



Sakthi Sugars Limited

180, Race Course Road, Post Box No. 3775, Coimbatore - 641 018. Phone : + 91 422-2221551, 4322222
Fax : +91 422-4322488, 2220574 E-mail : info@sakthisugars.com CIN : L1542ITZ1961PLC000396

SL\EGM\1194\2022

2.6.2022

BSE LIMITED
25TH Floor,
P.J.Towers
Dalal Street
MUMBAI - 400 001

THE NATIONAL STOCK EXCHANGE
OF INDIA LIMITED
Exchange Plaza, 5th Floor, Plot
No.C/1, G-Block, Bandra Kurla
Complex, Bandra (East),
MUMBAI - 400 051

Dear Sirs,

Sub: Notice of Extraordinary General Meeting

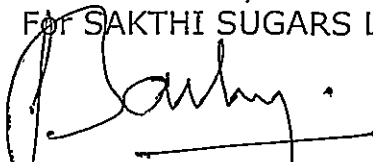
Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose copy of Notice convening an Extraordinary General Meeting of the Company on Saturday, 25th June 2022 at 11.30 A.M. through video conference/Other Audio Video Means in terms of the Circulars of Ministry of Corporate Affairs and of SEBI in this regard.

The said Notice of EGM has been sent by email to the shareholders who have registered their email ID with the Company/Depository Participants. The Notice is available on the Company's website: www.sakthisugars.com

Kindly take the above on record.

Thanking you,

Yours faithfully
FOR SAKTHI SUGARS LIMITED



Sr. Vice President &
Company Secretary



SAKTHI SUGARS LIMITED

CIN : L15421TZ1961PLC000396

Regd. Office : Sakthi Nagar - 638 315, Bhavani Taluk, Erode District, Tamilnadu.

Phone : 0422-4322222, 2221551 Fax : 0422-2220574, 4322488

E-mail : shares@sakthisugars.com Website : www.sakthisugars.com

NOTICE OF EXTRAORDINARY GENERAL MEETING

To

The Members,

NOTICE is hereby given that an Extraordinary General Meeting ("EGM") of the members of Sakthi Sugars Limited ("Company") will be held on Saturday, the 25th June 2022, at 11.30 a.m. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business:

SPECIAL BUSINESS

Provision of corporate guarantee and security for a loan to be availed by ABT Limited, a related party:

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED that pursuant to Section 185 and other applicable provisions, if any, of the Companies Act 2013 and the Rules made thereunder, provision of security by way of equitable mortgage of the immovable property at 180 Race Course Road, Coimbatore, Tamilnadu and of corporate guarantee by the Company in favour of Kotak Mahindra Bank Limited to secure the term loan of Rs.50 crores availed/to be availed by ABT Limited, related party in which some of the Directors of the Company are interested, be and is hereby approved and ratified."

By order of the Board of Directors

Coimbatore

30.05.2022

S. Baskar

Sr. Vice President & Company Secretary

Notes:

1. In view of Covid-19 pandemic, social distancing norms being followed and pursuant to General Circular No.14/2020 dated 08.04.2020 read with circular No. 17/2020 dated 13.04.2020, No.39/2020 dated 31.12.2020, No.10/2021 dated 23.06.2021, No.20/2021 dated 08.12.2021 and No. 3/2022 dated 05.05.2022 (collectively referred to "MCA Circulars") issued by the Ministry of Corporate Affairs (MCA) and Circulars No. SEBI/HO/CFD/CMD1/CIR/P/79 dated 12.05.2020, No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15.01.2021 and No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13.05.2022 issued by Securities and Exchange Board of India (collectively referred to as "SEBI Circulars") and in compliance with the provisions of the Companies Act 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this EGM is being held through Video Conferencing (VC) or Other Audio Visual Means (OAVM).The EGM does not require physical presence of members at a common venue. The deemed venue for the EGM shall be the Registered Office of the Company.
2. Since the EGM is being held through VC/OAVM pursuant to the MCA/SEBI Circulars and physical attendance of Members has been dispensed with, there is no requirement for appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Companies Act 2013 (Act) will not be available for the EGM. However, institutional/corporate members may appoint their representatives in pursuance of Sections 112 and 113 of the Act, for the purpose of participation in the EGM through VC/OAVM and to exercise e-voting.
3. Since the EGM will be held through VC/OAVM, the Route Map is not annexed to this Notice.
4. Link Intime India Private Limited will be providing their facility ('InstaMeet') for participation in the EGM through VC/OAVM and e-voting during the EGM, and for voting through remote e-voting ('InstaVote').
5. Members may join the EGM through VC/OAVM by following the procedure mentioned in Note No.25 herein below. The log-in provision for joining the meeting shall be kept open for the Members 30 minutes before the scheduled time for commencement of the EGM (i.e. from 11.00 a.m.) till 15 minutes after the commencement time of the EGM (i.e. upto 11.45 a.m.). Thereafter the log-in provision shall be deactivated.

6. Members may note that the VC/OAVM facility provided by Link Intime India Private Limited allows participation of not less than 1000 Members on first-come-first-served basis. The large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the Chairpersons of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. can attend the EGM without any restriction on account of first-come-first-served basis.
7. Attendance of the Members participating in the EGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
8. Statement pursuant to Section 102 of the Act relating to the Special Business to be transacted at the EGM is attached.
9. Notice will be sent electronically to all the shareholders, whose names appear on the Register of Members / List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on 27th May 2022.
10. The Notice of the EGM will be sent only by electronic mode to those Members whose email addresses are registered with the Company/RTA/Depositories in accordance with the aforesaid MCA and SEBI circulars. Members may note that physical copy of the Notice will not be sent. The Notice of the EGM will be available on the website of the Company at www.sakthisugars.com, on the websites of NSE (www.nseindia.com) and BSE (www.bseindia.com) and also on the website of Link Intime India Private Limited (<https://instavote.linkintime.co.in>).
11. In case the shareholder(s) has/have not registered his/her/their email address with the Company/RTA/Depositories, they are requested to register their email ID by following the steps given below:
 - a. In case of shareholders holding shares in physical form:

Kindly login to the website of the Company's Registrar and Share Transfer Agents, Link Intime India Private Limited (www.linkintime.co.in), go to investor service section and select 'Email/Bank detail Registration', fill in the details and upload the required documents and submit.
 - b. In case of shareholders holding shares in demat form:

Kindly contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.
12. Members can attend and participate in the EGM through VC/OAVM only.
13. The cut-off date (record date) for the purpose of determining the voting rights of the members is 18th June, 2022. The voting rights of the members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date.
14. The persons who have become members of the Company after 27th May 2022 and whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date may contact the Company's Registrar and Share Transfer Agents, Link Intime India Private Limited through e-mail at "coimbatore@linkintime.co.in" and provide their e-mail ID and folio/client ID for sending the EGM Notice electronically. The members can also download the EGM Notice from the Company's website www.sakthisugars.com. Password for e-voting can be generated by the shareholders themselves by following the instructions for e-voting given in Note No.24 herein below.
15. Members holding shares in physical form are requested to notify the change, if any, in their address to the Company or the Registrars and Share Transfer Agents, Link Intime India Private Limited. Members holding shares in electronic form are requested to advise the change in their address to their Depository Participants.
16. As required under Section 108 of the Act and Regulation 44 of the SEBI Listing Regulations, members are provided with remote e-voting facility and e-voting facility during the EGM for exercising their voting rights.

17. Sri M.D.Selvaraj, Proprietor, M/s. MDS & Associates, Company Secretaries, Coimbatore, has been appointed as Scrutinizer for conducting the remote e-voting and e-voting during the EGM in a fair and transparent manner.
18. Institutional Members are encouraged to attend and vote at the EGM through VC / OAVM.
19. The remote e-voting period begins on Wednesday, 22nd June 2022 at 9.00 a.m. and ends on Friday, 24th June 2022 at 5.00 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 18th June 2022, may cast their vote electronically. The remote e-voting module shall be disabled by Link Intime India Private Limited for voting thereafter.
20. Institutional/Corporate Shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF/ JPEG Format) of its Board Resolution or governing body Resolution/Authorisation etc., authorising its representative to attend the EGM through VC/OAVM on its behalf and to vote through e-voting. The said Resolution/ Authorization shall be sent by email from their registered email ID to the Scrutinizer's email address at mds@ mdsassociates.in with copies marked to the Company at shares@sakthisugars.com and to its RTA at enotices@ linkintime.co.in.
21. During the EGM, the Chairman shall inform about opening of e-voting facility on the platform of Link Intime India Private Limited to enable those Members who have not cast their vote and would like to cast their vote at the EGM. The Members who have already cast their vote by remote e-voting cannot vote again at the EGM.
22. In case of joint holders, only such joint holder who is higher in the order of names will be entitled to attend and vote, unless the other joint holder is authorised in writing to do so.
23. Instructions for shareholder to register as speakers during the EGM through VC/OAVM (InstaMeet):

Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request mentioning their name, demat account number/folio number, PAN, email ID, mobile number to shares@sakthisugars.com from 9.00 a.m on 20.06.2022 to 5.00 p.m. on 22.06.2022.

The first 20 speakers on first come basis will only be allowed to express their views/ask questions during the meeting.

Shareholders, who would like to ask questions, may send their questions in advance mentioning their name, demat account number/folio number, email ID, mobile number to shares@sakthisugars.com. The same will be replied by the Company suitably.

Note: Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the meeting. The Company reserves the right to restrict the number of questions/speakers depending on the availability of time for the EGM.

Shareholders are allowed to use camera and are required to use internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.
24. Instructions for remote e-voting electronically by shareholders (Instavote):

Remote e-voting instructions for shareholders post change in the login mechanism for individual shareholders holding securities in demat mode, pursuant to SEBI circular dated December 9, 2020:

Pursuant to SEBI circular dated December 9, 2020 on e-voting facility provided by listed companies, individual shareholders holding securities in demat mode can vote through their demat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email ID in their demat accounts to access e-voting facility. Login method for individual shareholders holding securities in demat mode/ physical mode is given below:

Type of shareholders	Login Method
Individual shareholders holding securities in demat mode with NSDL	<ul style="list-style-type: none"> • If you are already registered for NSDL IDeAS facility, please visit the e-services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a personal computer or on a mobile. Once the home page of e-services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your user ID and password. • After successful authentication, you will be able to see e-voting services. Click on "Access to e-voting" under e-voting services and you will be able to see e-voting page. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting and voting during the meeting. • If the user is not registered for IDeAS e-services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp • Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com either on a personal computer or on a mobile. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section. A new screen will open. You will have to enter your user ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting and voting during the meeting.
Individual shareholders holding securities in demat mode with CDSL	<ul style="list-style-type: none"> • Existing users who have opted for Easi / Easiest, they can login through their user ID and password. Option will be made available to reach e-voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. • After successful login of Easi / Easiest the user will be also able to see the e-voting Menu. The Menu will have links of e-voting service provider i.e. NSDL, KARVY, LINKINTIME, CDSL. Click on e-voting service provider name to cast your vote. • If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration. • Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered mobile and email as recorded in the demat Account. After successful authentication, user will be provided links for the respective e-voting service provider (ESP) where the e-voting is in progress.
Individual shareholders (holding securities in demat mode) & login through their depository participants	<ul style="list-style-type: none"> • You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. • Once login, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting and voting during the meeting.

<p>Individual shareholders holding securities in physical mode & e-voting service provider is LINKINTIME.</p>	<ol style="list-style-type: none"> 1. Open the internet browser and launch the URL: https://instavote.linkintime.co.in <ul style="list-style-type: none"> • Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details: - <ol style="list-style-type: none"> A. User ID: Shareholders/ members holding shares in physical form shall provide Event No + Folio Number registered with the Company. B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable. C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format) D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company. • Shareholders/ members holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above. • Set the password of your choice (The password should contain minimum 8 characters, at least one special character (@!#\$%*), at least one numeral, at least one alphabet and at least one capital letter). • Click "confirm" (Your password is now generated). 2. Click on 'Login' under 'SHARE HOLDER' tab. 3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on 'Submit'. 4. After successful login, you will be able to see the notification for e-voting. Select 'View' icon. 5. E-voting page will appear. 6. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). 7. After selecting the desired option i.e. Favour / Against, click on 'Submit'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.
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Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI, etc.) and Custodians are required to logon the e-voting system of Link Intime India Private Limited (LIPL) at <https://instavote.linkintime.co.in> and register themselves as 'Custodian / Mutual Fund / Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/ power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

Individual Shareholders holding securities in Physical mode & e-voting service provider is Linkintime have forgotten the password:

- o Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'
- o Enter User ID, select Mode and Enter Image Verification (CAPTCHA) Code and Click on 'Submit'.
- In case shareholders/ members are having valid email address, password will be sent to his/her registered e-mail address.
- Shareholders/ members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits), etc. as mentioned above.
- The password should contain minimum 8 characters, at least one special character (@!#\$%*), at least one numeral, at least one alphabet and at least one capital letter.

Individual shareholders holding securities in demat mode with NSDL/CDSL have forgotten the password:

- Shareholders/ members who are unable to retrieve User ID/Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

Helpdesk for individual shareholders holding securities in demat mode:

In case shareholders/ members holding securities in demat mode have any technical issues related to login through Depository i.e. NSDL/ CDSL, they may contact the respective helpdesk given below:

Login type	Helpdesk details
Individual shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30.
Individual shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43.

Helpdesk for individual shareholders holding securities in physical mode/institutional shareholders and e-voting service provider is Linkintime.

In case shareholders/members holding securities in physical mode/institutional shareholders have any queries regarding e-voting, they may refer the Frequently Asked Questions ('FAQs') and Instavote e-voting manual available at <https://instavote.linkintime.co.in>, under help section or send an email to enotices@linkintime.co.in or contact Instavote Support Desk, Link Intime India Private Limited on Tel: 022-4918 6000.

25. Instructions for attending the EGM through VC/OAVM (InstaMeet):

- For attending the EGM through VC/OAVM, shareholders may login InstaMeet portal (<https://instameet.linkintime.co.in>) 30 minutes before the commencement time of the EGM (i.e. from 11.00 a.m.) till 15 minutes after the commencement time (i.e. upto 11.45 a.m.). Thereafter login provision will be deactivated.
- Open the internet browser and launch the URL for InstaMeet <<<https://instameet.linkintime.co.in>>> and register with your following details:
 - DP ID/Client ID or Folio No. - Enter your 16 digit DP ID / Client ID or Folio Number registered with the Company.
 - PAN - Enter your 10 digit Permanent Account Number (PAN)
 - Mobile No. – Enter your mobile number.
 - Email ID – Enter your e-mail ID.
- Click "Go to Meeting"

Note: Shareholders are encouraged to join the Meeting through Tablets/Laptops connected through broadband for better experience.

Shareholders are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that shareholders connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case the shareholders have any queries or issues regarding attending the EGM through VC/OAVM, you can write an email to instameet@linkintime.co.in or call Link Intime India Private Limited - Tel : 022-49186175.

26. Instructions for shareholders to vote during the EGM through VC/OAVM (InstaMeet):

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders who have not exercised their vote through remote e-voting can cast their vote as under:

- a. On the Shareholders VC page, click on the link for e-voting "Cast your vote".
- b. Enter Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email ID) received during registration for InstaMeet and click on 'Submit'.
- c. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
- d. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired.
- e. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
- f. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
- g. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders who attend the EGM through VC/OAVM (InstaMeet) and have not cast their vote on the Resolution through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting facility during the meeting.

Shareholders who have voted through remote e-voting prior to the date of the EGM will be eligible to attend/participate in the EGM through VC/OAVM (InstaMeet). However, they will not be eligible to vote again during the meeting.

In case the shareholders have any query or issue regarding e-voting, they can write an email to instameet@linkintime.co.in or call Link Intime India Private Limited - Tel : 022-49186175.

27. In case of any query or issue or grievance connected with the facility of remote e-voting, members may contact Sri S Baskar, Sr. Vice President & Company Secretary, through e-mail ID 'shares@sakthisugars.com' or through Phone No. 0422 - 4322222.
28. The Scrutinizer shall, immediately after the conclusion of the voting at the EGM, first download the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, within a period not exceeding 48 hours from the conclusion of the Extraordinary General Meeting to the Chairman and Managing Director or the authorized Director/ Executive.
29. The results of voting will be declared by the Chairman and Managing Director or the authorized Director/Executive at the Corporate Office of the Company at 180 Race Course Road, Coimbatore-641 018 within 48 hours from the conclusion of the EGM. The result along with Scrutinizer's Report will be posted on the Company's website www.sakthisugars.com and on the website of Link Intime India Private Limited: <https://instavote.linkintime.co.in>. It will also be displayed in the Notice Board of the Company at its Registered Office and at the Corporate Office. It will also be forwarded to the stock exchanges.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The Board of Directors of the Company has approved provision of corporate guarantee and security by way of equitable mortgage of the immovable property of the Company at 180 Race Course Road, Coimbatore, Tamilnadu in favour of Kotak Mahindra Bank Limited to secure the term loan of Rs.50 crores to be availed by ABT Limited, related party in which certain Directors of the Company are interested. The Audit Committee has also approved the transaction as required under Regulation 23(2) of the SEBI (LODR) Regulations 2015.

As the above transaction is a financial transaction in nature, the provisions of Section 188 of the Companies Act 2013 (the Act) are not applicable as per the Guidance Note on Related Party Transactions issued by the Institute of Company Secretaries of India.

Section 185 of the Act stipulates that provision of guarantee and security requires approval of the members of the Company by special resolution. Necessary special resolution is set out in the Notice for Members approval.

The details that are required to be given in the Explanatory Statement pursuant to the Companies Act 2013 and SEBI Circular No.SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated 22nd November 2021 are as under:

(a)	Name of the Related Party	ABT Limited
(b)	Name of the Director or KMP who is related, if any.	Dr. M. Manickam, Chairman and Managing Director Sri M. Balasubramaniam, Managing Director Sri M. Srinivaasan, Joint Managing Director
(c)	Nature of relationship	The aforesaid Directors are directors and shareholders of ABT Limited.
(d)	Nature, material terms, monetary value and particulars of the contract or arrangement	Provision of corporate guarantee and security for securing term loan availed/to be availed by ABT Limited. Amount to be secured is Rs.50 crores.
(e)	Tenure of the proposed transaction (particular tenure shall be specified)	The tenure is about four years.
(f)	Justification as to why the proposed transaction is in the interest of the Company	The transaction is in the overall interest of the Company as otherwise the Company would have been compelled to repay the amount, at least to the extent of Rs.50 crores, payable to ABT Limited. ABT Limited proposes to use the loan to be availed by them for purchase of property.
(g)	The percentage of the Company's annual turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction.	The value of the transaction would be 6.35% of the annual turnover of the Company for the financial year ended 31st March 2022.
(h)	A copy of the valuation or other external party report, if any, such report has been relied upon	Not applicable

In view of the above, the Board of Directors has recommended the special resolution as set out in the EGM Notice for the Members approval.

Except Dr. M. Manickam, Chairman and Managing Director, Sri M.Balasubramaniam, Managing Director, and Sri M.Srinivaasan, Joint Managing Director, no other Director or Key Managerial Personnel of the Company is concerned or interested, financially or otherwise, in the resolution.

Coimbatore
30.05.2022

By order of the Board of Directors
S. Baskar
Sr. Vice President & Company Secretary