



THANGAMAYIL
JEWELLERY LIMITED

MINUTES OF THE PROCEEDINGS OF THE 18TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON 01ST AUGUST 2018 AT 11.45 AM AT CHAMBER OF COMMERCE NO.178-B, KAMARAJAR SALAI, MADURAI-625 009.

Directors Present:

Shri. Balarama Govinda Das	- Chairman and Managing Director
Shri. Ba. Ramesh	- Joint Managing Director
Shri. N.B.Kumar	- Joint Managing Director
Shri. Laljivora	- Independent Director
Shri. V. R. Muthu	- Independent Director
Shri V. Ramasamy	- Independent Director
Smt Yamuna Vasini Deva Dasi	- Non Executive Director
Shri. V.Vijayaraghavan	- Company Secretary
Shri. B. Rajesh Kanna	- Chief Financial Officer

Members Present:

In Person: 41
By Proxy: NIL

Shri. Balarama Govinda Das, Chairman occupied the chair and after ascertaining from the secretary that the requisite quorum for the meeting was present, the Chairman called the meeting to order. He welcomed the members to the meeting. He informed the members that the Company has been able to achieve good performance for the year ended 31.03.2018 by achieving turnover of Rs. 1,380.00 Crores. The Company has earned a Net Profit of Rs. 22.74 Crores after providing for Tax Expenses.

He further informed that due to strict regulatory rules implemented by government including the banks the shift of business from unorganized to organized setup would improve significantly in the years to come. Due to our efforts to broad base the size of the outlets and also by increased inventory stocking we are confident that the turnover would improve in the normal course.

Going forward, the current year 2018-19 looks promising for the following reasons:

1. The monsoon prediction is normal for the southern district of Tamilnadu.
2. Gold price tends to behave within a range thereby facilitating a normal offtake of jewellery.
3. The Company has started to improve its Diamond sales that would marginally contribute to the bottom line.



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He also highlighted that the Company is working out better strategy for the growth of the business and has plans to expand the retail business in the current financial year 2018-19 and would achieve better performance by synergizing the operations of the retail business. He also mentioned that the Company would go for Franchisee model Showrooms for which 3 locations such as Pudhukottai, Pollachi and Trichy in Tamilnadu has been indentified and that it will be functional during Q2, 2018.

The Secretary of the Company read the Notice of the meeting. The Secretary also read the Auditor's Report.

ANNUAL GENERAL MEETING RESOLUTIONS

The Chairman ordered a poll in the AGM to extend the facility of proportionate share voting in line with E-Voting offered by the Company, as per the Companies Act, 2013. Following are the details of the same.

1) Resolution 1 – Ordinary Resolution

To consider and adopt the audited Balance sheet as at 31.03.2018 & the Profit & Loss account along with report of Directors, Auditors and Secretarial auditor thereon

i) Votes in Favour of the Resolution

Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
11	15455	100%

ii) Votes against Resolution

Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
0	0	0

iii) Invalid Votes

Total Number of members present and voting (in person or by proxy) whose votes are declared invalid	Total Number of Votes cast by them
0	0



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2) Resolution 2 – Ordinary Resolution

To appoint a director in place of Smt.Yamuna Vasini Deva Dasi who retires by rotation and being eligible offers herself for reappointment

i) Votes in Favour of the Resolution

Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
11	15455	100%

ii) Votes against Resolution

Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
0	0	0

iii) Invalid Votes

Total Number of members present and voting (in person or by proxy) whose votes are declared invalid	Total Number of Votes cast by them
0	0

3) Resolution 3 – Ordinary Resolution

To declare a dividend on equity shares

i) Votes in Favour of the Resolution

Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
11	15455	100%





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ii) Votes against Resolution

Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
0	0	0

iii) Invalid Votes

Total Number of members present and voting (in person or by proxy) whose votes are declared invalid	Total Number of Votes cast by them
0	0

4) Resolution 4 – Ordinary Resolution

To approve revision of Managerial remuneration to Shri. Balarama Govinda Das as Managing Director

i) Votes in Favour of the Resolution

Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
11	15455	100%

ii) Votes against Resolution

Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
0	0	0

iii) Invalid Votes

Total Number of members present and voting (in person or by proxy) whose votes are declared invalid	Total Number of Votes cast by them
0	0



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5) Resolution 5 – Ordinary Resolution

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To approve revision of Managerial remuneration to Shri.Ba.Ramesh as Joint Managing Director

i) Votes in Favour of the Resolution

Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
11	15455	100%

ii) Votes against Resolution

Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
0	0	0

iii) Invalid Votes

Total Number of members present and voting (in person or by proxy) whose votes are declared invalid	Total Number of Votes cast by them
0	0

6) Resolution 6 – Ordinary Resolution

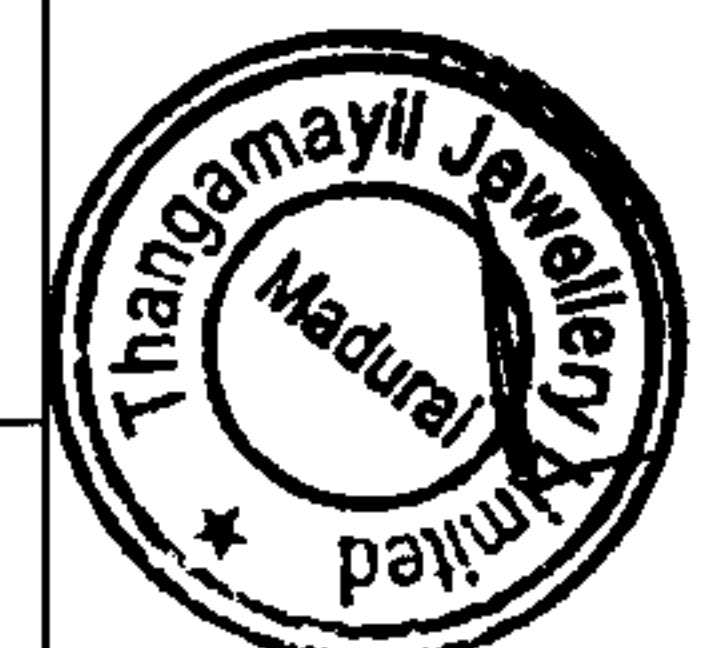
To approve revision of Managerial remuneration to Shri.N.B.Kumar as Joint Managing Director

i) Votes in Favour of the Resolution

Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
11	15455	100%

ii) Votes against Resolution

Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
0	0	0



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iii) Invalid Votes

Total Number of members present and voting (in person or by proxy) whose votes are declared invalid	Total Number of Votes cast by them
0	0

7) Resolution 7 – Ordinary Resolution

To give consent for acceptance of deposits u/s.73 & 76 of the Companies Act, 2013

i) Votes in Favour of the Resolution

Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
11	15455	100%

ii) Votes against Resolution

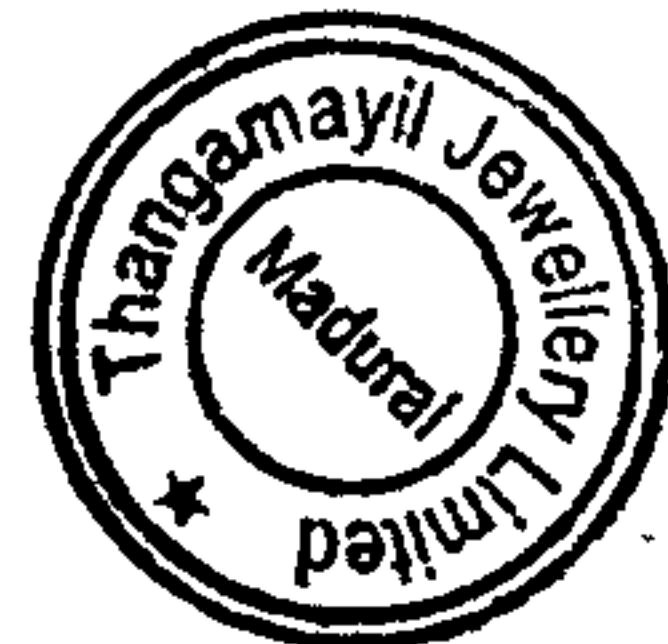
Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
0	0	0

iii) Invalid Votes

Total Number of members present and voting (in person or by proxy) whose votes are declared invalid	Total Number of Votes cast by them
0	0

Then the meeting ended with a vote of thanks to the Chair and the Shareholders of the company.

Place: Madurai
Date: 02.08.2018



For Thangamayil Jewellery Limited

(CS.V. Vijayaraghavan)
Company Secretary

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