



Times Guaranty Limited. The Times of India Building, Dr. D.N. Road, Mumbai - 400 001.
Tel.: 2273 1386 / 9869209996 • Fax: 2273 1587 • E-mail: corporate.secretarial@timesgroup.com
•Website: www.timesguarantylimited.com • CIN: L65920MH1989PLC054398

22nd September, 2021

To,
BSE Limited,
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001
Scrip Code : 511559

To,
National Stock Exchange of India Ltd.,
Exchange Plaza,
C-1, G-Block,
Bandra Kurla Complex, Bandra (East),
Mumbai 400 051.
Scrip Code : TIMESGTY

Dear Sir/Madam,

Sub: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR)- Summary of proceedings of the 31st Annual General Meeting

We would like to inform you that the 31st Annual General Meeting (AGM) of Times Guaranty Limited was held on 22nd September, 2021 at 11:30 a.m. through video-conference.

In accordance with the Regulation 30 read with Part A of Schedule III of the SEBI LODR, we are submitting herewith the summary of the proceedings of the 31st AGM of the Company.

Further, it is to be noted that the Members of the Company at their meeting held today have also approved the following changes in the Board of the Company:

1. Appointment of Mr. Mr. Jayaprakash Nair (DIN: 07816567) as a Director (Non- Executive) of the Company, who was appointed by the Board of Directors at its meeting held on 10th February, 2021. He is a qualified Chartered Accountant from Institute of Chartered Accountants of India (ICAI). He has completed his International Financial Reporting Standards (IFRS) Certification from ICAI and also has Six Sigma Green Belt Certification with expertise on Business processes. He is a prudent Finance professional and has extensively worked in the areas of accounts consolidation, audit & taxation, processes & controls, ERP rollout, strategy & business planning and handling Board related matters. He brings with him more than 25 years of rich experience of having worked in India, Middle East and Africa with prominent Companies like Ernst & Young, Honeywell, Maersk Sealand, BPL Mobile, Petronet India Ltd., ICICI Ltd and Indian Rayon. He joins us from JSW Energy Ltd, a leading pan India private player in the power sector, where he was working as the Vice President and Group Financial Controller. Currently, he holds the position of Vice President in Finance Department of Bennett Coleman & Company Limited.
2. Appointment of Ms. Mitu Samar Nath (DIN:07244627) as an Independent Director of the Company, not liable to retire by rotation for a second term of five (5) years commencing from 3rd February, 2021 up to 2nd February, 2026. Ms. Mitu has pursued master's in economics from Mumbai University and holds Management Degree in Business Administration from SP Jain Institute of Management & Research. She has authored several articles and research papers. She is a spokesperson at various Industry forums and top tier B-schools. Her professional experience includes stints with leading companies like Aditya



Times Guaranty Limited. The Times of India Building, Dr. D.N. Road, Mumbai - 400 001.
Tel.: 2273 1386 / 9869209996 • Fax: 2273 1587 • E-mail: corporate.secretarial@timesgroup.com
•Website: www.timesguarantylimited.com • CIN: L65920MH1989PLC054398

Birla Financial Services Group, ICICI Prudential Asset Management Company and Great Eastern Shipping Company. Cumulatively, she has nineteen years of industry experience. She is an active mentor under CII Western Region Women Network's initiative 100 hours of change. She has also mentored women on maintaining a balance between professional life and personal life.

Mr. Jayaprakash Nair and Ms. Mitu Samar Nath are not related to any other Directors of the Company.

Kindly take the above intimation on your records.

Thanking you,
Yours faithfully,

For Times Guaranty Limited

Shweta Chaturvedi
Company Secretary

Encl: As above

Summary of Proceedings of the 31st Annual General Meeting of Times Guaranty Limited

1. Date, Time and Venue of the Meeting:

The 31st Annual General Meeting (AGM or the Meeting) of Times Guaranty Limited (the Company) was duly convened and held on Wednesday, 22nd September, 2021, through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM') in compliance with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India. The meeting commenced at 11:30 A.M. (IST) and concluded at 11:45 a.m.

2. Brief details of Items deliberated at the Meeting and results thereof:

- Mr. Sivakumar Sundaram, Chairman of the Board welcomed all the Members present at the meeting and introduced all the directors present at the meeting.
- The Chairman of the Audit Committee, the Nomination and Remuneration Committee and Stakeholders' Relationship Committee were present at the Meeting
- The requisite quorum being present, Mr. Sivakumar Sundaram called the meeting to order.
- It was noted that the representatives of the Statutory Auditors and Secretarial Auditors were also present at the Meeting.
- The Chairman mentioned that the Notice of the 31st AGM along with the Annual Report for FY 2021 had been sent through electronic mode to those members, who were holding shares of the Company as on cut-off date i.e. 15th September, 2021 and whose e-mail IDs were registered with the Company/ Depositories and the same was taken as read. He then mentioned that the Auditors Report as well as Secretarial Auditors Report did not contain any qualification, observation or comment, hence, it was not required to read the Auditors Report as well as Secretarial Auditors Report at the meeting.
- The Chairman informed that remote e-voting commenced on Sunday, 19th September, 2021 at 9:00 a.m. and concluded on Tuesday, 21st September, 2021 at 5:00 p.m.
- The Chairman then commenced his speech and gave an overview of the operations and financial performance of the Company during the Financial Year 2020-21. The Chairman concluded his speech by placing on record his appreciation and gratitude for all the stakeholders for their trust and support in the Company.
- The following items of business as set out in the notice calling the Meeting were put for shareholders' approval:

Item No.	Type of Business	Details of Agenda	Resolutions Required
1	Ordinary Business	Consideration and adoption of the Audited Financial Statements of the Company for the financial year ended 31 st March, 2021 including the Audited Balance sheet as at 31 st March, 2021, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the reports of the Directors' and Auditor's thereon.	Ordinary Resolution
2	Ordinary Business	Appointment of Director in place of Mr. Gopalkrishnan Ramaswamy (DIN: 02712174), who retire by rotation and being eligible, offer himself for re-appointment.	Ordinary Resolution
3	Special Business	Appointment of Mr. Jayaprakash Nair as a Director	Ordinary Resolution
4	Special Business	Re-appointment of Ms. Mitu Samar Nath as an Independent Director	Special Resolution

- The Chairman informed the members that Ms. Ashwini Inamdar, Partner, Mehta & Mehta, Company Secretaries was appointed as Scrutinizer for the purpose of scrutinizing the entire e-voting process including the remote e-voting process.
- The Chairman informed the members that the e-voting results along with the Scrutinizer's Report shall be informed to Stock Exchanges and also placed on the website of the Company within 48 hours of the conclusion of the AGM. The e-voting was kept open for 15 minutes after the conclusion of the meeting at 11:45 a.m.

3. Voting by Members

- Pursuant to the provisions of the Companies Act, 2013 and Regulation 44 of SEBI (Listing Obligations and Disclosures Requirement) Regulations 2015 ("the Listing Regulations), the Company had provided remote e-voting facility to its Members to cast votes electronically on all the resolutions set out in the notice.
- Further, the e-voting was made available to the members who were present at the Meeting and had not cast their votes by remote e-voting facility.
- All the aforesaid resolutions were passed with the requisite majority. The resolutions are deemed to be passed on the date of the Annual General Meeting i.e. 22nd September, 2021.

- The voting results along with the consolidated report of the Scrutinizer shall be disseminated to the stock exchanges and will also be placed on the website of the Company and CDSL.

4. Vote of Thanks

Thereafter, the Meeting concluded with a vote of thanks to the Chairman.

For Times Guaranty Limited


Shweta Chaturvedi
Company Secretary

Place: Mumbai

Date: 22nd September, 2021