

TULSYAN NEC LTD



Date: September 15, 2023

**To,
The BSE Limited,
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001**

Dear Sir/Madam,

Sub: Outcome of the 76th Annual General Meeting ("AGM") of Tulsyann NEC Limited ("the Company")

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby intimate that the 76th AGM of the Company was held today, i.e., Friday, September 15, 2023 at 11.30 a.m. through Video Conferencing (VC) / Other Audio-Visual Means (OAVM). This is in compliance with the General Circular No. 10/2022 dated December 28, 2022, issued by the Ministry of Corporate Affairs (MCA) and Circular SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by SEBI, (hereinafter collectively referred to as "the Circulars") and relevant provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015").

In this regard, please find attached herewith the summary of the proceedings of the 76th AGM of the Company pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The same is also made available on the Company's website at www.tulsyannec.in.

This is for your information and record.

Thanking You,

Yours Faithfully,
For **Tulsyann NEC Limited**

Parvati Soni
Company Secretary & Compliance Officer

Encl: As above

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PROCEEDINGS OF THE 76TH ANNUAL GENERAL MEETING ("AGM") OF TULSYAN NEC LIMITED HELD ("THE COMPANY") ON FRIDAY, SEPTEMBER 15, 2023 AT 11.30 A.M. (IST) THROUGH VIDEO CONFERENCING (VC) / OTHER AUDIO-VISUAL MEANS (OAVM)

DIRECTORS / KEY MANAGERIAL PERSONNEL (KMP) PRESENT THROUGH VC:

Sl. No.	Name	Designation
1.	Mr. Lalit Kumar Tulsyam	Executive Chairman
2.	Mr. Sanjay Tulsyam	Managing Director
3.	Mr. Sanjay Agarwalla	Whole Time Director
4.	Mr. S Chandrasekaran	Whole Time Director
5.	Mr. Manogyanathan Parthasarathy	Independent Director and Chairman of (i) Audit Committee (ii) Nomination & Remuneration Committee and (iii) Stakeholders' Relationship Committee
6.	Mr. Somasundaram Ponsing Mohan Ram	Independent Director
7.	Mrs. Antonisamy Axilium Jayamary	Independent Director
8.	Mr. Ravi Muthusamy	Independent Director
9.	Mr. Shantha Kumar RP	Chief Financial Officer (KMP)
10.	Mrs. Parvati Soni	Company Secretary and Compliance Officer (KMP)

ALSO PRESENT:

Sl. No.	Name	Designation
1.	Mr. Srivatsan EK	Partner, M/s. CNGSN & Associates, LLP - Statutory Auditors of the Company
2.	M.R. Krishna Murthy	Designated Partner in M/s. Murthy & Co. LLP - Cost Auditors of the Company
3.	Mr. T.S. Ramahlingem and Mr. V.Aranganathan,	Partner and Manager - Audit, SLSM & Co. - Internal Auditors of the Company
4.	Mr. M. Damodaran	Managing Partner, M/s. Damodaran & Associates LLP - Secretarial Auditors and Scrutiniser of the Company
5.	Mr. S. Shankar	AGM - Accounts
6.	Mrs. Uma Ramaswamy	General Manager

The meeting commenced at 11.30 a.m. and concluded at 12:16 p.m. (which includes 15 minutes time for e-voting at the AGM).

The business before the meeting was taken up and the requisite quorum was present throughout the Meeting.

Sri Lalit Kumar Tulsyam, Chairman, chaired the Meeting.

The Company Secretary informed that the Annual General Meeting of the Company is being conducted through VC/OAVM pursuant to the circulars issued by the Ministry of Corporate Affairs and Securities & Exchange Board of India.

The Chairman welcomed all the members, Directors and other invitees to the 76th AGM of the Company. Before starting the proceedings of the meeting, the Company Secretary introduced the Directors, Key Managerial Personnel and other Invitees present at the meeting.

Participation of members through video conferencing was being reckoned for the purpose of quorum as per the circulars issued by MCA and Section 103 of the Companies Act, 2013. The requisite quorum was present throughout the meeting through video conferencing.

The Chairman informed that Notice of the 76th AGM along with the copies of the audited accounts for the financial year ended March 31, 2023 together with the directors' report and auditors' report were sent via email to all the shareholders, who have registered their email id with the Company or with the Registrar and Share Transfer Agents (RTA) i.e. Cameo Corporate Services Limited, within the statutory time period.

The agenda items of the Notice of the 76th AGM were read for the information of the members present at the meeting as below:

ORDINARY BUSINESS:

- 1) To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon – Ordinary Resolution.

The qualifications made by the auditors in their Auditors' Report for the financial year ended March 31, 2023 along with the Management's Reply were read at the AGM.

- 2) To appoint Mr. Lalit Kumar Tulsy (DIN: 00632823) as Director, liable to retire by rotation, and being eligible, offers himself for re-appointment – Ordinary Resolution.

SPECIAL BUSINESS:

- 3) To ratify the remuneration payable to M/s. Murthy & Co. LLP, Cost Auditors of the Company, for the financial year 2023-2024 - Ordinary Resolution.
- 4) To approve the re-appointment of Mr. Manogyanathan Parthasarathy (DIN: 08277111), as an Independent (Non-Executive) Director of the Company for a second term of 5 (five) consecutive years – Special Resolution.
- 5) To regularize the appointment of Mr. Ravi Muthusamy (DIN: 08066520) as an Independent (Non-Executive) Director of the Company – Special Resolution.

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- 6) To regularize the appointment of Mr. S Chandrasekaran (DIN: 10207445) as a Whole Time Director of the Company – Special Resolution.
- 7) To approve the Related Party Transactions with M/s. Tulsyann Smelters Private Limited – Special Resolution.
- 8) To approve the Related Party Transactions with M/s. Chitrakoot Steel and Power Private Limited - Special Resolution.

The Chairman then invited the members, who have registered themselves as speakers and who would like to speak / ask questions on the Resolutions as set out in the Notice or on the Annual Report to come forward and raise the same. The Chairman suitably replied to the queries raised by the speaker shareholder and the Chairman also informed the members to send their queries, if any, via email and expect an earliest reply for the same.

The Company Secretary informed the members that in compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to all the members as on the cut-off date of September 08, 2023, to cast the votes on all resolutions as set forth in the AGM notice from Tuesday, September 12, 2023 to Thursday, September 14, 2023 (both days inclusive). Further, members, who had not participated in remote e-voting process could still cast their vote on all resolutions as set forth in the AGM notice through e-voting facility provided by the CDSL during the AGM for which 15 minutes time was given to them.

Mr. M. Damodaran, Practicing Company Secretary, has been appointed as the scrutinizer, to scrutinize the e-voting process (remote e-voting and venue e-voting) in a fair and transparent manner and to submit the scrutinizer's report.

The combined results of remote e-voting and e-voting at the AGM will be announced within 2 days of the conclusion of the AGM and the same will be made available on the Company's website, on the website of the BSE and on the website of the CDSL.

The resolutions, if passed, shall be considered as passed effective today i.e. September 15, 2023.

For **Tulsyann NEC Limited**



Parvati Soni
Company Secretary & Compliance Officer