

(AN ISO 9001, 14001, 50001/ HACCP & FSSC 22000 CERTIFIED COMPANY)

CIN: L24100MH1972PLC016149

July 23, 2023

Department of Corporate Services
Bombay Stock Exchange Ltd.
P.J. Towers, 25th Floor,
MUMBAI – 400 001
Fax No: 22723121/2037/3719/2941

National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex
Bandra (East)
MUMBAI – 400 051
Fax No: 26598237/8238

Dear Sir,

Ref.: Scrip code: 500412 / TIRUMALCHM

**Re: Reg. 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.--
Voting Results of the 50th AGM held on July 22, 2023**

Date of AGM : 22/07/2023

Total number of shareholders on record date: 81448

No. of shareholders present in the meeting in person:

Promoters and Promoter Group: 5

Public : 94

The businesses that are transacted at the meeting along with their respective voting results as declared by the Chairman are placed below along with the Scrutinizer's Report.

Kindly acknowledge.

Thanking you,

Yours faithfully,
For **THIRUMALAI CHEMICALS LIMITED**



T. Rajagopalan.
Company Secretary

1. Subject Matter of Resolution:

To receive, consider and adopt the Audited Financial Statements (including consolidated Financial Statements) for the Financial Year ended on March 31, 2023, and the Reports of the Directors and Auditors thereon.

Nature of Resolution: Ordinary Resolution

Particulars	Number of members voted	Number of shares for votes cast by them	% of total number of valid votes cast
Voted in favour of the resolution	213	43,878,725	100.00%
Voted against the resolution	1	01	0.00%
Invalid votes	4	153	
Total	218	43,878,879	100.00%

Accordingly, out of the total 43,878,726 valid votes cast via e-voting and remote e-voting, 43,878,725 votes were cast **assenting** to the ordinary resolution and 01 votes were cast **dissenting** to the ordinary resolution.

Result: The following Ordinary Resolution had been passed with requisite majority.

“RESOLVED THAT the standalone and consolidated Audited Financial Statements for the year ended 31st March 2023, together with the Directors' Report and the Auditors' Reports thereon as circulated to the Members and presented to the meeting be and are hereby approved and adopted

2. Subject Matter of Resolution:

To declare dividend for the Financial Year ended March 31, 2023.

Nature of Resolution: Ordinary Resolution

Particulars	Number of members voted	Number of shares for votes cast by them	% of total number of valid votes cast
Voted in favour of the resolution	215	43,931,241	100.00%
Voted against the resolution	Nil	Nil	0.00%
Invalid votes	4	153	
Total	219	43,931,394	100.00%

Accordingly, out of the total **43,931,241** valid votes cast via e-voting and remote e-voting, 43,931,241 votes were cast **assenting** to the ordinary resolution and Nil votes were cast **dissenting** to the ordinary resolution.

Result: The following Ordinary Resolution had been passed with requisite majority.

“RESOLVED THAT a dividend of Rs.1.50 per equity share on the paid-up equity share capital of the Company as recommended by the Board be and is hereby declared for the Financial Year ended March 31, 2023.”

3. Subject Matter of Resolution:

To appoint a Director in place of Mrs. Ramya Bharathram (DIN- 06367352), who retires by rotation and being eligible, offers himself for re-appointment..

Nature of Resolution: Ordinary Resolution

Particulars	Number of members voted	Number of shares for votes cast by them	% of total number of valid votes cast
Voted in favour of the resolution	209	43,930,464	100.00%
Voted against the resolution	6	777	0.00%
Invalid votes	4	153	
Total	219	43,931,394	100.00%

Accordingly, out of the total **43,931,241** valid votes cast via e-voting and remote e-voting, 43,930,464 votes were cast **assenting** to the ordinary resolution and 777 votes were cast **dissenting** to the ordinary resolution.

Result: The following ordinary Resolution had been passed with requisite majority.

“RESOLVED THAT Mrs. Ramya Bharathram (DIN- 06367352), Director, who retires by rotation and being eligible, offers herself for re-appointment, be and is hereby re-appointed as a Director of the Company.

4. Subject Matter of Resolution:

To ratify the remuneration of Cost Auditor for Financial Year 2023-24.

Nature of Resolution: Ordinary Resolution

Particulars	Number of members voted	Number of shares for votes cast by them	% of total number of valid votes cast
Voted in favour of the resolution	209	43,929,218	100.00%
Voted against the resolution	6	2023	0.00%
Invalid votes	4	153	
Total	219	43,931,394	100.00%

Accordingly, out of the total **43,931,241** valid votes cast via e-voting and remote e-voting, 43,929,218 votes were cast **assenting** to the ordinary resolution and 2023 votes were cast **dissenting** to the ordinary resolution.

Result: The following Ordinary Resolution had been passed with requisite majority.

“RESOLVED THAT, subject to the approval as may be required from the Central Government, the appointment of M/s GSVK & Co., Cost Accountants, having Registration No. 002371 at 8/4 VJ Flats, 30A Valmiki Street, Thiruvanniyur, Chennai -600 041 as Cost Auditor to issue Compliance Certificate and to audit the Cost Accounts of the Company for the Financial Year 2023-24 for a remuneration of ₹ 30,000/-, in addition to reimbursement of out of pocket expenses, be and is hereby ratified.

R M MIMANI & ASSOCIATES LLP

COMPANY SECRETARIES

FORM No. MGT-13 Report of Scrutinizer(s)

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies Management and Administration) Rules, 2014]

The Chairman
Thirumalai Chemicals Limited
[CIN: L24100MH1972PLC016149]
Thirumalai House, Road No. 29,
Near Sion Hill Fort, Sion (East),
Mumbai - 400022

Sub.: **Consolidated Results of Remote e-voting and voting at the Annual General Meeting**

Ref.: **50th Annual General Meeting of the Equity Shareholders of Thirumalai Chemicals Limited held on Saturday, July 22, 2023**

Dear Sir,

I, Manoj Mimani, partner of R M Mimani and Associates LLP, Company Secretaries, appointed as Scrutinizer for the purpose of the scrutinizing voting (remote e-voting and voting during the Meeting) on the below mentioned resolutions at the 50th Annual General Meeting ("AGM") of the Shareholders of **Thirumalai Chemicals Limited** held on Saturday, July 22, 2023 at 2.30 p.m. at The Mysore Association Auditorium, Mysore Association 393, Bhaudaji Road, Matunga C- Rly, Mumbai -400019, submit my report as under:

1. The e-voting facility, prior to the AGM (remote e-voting) was provided by the Central Depository Services Limited (CDSL).
2. The Shareholders of the Company as on the 'cut off' date i.e., July 15, 2023 were entitled to vote on the resolutions stated in the notice dated June 21, 2023 of 50th AGM of the Company.
3. The remote e-voting was opened on July 18, 2023 at 3.00 p.m. and closed on July 21, 2023 at 5.00 p.m.
4. As informed by the Company, shareholders who were present in the AGM and had not exercised their vote by remote e-voting facility were allowed to cast their votes at the AGM.
5. After announcement of voting by the Chairman during the Meeting, the shareholders present at the AGM and entitled, voted through postal ballot facility provided by the Company at the AGM Venue. To facilitate the voting, one ballot box was kept for polling at the meeting which was locked in my presence with due identification mark placed by me.
6. After closure of voting at the AGM, the locked ballot box was opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
7. After closure of voting at the AGM, the votes cast through remote e-voting prior to the date of AGM were unblocked downloaded from the e-voting website of CDSL.
8. My responsibility as the scrutinizer is to ascertain the voting processes and to submit the report on vote cast in favour or against the resolutions proposed in the notice dated June 21, 2023 of the

MANOJ
KUMAR
MIMANI

Digitally signed by
MANOJ KUMAR
MIMANI
DN: cn=MANOJ KUMAR
MIMANI, o=R M MIMANI &
ASSOCIATES LLP, email=
mimani@csrma.in, c=IN

R M MIMANI & ASSOCIATES LLP

COMPANY SECRETARIES

50th AGM. The Management is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder relating to voting on the resolutions proposed in the notice of the 50th AGM.

9. Based on the records of the ballot papers and data downloaded from CDSL e-voting portal, the total votes cast in favour or against are tabulated below;

Ordinary Business:

1. To receive, consider and adopt the audited financial statements (including consolidated financial statements) for the financial year ended on March 31, 2023, and the reports of the Board and the Auditors' thereon;

Particulars	Number of members voted	Number of shares for votes cast by them	% of total number of valid votes cast
Voted in favour of the resolution	213	43,878,725	100.00%
Voted against the resolution	1	01	0.00%
Invalid votes	4	153	
Total	218	43,878,879	100.00%

Accordingly, out of the total 43,878,726 valid votes cast via e-voting and remote e-voting, 43,878,725 votes were cast **assenting** to the ordinary resolution and 01 votes were cast **dissenting** to the ordinary resolution.

Thus, the ordinary resolution as contained in item no.1 of the notice dated June 21, 2023 is passed with requisite majority.

2. To declare dividend for the Financial Year ended on March 31, 2023.

Particulars	Number of members voted	Number of shares for votes cast by them	% of total number of valid votes cast
Voted in favour of the resolution	215	43,931,241	100.00%
Voted against the resolution	Nil	Nil	0.00%
Invalid votes	4	153	
Total	219	43,931,394	100.00%

Accordingly, out of the total **43,931,241** valid votes cast via e-voting and remote e-voting, 43,931,241 votes were cast **assenting** to the ordinary resolution and Nil votes were cast **dissenting** to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 2 of the notice dated June 21, 2023 is passed with requisite majority.

3. To appoint a director in place of Mrs. Ramya Bharathram (DIN- 06367352), who retires by rotation and being eligible, offers herself for re-appointment

Particulars	Number of members voted	Number of shares for votes cast by them	% of total number of valid votes cast
Voted in favour of the resolution	209	43,930,464	100.00%
Voted against the	6	777	0.00%

R M MIMANI & ASSOCIATES LLP

COMPANY SECRETARIES

resolution			
Invalid votes	4	153	
Total	219	43,931,394	100.00%

Accordingly, out of the total **43,931,241** valid votes cast via e-voting and remote e-voting, 43,930,464 votes were cast **assenting** to the ordinary resolution and 777 votes were cast **dissenting** to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 3 of the notice dated June 21, 2023 is passed with requisite majority

Special Business:

4. To ratify the remuneration to be paid to the Cost Auditor of the Company for the financial year 2023-24: Ordinary resolution

Particulars	Number of members voted	Number of shares for votes cast by them	% of total number of valid votes cast
Voted in favour of the resolution	209	43,929,218	100.00%
Voted against the resolution	6	2023	0.00%
Invalid votes	4	153	
Total	219	43,931,394	100.00%

Accordingly, out of the total **43,931,241** valid votes cast via e-voting and remote e-voting, 43,929,218 votes were cast **assenting** to the ordinary resolution and 2023 votes were cast **dissenting** to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 4 of the notice dated June 21, 2023 is passed with requisite majority.

The data/papers containing records of the voting by the shareholders of the Company through Remote e-voting and at AGM has been handed over to the Company Secretary for keeping in for safe record.

For R M Mimani & Associates LLP
[Company Secretaries]
[Firm Registration No. L2015MH008300]

MANOJ KUMAR MIMANI
Digitally signed by
MANOJ KUMAR MIMANI
Date: 2023.07.23
14:20:39 +05'30'

Manoj Mimani
(Partner)

ACS No: 17083
CP No: 11601
PR No.: 1065/2021

UDIN: A017083E000663401

Place: Mumbai
Dated: July 23, 2023