



TEMBO
Powering Ahead

To,
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E) Mumbai – 400 051
SYMBOL- **TEMBO** ISIN- **INE869Y01010**

Date: 02/12/2024

Dear Sir/Madam,

Subject: Disclosure of Voting Results and Scrutinizer's Report under Regulation 30 and 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulation").

We are attaching herewith the Scrutinizer's Report.

The Voting Results and the Scrutinizer's Report are being uploaded on the Company's Website www.tembo.in and on the website of National Securities Depository Limited www.evoting.nsdl.com.

This is for your information and records.

Thanking You,

Yours faithfully,

For **Tembo Global Industries Limited**

SANJAY
Digitally signed by
SANJAY JASHBHAI
JASHBHAI
PATEL
Date: 2024.12.02
13:40:38 +05'30'

Sanjay Jashbhai Patel

Managing Director

DIN: 01958033

Mumbai

Encl: As above.

Tembo Global Industries Ltd.

GST NO. 27AAPCS4498C1ZV | CIN - L24100MH2010PLC204331 | Toll Free : 1800 123 7991 | sales@tembo.in | www.tembo.in
Reg. Off. : Plot No.D-146/147, Turbhe MIDC, TTC Industrial Estate, S Cental Road, Opp. Balmer Lawrie Vaan Leer, Navi Mumbai, Maharashtra 400 705.
Factory Add.: Unit No.1/B - Badrinath, Ground Floor, Tungareshwar Industrial complex, Sativali Village, Vasai (East), Dist.Palghar- 401208.

MIHEN HALANI & ASSOCIATES

Practicing Company Secretaries

312, Kalpataru Avenue CHS LTD, Opp. Employees State Insurance Scheme Hospital, Akurli Road, Kandivali (East), Mumbai - 400 101, Mumbai – 400 064, Tel No.: 022 4516 5109 Email: mihenhalani@mha-cs.com

SCRUTINIZER'S REPORT

To,
The Chairman/Company Secretary,
TEMBO GLOBAL INDUSTRIES LIMITED
PLOT NO- PAP D- 146/ 147, TTC MIDC,
TURBHE, NAVI MUMBAI - 400 705, MAHARASHTRA, INDIA.

Dear Sir,

Sub: Scrutinizer's Report on views / queries / questions with respect to the Corrigendum dated November 26, 2024 (Third Corrigendum)

Ref: 01/2024-25 Extra Ordinary General Meeting ("the EGM / the Meeting") of the members of Tembo Global Industries Limited ("the Company") held on Tuesday, October 01, 2024 at 01:00 P.M. (IST) through Video Conferencing ("VC")

We, M/s. Mihen Halani & Associates, Practicing Company Secretaries appointed by the Board of Directors of the Company as Scrutinizer to scrutinize the remote e-voting and e-voting facility provided for the EGM held on Tuesday, October 01, 2024 through Video Conferencing ("VC") in accordance to the applicable provisions of the Companies Act, 2013 ("the Act"), circulars by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars"), circulars issued by the Securities and Exchange Board of India ("SEBI Circulars") and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time), on the resolution contained in the Notice of EGM of the Company read with corrigendum's thereto, had issued a Scrutinizer Report on October 4, 2024.

Furthermore, we are also appointed by the Company to scrutinize the (1) Remote e-voting facility exercised and (2) views/queries/questions raised, if any, by the members of the Company on the Third Corrigendum dated November 26, 2024 issued after the conclusion of Extra Ordinary General Meeting and submission of Voting Results along with the Scrutinizer Report on October 4, 2024.

We hereby submit our report as under;

1. As confirmed by the Company, the Third corrigendum was sent through electronic mode on Tuesday, November 26, 2024 to those members whose email addresses were registered with the Registrar and Share Transfer Agent of the Company / Depository

Participant(s) as on cut-off date i.e. **Tuesday, September 24, 2024**. Members who had not cast their vote earlier at the EGM held on October 1, 2024 were provided remote e-voting facility to cast their vote on Third Corrigendum by selecting EVEN 131656 of the Company and members who have already cast their vote and would like to express their change of interest or change their vote were entitled to express their views/ask queries/questions on the Third Corrigendum.

2. The Company had availed the remote e-voting facility provided by National Securities Depository Limited (NSDL). The remote e-voting period commenced on Thursday, November 28, 2024 at 09:00 AM IST and ended on Friday, November 29, 2024 at 05:00 PM IST (both days inclusive) (“remote e-voting period”). Members who had not cast their vote earlier at the EGM held on October 1, 2024 were provided remote e-voting facility to cast their vote by selecting EVEN 131656 of the Company..
3. The Company had provided the facility to the members who had cast their vote at EGM to express their change of interest or change their vote or express their views/ask queries/questions on the Third Corrigendum by sending an email to the Scrutinizer at mihenhalani@mha-cs.com within 48 hours from dispatch of third corrigendum along with their name, demat account number/folio number, email id, mobile number.
4. Based on remote e-voting and NIL views/queries/questions received from the members of the Company, we have issued the Scrutiniser’s Report dated November 30, 2024.
5. (a) the result of the remote e-voting from the members is as under;;

Sr. No.	Particulars	No. of members voted	No. of Votes in favor	% of total no. of votes cast	No. of votes against	% of total no. of votes cast
1	Third Corrigendum dated November 26,2024	4	2061	100%	0	0
Total		4	2061	100%	0	0

(b) the result of the views/queries/questions received from the members is as under: -

Sr. No.	Particulars	No of views	No of questions	No of queries
1	Third Corrigendum dated November 26,2024	0	0	0
Total		0	0	0

Based on the above results, we hereby report that since all the members have voted in favour and no queries/questions/views were received from the shareholders during the 48 hours from the dispatch of the Third Corrigendum, the clarification/additional information

in the Third Corrigendum is approved by the members of the Company with requisite majority.

This Report will not have any effect on the voting results along with the Scrutinizer report dated October 4, 2024 submitted to the and National Stock Exchange of India Limited (“NSE”) on October 4, 2024. Therefore, we hereby report that the Third Corrigendum be and is hereby approved.

Note: This Scrutinizer Report shall form an integral part of the Scrutinizer report dated October 4, 2024.

Date : 30.11.2024
Place : Mumbai
UDIN : F009926F003174661

For Mihen Halani & Associates
(Practicing Company Secretaries)

Mihen
Jyotindra
Halani

Digitally signed by Mihen Jyotindra Halani
DN: cn=Mihen Jyotindra Halani, o=MIHEN HALANI & ASSOCIATES, ou=Practicing Company Secretaries, email=mihen.jyotindra.halani@mhala.com, c=IN
2.5.4.20=6646b3c621627a71190bae335e4c1
4102a0d9f6c1a6d680125175720483
pkcs10-CO=400097, st=Mumbai, cn=MIHEN HALANI & ASSOCIATES, ou=Practicing Company Secretaries, email=mihen.jyotindra.halani@mhala.com, c=IN
Date: 2024.11.30 15:48:30 +05'30'

Mihen Halani
(Proprietor)
FCS No: 9926
CP No: 12015

Counter Signed by
For Tembo Global Industries Limited

SANJAY Digitally signed
by SANJAY
JASHBHAI JASHBHAI PATEL
PATEL Date: 2024.12.02
13:41:54 +05'30'

Chairman / Company Secretary & Compliance Officer



TEMBO
Powering Ahead

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

Date: 04/10/2024

ISIN-INE869Y01010/ SYMBOL- TEMBO

Dear Madam /Sir,

Sub: Scrutinizer Report of the Extra-Ordinary General Meeting (“EOGM”) held on Tuesday, the 1st day of October, 2024.

We hereby submit the Scrutinizer Report consolidated for Remote E-voting during Extra Ordinary General Meeting (“EOGM”) of the Shareholders of Tembo Global Industries Limited, held on Tuesday, the 1st day of October, 2024 through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”) pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 including the amendments thereof.

You are requested to take the same on record and acknowledge the receipt.

Thanking you,

Yours faithfully,
For Tembo Global Industries Limited

SANJAY
JASHBHAI
PATEL

Digitally signed by
SANJAY JASHBHAI
PATEL
Date: 2024.10.04
16:22:23 +05'30'

Sanjay Jashbhai Patel
Managing Director
DIN: 01958033
Mumbai

Tembo Global Industries Ltd.

General information about company	
Scrip code	123456
NSE Symbol	TEMBO
MSEI Symbol	NOTLISTED
ISIN	INE869Y01010
Name of the company	Tembo Global Industries Limited
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	01-10-2024
Start time of the meeting	01:00 PM
End time of the meeting	01:15 PM

Scrutinizer Details	
Name of the Scrutinizer	Mihen Halani
Firms Name	Mihen Halani & Associates
Qualification	CS
Membership Number	9926
Date of Board Meeting in which appointed	09-09-2024
Date of Issuance of Report to the company	04-10-2024

Voting results	
Record date	24-09-2024
Total number of shareholders on record date	9578
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	4
b) Public	32
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ISSUE OF 20,00,000 EQUITY SHARES ON PREFERENTIAL BASIS TO THE PERSONS BELONGING TO THE NON-PROMOTER CATEGORY				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6152250	6152250	100	6152250	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6152250	6152250	100	6152250	0	100
Public- Institutions	E-Voting	182667	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		182667	0	0	0	0	0
Public- Non Institutions	E-Voting	4768829	249720	5.2365	249702	18	99.9928	0.0072
	Poll							
	Postal Ballot (if applicable)							
	Total		4768829	249720	5.2365	249702	18	99.9928
Total		11103746	6401970	57.6559	6401952	18	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ISSUE OF 8,10,000 SHARE WARRANTS, CONVERTIBLE INTO EQUITY SHARES ON PREFERENTIAL BASIS TO THE PERSONS BELONGING TO THE PROMOTER CATEGORY				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6152250	6152250	100	6152250	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6152250	6152250	100	6152250	0	100
Public- Institutions	E-Voting	182667	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		182667	0	0	0	0	0
Public- Non Institutions	E-Voting	4768829	249720	5.2365	249702	18	99.9928	0.0072
	Poll							
	Postal Ballot (if applicable)							
	Total		4768829	249720	5.2365	249702	18	99.9928
Total		11103746	6401970	57.6559	6401952	18	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



MIHEN HALANI & ASSOCIATES

Practicing Company Secretaries

312, Kalpataru Avenue CHS LTD, Opp. Employees State Insurance Scheme Hospital, Akurli Road, Kandivali (East), Mumbai - 400 101, Tel No.: 022 4516 5109 Email: mihenhalani@mha-cs.com

CONSOLIDATED SCRUTINIZER'S REPORT

To,
The Chairman & Managing Director
TEMBO GLOBAL INDUSTRIES LIMITED
PLOT NO- PAP D- 146/ 147, TTC MIDC,
TURBHE, NAVI MUMBAI,
MAHARASHTRA, INDIA, 400705

Dear Sir,

Sub: Consolidated Scrutinizer's Report on voting through electronic means in terms of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 for Extra Ordinary General Meeting (EGM) of the members of Tembo Global Industries Limited ("the Company") held on Tuesday, October 01, 2024 at 01:00 P.M. IST through Video Conferencing ("VC") or Other Audio Visual Means (OAVM).

We, M/s. Mihen Halani & Associates, Practicing Company Secretaries appointed by the Board of Directors of the Company as Scrutinizer to scrutinize the e-voting process in accordance with section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and General Circular No. 14/2020 dated April 08, 2020, General Circular No.17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 08, 2021, General Circular No. 3/2022 dated May 05, 2022, General Circular No. 10/2022 dated December 28, 2022 and General Circular No. 9/2023 dated September 25, 2023 ("MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 SEBI Circular No. SEBI/HO/CFD/ PoD-2/P/CIR/2023/4 dated January 5, 2023 and SEBI/ HO/CFD/CFD/-PoD-2/P/CIR/2023/167 dated October 07, 2023 ("SEBI Circulars"), and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time), for EGM of the Company held through Video Conferencing ("VC").

1. As confirmed by the Company, the notice of EGM, was sent through electronic mode to those members whose email addresses were registered with the Registrar and Share Transfer Agent of the Company/ Depository Participant(s).
2. The members of the Company as on cut-off date i.e. **Tuesday, September 24, 2024** were entitled to vote on the resolutions (as set out in the notice of EGM of the Company).

3. The Company had availed the e-voting facility provided by National Securities Depository Limited (NSDL). The remote e-voting period commenced on Saturday, September 28, 2024 at 09:00 AM IST and ended on Monday, September 30, 2024 at 05:00 PM IST (both days inclusive) ("remote e-voting period").
4. The Company had also availed e-voting facility provided by NSDL to the members present at the EGM through VC and who had not cast their vote during the said remote e-voting period.
5. Post conclusion of the meeting, the votes cast during the remote e-voting period and during the meeting were unblocked in the presence of two witnesses, Mrs. Shweta Gupta and Mrs. Amita Karia who are not in the employment of the Company and counted thereafter. They have signed below in confirmation of the votes being unblocked in their presence.

Name : Mrs. Shweta Gupta
SD/-
Signature

Name: Mrs. Amita Karia
SD/-
Signature

6. On the basis of the votes exercised by the members of the Company by way of remote e-voting and e-voting at the EGM, we have issued the Combined Scrutiniser's Report dated October 04, 2024.
7. The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or DP ID / Client ID of the members, number of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the Company. Hence, there is no requirement of maintaining the list of shares with differential voting rights.
8. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the Notice of the EGM of the Company. Our responsibility as the scrutinizer for the remote e-voting / e-voting process is restricted to make a Scrutinizer Report of the vote cast in favour / against the resolutions stated above, based on the reports generated from the e-voting system provided by the NSDL, the authorized agency to provide e-voting facilities, engaged by the Company for the purpose.
9. The details containing, *inter alia*, list of equity shareholders, who voted "For" or "Against" each of the resolutions put to vote, were generated from the e-voting website of NSDL i.e. <https://eservices.nsdl.com> and based on such reports generated, the result of the combined / consolidated e-voting is as under;

