

**TULSYAN NEC LTD**



Date: September 25, 2024

**To,  
The BSE Limited,  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400 001**

Dear Sir/Madam,

**Sub: Outcome of the 77<sup>th</sup> Annual General Meeting ("AGM") of Tulsyannec Limited ("the Company")**

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), we wish to inform you that the 77<sup>th</sup> AGM of the Company was held today, i.e., Wednesday, September 25, 2024 at 11.30 a.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), to transact the businesses as stated in the AGM Notice dated August 25, 2024.

In this regard, please find attached herewith the summary of the proceedings of the 77<sup>th</sup> AGM of the Company pursuant to Regulation 30 read with Para A of Part A of Schedule III of the SEBI Listing Regulations.

The same is also made available on the Company's website at [www.tulsyannec.in](http://www.tulsyannec.in).

Request you to kindly take the above intimation on record and acknowledge.

Thanking You,

Yours Faithfully,

For **Tulsyannec Limited**

**Parvati Soni  
Company Secretary & Compliance Officer**

*Encl: As above*

**Registered Office:** Apex Plaza, 1st Floor, No.3, Nungambakkam High Road, Chennai - 600 034, Tamil Nadu.  
Ph : +91 44 6199 1060 / 6199 1045, Fax : +91 44 6199 1066 | Email : [info@tulsyannec.in](mailto:info@tulsyannec.in) | [www.tulsyannec.in](http://www.tulsyannec.in)  
GSTIN 33AABCT3720E1ZW | CIN L28920TN1947PLC007437



**PROCEEDINGS OF THE 77<sup>TH</sup> ANNUAL GENERAL MEETING ("AGM") OF TULSYAN NEC LIMITED HELD ("THE COMPANY") ON WEDNESDAY, SEPTEMBER 25, 2024 AT 11.30 A.M. (IST) THROUGH VIDEO CONFERENCING (VC) / OTHER AUDIO-VISUAL MEANS (OAVM)**

**MEMBERS' PRESENT**

39 Members were present at the meeting through video conferencing or other audio-visual means.

**DIRECTORS AND KEY MANAGERIAL PERSONNELS (KMPs) PRESENT THROUGH VC:**

Sl. No.	Name	Designation	Location for VC
1.	Mr. Lalit Kumar Tulsyann	Executive Chairman	Bangalore
2.	Mr. Sanjay Tulsyann	Managing Director	Chennai
3.	Mr. Sanjay Agarwalla	Whole Time Director	Chennai
4.	Mr. S Chandrasekaran	Whole Time Director	Chennai
5.	Mr. Manogyanathan Parthasarathy	Independent Director and Chairman of (i) Audit Committee (ii) Nomination & Remuneration Committee and (iii) Stakeholders' Relationship Committee	Chennai
6.	Mr. Ravi Muthusamy	Independent Director	Oddanchatram
7.	Mr. Somasundaram Ponsing Mohan Ram	Independent Director	Chennai
8.	Mrs. Antonisamy Axilium Jayamary	Independent Woman Director	Chennai
9.	Mrs. J Sumathi	Independent Woman Director	Chennai
10.	Mr. Shanthakumar R P	Chief Financial Officer (KMP)	Bangalore
11.	Mrs. Parvati Soni	Company Secretary and Compliance Officer (KMP)	Hyderabad

**BY INVITATION:**

Sl. No.	Name	Designation	Location for VC
1.	Mrs. Uma Ramaswamy	General Manager - Finance	Chennai
2.	Mr. E.K. Srivatsan	Audit Partner, M/s. CNGSN & Associates, LLP - Statutory Auditors of the Company	Coimbatore
3.	Mr. M.R. Krishna Murthy	Designated Partner, M/s. Murthy & Co. LLP - Cost Auditors of the Company	Bangalore
4.	Mr. T.S. Ramahlingem	Partner, M/s. SLSM & Co. - Internal Auditors of the Company	Chennai

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5.	Mr. Damodaran	M.	Practising Company Secretary and Managing Partner, M/s. Damodaran & Associates LLP - Secretarial Auditors and Scrutiniser of the Company	Chennai
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The meeting commenced at 11.30 a.m. and the Company Secretary welcomed to all the Members and other Participants to the 77<sup>th</sup> AGM of the Company.

The Company Secretary informed the Members and all other participants that the 77<sup>th</sup> AGM of the Company was being held through VC/OAVM in compliance various circulars issued by the MCA and SEBI and applicable provisions of the Companies Act, 2013 and SEBI Listing Regulations.

The Company Secretary gave an overview to all the Members regarding the process of participating at the AGM through VC.

The Statutory Registers as required under the Companies Act, 2013 and the relevant documents referred to in the AGM Notice were made available for inspection of the Members throughout the Meeting in electronic mode. Members who wished to seek inspection of such documents were required to send their request at investor@tulsyannec.in. As the meeting was being held through VC, the facility for appointment of proxies by the Members was not applicable and hence the proxy register was not available for inspection.

Thereafter, the Company Secretary introduced the Board of Directors, Key Managerial Personnels and other Invitees present at the meeting and requested them to do their respective roll calls by stating their name, location of joining and confirming that no unauthorised person was attending the meeting from their location.

The Company Secretary requested Mr. Lalit Kumar Tulsyannec, Executive Chairman, to chair and conduct the proceedings of the AGM.

Mr. Lalit Kumar Tulsyannec, Executive Chairman, chaired the Meeting and welcomed all the Members, Board of Directors and other invitees to the 77<sup>th</sup> AGM of the Company.

Participation of the Members through video conferencing was being reckoned for the purpose of quorum as per the circulars issued by the MCA and Section 103 of the Companies Act, 2013. The requisite quorum was present throughout the meeting through video conferencing to conduct the proceedings of the meeting and the Chairman called the Meeting to order.

The Chairman informed the Members that Notice of the 77<sup>th</sup> AGM along with the copies of the audited financial statements for the financial year ended March 31, 2024 together with the directors' report and auditors' report were sent via email to all the Members, who have registered their email ids with the Company or with the Registrar and Share Transfer Agent (RTA) i.e. Cameo Corporate Services Limited, within the statutory time period. There were 5 (five) resolutions placed before the meeting as set out in the Notice of 77<sup>th</sup> AGM.

All the Resolutions as set out in the Notice of the 77th AGM had already been put to vote through remote e-voting, the resolutions were not required to be proposed or seconded by the Members at the meeting in terms of the Secretarial Standards – 2 issued by the ICSI.

The Chairman, then requested Mrs. Parvati Soni, Company Secretary, to read out all the business items mentioned in the Notice of the 77<sup>th</sup> AGM of the Company.

With permission of the Chairman, other Board of Directors and the Members present at the meeting, the Company Secretary read the business items of the 77<sup>th</sup> AGM Notice:

**ORDINARY BUSINESS:**

- 1) To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon – Ordinary Resolution.

The qualifications made by the auditors in their Auditors' Report for the financial year ended March 31, 2024 along with the Management's Reply were read out at the AGM.

- 2) To appoint Mr. Sanjay Tulsy (DIN: 00632802) as Director, liable to retire by rotation, and being eligible, offers himself for re-appointment – Ordinary Resolution.
- 3) To consider and approve increase in the remuneration payable to M/s. CNGSN & Co. LLP, Statutory Auditors of the Company - Ordinary Resolution.

**SPECIAL BUSINESS:**

- 4) To ratify the remuneration payable to M/s. Murthy & Co. LLP, Cost Auditors of the Company, for the financial year 2024-2025 - Ordinary Resolution.
- 5) To regularize the appointment of Mrs. J Sumathi (DIN: 10752449) as an Independent (Non-Executive) Woman Director of the Company – Special Resolution.

The Chairman then invited the Members, who had registered themselves as speakers to speak / ask questions on the Resolutions as set out in the AGM Notice or on the Annual Report for the FY 2023-24. The Chairman suitably replied to the queries raised by the speaker shareholders and the Chairman also informed the other Members to send their queries, if any, via email and expect an earliest reply for the same.

The Chairman, then requested the Company Secretary to inform the Members about the e-voting procedure at the AGM.

The Company Secretary informed the Members that in compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management

and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to all the members as on the cut-off date i.e. Wednesday, September 18, 2024, to cast the votes on all resolutions as set forth in the AGM notice from Sunday, September 22, 2024 (09.00 AM IST) to Tuesday, September 24, 2024 (05.00 PM IST) (both days inclusive). Further, members, who had not participated in remote e-voting process could still cast their vote on all the resolutions as set forth in the AGM notice through e-voting facility provided by the CDSL during the AGM. The e-voting window was closed 15 minutes after the conclusion of the Meeting.

Mr. M. Damodaran, Practicing Company Secretary, was appointed as the Scrutinizer, to scrutinize the e-voting process (remote e-voting and e-voting at the AGM) in a fair and transparent manner and to submit the Scrutinizer's Report.

The combined results of remote e-voting and e-voting at the AGM along with the Scrutinizers' Report shall be intimated to the Stock Exchange within 2 working days from the conclusion of the AGM and the same shall be made available on the Company's website at [www.tulsyannec.in](http://www.tulsyannec.in), on the website of the BSE at [www.bseindia.com](http://www.bseindia.com) and on the website of the CDSL at [www.evotingindia.com](http://www.evotingindia.com).

The meeting concluded at 12:15 P.M. (including the 15 minutes time allowed for e-voting at the AGM) with a vote of thanks to the Chair, Board of Directors, Invitees and the Members.

For **Tulsyann NEC Limited**



**Parvati Soni**  
**Company Secretary & Compliance Officer**