

**PROCEEDINGS OF THE 47<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF THIRUMALAI CHEMICALS LIMITED HELD ON FRIDAY, AUGUST 07, 2020 THROUGH VIDEO CONFERENCING (VC)/OTHER AUDIO-VISUAL MEANS (OAVM) FROM 2.30 PM TO 3.30 PM.**

Present:

**Directors Present through VC:**

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|------------------------------|--|
| 01. Mr. R. Parthasarathy     | Chairman & Managing Director   |
| 02. Mr. N. Subramanian       | Director (Chairman of Business Review Committee)   |
| 03. Mr. R. Ravishankar       | Director (Chairman of Audit Committee)   |
| 04. Mr. Raj Kataria          | Director (Chairman of Nomination & Remuneration Committee)   |
| 05. Mr. Dhruv Moondhra       | Director<br>Director (Chairman of Stakeholders Relationship Committee and Corporate Social Responsibility Committee) |
| 06. Mr. Arun Ramanathan      | Director (Chairman of Risk Management Committee)   |
| 07 Mr. Rajeev M. Pandia      | Director   |
| 08. Mr. R. Sampath           | Additional Director  |
| 09. Mrs. Bhama Krishnamurthy | Whole-time Director & CFO  |
| 10. Mrs. Ramya Bharathram    | Whole-time Director (Mfg.)   |
| 11. Mr. P.M.C. Nair          |  |

**In Attendance:**

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|-------------------------|---|
| 01. Mr. Mohamed Haniffa | M/s. Walker Chandiook & Co LLP, Chartered Accountants |
| 02. Mr. Manoj Mimani    | M/s R. M. Mimani & Associates, Company Secretaries    |
| 03. Mr. C. G. Sethuram  | Chief Executive Officer                               |
| 04. Mr. T.Rajagopalan   | Company Secretary                                     |

Present: 67 Shareholders

Proxy: As the Annual General Meeting of the Company was held only through Video Conferencing/ OAVM the facility of appointment of proxies by members was not available for the Meeting.

Mr. R. Parthasarathy, Chairman & Managing Director of the Company Chaired the Meeting through VC/OAVM from Ranipet, Tamil Nadu.

After ascertaining presence of quorum, the Chairman called the meeting to order.

The Chairman welcomed the members and informed that the Meeting was held through VC/ OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and the Securities and Exchange Board of India.

The Chairman informed that the Statutory Registers/Documents, the Auditor's Report and the Secretarial Audit Report are available electronically for inspection as required under the Companies Act, 2013.

The Chairman introduced other Directors and Senior Executives.

The Chairman addressed the shareholders on the Business Scenario facing the Company, the performance of the company and the tentative Plans. *(Text of Chairman's Speech at the meeting is placed below.)*

The Chairman stated that there are no qualifications, observations or comments on financial transactions or matters, in the Auditor's Report/Secretarial Audit Report having any adverse effect on the functioning of the Company.

Then the Chairman narrated the business items set out in the Notice of the meeting.

The Chairman informed that the Company extended the facility of e-voting as required under Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements), 2015 and as provided under the Companies Act, 2013. Further, the facility to vote on resolutions through electronic voting system at the meeting was made available to the members who participated in the meeting and had not cast their votes through remote e-voting.

The Chairman introduced Mr. Manoj Mimani, Practicing Company Secretary who has been appointed as Scrutinizer to scrutinise the voting through electronic means (i.e. remote e-voting and voting at the meeting by using electronic system).

All clarifications asked by the members/speakers on the performance of the Company and subsidiary were given by the Chairman & Managing Director.

Thereafter, the Chairman stated that the suggestions made by the members would be taken up by the Board for consideration.

Then, Chairman announced that the poll results will be displayed at the websites as required under the Companies Act, 2013 as and when received from the Scrutinizer.

The meeting ended with a vote of thanks to the Chair.