



Times Guaranty Limited. The Times of India Building, Dr. D.N. Road, Mumbai - 400 001.
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•Website: www.timesguarantylimited.com • CIN: L65920MH1989PLC054398

28th June, 2023

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 33rd Annual General Meeting

We would like to inform you that the 33rd Annual General Meeting (AGM) of Times Guaranty Limited was held on Wednesday, 28th June, 2023 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 33rd 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:

- Re-appointment of Ms. Anita Malusare (DIN: 07773062) as an Executive Director and Chief Executive Officer of the Company w.e.f. 29th March, 2023 for a term of two years, which was recommended by the Nomination and Remuneration Committee and approved by the Board of the Company on 18th May, 2023. Ms. Anita Malusare, aged 57 years, has completed her M.com and MBA Finance and has around 32 years of experience in various corporates like Otis Elevator, Hindustan Pencils Ltd. etc. She has also been a visiting faculty at Mulund College of Commerce, SIMSR and School of Sports Management, Jai Hind College. She is 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 33rd Annual General Meeting of Times Guaranty Limited

1. Date, Time and Venue of the Meeting:

The 33rd Annual General Meeting (AGM or the Meeting) of Times Guaranty Limited (the Company) was duly convened and held on Wednesday, 28th June, 2023 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 11:54 a.m. (IST).

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

- Mr. Gopalkrishnan Ramaswamy, Director of the Company, was appointed as the Chairman of the Meeting in absence of Chairman of the Board (Mr. Sivakumar Sundaram), who was unable to attend the Meeting.
- The Chairperson of the Audit Committee, Nomination and Remuneration Committee, and Corporate Social Responsibility Committee were present at the Meeting. However, Mr. Gopalkrishnan Ramaswamy was authorised by the Chairman of Stakeholders' Relationship Committee in his absence, to attend this meeting on his behalf.
- The requisite quorum being present, Mr. Gopalkrishnan Ramaswamy 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 33rd AGM along with the Annual Report for FY 2022-2023 had been sent through electronic mode to those members, who were holding shares of the Company as on cut-off date i.e. 26th May, 2023 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 or observation and 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, 25th June, 2023 at 9:00 a.m. and concluded on Tuesday, 27th June, 2023, 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 2022-2023. 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, 2023 including the Audited Balance sheet as at 31 st March, 2023, 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 a Director in place of Mr. Gopalkrishnan Ramaswamy (DIN: 02712174), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
3	Special Business	Re-appointment of Ms. Anita Malusare as an Executive Director and Chief Executive Officer (ED and CEO)	Ordinary Resolution

- The Chairman informed the members that Ms. Ashwini Inamdar, Partner failing her Ms. Alifya Sapatwala, Partner, Mehta & Mehta, Company Secretaries was appointed as the 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 two working days of the conclusion of the AGM. The e-voting was kept open for 15 minutes after the conclusion of the meeting at 11:54 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. 28th June, 2023.
- 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 of the Meeting.

For Times Guaranty Limited



Shweta Chaturvedi
Company Secretary

Place: Mumbai

Date: 28th June, 2023