



TAMILNADU STEEL TUBES LIMITED

MFRS. & EXPORTERS OF : MS & GI, SQUARE & RECTANGLE STEEL PIPES

REGD. OFF : MERCURY APARTMENTS, 1st FLOOR, 65, PANTHEON ROAD, EGMORE, CHENNAI - 600 008.
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TNT/2023-24/

20.09.2023

B S E Limited

Dept. of Corporate Services

P. J. Towers

Dalal Street, Fort, MUMBAI – 400 001

Dear Sirs,

Sub: Tamilnadu Steel Tubes Ltd. - Scrip Code- 513 540

44th Annual General Meeting (AGM) of M/s Tamilnadu Steel Tubes Ltd.,

held on Wednesday the 20th September 2023, at 10.00 AM

through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”)

PROCEEDINGS OF THE 44th ANNUAL GENERAL MEETING HELD ON 20.09.2023

Pursuant to REG.30 of SEBI (LODR) Regulations 2015, it is hereby informed that the 44th Annual General Meeting of the Company was duly held on Wednesday, the 20th September 2023, at 10.00 a.m. (IST) through Video Conferencing (VC) or Other Audio Visual Means (OAVM) in accordance with the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) REG 44 of the SEBI (LODR) Regulations 2015, and Circular No, 20/2020 dt. 05.05.2020 read with circular No. 14/2020 dt. 08.04.2020 and MCA Circulars No. 17/2020, dt. 13.04.2020, and Circular dt. 12.05.2020 issued by the SEBI, and the proceedings of the said 44th AGM of the company is given hereunder:

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PRESENT: -

DIRECTORS

1	Mr. Rajesh Sai Iyer	DIN: 05353374	Independent Director & Chairman of Meeting
2	Mr. Bivashwa Das	DIN: 07352655	Managing Director
3	Mr. Rama Ashish Singh	DIN:09236352	Whole Time Director
4	Mr. N.Sudharsan	DIN:09236352	Whole Time Director
5	Mr. MT Elumalai	DIN:01278399	Whole Time Director
6	Mrs. Jyothi Satish (Outgoing Director)	DIN: 08829015	Independent Director
7.	Mrs. Renuka Ramesh	DIN: 07904904	Independent Director
8.	Mr. R.V.Sathyanarayanan	DIN: 08913315	Independent Director
9.	Mrs. Divya Abhishek (w.e.f: 20.09.2023)	DIN: 08829015	Independent Director

In Attendance

Mr. K Suresh	Company Secretary
Mrs. G.Chitra	Chief Financial Officer
Mr. Vairamuthu	Statutory auditor
Ms. Neeraja	Internal Auditor
Mr. TMN Kesavan	GST Auditor
Mr. VS Sowri Rajan	Secretarial Auditor
CMA Latha Venkatesh	Cost Auditor
Mr. Ramesh Chandra	Corporate Advisor
Mr. PR Shankar	Legal Advisor
Mrs. Sobana Pranesh	Compliance Advisor (PCS)

Total No. of Members Present: 55

Chairman and Quorum:

Mr. Rajesh Sai Iyer, Independent Director of the Company, elected as the Chairman of the Meeting and thereafter occupied the Chair to preside over the Meeting.

The Chairman, through Company Secretary, declared that Members were present through Video Conference. According to the Articles of Association of the Company and Section 103 of the Companies Act, 2013, the Chairman declared it as a valid quorum and called the meeting to order and start.

Then he welcomed all the Members present at the Meeting through "VC/OAVM" and introduced the Directors and Auditors to the Members of the Company. Further he also informed that the company has provided to the shareholders the facility to cast their vote electronically on all resolutions set forth in the Notice of the AGM through remote e-voting facility provided by Link. The Chairman thereafter read out his Speech.

The Chairman further informed that since the notice of the AGM along with the audited Financial Statements and the Directors Report for the year ended 31st March, 2023 has already been circulated to all the members, the same was taken as read. Further, he stated that as there are no qualifications or comments or remarks in the Statutory Auditors Report and the Secretarial Auditor's Report for the Financial Year Ended 31st March, 2023, the same was taken as read.

The Chairman read the summary of the Resolutions set out in the Agenda Item No. 1 to 9 of the Notice of the 44th Annual General Meeting Notice dt.12.08.2023.

ORDINARY BUSINESS:

1. Adoption of Audited Financial Statements of the Company for the FYE 31st March 2023 together with the reports of the Board of Director and Auditors thereon.
2. Appointment of Company Secretary Mr. K Suresh, No-3/15, Easwari Nagar Main Road, Zamin Pallavaram, Pallavaram, Chennai-600 043. (Membership No. ACS 34656),
3. Reappointment of Mr. Bivashwa Das (DIN- 07352655) whole time director who retires by rotation and being eligible offers himself for re-appointment.
4. Reappointment of Mr. MT Elumalai (DIN No. 01278399) whole time director who retires by rotation and being eligible offers himself for re-appointment.
5. Appoint of Independent Director CMA Divya Abhishek, representing small Shareholders in place of Mrs. Jyothi Satish (DIN- 08829015) whose tenure is being completed at this 44th AGM:

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SPECIAL BUSINESS:

6. Appointment and Fixation of Remuneration to Cost Auditor - Ordinary Resolution CMA .Latha Venkatesh, M/s. Latha Venkatesh & Associates as Cost Auditor for the year 2023-2024 and fixing of remuneration.

7. SALE OF COMPANY'S LAND SITUATED AT M.M. NAGAR - PLOTS B-10 & C-13 / FIXED IMMOVABLE ASSETS - Special Resolution. Approval for Registration of Sale deed under section 180(1) (a) of Companies Act, 2013. To Sell lease or otherwise dispose off the whole or substantially whole of the Company's Land.

8. TRANSFR OF E.M.D. AMOUNT FROM Mrs. DURGA DEVI GOYAL TO Mr. RAKESH GOYAL, (HER ONLY SON - LEGAL HEIR), ON ACCOUNT OF HER AGE-RELATED ISSUE -Special Resolution:

Approval for Transfer of EMD Amount Rs.13,20,00,000 in the name of Mrs. Durga Devi Goyal to Mr. Rakesh Goyal.

9. TRANSFER OF LEASE / SALE OF LEASE HOLD LANDS IN FAVOUR OF Mr. RAKESH GOYAL FROM Mrs. DURGA DEVI GOYAL, HER ONLY LEGAL HEIR ON ACCOUNT OF HER AGE RELATED ISSUE - Special Resolution:

Approval for transfer of Lease/Sale of Leasehold Lands in favour of Mr. Rakesh Goyal from Mrs. Durga Devi Goyal.

The chairman then opened the floor for the shareholders to raise their queries and requested the company secretary to explain to the shareholders to be followed by them. The Company Secretary then informed that there are no queries from the shareholders.



With the permission of the Chairman, the company secretary further informed about the procedures of the e-voting facility provided by NSDSL would remain open for the next 15 minutes to enable the shareholders, who are present at the meeting had not cast their votes through remote e-voting, to cast their votes electronically. He further informed that the results of the voting shall be declared within the prescribed time and the consolidated scrutinizer report along with the voting results would be submitted to BSE, and would be placed on the company's website (www.tntpipes.com).

The Company Secretary then thanked all the shareholders, Directors, Auditors, Scrutinizer, and other invitees who have joined the 44th AGM of the company through Video Conferencing facility / other audio visual means. The 44th AGM and the voting at the said Meeting concluded at 10.33 a.m.

Kindly take the above on record.

Thanking you,

Yours faithfully,

For TAMILNADU STEEL TUBES LTD.



K SURESH
COMPANY SECRETARY
(M No. ACS 34656)