



# TGV SRAAC LIMITED

6-2-1012, 2nd Floor, TGV Mansion, Khairatabad, Hyderabad - 500004, (T.S.) India.  
Phone : +91-40-23313842, Fax : 040-23313875, Cell : +91 98483 09777  
E-mail : hyd2alkalies@gmail.com ; hyd\_2alkalies@rediffmail.com  
http://www.tgvgroup.com, CIN : L24110AP1981PLC003077



REF:TGVSRAACL:SECL:40AGM:2022-23

15<sup>th</sup> September, 2022

To  
DCS – CRD  
The Bombay Stock Exchange Ltd.,  
Phiroze Jeejeebhoy Towers  
Dalal Street  
MUMBAI – 400 001.

Dear Sir,

Sub: Outcome of AGM - Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Proceedings of the 40<sup>th</sup> Annual General Meeting held on September 15, 2022.

Ref: Scrip Code : 507753.

-0-0-0-

With reference to the captioned subject, please find attached herewith a copy of the proceedings of the 40th Annual General Meeting of the Company held on Thursday, 15<sup>th</sup> September, 2022 at 11.30 A.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide its General Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020, Circular No.02/2021 dated January 13, 2021 and Circular No.02/2022 dated May 05, 2022 read with the Securities and Exchange Board of India (SEBI) Circular no. SEB/HO/CFD/CMDL/CIR/P/2020/79 dated May 12, 2020, Circular No.SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020 and Circular No.SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, on account of pandemic of COVID-19.

Kindly take the above on your record and oblige.

Thanking you,

Yours faithfully,  
For TGV SRAAC Limited

(V. Radhakrishna Murthy)  
Chief General Manager & Company Secretary



Encl : As above.



# TGV SRAAC LIMITED

6-2-1012, 2nd Floor, TGV Mansion, Khairatabad, Hyderabad - 500004, (T.S.) India.  
Phone : +91-40-23313842, Fax : 040-23313875, Cell : +91 98483 09777  
E-mail : hyd2alkalies@gmail.com ; hyd\_2alkalies@rediffmail.com  
http://www.tgvgroup.com, CIN : L24110AP1981PLC003077



PROCEEDINGS OF THE 40<sup>TH</sup> ANNUAL GENERAL MEETING (AGM) OF TGV SRAAC LIMITED (CIN : L24110AP1981PLC003077) HELD THROUGH VIDEO CONFERENCING (VC) / OTHER AUDIO VISUAL MEANS (OAVM) ON THURSDAY, SEPTEMBER 15, 2022 AT 11.30 A.M.

## PRESENT:

Following persons were present through Video Conferencing (VC)/Other Audio Visual Means (OAVM):

Sri P.N. Vedanarayanan	....	Independent Director – Audit Committee Chairman
Sri K. Karunakar Rao	....	Executive Director & CEO
Sri N. Jesvanth Reddy	....	Executive Director (Technical)
Sri C. Srinivasa Babu	....	Executive Director (Technical)
Ms M. Sridevi	....	Woman Independent Director
Ms S. Hima Bindu	....	Independent Director
Ms Geeta R Serwani	....	Independent Director
Sri C. Rajesh Khanna	....	Vice President (F&A) & CFO
Sri V. Radhakrishna Murthy	....	CGM & Company Secretary
Sri M. Veera Kumaraswamy	....	Vice President (Internal Audit)

## By Invitation:

Sri P. Govardhana Reddy, M/s. K.S. Rao & Co., Statutory Auditor ( upto AGM - Outgoing Auditor )  
Sri B. Daivadheenam Reddy, Partner of M/s.Brahmayya & Co., Chartered Accountants, Statutory Auditors (from conclusion of AGM - incoming Auditor).  
Sri N. Ramaswamy, Practicing Company Secretary, Secretarial Auditor.  
Sri M. Nirmal Kumar Reddy, Scrutinizer for the 40<sup>th</sup> AGM.  
Sri B. Suryank, Tax Auditor  
Smt Aruna Prasad, Cost Auditor

Attendance: 85 members of the Company (individuals + Corporate bodies Representatives) were present through VC/ OAVM in person as Members and/ or Corporate Representations.

Since the 40<sup>th</sup> AGM of the Company was convened through VC/ OAVM without physical attendance of members and the requirement of appointment of proxies pursuant to the provisions of Section 105 of the Companies Act, 2013 (the Act) had been dispensed with, and hence the facility for appointment of proxies by members was not available for this AGM.

....2....





# TGV SRAAC LIMITED

(Formerly Sree Rayalaseema Alkalies and Allied Chemicals Ltd.)

Continuation Sheet

:: 2 ::

At the outset the company secretary informed that pursuant to Articles of Association of the Company Sri P.N. Vedanarayanan was chosen as Chairman for the AGM by the Board of Directors.

At 11.30 A.M., Sri P.N. Vedanarayanan, the Chairman commenced the meeting by welcoming the shareholders to the 40<sup>th</sup> Annual General Meeting which was convened through VC/OAVM and announced that the requisite quorum was present and thereafter he called the meeting to Order.

He thanked all of the shareholders present for participating in the AGM and sincerely wished that all of the shareholders and their family members are safe and healthy. He then mentioned that it was the third time TGV SRAAC Limited was convening its AGM through Video Conferencing in pursuance to MCA and SEBI relaxation circulars dt.05.05.2022, 09.12.2020 and 13.05.2022.

He introduced all the Board members, Chief Financial Officer and Company Secretary of the Company present, statutory auditors, secretarial auditor and other guests in the meeting through Video Conferencing.

Sri P.N. Vedanarayanan, Chairman of the Audit Committee and Shareholders Grievance/Stakeholders Relationship Committee of the Board of Directors of the Company and also Chairman of the AGM was present at the AGM through VC/OAVM.

The Chairman then informed the shareholders that the Company had availed the facility of Central Depository Services of (India) Limited for convening the AGM through Video Conferencing and e-voting at the time of AGM. He also informed that the Company has made all reasonable efforts to enable members to participate in the AGM and vote on the items specified in the Notice dated August 10, 2022 convening 40<sup>th</sup> AGM.

He also informed that the Statutory Registers, Memorandum of Association and Articles of Association and other statutory documents were available for the inspection by shareholders. After declaration of quorum, the Chairman delivered his speech which covers national, international economy, company performance compared with previous year and future plans. At the end of his speech he acknowledged gratitude and appreciation to Banks, Staff and vision of main promoter for company growth and performance.

He then mentioned that since the AGM was convened through Video Conferencing the Company had provided the facility to members to ask their questions / express their views by emailing it to the Company at any time seven days prior to the AGM.

....3....





:: 3 ::

The Chairman then announced that the e-voting facility at the time of the AGM is open and available for shareholders attending this AGM, who have not voted on the resolutions through remote e-voting and that the e-voting facility will be kept open till 15 minutes from the conclusion of this AGM and thereafter the link for e-voting was disabled.

Thereafter the Chairman commenced the formal agenda of the AGM and with the consent of the Members present, the Notice convening the 40<sup>th</sup> AGM, the Directors' Report along with annexures thereto and the Annual Audited Financial Statements for the financial year ended March 31, 2022 which were already circulated to Members were taken as read.

The Chairman thereafter informed that the Auditor's Report on the Annual Financial Statements of the Company and Secretarial Auditor's Report for the financial year ended March 31, 2022 did not contain any qualification, observations or comments on financial transaction or matters, which would have adverse impact on the functioning of the Company. Since, there were no such qualifications, observations or comments, the Auditor's Report was not required to be read.

The Chairman then asked Sri V. Radhakrishna Murthy, CGM & Company Secretary of the Company to invite speaker shareholders to speak few words, express their views and ask questions, if any and also explained the process of e-voting at the time of AGM. Thereafter, 10 (Ten) shareholders spoke on various items of the Notice and Annual Audited Financial Statements for the financial year 2021-22 and sought clarifications.

Thereafter, the Chairman requested Sri K. Karunakar Rao, Executive Director & CEO of the Company to respond to the queries raised by members present at the meeting which he did.

Sri V. Radhakrishna Murthy, the Company Secretary informed the Members present that considering all the statutory requirements, under Section 108 of Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the Company in order to ensure larger participation had provided remote e-voting facilities to its shareholders to cast their votes electronically. He also stated that since the meeting is held through VC/ OAVM, the Company had availed the Facility from CDSL for e-voting at the time of the AGM. Hence, members attending this AGM who have not voted on the resolutions through remote e-voting are having an option to vote on the resolutions by availing the facility of e-voting available now. He then informed that the facility for e-voting is open now and the members can avail this facility of e-voting process only till 15 minutes from the conclusion of this AGM and thereafter the link would be disabled automatically.

....4....





:: 4 ::

Thereafter Sri V. Radhakrishna Murthy, the Company Secretary informed Members that the combined results of remote e-voting and e-voting at the time of the AGM would be displayed at the notice board and website of the Company by September 17, 2022 and also on the website of the Company and Stock Exchanges.

Thereafter the meeting concluded at 12.35 p.m. with a vote of thanks to the Chair and other participants by Sri V. Radhakrishna Murthy, the Company Secretary.

The remote e-voting results along with the consolidated scrutinizer's report shall be informed to the Stock Exchange and also be placed on the website of the Company and BSE Ltd., in due course within statutory time limit.

The following items of ORDINARY and SPECIAL BUSINESS as set out in the Notice convening the 40<sup>th</sup> AGM of the Company were transacted and duly approved by the Members with requisite majority:

## Ordinary Business:

### Item No. 1 (

Adoption of the Audited Balance Sheet and Statement of Profit & Loss Account for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon on standalone basis.

### Item No. 2

To appoint a Director in place of Sri K. Karunakar Rao (DIN : 02031367), who retires by rotation and being eligible, offers himself for re-appointment.

### Item No. 3

To appoint a Director in place of Sri C. Srinivasa Babu (DIN: 09266926), who retires by rotation and being eligible, offers himself for re-appointment.

### Item No. 4

Appointment of M/s. Brahmayya & Co., Chartered Accountants, (FRN : 000515 S) as Statutory Auditors of the Company for a period of 5 consecutive years starting from the conclusion of the AGM.

....5....





:: 5 ::

**Special Business :**

**Item No. 5 (Special Resolution)**

Appointment of Ms. Geeta Ramesh Serwani (DIN : 09130636) for the first time as Non-Executive Independent Director for 3 consecutive years.

**Item No. 6 (Special Resolution)**

Appointment of Ms. S. Hima Bindu (DIN:09520601) for the first time as Non-Executive Independent Director (in continuation / modification to Shareholders approval by way of Postal Ballot dt.09.04.2022) for 3 consecutive years.

**Item No. 7 (Special Resolution)**

Appointment of Ms. M. Sridevi (DIN:02446610) for the first time as Non-Executive woman Independent Director (in continuation / modification to Shareholders approval by way of Postal Ballot dt.09.04.2022) for 3 consecutive years.

**Item No. 8 (Special Resolution)**

Creation of Security in favour of M/s. Punjab National Bank for financial assistance of Rs.25 Cr, under Term Loan / Capex LC.

**Item No. 9**

Approval for Material Related Party transactions (Voted by non-promoter shareholders).

**Item No. 10**

Ratification for Re-appointment and Remuneration of Cost Auditor M/s. Aruna Prasad & Co., (Regn.No.100883).

Thanking you,

Yours faithfully,  
For TGV SRAAC Limited

  
(V. Radhakrishna Murthy)  
Chief General Manager &  
Company Secretary

