

TECIL CHEMICALS AND HYDRO POWER LTD.

REGISTERED OFFICE

P.O. CHINGAVANAM
DIST.- KOTTAYAM, KERALA - 686 531
EMAIL ID : tecilchingavanam@gmail.com
CIN No. : L24299KL1945PLC001206
Website : www.tecilchemicals.com



CORPORATE OFFICE

1ST FLOOR, ANJANA COMPLEX,
VYTTILA-AROOR BYEPASS ROAD,
KUNDANNOOR, KOCHI-682 304
TEL: 0484-4850063 / 62 /61
EMAIL ID : tecilchingavanam@gmail.com

September 18, 2025

To,

The Manager Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001	The Manager Listing Department, National Stock Exchange of India Limited, Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra-East, Mumbai- 400 051
Scrip Code: 506680	Symbol: TECILCHEM

Sub: **Proceedings of 80th Annual General Meeting of the company**

Dear Sir/Ma'am,

Pursuant to regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, please find enclosed herewith proceedings of 80th Annual General Meeting held on Thursday, September 18, 2025 at 02.30 PM at The Palms Hotel, Chingavanam, Dist. Kottayam – 686 531.

This is for your information and records.

Thanking you,

Yours Truly,

For **TECIL Chemicals and Hydro Power Limited**



Jofin John

Company Secretary and Compliance Officer

Encl: as stated

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Proceedings of the 80th Annual General Meeting (AGM) of TECIL Chemicals and Hydro Power Limited, held on Thursday, 18th September, 2025, at 02.30 P.M. at The Palms Hotel, Chingavanam, Dist. Kottayam – 686 531.

Present:

- | | |
|----------------------------|---|
| 1.Mr. Shaji K Mathew | - Wholetime Director |
| 2.Mr. P Radhakrishnan Nair | -Independent Director (Chairperson of Stakeholders Relationship Committee) |
| 3.Mr. Vijayakumar P P | - Independent Director (Chairperson of Audit Committee & Nomination and Remuneration Committee) |
| 4.Mr. Biju T M | - Independent Director |

In Attendance:

1. Mr. SRS Iyer - Chief Financial Officer
2. Mr. Jofin John - Company Secretary & Compliance Officer
3. CA S Rajeeva Pai (Partner) S R Pai & Co - Statutory Auditor
4. CS Harikrishnan R- Scrutinizer

The Company Secretary welcomed the Shareholders, Directors, and other attendees to the 80th Annual General Meeting (AGM) of Tecil Chemicals and Hydro Power Limited.

The Company Secretary then briefed the members that the 80th AGM was convened in compliance with the relevant directives and circulars issued by the Ministry of Corporate Affairs (MCA) and The Securities and Exchange Board of India (SEBI).

He further informed the members that the company had availed the services of Central Depository Services (India) Limited (CDSL) to facilitate remote e-voting. This system was implemented to provide shareholders with a convenient and transparent voting process, allowing them to participate from anywhere.

The Company Secretary informed that all the members whose names appeared in the Register of Members or Register of Beneficial Owners as on the cut-off date i.e., 11th September 2025 were entitled to exercise their voting rights. The remote e-voting facility was made available from **Monday, 15th September 2025, at 9:00 a.m. until Wednesday, 17th September 2025, at 5:00 p.m.** Members were encouraged to utilize this facility to cast their votes ahead of the meeting. Physical voting through a poll was made available during the time of AGM for those members who had not cast their votes via the remote e-voting system.



The Company Secretary further informed the members that, in order to ensure a fair and transparent voting process, CS Harikrishnan R, a Practicing Company Secretary, had been appointed by the Board of Directors to act as the Scrutinizer for the AGM. He emphasized that CS Harikrishnan R would oversee the voting process and ensure its compliance with all regulatory requirements, further reinforcing the company's commitment to transparency and fairness.

The Company Secretary also informed the members that, in accordance with the provisions of the Companies Act, 2013, the Statutory Registers, including the Register of Directors and Key Managerial Personnel and their shareholding, along with other relevant documents pertaining to the Ordinary and Special Businesses to be transacted at the meeting, were made available for inspection by the members during the AGM.

Mr. Shaji K Mathew, Director, occupied the Chair. He announced that the requisite quorum was present and thereafter called the meeting to Order. Mr. Shaji K Mathew, Director, occupied the Chair. He announced that the requisite quorum was present and accordingly called the 80th Annual General Meeting of Tecil Chemicals and Hydro Power Limited to order.

The Chairman then delivered his speech, welcoming all the Shareholders, Directors, and other attendees present at the meeting. He expressed his appreciation for their continued support and participation.

The Chairman informed the members that Mr. Varghese Kurian, Managing Director, Mrs. Lizhyamma Kurian, Whole-time Director, Mr. Jeeben Varghese Kurian, Whole-time Director and Mr. Prem Kumar Sankara Panicker, Independent Director were unable to attend the meeting due to pre-occupation.

Thereafter, the Chairman commenced the formal agenda of the meeting. With the consent of the members, the Notice convening the AGM and the Auditors' Report were taken as read, as the same had already been circulated to all members in advance.

The Chairman, briefed the progress of the Company to the Members.

Following this, the Chairman requested the Company Secretary to brief the members on the Ordinary and Special Businesses to be transacted during the AGM.

Ordinary Business:

1. Adoption of Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2025 and the reports of Board of Director's and Auditor's thereon.
2. To appoint a director in place of Mr. Jeeben Varghese Kurian (DIN:06750117), Whole-time Director and CEO who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

Special Business:

3. Appointment of M/s. JMACS and Associates, Company Secretaries in Practice as Secretarial Auditors for a period of five consecutive years from FY 2025-26 to FY 2029-30 and fix their remuneration.
4. Approval of Material Related Party Transaction between the Company and Mr. Varghese Kurian (DIN:01114947) Chairman and Managing Director in the form of unsecured loans to meet its working capital requirements and other financial obligations of the Company.
5. Approval of Material Related Party Transaction between the Company and CS Jofin John, Company Secretary for the payment of salary.



6. Approval of Material Related Party Transaction between the Company and Mr. Ramasubramonia Iyer, Chief Financial Officer for the payment of salary.

7. Approval of Material Related Party Transaction between the Company and Independent Directors for the payment of sitting fees.

The Chairman then invited the members to express their views and make observations or seek clarifications, if any, on the Financial Statements and other matters connected therewith. The members present were given an opportunity to share their feedback and ask questions, which were duly addressed.

For those members who preferred to vote physically and had not exercised their voting rights through remote e-voting, Ballot Forms were provided at the venue of the Annual General Meeting to facilitate voting through poll.

The Chairman informed the members that, upon conclusion of the voting process, the Scrutinizer would consolidate the results of remote e-voting and physical voting. The results, along with the Scrutinizer's Report, would be placed on the Company's website and also submitted to the Stock Exchanges, in accordance with applicable regulations.

The Chairman then thanked all the members for their presence, participation, and continued support. He expressed appreciation for their valuable time and contributions to the meeting.

There being no other business to transact, the Chairman declared the meeting as closed.

The meeting concluded at 3:47 PM.

This is for your information and records.

For TECIL Chemicals and Hydro Power Limited

Jofin John
Company Secretary and Compliance Officer

