REF:TSL:SEC:2022/294

October 8, 2022

National Stock Exchange of India Ltd.,
5th Floor
Exchange Plaza, Bandra (E),
Mumbai - 400 051

Scrip Code: TVSSRICHAK
by NEAPS

BSE Limited
P J Towers
Dalal Street, Fort,
Mumbai 400 001

Scrip Code: 509243
by Listing Centre

Dear Sir,

Sub: AGM held on Wednesday, 21st September 2022

Intimation under Regulation 30 and all other applicable regulation of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR Regulations)

Pursuant to Regulation 30 and all other applicable regulation of the SEBI LODR Regulations, we are enclosing copy of minutes of the 39th Annual General Meeting of the Company held on 21st September 2022.

We request you to take the same on record.

Thanking you

Yours faithfully
For TVS SRICHAKRA LIMITED

NARAYANA
N K

Digitally signed by NARAYANAN K
DN: c=IN, o=PERSONAL, title=1247,
pseudonym=65654c772b0b213f40fe1657ab630961,
2.5.4.20=DCDCEE109E3551E203AB63DD39A331CC0346
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e54ed52d9d8fef6f1c1f83fc95c1e1, cn=NARAYANAN K
Date: 2022.10.08 17:47:16 +05'30'

K Narayanan
General Manager – Secretarial &
Compliance Officer

MINUTES OF THE PROCEEDINGS OF THE 39TH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF TVS SRICHAKRA LIMITED HELD THROUGH VIDEO CONFERENCING (VC) / OTHER AUDIO VISUAL MEANS (OAVM), ON WEDNESDAY, 21ST SEPTEMBER, 2022.

Meeting Start Time : 10.00 A.M.

Meeting End Time : 10.42 A.M.

Present through VC / OAVM

Members* - 60

* includes Directors who were present in person at a central location.

Mr. R Naresh	- Executive Vice Chairman
Ms. Shobhana Ramachandhran	- Managing Director
Mr. M S Viraraghavan	- Director
Mr. H Janardana Iyer	- Director
Mr. Rasesh R Doshi	- Director
Ms. S V Mathangi	- Director
Mr. S Ravichandran	- Director
Mr. P Srinivasavaradhan	- Director

Statutory Auditor
Mr. T V Balasubramanian

Secretarial Auditor
Mr. N Balachandran

In Attendance

Mr. Arvind Singh	- Chief Operating Officer
Mr. B Rajagopalan	- Chief Financial Officer
Mr. Chinmoy Patnaik	- Vice President - Legal & Secretarial
Mr. T K Ravi	- Vice President - Strategy
Mr. K Narayanan	- Compliance Officer
Mr. B Rajagopalan	- Internal Auditor

Mr. H Janardana Iyer, Chairman of the Audit Committee and Mr. M S Viraraghavan, Chairman of the Nomination and Remuneration Committee were present at the meeting. Mr. V. Ramakrishnan, Chairman of the Stakeholders Relationship Committee was not able to attend the meeting due to network connectivity.

As per Article 10(j) of the Articles of Association of the Company, Mr. R Naresh, Executive Vice Chairman, occupied the Chair.

With the requisite quorum present, Mr. R Naresh, Chairman declared the meeting open and welcomed the shareholders.

The quorum was present both at the commencement of the meeting and during the time of considering the business of the meeting.

Chairman with the consent of all the Members present at the meeting agreed to take the notice convening the meeting as read which was circulated by e-mail and hosted on the website.

The Compliance Officer informed that Statutory Auditors' Report and Secretarial Audit Report being an unqualified one, are not required to be read out at the AGM as per the provisions of the Companies Act, 2013.

Chairman delivered his speech. In his speech, he gave an overview of the state of industry, performance, current scenario, Industry Outlook, Branding and CSR. He concluded his speech with acknowledgements to all the stakeholders.

Queries raised by members were clarified by Ms. Shobhana Ramachandhran, Managing Director of the Company.

Compliance Officer announced that the live e-voting window will be open for 15 minutes after the close of the meeting for the benefit of the members who had not exercised their votes through remote e-voting. He also informed that the results of the remote e-voting / live e-voting would be announced to Stock Exchanges and on the website of the Company within 48 hours.

The final results of the voting as forwarded to Stock Exchange and the resolutions passed were as under:

1. **ADOPTION OF AUDITED STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS – ORDINARY RESOLUTION**

	Remote e-voting / live e-voting
Number of valid votes received	3580636
Votes in favour of the resolution	3580614
Votes against the resolution	22
% of votes in favour	99.99

RESOLVED THAT the audited standalone along with consolidated financial statements of the Company including Balance Sheets as at 31st March, 2022 and the Statements of Profit and Loss and Cash Flow Statement for the year ended on that date, together with the Reports of the Board of Directors and Auditors' thereon, be and are hereby considered, approved and adopted.

2. DECLARATION OF DIVIDEND – ORDINARY RESOLUTION

	Remote e-voting / live e-voting
Number of valid votes received	3583058
Votes in favour of the resolution	3583036
Votes against the resolution	22
% of votes in favour	99.99

RESOLVED THAT a dividend of Rs.16.30 (Rupees Sixteen and paise thirty only) per share (163%) for the year ended 31st March, 2022 on 76,57,050 equity shares of Rs.10 each fully paid-up of the Company, be and is hereby declared for payment to the shareholders of the Company whose names appear in the Register of Members as at the close of business hours on 5th September, 2022.

3. APPOINTMENT OF A DIRECTOR RETIRING BY ROTATION – ORDINARY RESOLUTION

	Remote e-voting / live e-voting
Number of valid votes received	3582258
Votes in favour of the resolution	3503506
Votes against the resolution	78752
% of votes in favour	97.80

RESOLVED THAT Mr. P Srinivasavaradhan (DIN: 08701214), the retiring Director, be and is hereby re-elected as Director of the Company, liable for retirement by rotation.

4. RE-APPOINTMENT OF STATUTORY AUDITORS – ORDINARY RESOLUTION

	Remote e-voting / live e-voting
Number of valid votes received	3583058
Votes in favour of the resolution	3582965
Votes against the resolution	93
% of votes in favour	99.99

RESOLVED THAT pursuant to the provisions of Sections 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being and from time to time in force), M/s PKF Sridhar & Santhanam LLP, Chartered Accountants, Firm Registration No.003990S/ S200018, Chennai, be and is hereby re-appointed as the Statutory Auditors of the Company to hold office for a term of five (5) years beginning from the conclusion of this (39th) Annual General Meeting (AGM) till the conclusion of the 44th AGM of the Company to be held during the year 2027, on such terms and remuneration as may be mutually agreed upon between the said Auditors and the Board of Directors of the Company, plus Goods and Services Tax, and reimbursement of travelling and out-of-pocket expenses incurred by them in connection with the said audit.

RESOLVED FURTHER THAT anyone of the Directors or Chief Financial Officer or Company Secretary of the Company be and are hereby severally authorised to take necessary steps, deeds, matters and things in this connection and complete all the formalities in this regard.

SPECIAL BUSINESS

5. RATIFICATION OF REMUNERATION PAYABLE TO THE COST AUDITORS OF THE COMPANY – ORDINARY RESOLUTION

	Remote e-voting / live e-voting
Number of valid votes received	3583058
Votes in favour of the resolution	3582757
Votes against the resolution	301
% of votes in favour	99.99

CHAIRMAN'S INITIALS

RESOLVED THAT pursuant to the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being and from time to time in force), the remuneration of Rs. 1,25,000/- (Rupees one lakh twenty five thousand only), in addition to reimbursement of travel and out-of-pocket expenses, payable to Dr. I Ashok, Practicing Cost Accountant, (Membership No. 11929), who was appointed as Cost Auditor of the Company for the financial year 2022-23 as recommended by the Audit Committee and approved by the Board of Directors of the Company, be and is hereby ratified.

The quorum was present throughout the meeting and till the end of the meeting.

With a vote of thanks by Chief Financial Officer of the Company, the meeting concluded.

Date of entry in the Minutes Book:
3.10.2022

R. Naresh

R Naresh
Chairman

R. Naresh

CHAIRMAN
Place : Madurai
Date : 3.10.2022

MINUTES BOOK

CHAIRMAN'S INITIALS