

# 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



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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

## 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.”

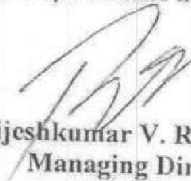
**“RESOLVED FURTHER THAT** Board of Directors of the Company be and is hereby authorised to take all the necessary steps or procedures to bring in effect the said resolution.”

**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).

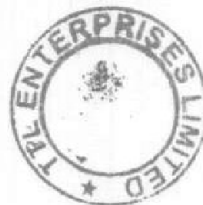
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot 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:**

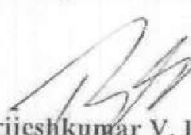
1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [truptitwister@gmail.com](mailto:truptitwister@gmail.com)
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 TTL 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, (Formerly Known as Trupti Twisters Limited)  
Sardar Patel Ring Road, Thaltej,  
Ahmedabad-380054, Gujarat, India



**By Order of the Board  
For TTL Enterprises 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

## 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.



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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

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## 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

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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.