)
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable to the Company during Audit Period.)



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*Dharti Patel & Associates,*

*Company Secretaries  
01, Suvas Bunglows,  
New C.G. Road,  
Chandkheda,  
Ahmedabad-382424*

*M: 7487033350, Email: [csdhartipatel@gmail.com](mailto:csdhartipatel@gmail.com)*

- 
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 - (Not Applicable to the Company during Audit Period);
- (vi) No specific acts were applicable to the Company.

We have also examined compliance with following applicable clauses:

- i) Secretarial Standard issued by Institute of Company Secretaries of India.
- ii) SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, guidelines, Standards etc. mentioned above.

We further report that:

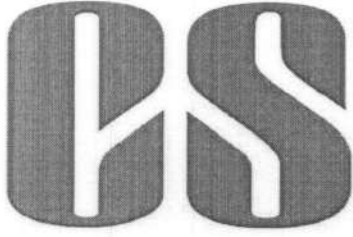
The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were usually sent seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

There were no dissenting views on any matter by the members.

**We further report that** there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.





*Dharti Patel & Associates,*

*Company Secretaries  
01, Suvas Bunglows,  
New C.G. Road,  
Chandkheda,  
Ahmedabad-382424*

*M: 7487033350, Email: [csidhartipatel@gmail.com](mailto:csidhartipatel@gmail.com)*

**We further report that** during the audit period the Company has no specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

Date: 04/09/2022

Place: Ahmedabad

**FOR DHARTI PATEL & ASSOCIATES,  
COMPANY SECRETARIES**



**DHARTI PATEL**

**M. No. ACS 52283**

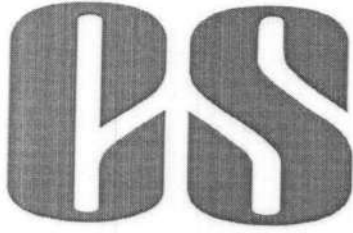
**CP No. 19303**

**UDIN No: A052283D000909887**

**Note:**

This report is to be read with our letter of even date which is annexed as **Annexure - A** and forms an integral part of this report.





*Dharti Patel & Associates,*

*Company Secretaries  
01, Suvas Bunglows,  
New C.G. Road,  
Chandkheda,  
Ahmedabad-382424*

*M: 7487033350, Email: csdhartipatel@gmail.com*

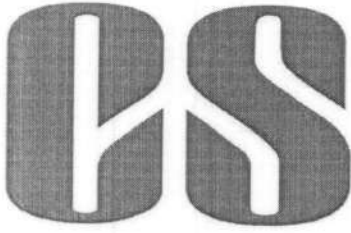
**Annexure- A**

To  
The Members of  
**TTL Enterprises Limited**  
(Formerly known as Trupti Twisters Limited)  
Office No. D-518, Swati Crimson and Clover Shilaj Circle,  
Sardar Patel Ring Road, Thaltej,  
Ahmedabad-380054, Gujarat, India

Our Report of even date is to be read along with this Letter;

1. Maintenance of Secretarial Record is the responsibility of the management of the company. Our responsibility is to express an opinion on Secretarial Records based on our Audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of the procedures on test basis.





*Dharti Patel & Associates,*

*Company Secretaries,  
01, Suvas Bungalows,  
New C.G. Road,  
Chandkheda,  
Ahmedabad-382424*

*M: 7487033350, Email: csdhartipatel@gmail.com*

6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor the efficacy or effectiveness with which the management has conducted the affairs of the company.

Date: 04/09/2022

Place: Ahmedabad

**FOR DHARTI PATEL & ASSOCIATES,  
COMPANY SECRETARIES**



**DHARTI PATEL**

**M. No. ACS 52283**

**CP No. 19303**

**UDIN No: A052283D000909887**



**JK Sarawgi & Company**  
Chartered Accountants

[www.jksco.in](http://www.jksco.in)

**Independent Auditor's Report**

To  
The Members of  
TTL Enterprises Limited (Formerly Known as Trupti Twister Ltd.)

**Report on the audit of the Financial Statements**

**Opinion**

1. We have audited the accompanying Ind AS financial statements of **TTL Enterprises Limited (Formerly Known as Trupti Twister Ltd.)** ("the Company"), which comprise the balance sheet as at 31 March 2022, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information ("the Financial Statements").
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2022, and its loss and other comprehensive income, changes in equity and its cash flows for the year then ended.

**Basis for Opinion**

3. We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act, and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Financial Statements.

**Key Audit Matters**

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Financial Statements of the current year. These matters were addressed in the context of our audit of the Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. There are no key audit matters to communicate.

**Other Information**

5. The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the Financial Statements and our auditors' report thereon.
6. Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.
7. In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Branches : Kolkata, Mumbai, Chandigarh,  
Kanpur, Jaipur, Chennai, Bangalore,  
Bhopal, Mandi

Head Office : 91, Siddhartha Enclave,  
Near Ashram Chowk, New Delhi - 110014  
Ph.: 011-42828734-5-6, 26341033,  
E-mail : delhi@jksco.in

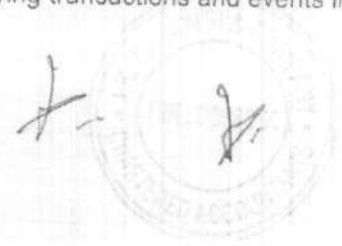
Ahmedabad Office : 610, Iskon Emporio,  
Opp. Star Bazar Satellite, Ahmedabad - 380015  
Mob. 8200748904 | 9924248092  
E-mail : jiten.trivedi@jksco.in

### Management's responsibility for the Financial Statements

8. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act, with respect to the preparation of these Financial Statements that give a true and fair view of the state of affairs, loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian accounting standards ("Ind AS") specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
9. In preparing the Financial Statements, the management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
10. The Board of Directors are also responsible for overseeing the Company's financial reporting process.

### Auditor's responsibilities for the audit of the Financial Statements

11. Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.
12. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:
  - 12.1. Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
  - 12.2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to Financial Statements in place and the operating effectiveness of such controls.
  - 12.3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
  - 12.4. Conclude on the appropriateness of the management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
  - 12.5. Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.



The block contains a handwritten signature and a circular stamp. The stamp is partially legible and appears to be an official seal of the auditor or the firm.



13. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
14. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
15. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Financial Statements of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### Report on Other Legal and Regulatory Requirements

16. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
17. As required by Section 143(3) of the Act, we report that:
  - 17.1. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - 17.2. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - 17.3. The balance sheet, the statement of profit and loss including other comprehensive income, the statement of changes in equity and the cash flow statement dealt with by this Report are in agreement with the books of account.
  - 17.4. In our opinion, the aforesaid Financial Statements comply with the Ind AS specified under Section 133 of the Act.
  - 17.5. On the basis of the written representations received from the directors as on 31 March 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2022 from being appointed as a director in terms of Section 164(2) of the Act.
  - 17.6. With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report on internal financial control over financials reporting as per **Annexure-2**; and
  - 17.7. In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act.
18. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - 18.1. The Company does not have any pending litigations which would impact its financial position.
  - 18.2. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - 18.3. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company
  - 18.4. The management has represented that no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend




or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries. Based on reasonable audit procedures adopted by us, nothing has come to our notice that such representation contains any material misstatement.

18.5. The management has represented that no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries. Based on reasonable audit procedures adopted by us, nothing has come to our notice that such representation contains any material misstatement.

18.6. In our opinion and according to the information and explanations given to us, no dividend has been declared and / or paid during the year by the Company.

Place: Ahmedabad  
Date: 01.09.2022

For J.K. SARAWGI & COMPANY  
Chartered Accountants  
FRN: 006836C

  
(JITEN M. TRIVEDI)  
Partner

Membership No.: 140897  
UDIN: 22140897AQPJXK5528

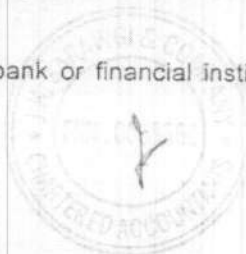


### Annexure - A to the Auditors' Report

The Annexure as referred to in Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31 March 2022, we report that:

1. a) A. The Company has maintained proper records showing full particulars, including quantitative details.  
b) The company does not have any fixed assets so this clause does not apply to the company.  
c) No proceedings were initiated/not pending against the company for holding Benami properties under the "Benami Transactions (Prohibition) Act, 1988 and Rules" made there under.
2. a) The company does not have any inventory so this clause does not apply to the company.  
b) The company has not been sanctioned working capital limits in excess of five crore rupees at any point of time during the year accordingly this clause is not applicable to the company.
3. During the year the company has made investment in other corporate entity and the same has been reported at historical cost. Except stated here, company has not made investments in, nor provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties.
4. In our opinion and according to the information and explanation given to us, the company has complied with the provision of section 185 and 186 of the Companies Act, 2013 for loans, investments, guarantees and security.
5. According to the information and explanation given to us, the Company has not accepted any deposits from the public in accordance with the provisions of Section 73 to 76 of the Act or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable to the company.
6. According to the information and explanation given to us, the maintenance of cost records under sub-section 1 of section 148 of the Companies Act 2013 is not mandatory to the company.
7. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company is regular in depositing undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Customs, duty of Excise, value added tax, cess and any other statutory dues to the appropriate authorities. According to the information and explanations given to us there were no outstanding statutory dues as on 31st of March, 2022 for a period of more than six months from the date they became payable.  
  
(b) According to the information and explanations given to us and documents provided to us, there are no other disputed dues of Goods and Service Tax, income tax, sales tax, duty of excise, service tax and value added tax, duty of customs, duty of Excise, value added tax, cess and any other statutory, which have not been deposited with the appropriate authorities on account of any dispute. According to the information and explanations given to us, no such transactions were observed which were not recorded in books of accounts but have been surrendered or disclosed as income during the year in the tax assessment under Income Tax Act, 1961 and there is no previously unrecorded income in the books of account of the company.
8. According to the information and explanations given to us, we are of the opinion that:  
  
(a) The company has not defaulted in repayment of any outstanding loans or other borrowing to any lender.  
  
(b) The company has not been declared wilful defaulter by any bank or financial institution or other lender.

*[Handwritten Signature]*



- (c) The company has not availed any term loan therefore question of application of term loan does not arise.
- (d) The company has not raised any short term fund therefore question of utilisation of short term fund does not arise.
- (e) The company has not taken any funds from any entity or person on account of to meet the obligations of its subsidiaries, Joint Venture, Associates Companies.
- (f) The Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, Joint Venture, Associates Companies.
- (g) The salary expenses remain outstanding for more than year. The same are included in Trade Payables. The amount of Short Term provision as shown in balance sheet includes provision for outstanding expenses which are due from long period.
- (h) We have been informed by the Management that none of the Trade Payables pertain to MSME organizations
- (i) Opening Balances and grouping have been considered on the basis of Last Audited Financial Statements and hence we are unable to comment on the same.
- (j) Other Current Liabilities
9. (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Hence question of application of fund does not arise.
- (b) The company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.
10. (a) According to the information and explanations given to us, no material fraud by the Company or on the Company has been noticed or reported during year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed by us in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- C) As represented to us by the management, there are no whistle blower complaints received by the company during the year.
11. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company accordingly this clause is not applicable.
12. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Companies Act, 2013. Where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable Indian accounting standards.
13. In our opinion and based on our examination, the company does not have an Internal Audit System and is not required to have Internal Audit System as per Companies Act, 2013.
14. According to the information and explanations given to us, in our opinion during the year the Company has not entered into non-cash transactions with directors or persons connected with him and hence provisions of section 192 of the companies Act, 2013 are not applicable to the Company.
15. (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.
- (b) The company has not conducted any Non-banking Financial or Housing Finance activities.



The image shows a handwritten signature in black ink over a circular stamp. The stamp is a professional seal for Chartered Accountants, with the text 'CHARTERED ACCOUNTANTS' visible around the perimeter. The signature is written in a cursive style.




(c) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.

(d) The company is not part of the Group which has more than one CIC as part of the Group.

16. As per our observation from financial statement of the company, the company has incurred cash losses in the financial year under review as well as in the immediate preceding financial year.
17. There has been no resignation of the statutory auditors during the year accordingly this clause is not applicable to the company.
18. According to the information and explanations given to us and on the basis of financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans, we are of the opinion that there is no material uncertainty exists as on the date of audit report, and we are also of the opinion that the Company is capable of meeting its liabilities existed at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.
19. Provisions of section 135 (1) of Companies Act, 2013 is not applicable to the company accordingly this clause is not applicable to the company.
20. The company is not a holding company and also not required to prepare consolidated financial statements as per the provisions of the Act accordingly this clause is not applicable to the company.

Place: Ahmedabad  
Date: 01.09.2022

For J.K. SARAWGI & COMPANY  
Chartered Accountants  
FRN: 006836C

  
(JITEN M. TRIVEDI)  
Partner  
Membership No.: 140897  
UDIN: 22140897AQPJXK5528





**JK Sarawgi & Company**  
Chartered Accountants

[www.jksco.in](http://www.jksco.in)

**Annexure - B to the Auditors' Report**

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **TTL Enterprises Limited (Formerly Known as Trupti Twister Ltd.)** ("the Company") as of 31 March, 2022 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

**Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and

Branches : Kolkata, Mumbai, Chandigarh,  
Kanpur, Jaipur, Chennai, Bangalore,  
Bhopal, Mandi

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Near Ashram Chowk, New Delhi - 110014  
Ph.: 011-42828734-5-6, 26341033,  
E-mail : delhi@jksco.in

Ahmedabad Office : 610, Iskon Emporio,  
Opp. Star Bazar Satellite, Ahmedabad - 380015  
Mob. 8200748904, 9924248092  
E-mail : jiten.trivedi@jksco.in



dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

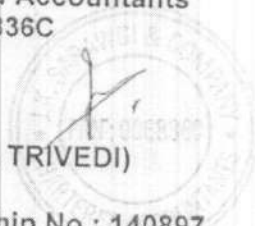
#### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place: Ahmedabad  
Date: 01.09.2022

For J.K. SARAWGI & COMPANY  
Chartered Accountants  
FRN: 006836C

(JITEN M. TRIVEDI)  
Partner  
Membership No.: 140897  
UDIN: 22140897AQPJXK5528



TTL Enterprises Limited (Formerly Known as Trupti Twister Ltd.)

BALANCE SHEET AS AT March 31, 2022

All amounts in rupees Unless otherwise stated

BALANCE SHEET	Notes	As at March 31, 2022	As at March 31, 2021
		INR	INR
<b>ASSETS</b>			
<b>NON CURRENT ASSETS</b>			
Property, Plant and Equipment	3	-	-
Deferred tax Assets (Net)	4	-	-
Other Non-Current Assets	5	200,000	200,000
		<b>200,000</b>	<b>200,000</b>
<b>CURRENT ASSETS</b>			
Inventories	6	-	-
Trade receivables	7	-	-
Cash and cash equivalents	8	31,547	43,965
Other financial assets	9	-	-
		<b>231,547</b>	<b>243,965</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
Shareholders' Funds			
Equity Share Capital	12	696,000	696,000
Other Equity	13	(9,806,898)	(8,913,356)
		<b>(9,110,898)</b>	<b>(8,217,356)</b>
<b>LIABILITIES</b>			
<b>NON-CURRENT LIABILITIES</b>			
Provisions	14	-	-
Other non-current liabilities	15	-	-
<b>CURRENT LIABILITIES</b>			
Trade payables	16		
1. Total Outstanding dues other than MSME		9,277,921	8,441,421
2. Total outstanding dues of MSME		-	-
Other financial liabilities	17	-	-
Other current liabilities	18	-	19,900
Short-term Provisions	19	64,524	-
<b>TOTAL LIABILITIES</b>		<b>9,342,445</b>	<b>8,461,321</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>231,547</b>	<b>243,965</b>

Notes to the Financial statements are an integral part of the Financial Statements

As per our attached report of even date

For, J.K. SARAWGI & COMPANY

Chartered Accountants

Firm No:- 006836C

  
JITEN M. TRIVEDI  
Partner

M. No. 140897

UDIN: 222140897AQPJXK5528

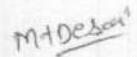
Place : Ahmedabad

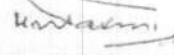
Date : 01.09.2022

For and on behalf of Board of Directors of

TTL Enterprises Limited

(Formerly Known as Trupti Twister Ltd.)

  
Malay Desai  
C.S  
ACS 48838

  
Keyoor Bakshi  
Director

DTH 0013353K

  
Kamini Bakshi  
Director

DTH: 01652243

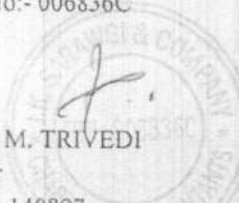


**TTL Enterprises Limited (Formerly Known as Trupti Twister Ltd.)**  
**STATEMENT OF PROFIT & LOSS ACCOUNT FOR THE PERIOD ENDED MARCH 31, 2022**  
 All amounts in rupees Unless otherwise stated

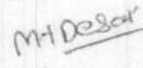
PROFIT AND LOSS	Notes	Year Ended 31st March, 2022	Year Ended 31st March, 2021
<b>INCOME</b>			
Revenue from operations	20	-	-
Other Income	21	-	-
<b>Total Income</b>		-	-
<b>EXPENSES</b>			
Cost of Material Consumed	22	-	-
Changes in Inventories	23	-	-
Employees' Remuneration and Benefits	24	420,000	315,000
Finance Costs	25	-	-
Depreciation and Amortization Expenses	26	473,542	412,354
Other Expenses	26	-	-
<b>Total Expenses</b>		<b>893,542</b>	<b>727,354</b>
Profit/(loss) before share of Profit/(Loss) of Associate and Tax		(893,542)	(727,354)
<b>Profit before Tax</b>		<b>(893,542)</b>	<b>(727,354)</b>
<b>Tax Expense</b>			
Deferred Tax		-	-
Prior Period Tax		-	-
<b>Net Tax expense</b>		-	-
<b>Profit/(loss) for the year (after tax)</b>		<b>(893,542)</b>	<b>(727,354)</b>
Profit transferred to Balance Sheet		(893,542)	(727,354)
Other Comprehensive Income		-	-
i. Items that will not be re-classified to profit and loss		-	-
Other Comprehensive Income		-	-
Other Comprehensive income carried to Balance Sheet		-	-
<b>Total Comprehensive Income for the year</b>		-	-
<b>Earning Per Equity Share (Face Value of Rs.10/- each)</b>	30		
Basic		(12.84)	(10.45)
Diluted		(12.84)	(10.45)

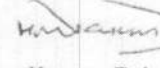
Notes to the financial statements are an integral part of the financial statements.

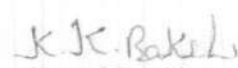
As per our attached report of even date  
 For, J.K. SARAWGI & COMPANY  
 Chartered Accountants  
 Firm No:- 006836C

  
**JITEN M. TRIVEDI**  
 Partner  
 M. No. 140897  
 UDIN: 22140897AQPJXK5528  
 Place : Ahmedabad  
 Date : 01.09.2022

For and on behalf of Board of Directors of  
 TTL Enterprises Limited  
 (Formerly Known as Trupti Twister Ltd.)

  
 Malay Desai  
 C.S.  
 Aes 48838

  
 Keyoor Bakshi  
 Director  
 DIN: 0133584

  
 Kamini Bakshi  
 Director  
 DIN: 01852243



TTL Enterprises Limited (Formerly Known as Trupti Twister Ltd.)

Cash Flow Statement for the year ended on March 31, 2022  
All amounts in rupees Unless otherwise stated (Rupees in Lakhs)

PARTICULARS	As at March 31, 2022		As at March 31, 2021	
	INR	INR	INR	INR
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>				
Net Profit Before Tax				
Adjustments for:		-8.93		-7.27
Depreciation				
Transfer to Reserve				
Preliminary Expenses w/off				
Provision for Professional Fees				
Deferred Revenue Expenditure				
(Profit)/loss on sale of Investments				
Interest & Finance Charges				
Interest on FD (Accrual)				
Dividend Income				
Operating Profit before Working Capital Changes				
Adjustments for:		(8.93)		-7.27
Decrease/(Increase) in Receivables				
Decrease/(Increase) in Inventories				
Decrease/(Increase) in Short Term Loans & Advances				
Decrease/(Increase) in Other Current Assets				
Increase/(Decrease) in Payables				
Increase/(Decrease) in Other Current Liabilities	8.17			
Increase/(Decrease) in Provisions	0.64		7.30	
Cash generated from operations		8.81	0	7.30
Income Tax paid		(0.12)		0.03
Net Cash flow from Operating activities		(0.12)		0.03
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>				
Purchase of Fixed Assets				
Other Non Current Assets				
Increase in Investments				
Interest Income				
Increase in Advances & others				
(Profit)/loss on sale of Investments				
Sale of Investments				
Net Cash used in Investing activities				
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>				
Proceeds from Long term Borrowings				
(Increase) / Decrease in Long Term Loan & Advances				
Increase in Share Capital				
Net Cash used in financing activities				
Net increase/(Decrease) in cash & Cash Equivalents		(0.12)		0.03
Cash and Cash equivalents as at 01.04.2021 & 01.04.2020		0.44		0.41
Cash and Cash equivalents as at 31.03.2022 & 31.03.2021		0.32		0.44

NOTES:

1. The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standard-3 on "Cash Flow Statement" issued by ICAI.

2. The previous year figures have been regrouped/restated wherever necessary to confirm to this year's classification.

For, J.K. SARAWGI & COMPANY  
Chartered Accountants  
Firm No. - 006836C

JITEN M. TRIVEDI  
Partner  
M. No. 140897  
UDIN: 22140897/AQPJXX5528  
Place: Ahmedabad  
Date: 01.09.2022

For and on behalf of Board of Directors of  
TTL Enterprises Limited  
(Formerly Known as Trupti Twister Ltd.)

*Keyoor Bakshi*  
Keyoor Bakshi  
Director

*K.K. Bakshi*  
Kamini Bakshi  
Director

DZH: 00133584

DZH: 01852243

*Malay Desai*  
Malay Desai  
Acc: U 8838





**TTL Enterprises Limited (Formerly Known as Trupti Twister Ltd.)**  
Share Capital March 31, 2022

PARTICULARS	As at 31st March, 2022		As at 31st March, 2021	
	Number	Amount	Number	Amount
<b>Authorised</b> Equity shares of ₹ 10 each	35,00,000	3,50,00,000	35,00,000	3,50,00,000
<b>Issued</b> Equity shares of ₹ 10 each	69,600	6,96,000	69,600	6,96,000
<b>Subscribed and Paid up</b> Equity shares of ₹ 10 each	69,600	6,96,000	69,600	6,96,000

**Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period**

PARTICULARS	As at 31st March, 2022		As at 31st March, 2021	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	69,600	6,96,000	69,600	6,96,000
Shares issued during the year	-	-	-	-
Bonus Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	69,600	6,96,000	69,600	6,96,000

**Shares in the company held by each shareholder holding more than 5 percent shares**

PARTICULARS	As at 31st March, 2022		As at 31st March, 2021	
	Number	Current Year % of Holding	Number	Previous Year % of Holding
Ardent Ventures LLP	19,600	28.16%	19,600	28.16%

**Shares held by Promoters at the end of year**

Particulars of shareholders	As At March 31, 2022		As At March 31, 2022	As At March 31, 2021	
	Number	% of Shareholding	% Change during the year	Number	% of Shareholding
Ardent Ventures LLP	19,600	28.16%	-	19,600	28.16%





**TTL Enterprises Limited (Formerly Known as Trupti Twister Ltd.)**  
**Fixed Assets Schedule Notes MARCH 31, 2022**

Note 3. Property, plant and equipment as at 31st March, 2022	Plant & Machinery	Furniture and Fixtures	Office equipment	Computer	Total
<b>Gross Block</b>					
Opening Balance					
Additions during the year					
Deduction during the year					
Closing balance					
<b>Accumulated Depreciation</b>					
Opening balance					
Additions during the year					
Deduction during the year					
Depreciation written Back					
Closing balance		5,301			
<b>Net Block</b>					

Note 3. Property, plant and equipment as at 31st March, 2021	Plant & Machinery	Furniture and Fixtures	Office equipment	Computer	Total
<b>Gross Block</b>					
Opening Balance					
Additions during the year					
Deduction during the year					
Closing balance					
<b>Accumulated Depreciation</b>					
Opening balance					
Additions during the year					
Deduction during the year					
Depreciation written Back					
Closing balance					
<b>Net Block</b>					



**TTL Enterprises Limited (Formerly Known as Trupty Twister Ltd.)**  
BS Notes MARCH 31, 2022

Note 4. Deferred Tax Assets (Net)	As at 31st March, 2022	As at 31st March, 2021
Deferred Tax Assets	-	-
Less: Deferred Tax Expenses	-	-
Net deferred tax asset	-	-

Note 5. Other Non-current Assets	As at 31st March, 2022	As at 31st March, 2021
Secured, considered good		
Other Non Current Assets - NAKODA TEXTILE IND.LTD.	2,00,000	2,00,000
Total	2,00,000	2,00,000

Note 6. Inventories	As at 31st March, 2022	As at 31st March, 2021
Inventories	-	-
Total	-	-

Note 7. Trade Receivables	As at 31st March, 2022	As at 31st March, 2021
Trade Receivable Refer Note 35		
Undisputed Trade Receivables – considered good	-	-
Undisputed Trade Receivables – which have significant increase in credit risk	-	-
Total	-	-
Less: Allowances for Credit Losses	-	-
Total	-	-

Note 8. Cash and Cash Equivalents	As at 31st March, 2022	As at 31st March, 2021
Balances with banks		
Cash on hand	1,332	13,750
Total	30,215	30,215
	31,547	43,965

Note 9. Other financial assets	As at 31st March, 2022	As at 31st March, 2021
Advances Recoverable	-	-
Others	-	-
Total - Other Financial Assets	-	-

Note 10. Current Tax Asset/Liab	As at 31st March, 2022	As at 31st March, 2021
Net Current Tax Asset/Liability	-	-
Current Tax Asset (net)	-	-





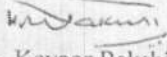
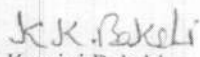


**TTL Enterprises Limited (Formerly Known as Trupti Twister Ltd.)**  
Standalone Statement of Change in Equity March 31, 2022

**Note 13 Other Equity**

(A) Equity Share Capital	As at 31st March, 2022	As at 31st March, 2021
Balance At The Beginning of The Reporting Period	696,000	696,000
Balance At The End of The Reporting Period	696,000	696,000

(B) Other Equity Current Year	Retained Earnings	Securities Premium	Total Other Equity
Balance At The Beginning of The Reporting Period 1st April 2021	(8,913,356)	-	(8,913,356)
Add / (Deduction) : Profit / (Loss) For the year	(893,542)	-	(893,542)
Add / (Deduction) : Remeasurement Loss for the year	-	-	-
Total Comprehensive Income For The Year	(893,542)	-	(893,542)
Balance At The End of The Reporting Period 31st March 2022	(9,806,898)	-	(9,806,898)
Balance At The Beginning of The Reporting Period 1st April 2020	(8,186,002)	-	(8,186,002)
Add / (Deduction) : Profit / (Loss) For the year	(727,354)	-	(727,354)
Add / (Deduction) : Remeasurement Loss for the year	-	-	-
Total Comprehensive Income For The Year	(727,354)	-	(727,354)
Balance At The End of The Reporting Period 31st March 2021	(8,913,356)	-	(8,913,356)

Notes to the financial statements are an integral part of the financial statements.

<p>As per our attached report of even date For, <b>J.K. SARAWGI &amp; COMPANY</b> Chartered Accountants Firm No:- 006836C</p> <p> <b>JITEN M. TRIVEDI</b> Partner M. No. 140897 UDIN: 22140897AQPIJK5528 Place : Ahmedabad Date : 01.09.2022</p> <p></p>	<p>For and on behalf of Board of Directors of TTL Enterprises Limited (Formerly Known as Trupti Twister Ltd.)</p> <p> Keyoor Bakshi Director DIN: 00133562</p> <p> Kamini Bakshi Director DIN: 01852243</p> <p> Malay Desai C-5 Acs 48828</p> <p></p>
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**TTL Enterprises Limited (Formerly Known as Trupti Twister Ltd.)**  
BS Notes MARCH 31, 2022

Note 11. Other Current Assets	As at 31st March, 2022	As at 31st March, 2021
Other Current Assets	-	-
<b>Total</b>	-	-

Note 14. Long Term Provisions	As at 31st March, 2022	As at 31st March, 2021
Long Term Provisions	-	-
<b>Total</b>	-	-

Note 15. Other non-current liabilities	As at 31st March, 2022	As at 31st March, 2021
Other Non-Current Liabilities	-	-
<b>Total</b>	-	-

Note 16. Trade Payable	As at 31st March, 2022	As at 31st March, 2021
Trade Payable Refer Note 29		
Other than Micro and Small Enterprises	9,277,921	8,441,421
Micro and Small Enterprises	-	-
<b>Total Trade Payables</b>	<b>9,277,921</b>	<b>8,441,421</b>

Note 17. Other Financial Liabilities	As at 31st March, 2022	As at 31st March, 2021
Other Financial Liabilities	-	-
<b>Total</b>	-	-

Note 18. Other Current Liabilities	As at 31st March, 2022	As at 31st March, 2021
Other Current Liabilities - Tax Payable	-	19,900
<b>Total</b>	-	19,900

Note 19. Short-term provision	As at 31st March, 2022	As at 31st March, 2021
Short Term Provisions for Expenses	64,524	-
<b>Total</b>	<b>64,524</b>	-





**TTL Enterprises Limited (Formerly Known as Trupti Twister Ltd.)**

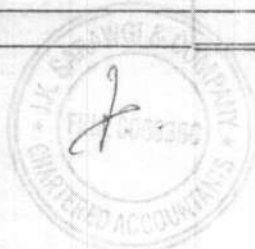
PL Notes March 31, 2022

Note 20. Revenue From Operations	For the year ended 31st March, 2022	For the year ended 31st March, 2021
Sales		
Sales	-	-
<b>TOTAL</b>	-	-

Note 21. Other Income	For the year ended 31st March, 2022	For the year ended 31st March, 2021
Interest Income (in Case Of A Company Other Than A Finance Company)	-	-
Other Non-operating Income (net Of Expenses Directly Attributable To Such Income)		
Miscellaneous Income	-	-
<b>Total</b>	-	-

Note 22. Cost of Material Consumed	For the year ended 31st March, 2022	For the year ended 31st March, 2021
Cost of Material Consumed	-	-
<b>Total</b>	-	-

Note 23. Change in Inventories	For the year ended 31st March, 2022	For the year ended 31st March, 2021
<u>Change in inventories of finished goods</u>		
Opening stock	-	-
Closing stock	-	-
<b>Sub total (a)</b>	-	-
<u>Changes in Inventories of work-in-progress</u>		
Opening stock	-	-
Closing stock	-	-
<b>Sub total (b)</b>	-	-
<u>Changes in Inventories of Stock in Trade</u>		
Opening Stock	-	-
Closing Stock	-	-
<b>Sub total (c)</b>	-	-
<b>Total</b>	-	-





**TTL Enterprises Limited (Formerly Known as Trupti Twister Ltd.)**  
PL Notes March 31, 2022

Note 24. Employee Benefits Expense	For the year ended 31st March, 2022	For the year ended 31st March, 2021
Salaries and Incentives	420,000	290,000
Bonus	-	25,000
<b>Total</b>	<b>420,000</b>	<b>315,000</b>

Note 25. Finance Costs	For the year ended 31st March, 2022	For the year ended 31st March, 2021
Others	-	-
<b>TOTAL</b>	<b>-</b>	<b>-</b>

Note 26. Other Expenses	For the year ended 31st March, 2022	For the year ended 31st March, 2021
Legal and Professional expenses	25,000	-
Bank Charges	1,829	649
Advertisement Exp	-	10,186
CDSL/ NSDL Fees	48,040	34,819
ROC and BSE Filing Fees	362,600	358,200
Website Maintenance Exp	3,948	-
Auditor's Remuneration :		
Audit Fees	32,125	8,500
<b>Total</b>	<b>473,542</b>	<b>412,354</b>

Note 27. Other Comprehensive Income	For the year ended 31st March, 2022	For the year ended 31st March, 2021
Items that will not be reclassified to profit or loss		
(i) Remeasurements of post-employment benefit obligations	-	-
(iii) Income tax relating to these items	-	-
<b>TOTAL</b>	<b>-</b>	<b>-</b>



Note 28. Trade Receivable Ageing

Particulars	Outstanding for following Period from the date of transaction						Total
	Unbilled	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Trade Receivable ageing 31-Mar-2022							
Undisputed – considered good	-	-	-	-	-	-	-
Undisputed – which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed – considered good	-	-	-	-	-	-	-
Disputed – which have significant increase in credit risk	-	-	-	-	-	-	-
<b>Total Amount</b>	-	-	-	-	-	-	-
Trade Receivable ageing 31-Mar-2021							
Particulars	Unbilled	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed – considered good	-	-	-	-	-	-	-
Undisputed – which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed – considered good	-	-	-	-	-	-	-
Disputed – which have significant increase in credit risk	-	-	-	-	-	-	-
<b>Total Amount</b>	-	-	-	-	-	-	-

Note 29. Trade Payable Ageing

Particulars	Outstanding for following Period from the date of transaction						Total
	Unbilled Provision	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Trade Payable ageing 31-Mar-2022							
MSME	-	-	-	-	-	-	-
Others	-	265,000	614,000	721,620	783,526	6,893,775	9,277,921
Disputed MSME	-	-	-	-	-	-	-
Disputed Others	-	-	-	-	-	-	-
<b>Total Amount</b>	-	265,000	614,000	721,620	783,526	6,893,775	9,277,921
Trade Payable ageing 31-Mar-2021							
Particulars	Unbilled Provision	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	-	-	-	-	-	-	-
Others	-	197,500	524,120	783,526	1,052,200	5,841,575	8,398,921
Disputed MSME	-	-	-	-	-	-	-
Disputed Others	-	-	-	-	-	-	-
<b>Total Amount</b>	-	197,500	524,120	783,526	1,052,200	5,841,575	8,398,921



TTL Enterprises Limited (Formerly Known as Trupti Twister Ltd.)

**NOTE: 1.1 –SIGNIFICANT ACCOUNTING POLICIES**

This note provides a list of the significant accounting policies adopted in the preparation of these standalone financial statements. These Policies have been consistently applied to all the years presented, unless otherwise stated.

**(i) Basis of Accounting & Revenue recognition**

The Accounts are prepared under the historical cost convention applying accrual method of accounting and as a going concern, complying with the applicable Accounting standards and the generally accepted accounting principles prevailing in the country.

Revenue is recognized only when it can be reliably measured and it is reasonable to expect ultimate collection. Revenue from Operations include sale of goods. Interest Income, if any is recognized on time proportion basis taking into account the amount outstanding and the rate applicable.

**(ii) Use of Estimates**

The Preparation of financial statements in conformity with generally accepted accounting principles requires estimates and assumptions to be made that affect the reported amounts of revenues and expenses during the reporting period. Difference between actual results and estimates are recognized in the period in which the results are known/materialized.

**(iii) Fixed Assets & Depreciation**

The company does not have any fixed assets and thus depreciation has not been provided for.

**(iv) Inventories**

The company does not have any inventory.



(v) **Amount due to Micro, Small and Medium Enterprise**

- (i) Based on information available with the company in respect of MSME (as defined in the Micro, Small and Medium Enterprises Development Act, 2006) there are no delays in payment of dues to such enterprise during the year.
- (ii) The identification of Micro, Small and Medium Enterprise Suppliers as defined under "The Micro, Small and Medium Enterprises Development Act, 2006" is based on the information available with the management. As Certified by the management, the amounts overdue as on March 31, 2019 to Micro, Small and Medium Enterprises on account of principal amount together with interest, aggregate to Rs. Nil.

(vi) **Cash Flow Statement**

The Cash flow statement is prepared in accordance with the Indian Accounting Standard (Ind AS) -7 "Statement of Cash Flows" using the indirect method for operating Activities.

(vii) **Related Party Disclosures**

Names of related parties and description of relationship:

No.	Name of Key Managerial Personnel	Designation/Relationship
1.	BHAVIN ARVINDBHAI MEHTA	Independent Director
2.	Mr. KEYOOR MADHUSUDAN BAKSHI	Director
3.	Mrs. KAMINI BAKSHI	Director
4.	Mr. Malay Desai	CS
5	REAL REALTY MANAGEMENT COMPANY PRIVATE LIMITED MJP ASSOCIATES PRIVATE LIMITED	Mr. BHAVIN ARVINDBHAI MEHTA is a director.
6	ARDENT VENTURES LLP	Mr. KEYOOR MADHUSUDAN BAKSHI is a director.





7	Mr. HARSHIT MAULINBHAI KACHCHHI	He is designated partner in ARDENT VENTURES LLP.
8	CEMSEAL INFRAAID PRIVATE LIMITED ARDENT AVENUES LIMITED CEMSEAL INDUSTRIES LIMITED LILADHARI AGRIND PRIVATE LIMITED GOKUL AGRO RESOURCES LIMITED INFIBEAM AVENUES LIMITED RUCHA ENTERPRISES LIMITED SAANVI ADVISORS LIMITED INNOVATIVE TYRES & TUBES LIMITED KIRI INDUSTRIES LIMITED PRAVEG COMMUNICATIONS (INDIA) LIMITED	Mr. KEYOOR MADHUSUDAN BAKSHI is director.
9	RUCHA ENTERPRISES LIMITED TRAVEL JINI.COM LIMITED VARDHMAN INFRACON PRIVATE LIMITED RUCHA ENTERPRISES PRIVATE LIMITED ARETHA ADVISORS PRIVATE LIMITED	Mrs. KAMINI BAKSHI is director.
10	ASCENT HITECH LLP ARDENT VENTURES LLP	Mrs. KAMINI BAKSHI is designated partner.

(viii) As certified by the company that it was received written representation from all the directors, that companies in which they are directors had not defaulted in terms of section 164(2) of the companies Act, 2013, and the representation from directors taken in Board that Director is disqualified from being appointed as Director of the company.

(ix) **Contributed Equity**

Equity shares are classified as equity.

(a) **Earnings per Share**





Basic earnings per share is calculated by dividing:

-the profit attributable to the owners group

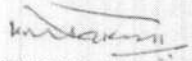
-by the weighted average number of equity shares outstanding during the year.

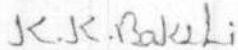
(b) Rounding off amounts

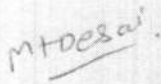
All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

For and on behalf of the board of directors

For, TTL Enterprises Limited (Formerly Known as Trupti Twister Ltd.)

  
KEYOOR M. BAKSHI  
Director  
DIN: 01133528

  
Mrs. KAMINI BAKSHI  
Director  
DIN: 01852243

  
Malay Desai  
Company Secretary  
ACS: 48858



As per our attached report of even date  
For, J.K. SARAWGI & COMPANY.,  
Chartered Accountants  
Firm No. 006836C

  
(JITEN M. TRIVEDI)  
(Partner)  
M No:- 140897  
UDIN: 22140397AQPJXK5528

Place: Ahmedabad  
Date:01.09.2022



# TTL ENTERPRISES LIMITED

(Formally Known as Trupti Twisters Limited)

CIN - L17119GJ1988PLC096379

**Regd. Office:** Office No. D-518, Swati Crimson and Clover Shilaj Circle, Sardar Patel Ring Road, Thaltej, Ahmedabad-380051, Gujarat, India

Email Id: [truptitwister@gmail.com](mailto:truptitwister@gmail.com) website: [www.ttlent.com](http://www.ttlent.com) Contact No: +91 8141007970

## GENERAL SHAREHOLDER'S INFORMATION:

Date, Time and Venue of AGM:	Friday, 30 <sup>th</sup> September, 2022 at 11:00 AM at Office No. D-518, Swati Crimson and Clover Shilaj Circle, Sardar Patel Ring Road, Thaltej, Ahmedabad-380051, Gujarat, India
Book Closure	From 24 <sup>th</sup> September, 2022 to 30 <sup>th</sup> September, 2022
Financial Year	1 <sup>st</sup> April, 2021 to 31 <sup>st</sup> March, 2022
Listing of shares with Stock Exchanges	BSE Limited
Stock Code:	BSE Script code: 514236
ISIN No.	INE664X01025
Registrars and Share Transfer Agent	Skyline Financial Service Private Limited D-153/A, 1st Floor, Okhla Industrial area, Phase-I, New Delhi -110 020
Pursuant to the SEBI Listing Regulations, 2015, the Company has entered into a Uniform Listing Agreement with BSE. The company hereby confirms that the listing fee for the year 2021-22, payable to the stock exchanges pursuant to SEBI Listing Regulations, 2015, in which the company's shares are listed, have been paid within the prescribed time limit.	

## DIVIDEND:

To conserve resources, your directors have not recommended any divided-on equity shares for the year ended 31<sup>st</sup> March, 2022

## SHARE TRANSFER SYSTEM:

The applications for transfers, transmission and transposition are received by the Company at its Registered Office address or at M/s. Skyline Financial Service Private Limited, Registrar and Transfer Agents of the Company. As the Company's shares are currently traded in demat form, the transfers are processed and approved by NSDL/CDSL in the electronic form through its Depository Participants having ISIN No: INE664X01025. The Registrar & Share Transfer Agent on a regular basis processes the physical transfers and the share certificates are being sent to the respective transferees.

## OUTSTANDING GDRS/ ADRS AND THEIR IMPACT ON EQUITY:

The Company has not issued GDRs, ADRs, Warrants or any convertible Instruments.

## INVESTORS RELATION SECTION:

Investors grievances/queries may be addressed to the:  
Company Secretary / Compliance Officer,  
M/s TTL Enterprises Limited  
Office No. D-518, Swati Crimson and Clover Shilaj Circle, Sardar Patel Ring Road,  
Thaltej, Ahmedabad-380051, Gujarat, India  
Phone: +91 8141007970  
E-mail: [truptitwister@gmail.com](mailto:truptitwister@gmail.com)  
Website: [www.ttlent.com](http://www.ttlent.com)

**NOMINATION FACILITY:**

Section 72 of the Companies Act, 2013 facilitates shareholders to make nominations in respect of shares held by them, Shareholders holding shares in physical form who are desirous of making a nomination are requested to send their requests in prescribed Form No. SH-13 to the Company's Registrar and Share Transfer Agent. Shareholders holding shares in electronic form are requested to give their nomination request to their respective Depository Participants directly.

Form No. SH-13 can be obtained from the Company's Registrar and Share Transfer Agent.

**RECONCILIATION OF SHARE CAPITAL AUDIT REPORT:**

As stipulated by SEBI, a qualified practicing Company Secretary carries out Reconciliation of Share Capital Audit to reconcile the total admitted capital with NSDL and CDSL and the total issued and listed capital. This audit is carried out every quarter and the report thereon are submitted to the Listed Stock Exchanges. The audit confirms that the total listed and paid-up capital is in agreement with the aggregate of the total number of shares in dematerialized form (held with NSDL and CDSL) and the total number of shares in physical form.

# TTL ENTERPRISES LIMITED

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Thaltej, Ahmedabad-380051, Gujarat, India

Email Id: [truptitwister@gmail.com](mailto:truptitwister@gmail.com) website: [www.ttlent.com](http://www.ttlent.com) Contact No: +91 8141007970

Attendance Slip for 34<sup>th</sup> Annual General Meeting  
(to be handed over the Registration Counter)

Registered Folio/DP ID & Client ID:

No. of Shares:

Name and Address of the Shareholder (s):

Joint Holder (s)

I/We hereby record my/our presence at the 34<sup>th</sup> Annual General Meeting of the Company at its Registered Office at Office No. D-518, Swati Crimson and Clover Shilaj Circle, Sardar Patel Ring Road, Thaltej, Ahmedabad-380051, Gujarat, India on Friday, the 30<sup>th</sup> day of September 2022 at 11:00 A.M

Note:

1. You are requested to sign and hand this over at the entrance.
2. If you are attending the meeting in person or by proxy, please bring copy of notice and annual report for reference at the meeting.

\_\_\_\_\_  
Signature of the Member/Proxy / Authorised Representative

# TTL ENTERPRISES LIMITED

(Formally Known as Trupti Twisters Limited)

CIN - L17119GJ1988PLC096379

Regd. Office: Office No. D-518, Swati Crimson and Clover Shilaj Circle, Sardar Patel Ring Road,  
Thaltej, Ahmedabad-380051, Gujarat, India

Email Id: [truptitwister@gmail.com](mailto:truptitwister@gmail.com) website: [www.ttlent.com](http://www.ttlent.com) Contact No: +91 8141007970

## BALLOT PAPER ASSENT/ DISSENT FORM FOR VOTING ON AGM RESOLUTIONS

1.	Name(s) & Registered Address of the sole / first named Member	:	
2.	Name(s) of the Joint-Holder(s) If any	:	
3.	Registered Folio No./ DP ID No & Client ID No. [Applicable to Members holding shares in dematerialized form]	:	
4.	Number of Shares(s) held	:	

I/ We hereby exercise my/our vote in respect of the following resolutions to be passed for the business stated in the Notice of the Annual General Meeting dated September 30<sup>th</sup>, 2022, by conveying my/ our assent or dissent to the resolutions by placing tick (v) mark in the appropriate box below:

Resolution No.	Resolutions	Optional	
		For	Against
<b>Ordinary Business:</b>			
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2022 and the Reports of Director's and the Auditors thereon. (Ordinary Resolution)		
2.	To appoint Mr. Brijeshkumar Vasantlal Rajgor as a Managing Director, who retires by rotation and being eligible, offer himself for re-appointment (Ordinary Resolution)		
<b>Special Business:</b>			
3.	Appointment Mr. Brijeshkumar Vasantlal Rajgor [DIN: 08156363], by appointing him as Managing Director of the company (Special Resolution)		
4.	Regularization of Additional Director Mrs. Payal Ronak Shah [DIN: 02886525] as Independent Director of the Company (Ordinary Resolution)		
5.	Regularization of Additional Director Mr. Akshaykumar Natubhai Patel [DIN: 08067509] as Independent Director of the Company (Ordinary Resolution)		

Place:

Date:

\_\_\_\_\_  
Signature of the Member

Or

\_\_\_\_\_  
Authorised Representative



### Notes:

- i) If you opt to cast your vote by e-voting, there is no need to fill up and sign this form.
- ii) Last date for receipt of Assent/ Dissent Form: September 29<sup>th</sup>, 2022 (5.00 pm IST)
- iii) Please read the instructions printed overleaf carefully before exercising your vote.

### **General Instructions**

1. Shareholders have option to vote either through e-voting i.e., electronic means or to convey assent/dissent. If a shareholder has opted for physical Assent/Dissent Form, then he/she should not vote by e-voting and vice versa. However, in case Shareholders cast their vote through physical assent/dissent form and e-voting, then vote cast through e-voting shall be treated as valid.
2. Voting through physical assent/ dissent form cannot be exercised by a proxy. However, corporate and institutional shareholders shall be entitled to vote through their authorized representatives with proof of their authorization, as stated below.

### **Instructions for voting physically on Assent / Dissent Form**

1. A member desiring to exercise vote by Assent/ Dissent should complete this (no other form or photocopy thereof is permitted) and send it to the Scrutinizer, at their cost to reach the Scrutinizer at the registered office of the Company on or before the close of working hours i.e., 5.00 p.m. on Thursday 29<sup>th</sup> September, 2022. All Forms received after this date will be strictly treated as if the reply from such Member has not been received.
2. This Form should be completed and signed by the Shareholder (as per the specimen signature registered with the Company/ Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Shareholder and in his absence, by the next named Shareholder.
3. In respect of shares held by corporate and institutional shareholders (companies, trusts, societies etc.) the completed Assent/ Dissent Form should be accompanied by a certified copy of the relevant Board Resolution/ appropriate authorization, with the specimen signature(s) of the authorized signatory (ies) duly attested.
4. The consent must be accorded by recording the assent in the column "FOR" or dissent in the column "AGAINST" by placing a tick mark (V) in the appropriate column in the Form. The assent or dissent received in any other form shall not be considered valid.
5. Members are requested to fill the Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.
6. There will be one Assent/ Dissent Form for every folio / Client id irrespective of the number of joint holders.
7. A member may request for a duplicate Assent/ Dissent Form, if so required and the same duly completed should reach the Scrutinizer not later than the specified under instruction No.1 above.
8. Members are requested not to send any other paper along with the Assent / Dissent Form. They are also requested not to write anything in the Assent/ Dissent form except giving their assent or dissent and putting their signature. If any such other paper is sent the same will be destroyed by the Scrutinizer.
9. The Scrutinizers decision on the validity of the Assent/ Dissent Form will be final and binding.
10. Incomplete, unsigned or incorrectly ticked Assent/ Dissent Forms will be rejected.

# TTL ENTERPRISES LIMITED

(Formally Known as Trupti Twisters Limited)  
CIN - L17119GJ1988PLC096379

Regd. Office: Office No. D-518, Swati Crimson and Clover Shilaj Circle, Sardar Patel Ring Road,  
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Email Id: [truptitwister@gmail.com](mailto:truptitwister@gmail.com) website: [www.ttlent.com](http://www.ttlent.com) Contact No: +91 8141007970

Proxy form

Form No. MGT-11

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies  
Management and Administration) Rules, 2014]

Name of the Member (s): .....
Registered Address: .....
E Mail ID: .....
Folio No. /DP ID and Client ID: .....

I/We, being the member (s) of ..... shares of the above-named Company, hereby appoint:

- (1) Name: \_\_\_\_\_ Address: \_\_\_\_\_  
Email Id: \_\_\_\_\_ Signature: \_\_\_\_\_
- (2) Name: \_\_\_\_\_ Address: \_\_\_\_\_  
Email Id: \_\_\_\_\_ Signature: \_\_\_\_\_

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 34<sup>th</sup> Annual General Meeting of the Company, to be held on Friday 30<sup>th</sup> September, 2022 at 11:00 A.M at Office No. D-518, Swati Crimson and Clover Shilaj Circle, Sardar Patel Ring Road, Thaltej, Ahmedabad-380051, Gujarat, India and at any adjournment thereof in respect of such resolutions and in such manner as are indicated below:

Ordinary Business	
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2022 and the Reports of Director's and the Auditors thereon. (Ordinary Resolution)
2.	To appoint Mr. Brijeshkumar Vasantlal Rajgor as a Managing Director, who retires by rotation and being eligible, offer himself for re-appointment (Ordinary Resolution)
Special Business	
3.	Appointment Mr. Brijeshkumar Vasantlal Rajgor [DIN: 08156363], by appointing him as Managing Director of the company (Special Resolution)
4.	Regularization of Additional Director Mrs. Payal Ronak Shah [DIN: 02886525] as Independent Director of the Company (Ordinary Resolution)
5.	Regularization of Additional Director Mr. Akshaykumar Natubhai Patel [DIN: 08067509] as Independent Director of the Company (Ordinary Resolution)

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 2022

\_\_\_\_\_  
Signature of Proxy Shareholders

\_\_\_\_\_  
Signature of Shareholder

**Notes:**

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. Notwithstanding the above, Proxies can vote on such other items which may be tabled at the meeting by the shareholders present.