

**Tirupati Foam Limited**  
**ANNUAL REPORT 2019-2020**

**CIN NO: L25199GJ1986PLC009071**

<b><u>BOARD OF DIRECTORS</u></b>	:	MR. VENIBHAI B PUROHIT MR. MANHARLAL A MEHTA MR. ROSHAN P SANGHVI MR. SATISHKUMAR A MEHTA MR. DEEPAK T MEHTA MR. MUKESH B SHAH MR. MUKESH B KOTHARI MRS. MINABEN R SANGHAVI MR. ARVINDKUMAR M KOTHARI MR. VIRAL S MEHTA MR. ARVINDBHAI T GANDHI MR. DIPAKKUMAR B KOTADIA	CHAIRMAN VICE CHAIRMAN MANAGING DIRECTOR WHOLE-TIME DIRECTOR WHOLE-TIME DIRECTOR DIRECTOR DIRECTOR ( <b>RESIGNED W.E.F. 26.02.2020</b> ) WOMEN DIRECTOR INDEPENDENT DIRECTOR INDEPENDENT DIRECTOR INDEPENDENT DIRECTOR INDEPENDENT L DIRECTOR
<b><u>AUDITORS</u></b>	:	F. P. & ASSOCIATES CHARTERED ACCOUNTANTS, 708, MAHAKANT, OPP. V.S. HOSPITAL, ELLISBRIDGE,	
<b><u>CHIEF FINANCIAL OFFICER</u></b>	:	MR. GOPALSINH RATANSINH ZALA	
<b><u>COMPANY SECRETARY</u></b>	:	MS. MEMON AKSHA ACS 46288	
<b><u>BANKERS</u></b>	:	BANK OF INDIA ELLISBRIDGE BRANCH AHMEDABAD – 380 006  AXIS BANK LTD CORPORATE BANKING BRANCH, C G ROAD, AHMEDABAD - 380 006	
<b><u>REGISTERED OFFICE</u></b>	:	TIRUPATI HOUSE, 4 <sup>TH</sup> FLOOR, NR. TOPAZ RESTAURANT, UNIVERSITY ROAD, POLYTECHNIC CHAR RASTA, AMBAWADI, AHMEDABAD – 380 015	
<b><u>FACTORY</u></b>			
<b>UNIT 1</b>	:	PLOT NO. 4, BLOCK NO. 65, KHATRAJ, KALOL, GANDHINAGAR GUJARAT	
<b>UNIT 2</b>	:	PLOT NO. 4, ECHOTECH I, EXTENSION GREATER NODIA IND AREA DIST: GAUTAMBUDDH NAGAR, UTTAR PRADESH	
<b>REGISTRARS</b>	:	<b>LINK INTIME INDIA PRIVATE LIMITED</b> 5 <sup>TH</sup> FLOOR AMARNATH BUSINESS CENTRE – 1(ABC-1) , BESIDES GALA BUSINESS CENTRE, NR. ST. XAVIERS COLLEGE CORNER, OFF C G ROAD, ELLISBRIDGE, AHMEDABAD, 380006	
<b>GSTIN</b>	:	KHATRAJ: 24AAACTS5741NIZW NOIDA: 09AAACTS5741NIZW	
<b>ISIN</b>	:	INE115G01015	

## **NOTICE**

**NOTICE** is hereby given that 33<sup>rd</sup> Annual General Meeting of the Members of **Tirupati Foam Limited**, will be held on Thursday, 12<sup>th</sup> November, 2020 at 11.00 p.m. through Video Conferencing ("VC") or Other Audio Visual Means ("OVAM") to transact following business.

### **ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Financial Statement of the Company for Financial the year ended March 31, 2020, and the reports of the Directors and Auditors thereon;

2. **RE-APPOINTMENT OF DIRECTOR WHO RETIRE BY ROTATION:**

To appoint a Director in place of MR. ROSHAN SANGHAVI (DIN: 01006989), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.

3. **RE-APPOINTMENT OF DIRECTOR WHO RETIRE BY ROTATION:**

To appoint a Director in place of MR. SATISH A MEHTA (DIN: 01007020), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.

4. **RE-APPOINTMENT OF DIRECTOR WHO RETIRE BY ROTATION:**

To appoint a Director in place of MR. DEEPAK T MEHTA (DIN: 0156096), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.

Date: 19.10.2020  
Place: Ahmedabad

By order of the Board  
For, Tirupati Foam Ltd.,

SD/-  
Roshan P Sanghavi  
(DIN: 0001006989)  
Managing Director

Regd. Office:  
Tirupati House, 4<sup>th</sup> Floor,  
Nr. Topaz Restaurant, University Road,  
Polytechnic Char Rasta, Ambawadi,  
Ahmedabad – 380 015

## NOTES

1. In view of the outbreak of COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its General Circular No. 20/2020 dated 5th May, 2020 read with General Circular Nos. 14/2020 dated 8th April, 2020 and 17/2020 dated 13th April, 2020 (collectively referred to as 'MCA Circulars') permitted the holding of the Annual General Meeting ('AGM') through VC or OAVM without the physical presence of the members at the meeting. In compliance with the provisions of the Companies Act, 2013 ('Act'), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and MCA Circulars, the 33<sup>rd</sup> AGM of the Company is being held through VC or OAVM on Thursday, 12th November, 2020 at 11:00 a.m. The deemed venue for the 33<sup>rd</sup> AGM shall be the Registered Office of the Company. Therefore, members can attend and participate in the 33<sup>rd</sup> AGM through VC or OAVM mode only.
2. SINCE THE 33<sup>rd</sup> AGM OF THE COMPANY IS BEING HELD THROUGH VC OR OAVM PURSUANT TO THE ABOVE CITED MCA CIRCULARS, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS AND LISTING REGULATIONS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF THE 33<sup>rd</sup> AGM ARE NOT ANNEXED TO THIS NOTICE.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notes to the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC. Corporate members are requested to send to the Company on the email id: [tfl.cs@tirupatifoam.com](mailto:tfl.cs@tirupatifoam.com), a certified true copy of Board Resolution pursuant to the provisions of Section 113 of the Companies Act, 2013 authorizing their representatives to attend the AGM on their behalf through VC or OAVM and to vote through e-Voting in the AGM or through remote e-Voting.
6. Details as required, pursuant to Regulations 26(4) and 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard -2 on General Meetings in respect of the Directors seeking appointment/ re-appointment at the AGM are provided in Annexure –A to this Notice.
7. In case of joint holders attending the meeting, only such joint holders who are higher in the order of the names will be entitled to vote.
8. SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/ GN/2018/49 dated November 30, 2018, requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from April 1, 2019 unless the securities are held in the dematerialized form with the depositories.

Therefore, Shareholders are requested to take action to dematerialize the Equity Shares of the Company, promptly.

9. Voting through electronic means:

The Company is pleased to offer e-voting facility to all its members to enable them to cast their vote electronically, on all proposed resolutions set forth in this Notice, in terms of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement (including any statutory modification or re-enactment thereof for the time being in force). For this purpose, the Company has availed the services of Central Depository Services (India) Limited (CDSL) for e-voting facility. Accordingly, a member may exercise his vote by electronic means and the Company may pass any resolution by electronic voting system in accordance with the above provisions.

The instructions for shareholders voting electronically are as under:

- i. The voting period begins on 09.11.2020 at 10.00 A.M. and ends on 11.11.2020 at 05.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 05.11.2020, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the **Cut-off date i.e. Monday, 5<sup>th</sup> November, 2020**, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or through the Poll Paper at the ensuing Annual General Meeting. Such members may obtain Sequence No. for remote e-voting by sending a request at [tfl.cs@tirupatifoam.com](mailto:tfl.cs@tirupatifoam.com) and cast vote after following the instructions for remote e-voting as provided in the Notice convening the meeting, which is available on the website of the Company and CDSL. However, if you are already registered with CDSL for remote e-voting then you can use your existing User ID and Password for casting your vote.
- iii. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- iv. Click on Shareholders.
- v. Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- vi. Next enter the Image Verification as displayed and Click on Login.
- vii. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- viii. If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<div>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</div> <ul style="list-style-type: none"><li>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field. The Sequence Number is printed on _____.</li><li>In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li></ul>
DOB	Enter the Date of Birth as recorded in your demat account or in the company records

	for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"><li>• Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li></ul>

ix. After entering these details appropriately, click on “SUBMIT” tab.

x. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

xi. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

xii. Click on the EVSN for the relevant <Company Name> on which you choose to vote.

xiii. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

xiv. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

xv. After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

xvi. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

xvii. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.

xviii. If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

xix. Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

xx. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

10. **Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.**

- I. 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 [tfl.cs@tirupatifoam.com](mailto:tfl.cs@tirupatifoam.com).
- II. 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 [tfl.cs@tirupatifoam.com](mailto:tfl.cs@tirupatifoam.com).

11. **THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-**

- I. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote voting.
- II. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
- III. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- IV. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

12. **INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER**

- I. Member will be provided with a facility to attend the AGM through VC/OAVM through the Link In time India Private Limited e-Voting system. Members may access the same at URL: <https://instameet.linkintime.co.in> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.
- II. Members are encouraged to join the Meeting through Laptops for better experience.
- III. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- IV. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- V. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [tfl.cs@tirupatifoam.com](mailto:tfl.cs@tirupatifoam.com). Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- VI. Shareholders who would like to express their views/have questions may send their questions in advance atleast 7 days prior to meeting mentioning their name demat account number/folio number, email id, mobile number at [tfl.cs@tirupatifoam.com](mailto:tfl.cs@tirupatifoam.com). The same will be replied by the company suitably

13. For any sort of query or information including e-voting, the shareholders may also contact **MS. AKSHA MEMON, Company Secretary and Compliance Officer** at the registered office address of the Company or write an email to [tfl.cs@tirupatifoam.com](mailto:tfl.cs@tirupatifoam.com) or call her at Tel: 079- 26304652/53/54.

14. The facility for e-voting would be made available at the AGM and the members attending the meeting who have not already casted their votes by remote e-voting shall be able to exercise their right at the meeting. The members who have already casted their vote by remote e-voting prior to the Meeting, may also attend the meeting, but shall not be entitled to cast their vote again at the meeting.

15. Participation of Members through VC will be reckoned for the purpose of quorum for the AGM as per section 103 of the Companies Act, 2013 ("the Act").
16. Members holding shares in electronic form are requested to intimate immediately any change in their address or any other changes with regard to their Identity proof to their Depository Participants with whom they are maintaining their demat accounts.
17. Members holding shares in physical form are requested to advise any change in their address or any other changes with regard to their Identity proof mandates immediately to the Company / Link Intime India Private Limited (RTA of the Company) at the following address quoting reference of the Registered Folio Number:

**M/s Link Intime India Private Limited**  
5th Floor, 506 to 508, Amarnath Business Centre – 1 (ABC-1),  
Beside Gala Business Centre, Nr. St. Xavier's College Corner,  
Off C G Road, Ellisbridge, Ahmedabad - 380006.  
Phone – 079 2646 5179/86/87 Email - [ahmedabad@linkintime.co.in](mailto:ahmedabad@linkintime.co.in)

18. Relevant documents referred to in the Notice and the accompanying Statement are open for inspection by the Members in electronic mode up to the date of the 33<sup>rd</sup> Annual General Meeting. Members can inspect the same by sending an email to the Company through their registered email id at [tfl.cs@tirupatifoam.com](mailto:tfl.cs@tirupatifoam.com).
19. The Annual Report along with the Notice of 33<sup>rd</sup> AGM is being sent by electronic mode to all members whose email addresses are registered with the RTA of the Company/ Depository Participant(s). Members may note that this Notice along with the Annual Report for the F.Y. 2019-2020 will be available on the Company's website viz. [www.tirupatifoam.com](http://www.tirupatifoam.com).
20. To support the 'Green Initiative' the Members who have not registered their e-mail addresses are requested to register the same with Link Intime India Private Limited /Depository Participant(s).

For Physical shareholders:-

Please send duly signed Request Letter mentioning therein Name of shareholder, Folio No., Email ID & Mobile No. along with self-attested copy of PAN Card through email at [ahmedabad@linkintime.co.in](mailto:ahmedabad@linkintime.co.in).

For Demat shareholders:-

Please contact your Depository Participant (DP) and register your email ID, Mobile No. & PAN No. with your DP as per the process advised by your DP.

21. The Company has a designated Email ID: [investors@tirupatifoam.com](mailto:investors@tirupatifoam.com) and [tfl.cs@tirupatifoam.com](mailto:tfl.cs@tirupatifoam.com) for redressal of Shareholders'/Investors complaints/grievances. In case you have any queries, complaints/grievances, then kindly write to the above mentioned email address.
22. If any of the members are holding shares in the same name or in the same order of names, under different folios, then members are requested to notify the same to the RTA of the Company for consolidation of their shareholding into a single folio.
23. The Securities and Exchange Board of India (SEBI) has mandated registration of Permanent Account Number (PAN) and Bank Account Details for all the securities holders. Members holding shares in physical form are therefore, requested to submit their PAN and Bank Account Details to M/s Link Intime India Private Limited, RTA of the Company by sending a duly signed letter along with self-attested copy of PAN Card and original cancelled Cheque. The original cancelled cheque should bear the name of the Member. In the alternative Members are requested to submit a copy of bank passbook / statement attested by the bank. Members holding shares in demat form are requested to submit the aforesaid information to their respective Depository Participant.

24. The Board of Directors has appointed Mr. D.A. Rupawala, Proprietor of D.A. Rupawala & Associates, Practicing Chartered Accountants as a Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. After the conclusion of voting at the AGM, the Scrutinizers will submit a report after taking into account votes cast at the AGM and through remote e-voting in accordance with provisions of Rule 20 of Companies (Management and Administration) Rules, 2014, as amended.
25. The Scrutinizer shall, after the conclusion of e voting at the AGM, first scrutinise the votes cast vide e-voting at the AGM and thereafter shall, unblock the votes cast through remote e-voting. The Scrutiniser shall submit a Consolidated Scrutiniser's Report of the total votes cast in favour or against, not later than 48 (forty-eight) hours of the conclusion of the AGM, to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith.
26. The Results declared along with the Scrutinizer's Report shall be placed on the website of CDSL [www.cdslindia.com](http://www.cdslindia.com) and on the website of the Company [www.tirupatifoam.com](http://www.tirupatifoam.com), within 48 hours after the conclusion of the 33<sup>rd</sup> AGM of the Company and shall also be communicated to the Stock Exchanges where the shares of the Company are listed.
27. The register of Members and share transfer books of the company will remain closed from Friday, November 6<sup>th</sup>, 2020 to Thursday, November 12<sup>th</sup>, 2020 (both days inclusive).
28. Members who hold shares in dematerialized form are requested to bring their Client Id and DP ID for easier identification of attendance at the AGM. The Annual Listing Fees for the year 2019-20 of the stock exchange on which shares of the company are listing, have been paid.
29. Members desirous of obtaining any information concerning the accounts and operations of the company are requested to address their questions to the company so as to reach at least 10 days before the date of the meeting, so that the information required will be made available at the meeting, to the best extent possible.

**30. Depository System**

The Company has entered into agreements with NSDL and CDSL. The Depository System envisages the elimination of several problems involved in the scrip-based system such as bad deliveries, fraudulent transfers, fake certificates, thefts in postal transit, delay in transfers, mutilation of share certificates, etc. Simultaneously, Depository System offers several advantages like exemption from stamp duty, elimination of concept of market lot, elimination of bad deliveries, reduction in transaction costs, improved liquidity, etc.

Members, therefore, now have the option of holding and dealing in the shares of the Company in electronic form through NSDL or CDSL. Members are encouraged to convert their holdings to electronic mode.

31. Pursuant to Section 72 of the Companies Act, 2013, shareholders holding shares in physical form may file nomination in the prescribed Form SH-13 with the Company's Share Transfer Agent. In respect of shares held in electronic/demat form, the nomination form may be filed with the respective Depository Participant.

Date: 19.10.2020  
Place: Ahmedabad

By order of the Board  
For, Tirupati Foam Ltd.,

SD/-  
Roshan P Sanghavi  
(DIN: 01006989)  
Managing Director

Regd. Office:  
Tirupati House, 4<sup>th</sup> Floor,  
Nr. Topaz Restaurant, University Road,  
Polytechnic Char Rasta, Ambawadi,  
Ahmedabad – 380 015



**ANNEXURE A TO NOTICE**

Details of the Directors seeking appointment/ Re-appointment at the forth coming Annual General Meeting  
[ Pursuant to Regulation 26(4) and 36(3) of the SEBI (Listing \Obligations and Disclosure Requirements)  
Regulations, 2015 and Secretarial Standard on General Meetings]

PARTICULARS	ROSHAN SANGHAVI	SATISH MEHTA	DEEPAK MEHTA
DIN	01006989	01007020	00156096
Date Of Birth	27.06.1966	04.05.1962	30.09.1966
Qualification	B.SC	Diploma in Civil Eng.	B.COM
Experience	More than 27 Years	More than 27 Years	More than 25 Years
Original Date of Appointment	17.08.1993	17.08.1993	24.05.1995
Expertise in specific functional area	Administration & Production	Production	Marketing and Sales
Details of Directorship held in other Listed Entity	NIL	NIL	NIL
Details of Membership/ Chairmanship of other Board Committees	Member of Audit Committee	NIL	Member of Stakeholder Committee
Shareholding in the Company	321667 Shares	201714 Shares	53967 Shares
Relationship, if any between Directors	Husband of Mrs. Mina Sanghavi- Woman Director	NIL	NIL

Date: 19.10.2020  
Place: Ahmedabad

By order of the Board  
For, Tirupati Foam Ltd.,

SD/-  
Roshan P Sanghavi  
(DIN: 0001006989)  
Managing Director

Regd. Office:  
Tirupati House, 4<sup>th</sup> Floor,  
Nr. Topaz Restaurant, University Road,  
Polytechnic Char Rasta, Ambawadi,  
Ahmedabad – 380 015

# TIRUPATI FOAM LIMITED

CIN: L25199GJ1986PLC009071

TIRUPATI HOUSE, 4TH FLOOR, NR. TOPAZ RESTAURANT, UNIVERSITY ROAD, POLYTECHNIC CHAR RASTA, AMBAWADI,  
AHMEDABAD 380015

## BOARD REPORT

To  
The Members,  
**TIRUPATI FOAM LTD**

Your Directors have pleasure in submitting their Thirty Third Annual Report of the Company together with the Audited Statements of Accounts for the year ended 31st March, 2020

### 1. FINANCIAL RESULTS

The Company's financial performance for the year under review along with previous year's figures is given hereunder:

	(Rs. In Lakhs)	
	2019-2020	2018- 2019
Total Revenue including other income	<b>8043.75</b>	<b>1, 0352.32</b>
<b>Profit before financial cost, depreciation and taxation</b>	<b>995.42</b>	<b>1,006.49</b>
Less: Financial Cost	(512.45)	(4,59.88)
Less : Depreciation	(166.56)	(1,77.89)
<b>Profit Before Tax &amp; Exceptional Items</b>	<b>316.40</b>	<b>3,68.72</b>
Less: Exceptional Items	-	-
Less: Provision of taxation		
Current Tax (Net)	81.23	109.76
Deferred Tax	(1.86)	(5.97)
Earlier year income tax	0.089	-
<b>Profit for the year</b>	<b>236.94</b>	<b>264.93</b>
Other Comprehensive Income	(1.42)	0.25
<b>Total Comprehensive Income for the year</b>	<b>235.52</b>	<b>265.19</b>

### 2. REVIEW OF BUSINESS OPERATIONS AND FUTURE PROSPECTS

The Company was able to achieve Sales including other income of Rs. 8043.75 Lacs as compared to Rs.10352.31 Lacs for the Previous Year. The Profit before financial cost, Tax and Depreciation was Rs. 995.42 Lacs for period under review as compared to Rs. 1006.49 Lacs for the Previous Year.

The Net Profit after making the provision for Depreciation and Taxation stood at Rs.236.94 Lacs as against Rs. 264.93 Lacs for the previous year.

The marginal reduction in total income and profit after tax is mainly because of the suspension of functioning during the March 2020 due to COVID-19. The Board of Directors expect this situation to improve in the coming years.

During the year company has incurred total Capital Expenditure of Rs. 1,92,75,602. (Both tangible and Intangible). The amount of work in progress of Factory Building & Plant and Machinery during the year of Rs. 4,29,56,282.