## Harikrishnan R

Company Secretary C.P. No: 3132

"VASUDEV", T.C. 2/296, PILLAVEEDU NAGAR, KESAVADASAPURAM, PATTOM P O, TRIVANDRUM-695004, KERALA TELEPHONE: + + 91-471- 4066498, 4850498, EMAIL: cs@hb-associates.com

### FORM NO MGT -13

### SCRUTINIZER'S REPORT

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rules 2014 & 21(2) of the Companies (Management and Administration) Rules, 2014]

To

#### The Chairman

| TECIL Chemicals And Hydro Power Limited  |
|--|
| Annual General Meeting   |
| 30 <sup>th</sup> September, 2022 at 03.00 P.M.   |
| Nivedya Banquet Hall, Near St. Johns Puthenpally, MC Road Chingavanam, Dist. Kottayam- 686 531, Kerala |
|  |

Dear Sir,

1. I, Harikrishnan R, Practicing Company Secretary, Vallolil, T.C-12/440, Plamoodu, Pattom, Trivandrum-695004, Kerala, was appointed as the Scrutinizer by the Board of Directors of TECIL Chemicals And Hydro Power Limited ("the Company") for the purpose of scrutinizing e-voting process (remote e-voting) and voting by use of ballot at the Annual General Meeting pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) and pursuant to Regulation 44 of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 in respect of the below mentioned Resolutions proposed at the Annual General Meeting of the Equity Shareholders of the Company held on 30<sup>th</sup> September, 2022 at 03.00 P.M. at Nivedya Banquet Hall, Near St. Johns Puthenpally, MC Road Chingavanam, Dist. Kottayam-686531, Kerala, hereby submit my report as under:



### 2. Dispatch of Notice convening the Meeting

The Notice dated 30<sup>th</sup> August, 2022 along with the statement stating out material facts under Section 102 of the Act were completely sent to the shareholders by Tuesday, 06<sup>th</sup> September 2022 in respect of the below mentioned resolutions proposed at an Annual General Meeting of the Company.

#### 3. Cut-off Date

The Remote E-Voting period has begun on 27<sup>th</sup> September2022 at 09:00 A.M. and has ended on 29<sup>th</sup> September 2022 at 05:00 P.M. During this period Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23<sup>rd</sup> September, 2022, has cast their vote electronically. The Remote E-Voting module has been disabled by CDSL for voting thereafter.

### 4. Remote e-voting:

### (i) Agency

The Company has engaged the services of Central Depository Services (India) Limited (CDSL) as authorized agency to provide Remote E-Voting Facility.

### (ii) Remote e-voting:

The Remote E-Voting Platform was open from 09:00 A.M. on Tuesday, 27<sup>th</sup> September, 2022 and upto 05.00 P.M. on Thursday, 29<sup>th</sup> September, 2022 and the shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary/Special Resolutions, on the e-Voting platform provided by Central Depository Services (India) Limited (CDSL).

## 5. Voting at the AGM

| (i) | Members present in person/through authorized representatives/participate in poll through E-voting  | 20  |
|-----|--|-----|
|     | Members present in person/through authorized representatives, but did not participate in Poll as they had exercised their votes through E-voting | 15  |
|     | Members participated in Poll through E-voting but not present in person/ through authorized representatives in the meeting                       | 5   |
|     | Members present but did not participate in Poll and also did not exercise their votes through E-voting   | NIL |
|     | Members who cast vote through Poll (including Members with multiple folio and shares held in joint names)  | 21  |

Note: One member has participated in poll through E-voting by using one of the folio numbers of the shares held by him and he has also participated in poll by



personally been present in the meeting by using the other folio number of the shares held by him. So, he has participated in both E-voting and physical poll in this Annual General Meeting.

- (ii) After the time fixed for closing of the poll by the Chairman one ballot box kept for polling was locked in my presence with due identification mark placed by me.
- (iii) The locked ballot box was carried by me to Trivandrum and was opened at my office on 01<sup>st</sup> October 2022 at 09.30 A.M and the poll papers were taken out and subsequently opened in my presence and they were diligently scrutinized in the presence of two witnesses. The poll papers were reconciled with the records maintained by the Company/Registrar and Share Transfer Agents of the Company and the authorizations/proxies lodged with the Company.

Name: Manju Anil

Name: Rajev.D

The vote cast through remote e-voting were opened on 01<sup>st</sup> October, 2022 at around 10.21A.M.inthe presence of above mentioned two witnesses who were not in the employment of the Company.

- (iv) Thereafter, the details of equity shareholders, who voted for or against was extracted from the polling papers and the list of equity shareholders who voted "for" or "Against" were downloaded from the E-voting website of Central Depository Services (India) Limited (CDSL) (<a href="https://www.evotingindia.com">https://www.evotingindia.com</a>)
- (v) The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to remote e-voting and voting through Poll at the Meeting on the Resolutions contained in the Notice of the said Annual General Meeting. My responsibility as Scrutinizer for the remote e-voting and voting through Poll at the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the Resolutions.



The combined result of remote E-voting and poll is as under:

### **VOTING RESULTS**

[Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

| Date of the AGM  | 30 <sup>th</sup> September, 2022 |
|--|----------------------------------|
| Total number of shareholders on record date  | 22241                            |
| No. of Shareholders present in the meeting either in person or through proxy:  |                                  |
| Promoters and Promoter Group:  | NIL                              |
| Public:  | 35                               |
| Members participated in Poll through E-voting but not present in person/ through authorized representatives in the meeting |                                  |
| Promoters and Promoter Group:  | 3                                |
| Public:  | 2                                |
| No. of shareholders attended the meeting through Video   |                                  |
| Conferencing Promoters and Promoter Group: Public:   | NIL                              |
|  | NIL                              |

Note: One member has participated in poll through E-voting by using one of the folio numbers of the shares held by him and he has also participated in poll by personally been present in the meeting by using the other folio number of the shares held by him. So, he has participated in both E-voting and physical poll in this Annual General Meeting.



Ordinary Business: To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2022, the Reports of the Auditors' thereon and the report of the Board of Directors.

| Resolution        | n required:                          |                          |                           | ORDINAL  | RY RESOL                     | UTION                       |  |   |  |
|-------------------|--------------------------------------|--------------------------|---------------------------|--|------------------------------|-----------------------------|--|---|--|
| Whether           | promoter/P                           | romoter g                | roup are                  | No   |                              |                             |  |   |  |
|                   |                                      | a/resolution?            |                           |  |                              |                             |  |   |  |
| Category          | Mode of<br>Voting                    | No. of<br>shares<br>held | No. of<br>votes<br>polled | % of<br>votes<br>polled on<br>outstandi<br>ng shares | No. of<br>Votes-in<br>favour | No. of<br>Votes-<br>against | % of<br>Votes in<br>favour<br>on votes<br>polled | % of<br>Votes in<br>against on<br>votes<br>polled |  |
|                   |                                      | (1)                      | (2)                       | (3)=[(2)/<br>(1)]*100                                | (4)                          | (5)                         | (6)=[(4)/<br>(2)]*100                            | (7)=[(5)/<br>(2)]*100                             |  |
| Promoter          | E-Voting                             |                          | 9047582                   | 100  | 9047582                      | 0                           | 100  | 0   |  |
| and               | Poll                                 |                          | 0                         | 0  | 0                            | 0                           | 0  | 0   |  |
| Promoter<br>Group | Postal<br>Ballot (not<br>applicable) | 9047582                  | 0                         | 0  | 0                            | 0                           | 0  | 0   |  |
|                   | Total                                | 9047582                  | 9047582                   | 100  | 9047582                      | 0                           | 100  | 0   |  |
| Public            | E-Voting                             |                          | 0                         | 0  | 0                            | 0                           | 0  | 0   |  |
| Institutio        | Poll                                 | 1611600                  | 0                         | 0  | 0                            | 0                           | 0  | 0   |  |
| ns                | Postal Ballot (not applicable)       |                          | 0                         | 0  | 0                            | 0                           | 0  | 0   |  |
|                   | Total                                | 1611600                  | 0                         | 0  | 0                            | 0                           | 0  | 0   |  |
| Public-           | E-Voting                             |                          | 5730                      | 0.07   | 5700                         | 30                          | 99.48  | 0.52  |  |
| Non               | Poll                                 |                          | 208120                    | 2.51   | 208120                       | 0                           | 100  | 0   |  |
| Instituti<br>ons  | Postal Ballot (not applicable)       | 8304518                  | 0                         | 0  | 0                            | 0                           | 0  | 0   |  |
|                   | Total                                | 8304518                  | 213850                    | 2.58   | 213820                       | 30                          | 99.99  | 0.01  |  |
| Total             |                                      | 18963700                 | 9261432                   | 48.84  | 9261402                      | 30                          | 99.99  | 0.01  |  |



Ordinary Business: Appointment of a Director Mr. Varghese Kurian (DIN. 01114947) who is Retiring by Rotation

| Resolution        | required:                      |               |                          | ORDINAL                   | RY RESOL   | UTION                        |                             |  |   |  |
|-------------------|--------------------------------|---------------|--------------------------|---------------------------|--|------------------------------|-----------------------------|--|---|--|
| Whether           | promoter/P                     | romoter g     | roup are                 | Yes                       |  |                              |                             |  |   |  |
| interested        |                                | a/resolution? |                          |                           |  |                              |                             |  |   |  |
| Category          | Mode of<br>Voting              |               | No. of<br>shares<br>held | No. of<br>votes<br>polled | % of<br>votes<br>polled on<br>outstandi<br>ng shares | No. of<br>Votes-in<br>favour | No. of<br>Votes-<br>against | % of<br>Votes in<br>favour<br>on votes<br>polled | % of<br>Votes in<br>against or<br>votes<br>polled |  |
|                   |                                | (1)           | (2)                      | (3)=[(2)/<br>(1)]*100     | (4)  | (5)                          | (6)=[(4)/<br>(2)]*100       | (7)=[(5)/<br>(2)]*100                            |   |  |
| Promoter          | E-Voting                       |               | 9047582                  | 100                       | 9047582  | 0                            | 100                         | 0  |   |  |
| and               | Poll                           |               | 0                        | 0                         | 0  | 0                            | 0                           | 0  |   |  |
| Promoter<br>Group | Postal Ballot (not applicable) | 9047582       | 0                        | 0                         | 0  | 0                            | 0                           | 0  |   |  |
|                   | Total                          | 9047582       | 9047582                  | 100                       | 9047582  | 0                            | 100                         | 0  |   |  |
| Public            | E-Voting                       |               | 0                        | 0                         | 0  | 0                            | 0                           | 0  |   |  |
| Institutio        | Poll                           | 1611600       | 0                        | 0                         | 0  | 0                            | 0                           | 0  |   |  |
| ns                | Postal Ballot (not applicable) | 101100        | 0                        | 0                         | 0  | Ó                            | 0                           | 0  |   |  |
|                   | Total                          | 1611600       | 0                        | 0                         | 0  | 0                            | 0                           | 0  |   |  |
| Public-           | E-Voting                       |               | 5730                     | 0.069                     | 5700   | 30                           | 99.48                       | 0.52   |   |  |
| Non               | Poll                           |               | 208120                   | 2.51                      | 208120   | 0                            | 100                         | 0  |   |  |
| Instituti         | Postal Ballot (not applicable) | 8304518       | 0                        | 0                         | 0  | 0                            | 0                           | 0  |   |  |
|                   | Total                          | 8304518       | 213850                   | 2.58                      | 213820   | 30                           | 99.99                       | 0.01   |   |  |
| Total             |                                | 18963700      | 9261432                  | 48.84                     | 9261402  | 30                           | 99.99                       | 0.01   |   |  |



Ordinary Business: Re-Appointment of Statutory Auditors of the Company M/s. SR PAI & Co., Chartered Accountants for a consecutive term of five years

| Total      |                         | 18963700                 | 9261432             | 48.84                               | 9261402            | 30                | 99.99                           | 0.01                             |  |
|------------|-------------------------|--------------------------|---------------------|-------------------------------------|--------------------|-------------------|---------------------------------|----------------------------------|--|
|            | Total                   | 8304518                  | 213850              | 2.58                                | 213820             | 30                | 99.99                           | 0.01                             |  |
| ons        | Ballot (not applicable) |                          | 0                   | 0                                   | 0                  | 0                 | 0                               | 0                                |  |
| Instituti  | Postal                  | 8304518                  |                     |                                     |                    |                   |                                 |                                  |  |
| Non        | Poll                    |                          | 208120              | 2.51                                | 208120             | 0                 | 100                             | 0                                |  |
| Public-    | E-Voting                |                          | 5730                | 0.069                               | 5700               | 30                | 99.48                           | 0.52                             |  |
|            | applicable) Total       | 1611600                  | 0                   | 0                                   | 0                  | 0                 | 0                               | 0                                |  |
|            | Ballot (not             |                          |                     |                                     |                    |                   |                                 |                                  |  |
| ns         | Postal                  | 1011000                  | 0                   | 0                                   | 0                  | 0                 | 0                               | 0                                |  |
| Institutio | Poll                    | 1611600                  | 0                   | 0                                   | 0                  | 0                 | 0                               | 0                                |  |
| Public     | E-Voting                |                          | 0                   | 0                                   | 0                  | 0                 | 0                               | 0                                |  |
|            | Total                   | 9047582                  | 9047582             | 100                                 | 9047582            | 0                 | 100                             | 0                                |  |
|            | applicable)             |                          |                     |                                     |                    |                   |                                 |                                  |  |
| Group      | Ballot (not             |                          |                     |                                     |                    |                   |                                 |                                  |  |
| Promoter   | Postal                  | 9047582                  | 0                   | 0                                   | 0                  | 0                 | 0                               | 0                                |  |
| and        | Poll                    |                          | 0                   | 0                                   | 0                  | 0                 | 0                               | 0                                |  |
| Promoter   | E-Voting                |                          | 9047582             | (1)]*100<br>100                     | 9047582            | 0                 | 100                             | 0                                |  |
|            |                         | (1)                      | (2)                 | (3)=[(2)/                           | (4)                | (5)               | (6)=[(4)/<br>(2)]*100           | (7)=[(5)/<br>(2)]*100            |  |
| Category   | Mode of<br>Voting       | No. of<br>shares<br>held | No. of votes polled | votes polled on outstandi ng shares | Votes-in<br>favour | Votes-<br>against | Votes in favour on votes polled | Votes in against or votes polled |  |
|            |                         | a/resolution?            | No of               | % of No. of No. of % of % o         |                    |                   |                                 |                                  |  |
| Whether    | promoter/P              |                          | roup are            | No                                  |                    |                   |                                 |                                  |  |
| coodianoi  | required:               |                          |                     | ORDINARY RESOLUTION                 |                    |                   |                                 |                                  |  |

Special Business :Appointment of Mr. Prem Kumar Sankara Panicker (DIN: 03232333) as Non-Executive, Independent Director of the Company.

| Resolution               | n required:                    |                          |                           | SPECIALRESOLUTION                                    |                              |                             |  |   |  |
|--------------------------|--------------------------------|--------------------------|---------------------------|--|------------------------------|-----------------------------|--|---|--|
| Whether                  | promoter/P                     | romoter g                | roup are                  | No   |                              |                             |  |   |  |
| interested               | in the agenda                  | a/resolution?            |                           |  |                              |                             |  |   |  |
| Category                 | Mode of<br>Voting              | No. of<br>shares<br>held | No. of<br>votes<br>polled | % of<br>votes<br>polled on<br>outstandi<br>ng shares | No. of<br>Votes-in<br>favour | No. of<br>Votes-<br>against | % of<br>Votes in<br>favour<br>on votes<br>polled | % of<br>Votes in<br>against or<br>votes<br>polled |  |
|                          |                                | (1)                      | (2)                       | (3)=[(2)/<br>(1)]*100                                | (4)                          | (5)                         | (6)=[(4)/<br>(2)]*100                            | (7)=[(5)/<br>(2)]*100                             |  |
| Promoter                 | E-Voting                       |                          | 9047582                   | 100  | 9047582                      | 0                           | 100  | 0   |  |
| and<br>Promoter<br>Group | Poll                           |                          | 0                         | 0  | 0                            | 0                           | 0  | 0   |  |
|                          | Postal Ballot (not applicable) | 9047582                  | 0                         | 0  | 0                            | 0                           | 0  | 0   |  |
|                          | Total                          | 9047582                  | 9047582                   | 100  | 9047582                      | 0                           | 100  | 0   |  |
| Public                   | E-Voting                       |                          | 0                         | 0  | 0                            | 0                           | 0  | 0   |  |
| Institutio               | Poll                           | 1611600                  | 0                         | 0  | 0                            | 0                           | 0  | 0   |  |
| ns                       | Postal Ballot (not applicable) | 1011000                  | 0                         | 0  | 0                            | 0                           | 0  | 0   |  |
|                          | Total                          | 1611600                  | 0                         | 0  | 0                            | 0                           | 0  | 0   |  |
| Public-                  | E-Voting                       |                          | 5730                      | 0.069  | 5700                         | 30                          | 99.48  | 0.52  |  |
| Non                      | Poll                           |                          | 208120                    | 2.51   | 208120                       | 0                           | 100  | 0   |  |
| Instituti<br>ons         | Postal Ballot (not applicable) | 8304518                  | 0                         | 0  | 0                            | 0                           | 0  | 0   |  |
|                          | Total                          | 8304518                  | 213850                    | 2.58   | 213820                       | 30                          | 99.99  | 0.01  |  |
| Total                    |                                | 18963700                 | 9261432                   | 48.84  | 9261402                      | 30                          | 99.99  | 0.01  |  |



Special Business: Re-appointment of Mr.Parameswaran Radhakrishnan Nair (DIN:06907573) as an Independent Director of the Company.

|                          | n required:                          |                |                 | SPECIAL RESOLUTION                           |                     |                   |  |                                  |
|--------------------------|--------------------------------------|----------------|-----------------|--|---------------------|-------------------|--|----------------------------------|
| Whether                  | promoter/F                           |                | group are       | No   |                     |                   |  |                                  |
| Category Category        | in the agend  Mode of  Voting        | No. of         | No. of          | % of   | No. of              | No. of            | % of                                     | % of                             |
|                          | votting                              | shares<br>held | votes<br>polled | votes<br>polled on<br>outstandi<br>ng shares | V;otes-in<br>favour | Votes-<br>against | Votes in<br>favour<br>on votes<br>polled | Votes in against or votes polled |
| Promoter                 |                                      | (1)            | (2)             | (3)=[(2)/<br>(1)]*100                        | (4)                 | (5)               | (6)=[(4)/<br>(2)]*100                    | (7)=[(5)/<br>(2)]*100            |
| Promoter                 | E-Voting                             |                | 9047582         | 100  | 9047582             | 0                 | 100                                      | . 0                              |
| and<br>Promoter<br>Group | Poll                                 |                | 0               | 0  | 0                   | 0                 | 0  | 0                                |
|                          | Postal<br>Ballot (not<br>applicable) | 9047582        | 0               | 0  | 0                   | 0                 | 0  | 0                                |
|                          | Total                                | 9047582        | 9047582         | 100  | 9047582             | 0                 | 100                                      | 0                                |
| Public                   | E-Voting                             |                | 0               | 0  | 0                   | 0                 | 0  | 0                                |
| Institutio               | Poll                                 | 1611600        | 0               | 0  | 0                   | 0                 | 0  | 0                                |
| ns                       | Postal<br>Ballot (not<br>applicable) |                | 0               | 0  | 0                   | 0                 | 0  | 0                                |
|                          | Total                                | 1611600        | 0               | 0  | 0                   | 0                 | 0  | 0                                |
| Public-                  | E-Voting                             |                | 5730            | 0.069  | 5700                | 30                | 99.48                                    | 0.52                             |
| Non                      | Poll                                 |                | 208120          | 2.51   | 208120              | 0                 | 100                                      | 0                                |
| Instituti                | Postal Ballot (not applicable)       | 8304518        | 0               | 0  | 0                   | 0                 | 0  | 0                                |
|                          | Total                                | 8304518        | 213850          | 2.58   | 213820              | 30                | 99.99                                    | 0.01                             |
| Total                    |                                      | 18963700       | 9261432         | 48.84  | 9261402             | 30                | 99.99                                    | 0.01                             |



Special Business: Re-appointment of Mr.Puthuparambil Parameswaran Pillai Vijayakumar (DIN: 06907566) as an Independent Director of the Company.

|              | Total                   | 8304518        | 213850          | 2.58                                | 213820             | 30                          | 99.99  | 0.01   |
|--------------|-------------------------|----------------|-----------------|-------------------------------------|--------------------|-----------------------------|--|--|
|              | applicable)             |                |                 |                                     |                    |                             |  |  |
| ons          | Ballot (not             |                | 0               | 0                                   | 0                  | 0                           | 0  | 0  |
| Instituti    | Postal                  | 8304518        |                 |                                     |                    |                             |  |  |
| Non          | Poll                    |                | 208120          | 2.51                                | 208120             | 0                           | 100  | 0  |
| Public-      | E-Voting                |                | 5730            | 0.069                               | 5700               | 30                          | 99.48  | 0.52   |
|              | Total                   | 1611600        | 0               | 0                                   | 0                  | 0                           | 0  | 0  |
|              | Ballot (not applicable) |                |                 |                                     |                    |                             |  |  |
| ns           | Postal                  | 1611600        | 0               | 0                                   | 0                  | 0                           | 0  | 0  |
| Institutio   | Poll                    |                | 0               | 0                                   | 0                  | 0                           | 0  | 0  |
| Public       | E-Voting                |                | 0               | 0                                   | 0                  | 0                           | 0  | 0  |
|              | Total                   | 9047582        | 9047582         | 100                                 | 9047582            | 0                           | 100  | 0  |
|              | applicable)             |                |                 |                                     |                    |                             |  |  |
| Group        | Ballot (not             |                |                 |                                     |                    |                             |  |  |
| and Promoter | Postal                  | 9047582        | 0               | 0                                   | 0                  | 0                           | 0  | 0  |
|              | Poll                    |                | 0               | 0                                   | 0                  | 0                           | 0  | 0  |
| Promoter     | E-Voting                |                | 9047582         | 100                                 | 9047582            | 0                           | 100  | . 0  |
|              |                         | (1)            | (2)             | (3)=[(2)/<br>(1)]*100               | (4)                | (5)                         | (6)=[(4)/<br>(2)]*100                            | (7)=[(5)/<br>(2)]*100                            |
|              | Voting                  | shares<br>held | votes<br>polled | votes polled on outstandi ng shares | Votes-in<br>favour | No. of<br>Votes-<br>against | % of<br>Votes in<br>favour<br>on votes<br>polled | % of<br>Votes in<br>against o<br>votes<br>polled |
| Category     | Mode of                 | la/resolution? | No. of          | % of                                | No. of             | No of                       | 0/ -6  | 0/-6   |
| Whether      | promoter/               |                | group are       | No                                  |                    |                             |  |  |
|              | n required:             |                |                 | STECIAL                             | RESOLUT            | 1011                        |  |  |



Special Business:Re-appointment of Mr. BijuThundil Madhavan (DIN: 03621324) as an Independent Director of the Company.

| Resolution               | n required:                    |  |                          | SPECIAL                   | RESOLUT  | ION                          |                             |  |   |
|--------------------------|--------------------------------|--|--------------------------|---------------------------|--|------------------------------|-----------------------------|--|---|
| Whether                  | promoter/P                     | romoter g  | roup are                 | No                        |  |                              |                             |  |   |
| interested               | in the agend                   | a/resolution?  |                          |                           |  |                              |                             |  |   |
| Category                 | Mode of<br>Voting              | - Committee of the Comm | No. of<br>shares<br>held | No. of<br>votes<br>polled | % of<br>votes<br>polled on<br>outstandi<br>ng shares | No. of<br>Votes-in<br>favour | No. of<br>Votes-<br>against | % of<br>Votes in<br>favour<br>on votes<br>polled | % of<br>Votes in<br>against or<br>votes<br>polled |
|                          |                                | (1)  | (2)                      | (3)=[(2)/<br>(1)]*100     | (4)  | (5)                          | (6)=[(4)/<br>(2)]*100       | (7)=[(5)/<br>(2)]*100                            |   |
| Promoter                 | E-Voting                       |  | 9047582                  | 100                       | 9047582  | 0                            | 100                         | . 0  |   |
| and<br>Promoter<br>Group | Poll                           |  | 0                        | 0                         | 0  | 0                            | 0                           | 0  |   |
|                          | Postal Ballot (not applicable) |  | 0                        | 0                         | 0  | 0                            | 0                           | 0  |   |
|                          | Total                          | 9047582  | 9047582                  | 100                       | 9047582  | 0                            | 100                         | 0  |   |
| Public                   | E-Voting                       |  | 0                        | 0                         | 0  | 0                            | 0                           | 0  |   |
| Institutio               | Poll                           | 1611600  | 0                        | 0                         | 0  | 0                            | 0                           | 0  |   |
| ns                       | Postal Ballot (not applicable) | 1011000  | 0                        | 0                         | 0  | 0                            | 0                           | 0  |   |
|                          | Total                          | 1611600  | 0                        | 0                         | 0  | 0                            | 0                           | 0  |   |
| Public-                  | E-Voting                       |  | 5730                     | 0.069                     | 5700   | 30                           | 99.48                       | 0.52   |   |
| Non                      | Poll                           |  | 208120                   | 2.51                      | 208120   | 0                            | 100                         | 0  |   |
| Instituti<br>ons         | Postal Ballot (not applicable) | 8304518  | 0                        | 0                         | 0  | 0                            | 0                           | 0  |   |
|                          | Total                          | 8304518  | 213850                   | 2.58                      | 213820   | 30                           | 99.99                       | 0.01   |   |
| Total                    |                                | 18963700   | 9261432                  | 48.84                     | 9261402  | 30                           | 99.99                       | 0.01   |   |



Special Business: Approval of Material Related Party Transaction between the Company and Mr. Varghese Kurian (DIN No. 01114947) Managing Director.

| Resolution                           | required:                            |          |                          | SPECIAL                   | RESOLUT  | ION                          |                             |  |   |
|--------------------------------------|--------------------------------------|----------|--------------------------|---------------------------|--|------------------------------|-----------------------------|--|---|
| Whether                              | promoter/P                           |          | roup are                 | Yes                       |  |                              |                             |  |   |
| Category                             | Mode of<br>Voting                    | Mode of  | No. of<br>shares<br>held | No. of<br>votes<br>polled | % of<br>votes<br>polled on<br>outstandi<br>ng shares | No. of<br>Votes-in<br>favour | No. of<br>Votes-<br>against | % of<br>Votes in<br>favour<br>on votes<br>polled | % of<br>Votes in<br>against or<br>votes<br>polled |
|                                      |                                      | (1)      | (2)                      | (3)=[(2)/<br>(1)]*100     | (4)  | (5)                          | (6)=[(4)/<br>(2)]*100       | (7)=[(5)/<br>(2)]*100                            |   |
| Promoter<br>and<br>Promoter<br>Group | E-Voting                             |          | 9047582                  | 100                       | 9047582  | 0                            | 100                         | 0  |   |
|                                      | Poll                                 |          | 0                        | 0                         | 0  | 0                            | 0                           | 0  |   |
|                                      | Postal<br>Ballot (not<br>applicable) |          | 0                        | 0                         | 0  | 0                            | 0                           | 0  |   |
|                                      | Total                                | 9047582  | 9047582                  | 100                       | 9047582  | 0                            | 100                         | 0  |   |
| Public                               | E-Voting                             |          | 0                        | 0                         | 0  | 0                            | 0                           | 0  |   |
| Institutio                           | Poll                                 | 1611600  | 0                        | 0                         | 0  | 0                            | 0                           | 0  |   |
| ns                                   | Postal Ballot (not applicable)       | 1011000  | 0                        | 0                         | 0  | 0                            | 0                           | 0  |   |
|                                      | Total                                | 1611600  | 0                        | 0                         | 0  | 0                            | 0                           | 0  |   |
| Public-                              | E-Voting                             |          | 5730                     | 0.069                     | 5700   | 30                           | 99.48                       | 0.52   |   |
| Non                                  | Poll                                 |          | 208120                   | 2.51                      | 208120   | 0                            | 100                         | 0  |   |
| Instituti                            | Postal<br>Ballot (not<br>applicable) | 8304518  | 0                        | 0                         | 0  | 0                            | 0                           | 0  |   |
|                                      | Total                                | 8304518  | 213850                   | 2.58                      | 213820   | 30                           | 99.99                       | 0.01   |   |
| Total                                |                                      | 18963700 | 9261432                  | 48.84                     | 9261402  | 30                           | 99.99                       | 0.01   |   |



Special Business:Approval of Material Related Party Transaction between the Company and CS Muhammed Rishad Mustafa

| Total      |                                | 18963700                 | 9261432                   | 48.84                               | 9261402            | 30                | 99.99                           | 0.01                             |  |
|------------|--------------------------------|--------------------------|---------------------------|-------------------------------------|--------------------|-------------------|---------------------------------|----------------------------------|--|
|            | Total                          | 8304518                  | 213850                    | 2.58                                | 213820             | 30                | 99.99                           | 0.01                             |  |
| ons        | Ballot (not applicable)        |                          | 0                         | 0                                   | 0                  | 0                 | 0                               | 0                                |  |
| Instituti  | Postal                         | 8304518                  |                           |                                     |                    |                   |                                 |                                  |  |
| Non        | Poll                           | 9204519                  | 208120                    | 2.51                                | 208120             | 0                 | 100                             | 0                                |  |
| Public-    | E-Voting                       |                          | 5730                      | 0.069                               | 5700               | 30                | 99.48                           | 0.52                             |  |
|            | Total                          | 1611600                  | 0                         | 0                                   | 0                  | 0                 | 0                               | 0                                |  |
| ns         | Postal Ballot (not applicable) |                          | 0                         | 0                                   | 0                  | 0                 | 0                               | 0                                |  |
| Institutio | Poll                           | 1611600                  | 0                         | 0                                   | 0                  | 0                 | 0                               | 0                                |  |
| Public     | E-Voting                       |                          | 0                         | 0                                   | 0                  | 0                 | 0                               | 0                                |  |
|            | Total                          | 9047582                  | 9047582                   | 100                                 | 9047582            | 0                 | 100                             | 0                                |  |
|            | applicable)                    |                          |                           |                                     |                    |                   |                                 |                                  |  |
| Group      | Ballot (not                    | 9047582                  | V                         | 0                                   | · ·                | · ·               | · ·                             | ·                                |  |
| Promoter   | Postal                         |                          | 0                         | 0                                   | 0                  | 0                 | 0                               | 0                                |  |
| and        | Poll                           |                          | 0                         | 0                                   | 0                  | 0                 | 0                               | 0                                |  |
| Promoter   | E-Voting                       | (1)                      | 9047582                   | (3)=[(2)/<br>(1)]*100               | 9047582            | (5)               | (6)=[(4)/<br>(2)]*100           | (7)=[(5)/<br>(2)]*100            |  |
|            | Mode of<br>Voting              | No. of<br>shares<br>held | No. of<br>votes<br>polled | votes polled on outstandi ng shares | Votes-in<br>favour | Votes-<br>against | Votes in favour on votes polled | Votes in against or votes polled |  |
| Category   |                                | a/resolution?            |                           | % of No. of No. of % of % of        |                    |                   |                                 |                                  |  |
| Whether    | promoter/P                     |                          | roup are                  | Yes                                 |                    |                   |                                 |                                  |  |
| Coordinor  | required:                      |                          |                           | SPECIAL RESOLUTION                  |                    |                   |                                 |                                  |  |



Special Business:Approval of Material Related Party Transaction between the Company and Mr.Ramasubramonia Iyer, Chief Financial Officer

| Total  |             | 18963700       | 9261432         | 48.84  | 9261402            | 30                | 99.99                                    | 0.01                                      |
|--|-------------|----------------|-----------------|--|--------------------|-------------------|--|---|
|  | Total       | 8304518        | 213850          | 2.58   | 213820             | 30                | 99.99                                    | 0.01                                      |
| ons  | applicable) |                | 0               | 0  | 0                  | 0                 | 0  | 0   |
| -,   | Ballot (not | 0304310        | 0               | _  | ^                  | 0                 | 0  | 0   |
| Non<br>Instituti   | Postal      | 8304518        | 200120          | 2.31   | 200120             | 0                 | 100                                      | U   |
|  | Poll        |                | 208120          | 2.51   | 208120             | 0                 | 100                                      | 0.32                                      |
| Public-  | E-Voting    |                | 5730            | 0.069  | 5700               | 30                | 99.48                                    | 0.52                                      |
|  | Total       | 1611600        | 0               | 0  | 0                  | 0                 | 0  | 0   |
|  | applicable) |                |                 |  |                    |                   |  |   |
|  | Ballot (not |                |                 |  |                    |                   |  |   |
| ns   | Postal      | 1611600        | 0               | 0  | 0                  | 0                 | 0  | 0   |
| Institutio   | Poll        |                | 0               | 0  | 0                  | 0                 | 0  | 0   |
| Public   | E-Voting    |                | 0               | 0  | 0                  | 0                 | 0  | 0   |
|  |             |                |                 |  |                    |                   |  |   |
|  | Total       | 9047582        | 9047582         | 100  | 9047582            | 0                 | 100                                      | 0   |
|  | applicable) |                |                 |  |                    |                   |  |   |
| Group  | Ballot (not |                |                 |  |                    |                   |  |   |
| Promoter   | Postal      | 9047582        | 0               | 0  | 0                  | 0                 | 0  | 0   |
| and  | Poll        |                | 0               | 0  | 0                  | 0                 | 0  | 0   |
| Promoter   | E-Voting    |                | 9047582         | 100  | 9047582            | 0                 | 100                                      | 0   |
|  |             | (1)            | (2)             | (3)=[(2)/<br>(1)]*100                        | (4)                | (5)               | (6)=[(4)/<br>(2)]*100                    | (7)=[(5)/<br>(2)]*100                     |
| Category   | Voting      | shares<br>held | votes<br>polled | votes<br>polled on<br>outstandi<br>ng shares | Votes-in<br>favour | Votes-<br>against | Votes in<br>favour<br>on votes<br>polled | Votes in<br>against or<br>votes<br>polled |
| interested in the agenda/resolution?  Category   Mode of   No. of   No. of |             |                |                 | % of No. of No. of % of % of                 |                    |                   |  |   |
| Whether promoter/Promoter group are  |             |                |                 | Yes  |                    |                   |  |   |
| Resolution required:   |             |                |                 | SPECIAL RESOLUTION                           |                    |                   |  |   |



## RESULT SUMMARY

| Sl.<br>No | RESOLUTION  | TYPE OF<br>RESOLUTION  | FAVOUR<br>(%) | AGANIST (%) |
|-----------|---|------------------------|---------------|-------------|
| 1.        | To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2022, the Reports of the Auditors' thereon and the report of the Board of Directors. | Ordinary<br>Resolution | 99.99         | 0.01        |
| 2.        | Appointment of a Director Mr. Varghese Kurian (DIN. 01114947) who is Retiring by Rotation   | Ordinary<br>Resolution | 99.99         | 0.01        |
| 3.        | Re-Appointment of Statutory<br>Auditors of the Company<br>M/s. SR PAI & Co., Chartered<br>Accountants for a consecutive<br>term of five years   | Ordinary<br>Resolution | 99.99         | 0.01        |
| 4         | Appointment of Mr.Prem Kumar<br>Sankara Panicker (DIN:<br>03232333) as Non-Executive,<br>Independent Director of the<br>Company.  | Special<br>Resolution  | 99.99         | 0.01        |
| 5         | Re-appointment of Mr.ParameswaranRadhakrishnan Nair(DIN:06907573) as an Independent Director of the Company.  | Special<br>Resolution  | 99.99         | 0.01        |
| 6         | Re-appointment of Mr.PuthuparambilParameswaran PillaiVijayakumar (DIN: 06907566) as an Independent Director of the Company.   | Special<br>Resolution  | 99.99         | 0.01        |
| 7         | Re-appointment of Mr.BijuThundilMadhavan (DIN: 03621324) as an Independent Director of the Company.   | Special<br>Resolution  | 99.99         | 0.01        |
| 8         | Approval of Material Related<br>Party Transaction between the<br>Company and Mr. Varghese<br>Kurian (DIN No. 01114947)<br>Managing Director   | Special<br>Resolution  | 99.99         | 0.01        |



| 9  | Approval of Material Related<br>Party Transaction between the<br>Company and CS Muhammed<br>Rishad Mustafa              | Special<br>Resolution | 99.99 | 0.01 |
|----|---|-----------------------|-------|------|
| 10 | Approval of Material Related Party Transaction between the Company and Mr. Ramasubramonia Iyer, Chief Financial Officer | Special<br>Resolution | 99.99 | 0.01 |

The poll papers and all other relevant records of voting were sealed and handed over to the Company Secretary/ Director authorized by the Board for safe keeping.

Thanking you.

Bleslam & Yours faithfully,

Harikrishnan R

**Practicing Company Secretary** 

For TECIL CHEMICALS AND HYDRO POWER LTD.

Shaji Kalladayil Mathew (DIN:01866682)

Whole Time Director Chairman of the Meeting

Place: Trivandrum Date: 01.10.2022

UDIN. F004915D001113671