

# TECIL CHEMICALS AND HYDRO POWER LTD.

## REGISTERED OFFICE

P.O. CHINGAVANAM,  
DIST.- KOTTAYAM, KERALA - 686 531  
EMAIL ID : tecilchingavanam@gmail.com  
PAN No. : AAAC8096J  
CIN No. : L24299KL1945PLC001206  
Website: www.tecilchemicals.com



## CORPORATE OFFICE

1<sup>ST</sup> FLOOR, ANJANA COMPLEX,  
VYTTILA-AROOOR BYEPASS ROAD,  
KUNDANNOOR, KOCHI-682 304  
TEL: 0484-4850063 / 62 /61  
EMAIL ID : tecilchingavanam@gmail.com

Date: 2<sup>nd</sup> October, 2022

To,

|   |   |
|---|---|
| <b>The Manager</b><br>Listing Department,<br>BSE Limited,<br>Phiroze Jeejeebhoy Towers,<br>Dalal Street,<br>Mumbai- 400 001 | <b>The Manager</b><br>Listing Department,<br>National Stock Exchange of India Limited,<br>Exchange Plaza,<br>5th Floor, Plot No. C/1, G Block,<br>Bandra-Kurla Complex,<br>Bandra-East, Mumbai- 400 051 |
| Scrip Code: 506680  | Symbol: TECILCHEM   |

### Sub: - Voting Results of 77<sup>th</sup> Annual General Meeting (AGM) and Scrutinizer's Report

Dear Sir/Madam,

With reference to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed herewith voting results of resolutions passed at the 77<sup>th</sup> Annual General Meeting (AGM) held on Friday, 30<sup>th</sup> September, 2022 and Scrutinizer's Report. The above is also uploaded on the website of the Company.

Kindly take the same on record,

Yours Truly,

For **TECIL Chemicals and Hydro Power Limited**

**Muhammed Rishad Mustafa**

Company Secretary & Compliance Officer



Encl: as mentioned

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## VOTING RESULTS

[Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

|  |                                  |
|--|----------------------------------|
| <b>Date of the AGM</b>   | 30 <sup>th</sup> September, 2022 |
| <b>Total number of shareholders on record date</b>   | 22241                            |
| <b>No. of Shareholders present in the meeting either in person or through proxy:</b><br>Promoters and Promoter Group:  | NIL                              |
| Public:  | 35                               |
| <b>Members participated in Poll through E-voting but not present in person/ through authorized representatives in the meeting</b><br>Promoters and Promoter Group: | 3                                |
| Public:  | 2                                |
| <b>No. of shareholders attended the meeting through Video Conferencing</b><br>Promoters and Promoter Group:  | NIL                              |
| Public:  | NIL                              |



**Resolution No. 1**

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2022, the Reports of the Auditors' thereon and the report of the Board of Directors.

| Resolution required :  |                                |                    |                     | <b>ORDINARY RESOLUTION</b>              |                        |                      |                                      |                                       |
|--|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|---------------------------------------|
| Whether promoter/Promoter group are interested in the agenda/resolution? |                                |                    |                     | No                                      |                        |                      |                                      |                                       |
| 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 in 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                       | 9047582            | 9047582             | 100                                     | 9047582                | 0                    | 100                                  | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>9047582</b>      | <b>9047582</b>                          | <b>100</b>             | <b>9047582</b>       | <b>0</b>                             | <b>100</b>                            |
| Public Institutions  | E-Voting                       | 1611600            | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>1611600</b>      | <b>0</b>                                | <b>0</b>               | <b>0</b>             | <b>0</b>                             | <b>0</b>                              |
| Public-Non Institutions  | E-Voting                       | 8304518            | 5730                | 0.07                                    | 5700                   | 30                   | 99.48                                | 0.52                                  |
|  | Poll                           |                    | 208120              | 2.51                                    | 208120                 | 0                    | 100                                  | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>8304518</b>      | <b>213850</b>                           | <b>2.58</b>            | <b>213820</b>        | <b>30</b>                            | <b>99.48</b>                          |
| <b>Total</b>   |                                | <b>18963700</b>    | <b>9261432</b>      | <b>48.84</b>                            | <b>9261402</b>         | <b>30</b>            | <b>99.99</b>                         | <b>0.01</b>                           |



**Resolution No. 2**

## Appointment of a Director Retiring by Rotation

| Resolution required :  |                                |                    |                     | ORDINARY RESOLUTION                     |                        |                      |                                      |                                       |
|--|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|---------------------------------------|
| Whether promoter/Promoter group are interested in the agenda/resolution? |                                |                    |                     | Yes                                     |                        |                      |                                      |                                       |
| 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 in against on votes polled |
|  |                                | (1)                | (2)                 | (3)=[(2)/<br>(1)]*100                   | (4)                    | (5)                  | (6)=[(4)/<br>(2)]*100                | (7)=[(5)/<br>(2)]*100                 |
| Promoter and Promoter Group  | E-Voting                       | 9047582            | 9047582             | 100                                     | 9047582                | 0                    | 100                                  | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>9047582</b>      | <b>9047582</b>                          | <b>100</b>             | <b>9047582</b>       | <b>0</b>                             | <b>100</b>                            |
| Public Institutions  | E-Voting                       | 1611600            | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>1611600</b>      | <b>0</b>                                | <b>0</b>               | <b>0</b>             | <b>0</b>                             | <b>0</b>                              |
| Public-Non Institutions  | E-Voting                       | 8304518            | 5730                | 0.069                                   | 5700                   | 30                   | 99.48                                | 0.52                                  |
|  | Poll                           |                    | 208120              | 2.51                                    | 208120                 | 0                    | 100                                  | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>8304518</b>      | <b>213850</b>                           | <b>2.58</b>            | <b>213820</b>        | <b>30</b>                            | <b>99.48</b>                          |
| <b>Total</b>   |                                | <b>18963700</b>    | <b>9261432</b>      | <b>48.84</b>                            | <b>9261402</b>         | <b>30</b>            | <b>99.99</b>                         | <b>0.01</b>                           |



**Resolution No. 3**

Re-Appointment of Statutory Auditors of the Company for a consecutive term of five years

| Resolution required :  |                                |                    |                     | ORDINARY RESOLUTION                     |                        |                      |                                      |                                       |
|--|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|---------------------------------------|
| Whether promoter/Promoter group are interested in the agenda/resolution? |                                |                    |                     | No                                      |                        |                      |                                      |                                       |
| 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 in 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                       | 9047582            | 9047582             | 100                                     | 9047582                | 0                    | 100                                  | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>9047582</b>      | <b>9047582</b>                          | <b>100</b>             | <b>9047582</b>       | <b>0</b>                             | <b>100</b>                            |
| Public Institutions  | E-Voting                       | 1611600            | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>1611600</b>      | <b>0</b>                                | <b>0</b>               | <b>0</b>             | <b>0</b>                             | <b>0</b>                              |
| Public-Non Institutions  | E-Voting                       | 8304518            | 5730                | 0.069                                   | 5700                   | 30                   | 99.48                                | 0.52                                  |
|  | Poll                           |                    | 208120              | 2.51                                    | 208120                 | 0                    | 100                                  | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>8304518</b>      | <b>213850</b>                           | <b>2.58</b>            | <b>213820</b>        | <b>30</b>                            | <b>99.48</b>                          |
| <b>Total</b>   |                                | <b>18963700</b>    | <b>9261432</b>      | <b>48.84</b>                            | <b>9261402</b>         | <b>30</b>            | <b>99.99</b>                         | <b>0.01</b>                           |



**Resolution No. 4**

Special Business : Appointment of Mr. Prem Kumar Sankara Panicker (DIN: 03232333) as Non-Executive, Independent Director of the Company.

| Resolution required :  |                                |                    |                     | SPECIAL RESOLUTION                      |                        |                      |                                      |                                       |
|--|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|---------------------------------------|
| Whether promoter/Promoter group are interested in the agenda/resolution? |                                |                    |                     | No                                      |                        |                      |                                      |                                       |
| 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 in 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                       | 9047582            | 9047582             | 100                                     | 9047582                | 0                    | 100                                  | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>9047582</b>      | <b>9047582</b>                          | <b>100</b>             | <b>9047582</b>       | <b>0</b>                             | <b>100</b>                            |
| Public Institutions  | E-Voting                       | 1611600            | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>1611600</b>      | <b>0</b>                                | <b>0</b>               | <b>0</b>             | <b>0</b>                             | <b>0</b>                              |
| Public-Non Institutions  | E-Voting                       | 8304518            | 5730                | 0.069                                   | 5700                   | 30                   | 99.48                                | 0.52                                  |
|  | Poll                           |                    | 208120              | 2.51                                    | 208120                 | 0                    | 100                                  | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>8304518</b>      | <b>213850</b>                           | <b>2.58</b>            | <b>213820</b>        | <b>30</b>                            | <b>99.48</b>                          |
| <b>Total</b>   |                                | <b>18963700</b>    | <b>9261432</b>      | <b>48.84</b>                            | <b>9261402</b>         | <b>30</b>            | <b>99.99</b>                         | <b>0.01</b>                           |



**Resolution No. 5**

Special Business: Re-appointment of Mr.Parameswaran Radhakrishnan Nair (DIN:06907573) as an Independent Director of the Company.

| Resolution required :  |                                |                    |                     | SPECIAL RESOLUTION                      |                        |                      |                                      |                                       |
|--|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|---------------------------------------|
| Whether promoter/Promoter group are interested in the agenda/resolution? |                                |                    |                     | No                                      |                        |                      |                                      |                                       |
| 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 in 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                       | 9047582            | 9047582             | 100                                     | 9047582                | 0                    | 100                                  | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>9047582</b>      | <b>9047582</b>                          | <b>100</b>             | <b>9047582</b>       | <b>0</b>                             | <b>100</b>                            |
| Public Institutions  | E-Voting                       | 1611600            | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>1611600</b>      | <b>0</b>                                | <b>0</b>               | <b>0</b>             | <b>0</b>                             | <b>0</b>                              |
| Public-Non Institutions  | E-Voting                       | 8304518            | 5730                | 0.069                                   | 5700                   | 30                   | 99.48                                | 0.52                                  |
|  | Poll                           |                    | 208120              | 2.51                                    | 208120                 | 0                    | 100                                  | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>8304518</b>      | <b>213850</b>                           | <b>2.58</b>            | <b>213820</b>        | <b>30</b>                            | <b>99.48</b>                          |
| <b>Total</b>   |                                | <b>18963700</b>    | <b>9261432</b>      | <b>48.84</b>                            | <b>9261402</b>         | <b>30</b>            | <b>99.99</b>                         | <b>0.01</b>                           |



**Resolution No. 6**

Special Business: Re-appointment of Mr. Puthuparambil Parameswaran Pillai Vijayakumar (DIN: 06907566) as an Independent Director of the Company.

| Resolution required :  |                                |                    |                     | SPECIAL RESOLUTION                      |                        |                      |                                      |                                       |
|--|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|---------------------------------------|
| Whether promoter/Promoter group are interested in the agenda/resolution? |                                |                    |                     | No                                      |                        |                      |                                      |                                       |
| 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 in 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                       | 9047582            | 9047582             | 100                                     | 9047582                | 0                    | 100                                  | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>9047582</b>      | <b>9047582</b>                          | <b>100</b>             | <b>9047582</b>       | <b>0</b>                             | <b>100</b>                            |
| Public Institutions  | E-Voting                       | 1611600            | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>1611600</b>      | <b>0</b>                                | <b>0</b>               | <b>0</b>             | <b>0</b>                             | <b>0</b>                              |
| Public-Non Institutions  | E-Voting                       | 8304518            | 5730                | 0.069                                   | 5700                   | 30                   | 99.48                                | 0.52                                  |
|  | Poll                           |                    | 208120              | 2.51                                    | 208120                 | 0                    | 100                                  | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>8304518</b>      | <b>213850</b>                           | <b>2.58</b>            | <b>213820</b>        | <b>30</b>                            | <b>99.48</b>                          |
| <b>Total</b>   |                                | <b>18963700</b>    | <b>9261432</b>      | <b>48.84</b>                            | <b>9261402</b>         | <b>30</b>            | <b>99.99</b>                         | <b>0.01</b>                           |





**Resolution No. 7**

Special Business: Re-appointment of Mr. Biju Thundil Madhavan (DIN: 03621324) as an Independent Director of the Company.

| Resolution required :  |                                |                    |                     | SPECIAL RESOLUTION                      |                        |                      |                                      |                                       |
|--|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|---------------------------------------|
| Whether promoter/Promoter group are interested in the agenda/resolution? |                                |                    |                     | No                                      |                        |                      |                                      |                                       |
| 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 in 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                       | 9047582            | 9047582             | 100                                     | 9047582                | 0                    | 100                                  | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>9047582</b>      | <b>9047582</b>                          | <b>100</b>             | <b>9047582</b>       | <b>0</b>                             | <b>100</b>                            |
| Public Institutions  | E-Voting                       | 1611600            | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>1611600</b>      | <b>0</b>                                | <b>0</b>               | <b>0</b>             | <b>0</b>                             | <b>0</b>                              |
| Public-Non Institutions  | E-Voting                       | 8304518            | 5730                | 0.069                                   | 5700                   | 30                   | 99.48                                | 0.52                                  |
|  | Poll                           |                    | 208120              | 2.51                                    | 208120                 | 0                    | 100                                  | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>8304518</b>      | <b>213850</b>                           | <b>2.58</b>            | <b>213820</b>        | <b>30</b>                            | <b>99.48</b>                          |
| <b>Total</b>   |                                | <b>18963700</b>    | <b>9261432</b>      | <b>48.84</b>                            | <b>9261402</b>         | <b>30</b>            | <b>99.99</b>                         | <b>0.01</b>                           |



**Resolution No. 8**

Special Business: Approval of Material Related Party Transaction between the Company and Mr. Varghese Kurian (DIN No. 01114947) Managing Director.

| Resolution required :  |                                |                    |                     | SPECIAL RESOLUTION                      |                        |                      |                                      |                                       |
|--|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|---------------------------------------|
| Whether promoter/Promoter group are interested in the agenda/resolution? |                                |                    |                     | Yes                                     |                        |                      |                                      |                                       |
| 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 in 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                       | 9047582            | 9047582             | 100                                     | 9047582                | 0                    | 100                                  | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>9047582</b>      | <b>9047582</b>                          | <b>100</b>             | <b>9047582</b>       | <b>0</b>                             | <b>100</b>                            |
| Public Institutions  | E-Voting                       | 1611600            | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>1611600</b>      | <b>0</b>                                | <b>0</b>               | <b>0</b>             | <b>0</b>                             | <b>0</b>                              |
| Public-Non Institutions  | E-Voting                       | 8304518            | 5730                | 0.069                                   | 5700                   | 30                   | 99.48                                | 0.52                                  |
|  | Poll                           |                    | 208120              | 2.51                                    | 208120                 | 0                    | 100                                  | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>8304518</b>      | <b>213850</b>                           | <b>2.58</b>            | <b>213820</b>        | <b>30</b>                            | <b>99.48</b>                          |
| <b>Total</b>   |                                | <b>18963700</b>    | <b>9261432</b>      | <b>48.84</b>                            | <b>9261402</b>         | <b>30</b>            | <b>99.99</b>                         | <b>0.01</b>                           |



**Resolution No. 9**

Special Business: Approval of Material Related Party Transaction between the Company and CS Muhammed Rishad Mustafa

| Resolution required :  |                                |                    |                     | SPECIAL RESOLUTION                      |                        |                      |                                      |                                       |
|--|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|---------------------------------------|
| Whether promoter/Promoter group are interested in the agenda/resolution? |                                |                    |                     | Yes                                     |                        |                      |                                      |                                       |
| 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 in 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                       | 9047582            | 9047582             | 100                                     | 9047582                | 0                    | 100                                  | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>9047582</b>      | <b>9047582</b>                          | <b>100</b>             | <b>9047582</b>       | <b>0</b>                             | <b>100</b>                            |
| Public Institutions  | E-Voting                       | 1611600            | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>1611600</b>      | <b>0</b>                                | <b>0</b>               | <b>0</b>             | <b>0</b>                             | <b>0</b>                              |
| Public-Non Institutions  | E-Voting                       | 8304518            | 5730                | 0.069                                   | 5700                   | 30                   | 99.48                                | 0.52                                  |
|  | Poll                           |                    | 208120              | 2.51                                    | 208120                 | 0                    | 100                                  | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>8304518</b>      | <b>213850</b>                           | <b>2.58</b>            | <b>213820</b>        | <b>30</b>                            | <b>99.48</b>                          |
| <b>Total</b>   |                                | <b>18963700</b>    | <b>9261432</b>      | <b>48.84</b>                            | <b>9261402</b>         | <b>30</b>            | <b>99.99</b>                         | <b>0.01</b>                           |



**Resolution No. 10**

Special Business: Approval of Material Related Party Transaction between the Company and Mr. Ramasubramonia Iyer, Chief Financial Officer

| Resolution required :  |                                |                    |                     | SPECIAL RESOLUTION                      |                        |                      |                                      |                                       |
|--|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|---------------------------------------|
| Whether promoter/Promoter group are interested in the agenda/resolution? |                                |                    |                     | Yes                                     |                        |                      |                                      |                                       |
| 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 in 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                       | 9047582            | 9047582             | 100                                     | 9047582                | 0                    | 100                                  | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>9047582</b>      | <b>9047582</b>                          | <b>100</b>             | <b>9047582</b>       | <b>0</b>                             | <b>100</b>                            |
| Public Institutions  | E-Voting                       | 1611600            | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>1611600</b>      | <b>0</b>                                | <b>0</b>               | <b>0</b>             | <b>0</b>                             | <b>0</b>                              |
| Public-Non Institutions  | E-Voting                       | 8304518            | 5730                | 0.069                                   | 5700                   | 30                   | 99.48                                | 0.52                                  |
|  | Poll                           |                    | 208120              | 2.51                                    | 208120                 | 0                    | 100                                  | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>8304518</b>      | <b>213850</b>                           | <b>2.58</b>            | <b>213820</b>        | <b>30</b>                            | <b>99.48</b>                          |
| <b>Total</b>   |                                | <b>18963700</b>    | <b>9261432</b>      | <b>48.84</b>                            | <b>9261402</b>         | <b>30</b>            | <b>99.99</b>                         | <b>0.01</b>                           |



## RESULT SUMMARY

| Sl. No | RESOLUTION  | TYPE OF RESOLUTION  | FAVOUR (%) | AGANIST (%) |
|--------|---|---------------------|------------|-------------|
| 1.     | To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2022, the Reports of the Auditors' thereon and the report of the Board of Directors. | Ordinary Resolution | 99.99      | 0.01        |
| 2.     | Appointment of a Director Retiring by Rotation  | Ordinary Resolution | 99.99      | 0.01        |
| 3.     | Re-Appointment of Statutory Auditors of the Company for a consecutive term of five years  | Ordinary Resolution | 99.99      | 0.01        |
| 4      | Appointment of Mr. Prem Kumar Sankara Panicker (DIN: 03232333) as Non-Executive, Independent Director of the Company.   | Special Resolution  | 99.99      | 0.01        |
| 5      | Re-appointment of Mr. Parameswaran Radhakrishnan Nair (DIN:06907573) as an Independent Director of the Company.   | Special Resolution  | 99.99      | 0.01        |
| 6      | Re-appointment of Mr. Puthuparambil Parameswaran Pillai Vijayakumar (DIN: 06907566) as an Independent Director of the Company.  | Special Resolution  | 99.99      | 0.01        |
| 7      | Re-appointment of Mr. Biju Thundil Madhavan (DIN: 03621324) as an Independent Director of the Company.  | Special Resolution  | 99.99      | 0.01        |
| 8      | Approval of Material Related Party Transaction between the Company and Mr. Varghese Kurian (DIN No. 01114947) Managing Director   | Special Resolution  | 99.99      | 0.01        |



|    |   |                    |       |      |
|----|---|--------------------|-------|------|
| 9  | Approval of Material Related Party Transaction between the Company and CS Muhammed Rishad Mustafa                       | Special Resolution | 99.99 | 0.01 |
| 10 | Approval of Material Related Party Transaction between the Company and Mr. Ramasubramonia Iyer, Chief Financial Officer | Special Resolution | 99.99 | 0.01 |

**For TECIL CHEMICALS AND HYDRO POWER LIMITED**



**SHAJI KALLADAYIL MATHEW**

**Whole Time Director**

**Chairman of the Meeting**

**(DIN. 01866682)**



# Harikrishnan R

Company Secretary

C.P. No: 3132

"VASUDEV", T.C. 2/296, PILLAVEEDU NAGAR, KESAVADASAPURAM, PATTOM P O, TRIVANDRUM-695004, KERALA  
TELEPHONE: ++ 91-471- 4066498, 4850498, EMAIL: [cs@hb-associates.com](mailto:cs@hb-associates.com)

## FORM NO MGT -13

### SCRUTINIZER'S REPORT

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rules 2014 & 21(2) of the Companies (Management and Administration) Rules, 2014]

To

The Chairman

|                     |  |
|---------------------|--|
| NAME OF THE COMPANY | TECIL Chemicals And Hydro Power Limited  |
| MEETING             | Annual General Meeting   |
| DATE & TIME         | 30 <sup>th</sup> September, 2022 at 03.00 P.M.   |
| VENUE               | Nivedya Banquet Hall, Near St. Johns Puthenpally,<br>MC Road Chingavanam, Dist. Kottayam- 686 531,<br>Kerala |

Dear Sir,

1. I, **Harikrishnan R**, Practicing Company Secretary, Vallolil, T.C-12/440, Plamoodu, Pattom, Trivandrum-695004, Kerala, was appointed as the Scrutinizer by the Board of Directors of **TECIL Chemicals And Hydro Power Limited** ("the Company") for the purpose of scrutinizing e-voting process (remote e-voting) and voting by use of ballot at the Annual General Meeting pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) and pursuant to Regulation 44 of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 in respect of the below mentioned Resolutions proposed at the Annual General Meeting of the Equity Shareholders of the Company held on 30<sup>th</sup> September, 2022 at 03.00 P.M. at Nivedya Banquet Hall, Near St. Johns Puthenpally, MC Road Chingavanam, Dist. Kottayam-686531, Kerala, hereby submit my report as under:



## 2. Dispatch of Notice convening the Meeting

The Notice dated 30<sup>th</sup> August, 2022 along with the statement stating out material facts under Section 102 of the Act were completely sent to the shareholders by Tuesday, 06<sup>th</sup> September 2022 in respect of the below mentioned resolutions proposed at an Annual General Meeting of the Company.

## 3. Cut-off Date

The Remote E-Voting period has begun on 27<sup>th</sup> September 2022 at 09:00 A.M. and has ended on 29<sup>th</sup> September 2022 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 (record date) of 23<sup>rd</sup> September, 2022, has cast their vote electronically. The Remote E-Voting module has been disabled by CDSL for voting thereafter.

## 4. Remote e-voting:

### (i) Agency

The Company has engaged the services of Central Depository Services (India) Limited (CDSL) as authorized agency to provide Remote E-Voting Facility.

### (ii) Remote e-voting:

The Remote E-Voting Platform was open from 09:00 A.M. on Tuesday, 27<sup>th</sup> September, 2022 and upto 05.00 P.M. on Thursday, 29<sup>th</sup> September, 2022 and the shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary/Special Resolutions, on the e-Voting platform provided by Central Depository Services (India) Limited (CDSL).

## 5. Voting at the AGM

(i)

|  |     |
|--|-----|
| Members present in person/through authorized representatives/participate in poll through E-voting  | 20  |
| Members present in person/through authorized representatives, but did not participate in Poll as they had exercised their votes through E-voting | 15  |
| Members participated in Poll through E-voting but not present in person/ through authorized representatives in the meeting                       | 5   |
| Members present but did not participate in Poll and also did not exercise their votes through E-voting   | NIL |
| Members who cast vote through Poll (including Members with multiple folio and shares held in joint names)  | 21  |

Note: One member has participated in poll through E-voting by using one of the folio numbers of the shares held by him and he has also participated in poll by





personally been present in the meeting by using the other folio number of the shares held by him. So, he has participated in both E-voting and physical poll in this Annual General Meeting.

- (ii) After the time fixed for closing of the poll by the Chairman one ballot box kept for polling was locked in my presence with due identification mark placed by me.
- (iii) The locked ballot box was carried by me to Trivandrum and was opened at my office on 01<sup>st</sup> October 2022 at 09.30 A.M and the poll papers were taken out and subsequently opened in my presence and they were diligently scrutinized in the presence of two witnesses. The poll papers were reconciled with the records maintained by the Company/Registrar and Share Transfer Agents of the Company and the authorizations/proxies lodged with the Company.

  
Name: Manju Anil

  
Name: Rajev.D

The vote cast through remote e-voting were opened on 01<sup>st</sup> October, 2022 at around 10.21A.M.inthe presence of above mentioned two witnesses who were not in the employment of the Company.

- (iv) Thereafter, the details of equity shareholders, who voted for or against was extracted from the polling papers and the list of equity shareholders who voted “for” or “Against” were downloaded from the E-voting website of Central Depository Services (India) Limited (CDSL) (<https://www.evotingindia.com>)
- (v) The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to remote e-voting and voting through Poll at the Meeting on the Resolutions contained in the Notice of the said Annual General Meeting. My responsibility as Scrutinizer for the remote e-voting and voting through Poll at the meeting is restricted to making a Scrutinizer’s Report of the votes cast in favour or against the Resolutions.



The combined result of remote E-voting and poll is as under:

**VOTING RESULTS**

[Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

|  |                                  |
|--|----------------------------------|
| <b>Date of the AGM</b>   | 30 <sup>th</sup> September, 2022 |
| <b>Total number of shareholders on record date</b>   | 22241                            |
| <b>No. of Shareholders present in the meeting either in person or through proxy:</b><br>Promoters and Promoter Group:  | NIL                              |
| Public:  | 35                               |
| <b>Members participated in Poll through E-voting but not present in person/ through authorized representatives in the meeting</b><br>Promoters and Promoter Group: | 3                                |
| Public:  | 2                                |
| <b>No. of shareholders attended the meeting through Video Conferencing</b><br>Promoters and Promoter Group:  | NIL                              |
| Public:  | NIL                              |

Note: One member has participated in poll through E-voting by using one of the folio numbers of the shares held by him and he has also participated in poll by personally been present in the meeting by using the other folio number of the shares held by him. So, he has participated in both E-voting and physical poll in this Annual General Meeting.



**Resolution No. 1**

Ordinary Business: To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2022, the Reports of the Auditors' thereon and the report of the Board of Directors.

| Resolution required :  |                                |                    |                     | ORDINARY RESOLUTION                     |                        |                      |                                      |                                       |
|--|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|---------------------------------------|
| Whether promoter/Promoter group are interested in the agenda/resolution? |                                |                    |                     | No                                      |                        |                      |                                      |                                       |
| 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 in 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                       | 9047582            | 9047582             | 100                                     | 9047582                | 0                    | 100                                  | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>9047582</b>      | <b>9047582</b>                          | <b>100</b>             | <b>9047582</b>       | <b>0</b>                             | <b>100</b>                            |
| Public Institutions  | E-Voting                       | 1611600            | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>1611600</b>      | <b>0</b>                                | <b>0</b>               | <b>0</b>             | <b>0</b>                             | <b>0</b>                              |
| Public-Non Institutions  | E-Voting                       | 8304518            | 5730                | 0.07                                    | 5700                   | 30                   | 99.48                                | 0.52                                  |
|  | Poll                           |                    | 208120              | 2.51                                    | 208120                 | 0                    | 100                                  | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>8304518</b>      | <b>213850</b>                           | <b>2.58</b>            | <b>213820</b>        | <b>30</b>                            | <b>99.99</b>                          |
| <b>Total</b>   |                                | <b>18963700</b>    | <b>9261432</b>      | <b>48.84</b>                            | <b>9261402</b>         | <b>30</b>            | <b>99.99</b>                         | <b>0.01</b>                           |



**Resolution No. 2**

Ordinary Business: Appointment of a Director Mr. Varghese Kurian (DIN. 01114947) who is Retiring by Rotation

| Resolution required :  |                                |                    |                     | ORDINARY RESOLUTION                     |                        |                      |                                      |                                       |
|--|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|---------------------------------------|
| Whether promoter/Promoter group are interested in the agenda/resolution? |                                |                    |                     | Yes                                     |                        |                      |                                      |                                       |
| 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 in against on votes polled |
|  |                                | (1)                | (2)                 | (3)=[(2)/<br>(1)]*100                   | (4)                    | (5)                  | (6)=[(4)/<br>(2)]*100                | (7)=[(5)/<br>(2)]*100                 |
| Promoter and Promoter Group  | E-Voting                       | 9047582            | 9047582             | 100                                     | 9047582                | 0                    | 100                                  | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>9047582</b>      | <b>9047582</b>                          | <b>100</b>             | <b>9047582</b>       | <b>0</b>                             | <b>100</b>                            |
| Public Institutions  | E-Voting                       | 1611600            | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>1611600</b>      | <b>0</b>                                | <b>0</b>               | <b>0</b>             | <b>0</b>                             | <b>0</b>                              |
| Public-Non Institutions  | E-Voting                       | 8304518            | 5730                | 0.069                                   | 5700                   | 30                   | 99.48                                | 0.52                                  |
|  | Poll                           |                    | 208120              | 2.51                                    | 208120                 | 0                    | 100                                  | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>8304518</b>      | <b>213850</b>                           | <b>2.58</b>            | <b>213820</b>        | <b>30</b>                            | <b>99.99</b>                          |
| <b>Total</b>   |                                | <b>18963700</b>    | <b>9261432</b>      | <b>48.84</b>                            | <b>9261402</b>         | <b>30</b>            | <b>99.99</b>                         | <b>0.01</b>                           |



**Resolution No. 3**

Ordinary Business: Re-Appointment of Statutory Auditors of the Company M/s. SR PAI & Co., Chartered Accountants for a consecutive term of five years

| Resolution required :  |                                |                    | ORDINARY RESOLUTION |   |                        |                      |                                      |                                       |
|--|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|---------------------------------------|
| Whether promoter/Promoter group are interested in the agenda/resolution? |                                |                    | No                  |   |                        |                      |                                      |                                       |
| 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 in against on votes polled |
|  |                                | (1)                | (2)                 | (3)=[(2)/<br>(1)]*100                   | (4)                    | (5)                  | (6)=[(4)/<br>(2)]*100                | (7)=[(5)/<br>(2)]*100                 |
| Promoter and Promoter Group  | E-Voting                       | 9047582            | 9047582             | 100                                     | 9047582                | 0                    | 100                                  | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>9047582</b>      | <b>9047582</b>                          | <b>100</b>             | <b>9047582</b>       | <b>0</b>                             | <b>100</b>                            |
| Public Institutions  | E-Voting                       | 1611600            | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>1611600</b>      | <b>0</b>                                | <b>0</b>               | <b>0</b>             | <b>0</b>                             | <b>0</b>                              |
| Public-Non Institutions  | E-Voting                       | 8304518            | 5730                | 0.069                                   | 5700                   | 30                   | 99.48                                | 0.52                                  |
|  | Poll                           |                    | 208120              | 2.51                                    | 208120                 | 0                    | 100                                  | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>8304518</b>      | <b>213850</b>                           | <b>2.58</b>            | <b>213820</b>        | <b>30</b>                            | <b>99.99</b>                          |
| <b>Total</b>   |                                | <b>18963700</b>    | <b>9261432</b>      | <b>48.84</b>                            | <b>9261402</b>         | <b>30</b>            | <b>99.99</b>                         | <b>0.01</b>                           |



**Resolution No. 4**

Special Business :Appointment of Mr. Prem Kumar Sankara Panicker (DIN: 03232333) as Non-Executive, Independent Director of the Company.

| Resolution required :  |                                |                    |                     | SPECIALRESOLUTION                       |                        |                      |                                      |                                       |
|--|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|---------------------------------------|
| Whether promoter/Promoter group are interested in the agenda/resolution? |                                |                    |                     | No                                      |                        |                      |                                      |                                       |
| 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 in 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                       | 9047582            | 9047582             | 100                                     | 9047582                | 0                    | 100                                  | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>9047582</b>      | <b>9047582</b>                          | <b>100</b>             | <b>9047582</b>       | <b>0</b>                             | <b>100</b>                            |
| Public Institutions  | E-Voting                       | 1611600            | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>1611600</b>      | <b>0</b>                                | <b>0</b>               | <b>0</b>             | <b>0</b>                             | <b>0</b>                              |
| Public-Non Institutions  | E-Voting                       | 8304518            | 5730                | 0.069                                   | 5700                   | 30                   | 99.48                                | 0.52                                  |
|  | Poll                           |                    | 208120              | 2.51                                    | 208120                 | 0                    | 100                                  | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>8304518</b>      | <b>213850</b>                           | <b>2.58</b>            | <b>213820</b>        | <b>30</b>                            | <b>99.99</b>                          |
| <b>Total</b>   |                                | <b>18963700</b>    | <b>9261432</b>      | <b>48.84</b>                            | <b>9261402</b>         | <b>30</b>            | <b>99.99</b>                         | <b>0.01</b>                           |



**Resolution No. 5**

Special Business: Re-appointment of Mr. Parameswaran Radhakrishnan Nair (DIN:06907573) as an Independent Director of the Company.

| Resolution required :  |                                |                    | SPECIAL RESOLUTION  |   |                        |                      |                                      |                                       |
|--|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|---------------------------------------|
| Whether promoter/Promoter group are interested in the agenda/resolution? |                                |                    | No                  |   |                        |                      |                                      |                                       |
| 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 in 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                       | 9047582            | 9047582             | 100                                     | 9047582                | 0                    | 100                                  | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>9047582</b>      | <b>9047582</b>                          | <b>100</b>             | <b>9047582</b>       | <b>0</b>                             | <b>100</b>                            |
| Public Institutions  | E-Voting                       | 1611600            | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>1611600</b>      | <b>0</b>                                | <b>0</b>               | <b>0</b>             | <b>0</b>                             | <b>0</b>                              |
| Public-Non Institutions  | E-Voting                       | 8304518            | 5730                | 0.069                                   | 5700                   | 30                   | 99.48                                | 0.52                                  |
|  | Poll                           |                    | 208120              | 2.51                                    | 208120                 | 0                    | 100                                  | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>8304518</b>      | <b>213850</b>                           | <b>2.58</b>            | <b>213820</b>        | <b>30</b>                            | <b>99.99</b>                          |
| <b>Total</b>   |                                | <b>18963700</b>    | <b>9261432</b>      | <b>48.84</b>                            | <b>9261402</b>         | <b>30</b>            | <b>99.99</b>                         | <b>0.01</b>                           |



**Resolution No. 6**

Special Business: Re-appointment of Mr.Puthuparambil Parameswaran Pillai Vijayakumar (DIN: 06907566) as an Independent Director of the Company.

| Resolution required :  |                                |                    |                     | SPECIAL RESOLUTION                      |                        |                      |                                      |                                       |
|--|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|---------------------------------------|
| Whether promoter/Promoter group are interested in the agenda/resolution? |                                |                    |                     | No                                      |                        |                      |                                      |                                       |
| 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 in against on votes polled |
|  |                                | (1)                | (2)                 | (3)=[(2)/<br>(1)]*100                   | (4)                    | (5)                  | (6)=[(4)/<br>(2)]*100                | (7)=[(5)/<br>(2)]*100                 |
| Promoter and Promoter Group  | E-Voting                       | 9047582            | 9047582             | 100                                     | 9047582                | 0                    | 100                                  | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>9047582</b>      | <b>9047582</b>                          | <b>100</b>             | <b>9047582</b>       | <b>0</b>                             | <b>100</b>                            |
| Public Institutions  | E-Voting                       | 1611600            | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>1611600</b>      | <b>0</b>                                | <b>0</b>               | <b>0</b>             | <b>0</b>                             | <b>0</b>                              |
| Public-Non Institutions  | E-Voting                       | 8304518            | 5730                | 0.069                                   | 5700                   | 30                   | 99.48                                | 0.52                                  |
|  | Poll                           |                    | 208120              | 2.51                                    | 208120                 | 0                    | 100                                  | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>8304518</b>      | <b>213850</b>                           | <b>2.58</b>            | <b>213820</b>        | <b>30</b>                            | <b>99.99</b>                          |
| <b>Total</b>   |                                | <b>18963700</b>    | <b>9261432</b>      | <b>48.84</b>                            | <b>9261402</b>         | <b>30</b>            | <b>99.99</b>                         | <b>0.01</b>                           |





**Resolution No. 7**

Special Business: Re-appointment of Mr. Biju Thundil Madhavan (DIN: 03621324) as an Independent Director of the Company.

| Resolution required :  |                                |                    |                     | SPECIAL RESOLUTION                      |                        |                      |                                      |                                       |
|--|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|---------------------------------------|
| Whether promoter/Promoter group are interested in the agenda/resolution? |                                |                    |                     | No                                      |                        |                      |                                      |                                       |
| 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 in 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                       | 9047582            | 9047582             | 100                                     | 9047582                | 0                    | 100                                  | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>9047582</b>      | <b>9047582</b>                          | <b>100</b>             | <b>9047582</b>       | <b>0</b>                             | <b>100</b>                            |
| Public Institutions  | E-Voting                       | 1611600            | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>1611600</b>      | <b>0</b>                                | <b>0</b>               | <b>0</b>             | <b>0</b>                             | <b>0</b>                              |
| Public-Non Institutions  | E-Voting                       | 8304518            | 5730                | 0.069                                   | 5700                   | 30                   | 99.48                                | 0.52                                  |
|  | Poll                           |                    | 208120              | 2.51                                    | 208120                 | 0                    | 100                                  | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>8304518</b>      | <b>213850</b>                           | <b>2.58</b>            | <b>213820</b>        | <b>30</b>                            | <b>99.99</b>                          |
| <b>Total</b>   |                                | <b>18963700</b>    | <b>9261432</b>      | <b>48.84</b>                            | <b>9261402</b>         | <b>30</b>            | <b>99.99</b>                         | <b>0.01</b>                           |



**Resolution No. 8**

Special Business: Approval of Material Related Party Transaction between the Company and Mr. Varghese Kurian (DIN No. 01114947) Managing Director.

| Resolution required :  |                                |                    |                     | SPECIAL RESOLUTION                      |                        |                      |                                      |                                       |
|--|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|---------------------------------------|
| Whether promoter/Promoter group are interested in the agenda/resolution? |                                |                    |                     | Yes                                     |                        |                      |                                      |                                       |
| 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 in 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                       | 9047582            | 9047582             | 100                                     | 9047582                | 0                    | 100                                  | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>9047582</b>      | <b>9047582</b>                          | <b>100</b>             | <b>9047582</b>       | <b>0</b>                             | <b>100</b>                            |
| Public Institutions  | E-Voting                       | 1611600            | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>1611600</b>      | <b>0</b>                                | <b>0</b>               | <b>0</b>             | <b>0</b>                             | <b>0</b>                              |
| Public-Non Institutions  | E-Voting                       | 8304518            | 5730                | 0.069                                   | 5700                   | 30                   | 99.48                                | 0.52                                  |
|  | Poll                           |                    | 208120              | 2.51                                    | 208120                 | 0                    | 100                                  | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>8304518</b>      | <b>213850</b>                           | <b>2.58</b>            | <b>213820</b>        | <b>30</b>                            | <b>99.99</b>                          |
| <b>Total</b>   |                                | <b>18963700</b>    | <b>9261432</b>      | <b>48.84</b>                            | <b>9261402</b>         | <b>30</b>            | <b>99.99</b>                         | <b>0.01</b>                           |



**Resolution No. 9**

Special Business: Approval of Material Related Party Transaction between the Company and CS Muhammed Rishad Mustafa

| Resolution required :  |                                |                    |                     | SPECIAL RESOLUTION                      |                        |                      |                                      |                                       |
|--|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|---------------------------------------|
| Whether promoter/Promoter group are interested in the agenda/resolution? |                                |                    |                     | Yes                                     |                        |                      |                                      |                                       |
| 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 in 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                       | 9047582            | 9047582             | 100                                     | 9047582                | 0                    | 100                                  | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>9047582</b>      | <b>9047582</b>                          | <b>100</b>             | <b>9047582</b>       | <b>0</b>                             | <b>100</b>                            |
| Public Institutions  | E-Voting                       | 1611600            | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>1611600</b>      | <b>0</b>                                | <b>0</b>               | <b>0</b>             | <b>0</b>                             | <b>0</b>                              |
| Public-Non Institutions  | E-Voting                       | 8304518            | 5730                | 0.069                                   | 5700                   | 30                   | 99.48                                | 0.52                                  |
|  | Poll                           |                    | 208120              | 2.51                                    | 208120                 | 0                    | 100                                  | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>8304518</b>      | <b>213850</b>                           | <b>2.58</b>            | <b>213820</b>        | <b>30</b>                            | <b>99.99</b>                          |
| <b>Total</b>   |                                | <b>18963700</b>    | <b>9261432</b>      | <b>48.84</b>                            | <b>9261402</b>         | <b>30</b>            | <b>99.99</b>                         | <b>0.01</b>                           |



**Resolution No. 10**

Special Business: Approval of Material Related Party Transaction between the Company and Mr. Ramasubramonia Iyer, Chief Financial Officer

| Resolution required :  |                                |                    |                     | SPECIAL RESOLUTION                      |                        |                      |                                      |                                       |
|--|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|---------------------------------------|
| Whether promoter/Promoter group are interested in the agenda/resolution? |                                |                    |                     | Yes                                     |                        |                      |                                      |                                       |
| 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 in 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                       | 9047582            | 9047582             | 100                                     | 9047582                | 0                    | 100                                  | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>9047582</b>      | <b>9047582</b>                          | <b>100</b>             | <b>9047582</b>       | <b>0</b>                             | <b>100</b>                            |
| Public Institutions  | E-Voting                       | 1611600            | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Poll                           |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>1611600</b>      | <b>0</b>                                | <b>0</b>               | <b>0</b>             | <b>0</b>                             | <b>0</b>                              |
| Public-Non Institutions  | E-Voting                       | 8304518            | 5730                | 0.069                                   | 5700                   | 30                   | 99.48                                | 0.52                                  |
|  | Poll                           |                    | 208120              | 2.51                                    | 208120                 | 0                    | 100                                  | 0                                     |
|  | Postal Ballot (not applicable) |                    | 0                   | 0                                       | 0                      | 0                    | 0                                    | 0                                     |
|  | <b>Total</b>                   |                    | <b>8304518</b>      | <b>213850</b>                           | <b>2.58</b>            | <b>213820</b>        | <b>30</b>                            | <b>99.99</b>                          |
| <b>Total</b>   |                                | <b>18963700</b>    | <b>9261432</b>      | <b>48.84</b>                            | <b>9261402</b>         | <b>30</b>            | <b>99.99</b>                         | <b>0.01</b>                           |



## RESULT SUMMARY

| Sl. No | RESOLUTION  | TYPE OF RESOLUTION  | FAVOUR (%) | AGANIST (%) |
|--------|---|---------------------|------------|-------------|
| 1.     | To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2022, the Reports of the Auditors' thereon and the report of the Board of Directors. | Ordinary Resolution | 99.99      | 0.01        |
| 2.     | Appointment of a Director Mr. Varghese Kurian (DIN. 01114947) who is Retiring by Rotation   | Ordinary Resolution | 99.99      | 0.01        |
| 3.     | Re-Appointment of Statutory Auditors of the Company M/s. SR PAI & Co., Chartered Accountants for a consecutive term of five years   | Ordinary Resolution | 99.99      | 0.01        |
| 4      | Appointment of Mr.Prem Kumar Sankara Panicker (DIN: 03232333) as Non-Executive, Independent Director of the Company.  | Special Resolution  | 99.99      | 0.01        |
| 5      | Re-appointment of Mr.ParameswaranRadhakrishnan Nair(DIN:06907573) as an Independent Director of the Company.  | Special Resolution  | 99.99      | 0.01        |
| 6      | Re-appointment of Mr.PuthuparambilParameswaran PillaiVijayakumar (DIN: 06907566) as an Independent Director of the Company.   | Special Resolution  | 99.99      | 0.01        |
| 7      | Re-appointment of Mr.BijuThundilMadhavan (DIN: 03621324) as an Independent Director of the Company.   | Special Resolution  | 99.99      | 0.01        |
| 8      | Approval of Material Related Party Transaction between the Company and Mr. Varghese Kurian (DIN No. 01114947) Managing Director   | Special Resolution  | 99.99      | 0.01        |



|    |   |                    |       |      |
|----|---|--------------------|-------|------|
| 9  | Approval of Material Related Party Transaction between the Company and CS Muhammed Rishad Mustafa                       | Special Resolution | 99.99 | 0.01 |
| 10 | Approval of Material Related Party Transaction between the Company and Mr. Ramasubramonia Iyer, Chief Financial Officer | Special Resolution | 99.99 | 0.01 |

The poll papers and all other relevant records of voting were sealed and handed over to the Company Secretary/ Director authorized by the Board for safe keeping.

Thanking you.

Yours faithfully,

Harikrishnan R

Practicing Company Secretary



For TECIL CHEMICALS AND HYDRO POWER LTD.

Shaji Kalladayil Mathew  
(DIN:01866682)  
Whole Time Director  
Chairman of the Meeting

Place: Trivandrum

Date: 01.10.2022

UDIN. F004915D001113671