



TGV SRAAC LIMITED

(Formerly Sree Rayalaseema Alkalies and Allied Chemicals Ltd.)

6-2-1012, 2nd Floor, TGV Mansion, Khairatabad, Hyderabad - 500004, India.

Phone: +91-40-23313842, Fax: 040-23313875, Cell: +91 98483 09777 E-mail: hyd2alkalies@gmail.com; hyd_2alkalies@rediffmail.com http://www.tgvgroup.com, CIN: L24110AP1981PLC003077



REF:TGVSL:SECL:BSE:PB:2019-20:

7th April, 2020

To

BSE Limited P.J Towers Dalal Street Mumbai- 400 001.

Dear Sir,

Sub: Result of "Postal Ballot" pursuant to Section 110 of Companies Act, 2013

read with Rule 22 of the Companies (Management and Administration)

Rules, 2014 - Reg.

Ref: Scrip Code: 507753.

In continuation to our letters dated 20.02.2020 and 21.02.2020 to BSE informing that the company has proposed to seek the approval of shareholders by postal ballot for reappointment and for fixation of Remuneration to (1) Sri K. Karunakar Rao (2) Sri N. Jesvanth Reddy and (3) Sri Gopal Krishan as Executive Directors of the Company and as per Section 110 and other applicable provisions, if any of the Companies Act,2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44(3) of SEBI(LODR) Regulations,2015. We are herewith submitting the copies of Special Resolutions (3 Nos) passed by Postal Ballot.

The Board of Directors in the meeting held on 20.02.2020 had approved notice of the postal ballot and voting period started from 07.03.2020 (9.00 A.M.) and ended 06.04.2020 (5.00 P.M.) both by postal ballot and e-voting.

The Board of Directors had appointed Mr M. Nirmal Kumar Reddy, Practicing Chartered Accountant (Membership No.211032) as Scrutinizer for conducting the said postal ballot process in a fair and transparent manner.

On the basis of report submitted by scrutinizer, the Chairman on 07th April, 2020 at Regd. Office: Gondiparla, Kurnool declared that the said special resolutions have been approved with the requisite majority of the shareholders.

Please find enclosed scrutinizer's report and the details of voting results of the postal pursuant to Regulation 44(3) of SEBI (LODR) Regulations, 2015.

Contd ... 2



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Certified copies of Special Resolutions and explanatory statements are enclosed herewith for your record.

The copy of scrutinizer's report will be available on the Company website www.tgvgroup.com

Kindly take the same on your record.

Thanking you,

Yours faithfully, For TGV SRAAC Limited

FOR TOWNSRAAC LIMITED

(V. Radhakrishna Murthy)
Chiref-Gemeral-Manager &
C.G. Mohnsary Secretary

Encl: As above.







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CERTIFIED TRUE COPY OF SPECIAL RESOLUTION PASSED BY SHAREHOLDERS THROUGH POSTAL BALLOT ON 06/04/2020 IN PURSUANT TO SECTION 110 OF COMPANIES ACT, 2013 READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014.

ITEM NO. 1

REAPPOINTMENT OF SRI K. KARUNAKAR RAO AS EXECUTIVE DIRECTOR (FIN. & COMML.,) AND FOR FIXATION OF REMUNERATION.

"RESOLVED pursuant to Section 196, 197 and 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and subject to required statutory approval as may be necessary, the Members of the Company hereby ratify the Board approval for reappointment of Sri K. Karunakar Rao (DIN:02031367) as Executive Director (F&C) for a period of two years i.e., from 11-05-2020 to 10-05-2022 in its meeting held on 20.02.2020, upon the recommendation of Nomination and Remuneration Committee Meeting held on 17.02.2020 on the following remuneration.

RESOLVED FURTHER THAT the members noted that during the tenure of reappointment Sri K. Karunakar Rao will be crossing 70 years on 14-06-2020 and hence approval is accorded by way of Special Resolution.

RESOLVED FURTHER THAT Sri K. Karunakar Rao will be paid Rs.2,00,000/- per month as Consolidated salary + allowances, perquisites and other benefits as per the Rules of the Company. Perquisites shall be evaluated as per Income Tax Rules or at actual costs. However, the following will not be included in the above perquisites limit.

- a) Company's contribution to Provident Fund, Pension and Superannuation Fund will not be included in computation of the ceiling or perquisites to the extent of these either singly or put together are not taxable under the Income Tax Act.
- b) Use of Company Car for Official purpose and phone at residence/Cell phone for official purpose (including payment of local and long distance calls).
- c) Earned/privileged leave on full pay and allowance as per Rules of Company. Leave accumulated and not availed during the tenure may be encashed as per Rules of the Company.

RESOLVED FURTHER THAT in the event of absence or inadequacy of Profits in any financial year the aforesaid remuneration shall be treated as minimum remuneration in pursuance to Schedule V of the Companies Act, 2013 and any amendment thereof from time to time.

RESOLVED FURTHER THAT Sri V. Radhakrishna Murthy, CGM and Company Secretary is hereby authorized to file Form MGT-14, Form MR-1 and other related forms with MCA/ROC and to digitally sign the same to comply with statutory formalities."



EXPLANATORY STATEMENT (Pursuant to Section 102 of the Companies Act, 2013) (Annexed to the Notice dated 20th February, 2020)

ITEM NO.1

Shareholders may be aware that earlier approval for Re-appointment of Sri K. Karunakar Rao as Executive Director (Fin. & Comml.,) in the Annual General Meeting held on 26-12-2018 will expire on 10-05-2020. In view of the increased operations of the Company and implementation of future plans, and on consideration of Nomination and Remuneration Committee recommendation, dated 17-02-2020, the Board has re-appointed Sri K. Karunakar Rao as Executive Director (Fin. & Comml.,) in its meeting held on 20-02-2020 subject to Shareholders' approval by way of Postal Ballot pursuant to Sec.110 of the Companies Act, 2013 on remuneration as explained in the Resolution. It may kindly be noted that Sri K. Karunakar Rao will cross the age of 70 years on 14.06.2020 and hence members approval by way of Special Resolution is required to comply with the provisions of Schedule V of Part I (c) read with Sec.196 of Companies Act, 2013.

Annexure

- I. General Information
- (1) Nature of Industry: Manufacturer's of Chloro Alkalie Chemicals, Chloromethanes, Castor oil derivatives, Fatty Acids and Power Generation.

Name Change: Name of the Company has been changed from M/s Sree Rayalaseema Alkalies and Allied Chemicals Limited to M/s TGV SRAAC LIMITED (CIN:L24110AP1981PLC003077) for easy recognition and identification vide RoC Approval Dt.14.10.2017.

- (2) In case of new companies, expected date of commencement of activities as per project approved by the financial institutions appearing in the prospectus:
 - Not Applicable -
- (3) Financial Performance: (Audited)

(Rs. in Crores)

| | | (1/2" IN CLOICS |
|--------------------------|--|---|
| Year Ended 31.03.2019 | Year Ended 31.03.2018 | Year Ended 31.03.2017 |
| 1204.57 | 1072.08 | 1004.97 |
| 237.90 | 201.81 | 138.99 |
| 68.40 | 29.61 | 16.58 |
| 96.69 | 91.85 | 87.27 |
| | 31.03.2019 1204.57 237.90 68.40 | 31.03.2019 31.03.2018 1204.57 1072.08 237.90 201.81 68.40 29.61 |



- (4) Foreign Investment or Collaboration, if any:
 - Not Applicable -
- II. Information about the appointee:
- (1) Background details:

Sri K. Karunakar Rao is about 70 Years old (as on 14.06.2020) is a Chartered Accountant having more than 45 Years of Experience in the fields of Finance, Commercial and Administration. Associated with the company for the past 37 years since incorporation. He is not holding any Directorship in other listed entity.

(2) Past Remuneration:

Same as mentioned in the Resolution.

(3) Job Profile and his suitability:

General administration of the company, Finance & Commercial Departments of the Company and he is declared as Chief Executive Officer (CEO) of the Company by the Board to comply with statutory requirement.

(4) Remuneration Proposed:

Existing Remuneration has been recommended by Nomination and Remuneration Committee and Board of Directors which is appropriate and reasonable, keeping in view of Responsibility, Rights and Accountability of the incumbent.

(5) Comparative Remuneration with respect to Industry, size of the Company, profile of the position and person:

Considering the size of the Company and the job profile of the position and the credentials and performance of the appointee, the remuneration proposed is moderate and reasonable and compares well with that of similar companies.

(6) Pecuniary relationship directly or indirectly with the Company or relationship with the Managerial Personnel, if any.

Sri K. Karunakar Rao is Executive Director of the company. He is not related to any Directors or KMP or Promoters. He is holding 50 Equity Shares of the Company.

- III. Other information:
- (1) Steps taken or proposed to be taken for improvement of the Company:

Expansion Programme of Chloromethanes Project is in implementation. Modernization programme is under implementation in Chemical division. Once these programmes are completed, the profitability of the company is envisaged for further improvement in view of these projects.





(2) Expected Increase in productivity and profits in measurable terms:

Depending upon the nature of the Industry, it has not been predicted accurately

IV. Disclosures:

The Company being a Listed Company, the provisions of Corporate Governance are applicable and hence required details are furnished here to comply with Regulation 36 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 read with Schedule V of Companies Act, 2013.

Your Directors commend the Special Resolution for your approval and ratification. None of the Directors and KMP except Sri K. Karunakar Rao is deemed to be interested in this Special Resolution.

ITEM NO. 2

REAPPOINTMENT OF SRI N. JESVANTH REDDY AS EXECUTIVE DIRECTOR (TECHNICAL) AND FOR FIXATION OF REMUNERATION.

"RESOLVED THAT pursuant to Section 196, 197 and 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and subject to required statutory approval and ratify as may be necessary, the Members of the Company hereby ratify the Board approval for Re-Appointment of Sri N. Jesvanth Reddy (DIN:03074131) as Executive Director (Technical) for a period of two years i.e., from 11-05-2020 to 10-05-2022 in its meeting held on 20.02.2020 upon the recommendation of Nomination and Remuneration Committee Meeting held on 17.02.2020 on the following remuneration.

RESOLVED FURTHER THAT Sri N. Jesvanth Reddy will be paid Rs.2,00,000/- per month as Consolidated salary + allowances, perquisites and other benefits as per the Rules of the Company. Perquisites shall be evaluated as per Income Tax Rules or at actual costs. However, the following will not be included in the above perquisites limit.

- a) Company's contribution to Provident Fund, Pension and Superannuation Fund will not be included in computation of the ceiling or perquisites to the extent of these either singly or put together are not taxable under the Income Tax Act.
- Use of Company Car for Official purpose and phone at residence/Cell phone for official purpose (including payment of local and long distance calls).
- c) Earned/privileged leave on full pay and allowance as per Rules of Company. Leave accumulated and not availed during the tenure may be encashed as per Rules of the Company.

RESOLVED FURTHER THAT in the event of absence or inadequacy of Profits in any financial year the aforesaid remuneration shall be treated as minimum remuneration in pursuance to Schedule V of the Companies Act, 2013 and any amendment thereof from time to time.

RESOLVED FURTHER THAT Sri V. Radhakrishna Murthy, CGM and Company Secretary is hereby authorized to file Form MGT-14, Form MR-1 and other related forms with MCA/ROC and to eightfully sign the same to comply with statutory formalities."



EXPLANATORY STATEMENT (Pursuant to Section 102 of the Companies Act, 2013) (Annexed to the Notice dated 20th February, 2020)

ITEM NO.2

Shareholders may be aware that earlier approval for Re-appointment of Sri N. Jesvanth Reddy as Executive Director (Technical) in the Annual General Meeting held on 26-12-2018 has expired on 10-05-2020. In view of the increased operations of the Company and implementation of future plans and on consideration of Nomination and Remuneration Committee recommendation dated 17-02-2020, the Board has re-appointed Sri N. Jesvanth Reddy as Executive Director (Technical) in its meeting held on 20-02-2020 subject to Shareholders' approvals by way of Postal Ballot pursuant to Sec.110 of the Companies Act, 2013 on remuneration as explained in the Resolution.

Annexure

- I. General Information
- (1) Same as details furnished under the Item No. 1 (1) of Item No. 1
- (2) In case of new companies, expected date of commencement of activities as per project approved by the financial institutions appearing in the prospectus:

 Not Applicable
- (3) Financial Performance:

Same as details furnished under the Item No. I (3) of Item No.1

- (4) Foreign Investment or Collaboration, if any:
 - Not Applicable -
- II. Information about the appointee:
- (1) Background details:

Sri N. Jesvant Reddy is about 66 Years old and possessing B.E (Mech) degree having more 40 Years of experience in Chemicals and Paper Industry and he is associated with the company for more than 30 Years. He has been declared as "OCCUPIER" of the Factory to comply with Statutory Provisions. He is not holding any Directorship in other listed entity.

(2) Past Remuneration:

Same as mentioned in the Item No. II (2) of Item No.1.

(3) Job Profile and his suitability:

To take care of all Technical Matters including Mechanical and to ensure over all plant safety, Maintenance and Management of Technical Personnel, project management execution of future strategic plans and ensuring preventive measures for future risks.





(4) Remuneration Proposed:

Existing Remuneration has been recommended by Nomination and Remuneration Committee and Board Directors which is appropriate and reasonable, keeping in view of Responsibility, Rights and Accountability.

(5) Comparative Remuneration with respect to Industry, size of the Company, profile of the position and person:

Considering the size of the Company and the job profile of the position and the credentials and performance of the appointee, the remuneration proposed is moderate and reasonable and compares well with that of similar companies.

(6) Pecuniary relationship directly or indirectly with the Company or relationship with the Managerial Personnel, if any.

Sri N. Jesvant Reddy is not having any pecuniary relationship with the company except that he is in employment of the company and he is not related to any Directors or Promoters. He is not holding any shares in the company.

III. Other Information:

(1) Steps taken or proposed to be taken for improvement of the Company:

Same as mentioned in the Item No. 1 (III) (1).

(2) Expected Increase in productivity and profits in measurable terms:

Same as mentioned in the Item No. 1 (III) (2).

IV. Disclosures:

The Company being a Listed Company, the provisions of Corporate Governance are applicable and hence required details are furnished here to comply with Regulation 36 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 read with Schedule V of Companies Act, 2013.

Your Directors commend the Special Resolution for your approval and ratification. None of the Directors and KMP except Sri N. Jesvanth Reddy is deemed to be interested in this Special Resolution.

ITEM NO. 3

REAPPOINTMENT OF SRI GOPAL KRISHAN AS EXECUTIVE DIRECTOR (TECHNICAL) AND FOR FIXATION OF REMUNERATION.

"RESOLVED THAT pursuant to Section 196, 197 and 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and subject to required statutory approval as may be necessary, the Members of the Company hereby approve and ratify the beard recommendation for Reaappointment of Sri Gopal Krishan (DIN:05342348) as Executive Circular (Technical) for a period of Two Years i.e., from 01-02-2020 to 31-01-2022 in the



Board Meeting held on 20.02.2020 upon the recommendation of Nomination and Remuneration Committee Meeting held on 17.02.2020 on the following remuneration.

RESOLVED FURTHER THAT the members noted that at the beginning of reappointment tenure Sri Gopal Krishan is 70 years of age and hence approval is accorded by way of Special Resolution.

RESOLVED FURTHER THAT Sri Gopal Krishan will be paid Rs.2,00,000/- per month as Consolidated salary + allowances, perquisites and other benefits as per the Rules of the Company. Perquisites shall be evaluated as per income Tax Rules or at actual costs. However, the following will not be included in the above perquisites limit.

- a) Company's contribution to Provident Fund, Pension and Superannuation Fund will not be included in computation of the ceiling or perquisites to the extent of these either singly or put together are not taxable under the Income Tax Act.
- b) Use of Company Car for Official purpose and phone at residence/Cell phone for official purpose (including payment of local and long distance calls).
- C) Earned/privileged leave on full pay and allowance as per Rules of Company. Leave accumulated and not availed during the tenure may be encashed as per Rules of the Company.

RESOLVED FURTHER THAT in the event of absence or inadequacy of Profits in any financial year the aforesaid remuneration shall be treated as minimum remuneration in pursuance to Schedule V of the Companies Act, 2013 and any amendment thereof from time to time.

RESOLVED FURTHER THAT Sri V. Radhakrishna Murthy, CGM and Company Secretary is hereby authorized to file Form MGT-14, Form DIR-12, Form MR-1 and other related forms with MCA/ROC and to digitally sign the same to comply with statutory formalities."

EXPLANATORY STATEMENT (Pursuant to Section 102 of the Companies Act, 2013) (Annexed to the Notice dated 20th February, 2020)

ITEM NO.3

Share holders may be aware that earlier approval for Re-appointment of Sri Gopal Krishan as Executive Director (Technical) in the Annual General Meeting held on 26-12-2018 has expired on 31-01-2020. In view of Sec.196 of Companies Act, 2013, he cannot act as Executive Director from 01.02.2020 as the Board approval for reappointment Dt.28.01.2020 is not effective as he crossed 70 Years. However, he continue to be Director. In view of the increased operations of the Company and implementation of future plans and on consideration of Nomination and Remuneration Committee recommendation dated 17-02-2020, the Board in its meeting held on 20.02.2020 recommended for reappointment of Sri Gopal Krishan as Executive Director (Technical) subject to Shareholders' approval by way of Postal Ballot pursuant to Sec.110 of the Companies Act, 2013 on remuneration as explained in the Resolution. It may kindly be noted that Sri Gopal Krishan has attained the age of 70 years on 01-02-2020 and hence members approval by way of Special Resolution is required to comply with the provisions of Shedule V Part I (c) read with Sec.196 of the Companies Act, 2013 for his reappointment with retraspective effect from 01.02.2020 and for his remuneration.

<u>Annexure</u>

- I. General Information
- (1) Same as details furnished under the Item No. I (1).
- (2) In case of new companies, expected date of commencement of activities as per project approved by the financial institutions appearing in the prospectus:
 - Not Applicable -
- (3) Financial Performance:

Same as details furnished under the Item No. I (3).

- (4) Foreign Investment or Collaboration, if any:
 - Not Applicable -
- II. Information about the appointee:
- (1) Background details: Sri Gopal Krishan is 70 Years old (as on 01.02.2020) and he is Bachelor of Engineering (B.E) and Master of Business Administration (MBA) having more than 45 Years of experience in Chloro Alkalie Industry.
- (2) Past Remuneration:

Same as mentioned in the Item No. 1 (II) (2).

(3) Job Profile and his suitability:

To take care of technical matters of the Plant, Maintenance, Execution of expansion and future plans of the company and Administration of Technical Staff, over all responsibility of future plans design and participation strategic plans.

(4) Remuneration Proposed;

Existing Remuneration has been recommended by Nomination and Remuneration Committee and Board of Directors which is appropriate and reasonable, keeping in view of Responsibility, Rights and Accountability.

(5) Comparative Remuneration with respect to Industry, size of the Company, profile of the position and person:

Considering the size of the Company and the job profile of the position and the credentials and performance of the appointee, the remuneration proposed is moderate and reasonable and compares well with that of similar companies.





(6) Pecuniary relationship directly or indirectly with the Company or relationship with the Managerial Personnel, if any.

Sri Gopal Krishan is Technical Professional and he is not having any relationship with the Promoters. He is not holding any shares in the company. He has no relationship with other Directors.

III. Other Information:

(1) Steps taken or proposed to be taken for improvement of the Company:

Same as mentioned in the Item No. 1 (III) (1).

(2) Expected Increase in productivity and profits in measurable terms:

Same as mentioned in the Item No. 1 (III) (2).

IV. Disclosures:

The Company being a Listed Company, the provisions of Corporate Governance are applicable and hence required details are furnished here to comply with SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.

Your Directors commend the Special Resolution for your approval and ratification. None of the Directors and KMP except Sri Gopal Krishan is deemed to be interested in this Special Resolution.

// Certified True Extract //

FOR TGV SRAAC LIMITED

V. RADHAKRISHNA MURTHY C.G.M. And Company Secretary V. RYDHAKRISHNA MURTHY C.G.M. And Company Secretary

For TGV SRAAC LIMITED

| General information about company | | | | | |
|--|-------------------|--|--|--|--|
| Serip code | 507753 | | | | |
| NSE Symbol | | | | | |
| MSEI Symbol | | | | | |
| ISIN | INE284B01028 | | | | |
| Name of the company | TGV SRAAC LIMITED | | | | |
| Type of meeting | Postal Ballot | | | | |
| Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot). | 06-04-2020 | | | | |
| Start time of the meeting | | | | | |
| End time of the meeting | | | | | |



| Scrutinizer Details | | | | | |
|---|----------------------|--|--|--|--|
| Name of the Scrutinizer | M NIRMAL KUMAR REDDY | | | | |
| Firms Name | M NIRMAL KUMAR REDDY | | | | |
| Qualification | CA | | | | |
| Membership Number | 211032 | | | | |
| Date of Board Meeting in which appointed | 20-02-2020 | | | | |
| Date of Issuance of Report to the company | 07-04-2020 | | | | |



| Voting results | | | | | | |
|--|------------|--|--|--|--|--|
| Record date | 04-03-2020 | | | | | |
| Total number of shareholders on record date | 31912 | | | | | |
| No. of shareholders present in the meeting either in person or through proxy | | | | | | |
| a) Promoters and Promoter group | | | | | | |
| b) Public | | | | | | |
| No. of shareholders attended the meeting through video conferencing | | | | | | |
| a) Promoters and Promoter group | | | | | | |
| b) Public | | | | | | |
| No. of resolution passed in the meeting | 3 | | | | | |
| Disclosure of notes on voting results | | | | | | |



| | | | | | | | | |
|--|---------------------------------------|----------|--|---|-----------------------------|------------------------------|--|--|
| Resolution required: (Ordinary / Special) | | | | Special | | | · | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Description of resolution considered | | | Reappointment of S Commi) and for fix | | | cutive Director (| Fin & | |
| Category | Mode of No. of votes votes polled | | | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes - against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)(2)] *100 | (7)=[(5)/(2)] *100 |
| | E-Voting | | | | | | | |
| Promoter and | Poll | 57215917 | | | | | | |
| Promoter Group | Postal Ballot (if applicable) | | 57215917 | 100 | 57215917 | 0 | 100 | 0 |
| • | Total | 57215917 | 57215917 | 100 | 57215917 | 0 | 100 | 0 |
| | E-Voting | 554741 | | | | | | |
| Public- | Polí | | | | | | | |
| Institutions | Postal Ballet (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 554741 | 0 | 0 | 0 | 0 | 0 | 0 |
| | E-Voting | | 50846 | 0.1308 | 50785 | 61 | 99,88 | 0.12 |
| n-11'- W | Poil | 38877887 | | | | | | |
| Public- Non Institutions | Postal Ballot (if applicable) | | 39837 | 0.1025 | 39837 | 0 | 100 | 0 |
| | Total | 38877887 | 90683 | 0.2333 | 90622 | 61 | 99.9327 | 0.0673 |
| | Total | 96648545 | 57306600 | 59.2938 | 57306539 | 61 | 99,9999 | 0.0001 |
| | | | | Wheth | er resolution is | Pass or Not | Yes | |
| | · · · · · · · · · · · · · · · · · · · | | | Discl | osure of notes of | on resolution | Textual Inform | nation(1) |



| | | Text Block | |
|------------------------|-------------------|----------------------------------|--|
| Textual Information(1) | The Resolution wa | s passed with requisite majority | |



| Details of Invalid Votes | | | | | |
|-----------------------------|--------------|--|--|--|--|
| Category | No. of Votes | | | | |
| Promoter and Promoter Group | | | | | |
| Public Institutions | | | | | |
| Public - Non Institutions | | | | | |



| | | | | Resolution(2) | | | | |
|--|----------------------------------|-----------------------|---|---|------------------|------------------------------|--|--|
| Resolution requ | ired: (Ordinary / S | pecial) | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | Reappointment of S and for fixation of a | Bri.N Jesvanth I | Reddy as Exe | cutive Director | (Technical) | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes | No. of votes - against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)] *100 | (7)=[(5)/(2)] *100 |
| | E-Veting | 57215917 | | · | | | | |
| Promoter and Promoter Group | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | 57215917 | 100 | 57215917 | 0 | 100 | 0 |
| | Total | 57215917 | 57215917 | 100 | 57215917 | 0 | 100 | 0 |
| | E-Voting | 554741 | | | | | | |
| Public- | Poli | | | | | | | |
| Institutions | Postal Ballet (if applicable) | | 0 | o | 0 | 0 | 0 | 0 |
| | Total | 554741 | 0 | 0. | 0 | 0 | 0 | 0 |
| | E-Voting | | 50846 | 0.1308 | 50785 | 61 | 99.88 | 0.12 |
| 5 10 Xr | Poll | 388 7 7887 | | T | | | | |
| Public- Non Institutions | Postal Ballot (if applicable) | - 50,7007 | 39837 | 0.1025 | 39837 | 0 | 100 | 0 |
| | Total | 38877887 | 90683 | 0.2333 | 90622 | 61 | 99.9327 | 0.0673 |
| | Total | 96648545 | 57306600 | 59.2938 | 57306539 | 61 | 99.9999 | 0.0001 |
| | | | | Whethe | er resolution is | Pass or Not | Yes | |
| | | | | Disclo | sure of notes of | n resolution | Textual Inform | nation(1) |



| | Text Block |
|------------------------|--|
| Textual Information(1) | The Resolution was passed with requisite majority. |



| Details of Invalid Votes | | | | | | |
|-----------------------------|--------------|--|--|--|--|--|
| Category | No. of Votes | | | | | |
| Promoter and Promoter Group | | | | | | |
| Public Institutions | | | | | | |
| Public - Non Institutions | | | | | | |



| • | ٠ | | , , | Resolution(3) | | | | |
|--|----------------------------------|-----------------------|--|---|------------------|--------------|--|--|
| Resolution requ | ired: (Ordinary / S | special) | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Description of re | esolution consider | red | | Reappointment of S for fixation of Rem | | an as Execut | ive Director (Te | chnical) and |
| Category | Mode of voting | No. of shares held | No. of votes on outstanding No. of votes votes - favour of | | | | % of votes in favour on votes polied | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)] *100 | (7)=[(5)/(2)] *100 |
| | E-Voting | | | | | | | |
| Promoter and Promoter Group | Poli | 57215917 | | | | | | |
| | Postal Ballot (if applicable) | | 57215917 | 100 | 57215917 | 0 | 100 | 0 |
| | Toțal | 57215917 | 57215917 | 100 | 57215917 | 0 | 100 | 0 |
| | E-Voting | 554741 | | | | | | |
| Public- | Poll | | : | | | | | |
| Institutions | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 554741 | 0 | 0 | 0 | 0 | 0 | 0 |
| | E-Voting | | 50846 | 0.1308 | 50785 | 61 | 99.88 | 0.12 |
| Duldie Men | Poll | 38877887 | | | | | | |
| Public- Non Institutions | Postal Ballot (if applicable) | | 39837 | 0.1025 | 39837 | 0 | 100 | 0 |
| | Total | 38877887 | 90683 | 0.2333 | 90622 | 61 | 99.9327 | 0.0673 |
| | Total | 96648545 | 57306600 | 59.2938 | 57306539 | 61 | 99.9999 | 0.0001 |
| | | | | Wheth | er resolution is | Pass or Not. | Yes | |
| | | | | . Discl | osure of notes o | n resolution | Textual Inform | nation(1) |



| | Text Block |
|------------------------|--|
| Textual Information(1) | The Resolution was passed with requisite majority. |



| Details of Invalid Votes | |
|-----------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | |
| Public Institutions | |
| Public - Non Institutions | |



For TGV SRAAC LIMITED

V. RADHAKRISHNA MURTHY C.G.M. And Company Secretary For TGV SRAAC LIMITED

V. RADHAKRISHNA MURTHY C.G.M. And Company Secretary



B.Com., F.C.A., I.S.A., I.R.M. CHARTERED ACCOUNTANT

M. No. 211032

FORM MGT-13

Scrutinizer's Report

[On **E-Voting** pursuant to Section 110 of the Companies Act, 2013, rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, **Physical Ballot** forms received from the shareholders (Equity) who do not have access to e-voting and voting.

To

The Chairman
M/s. TGV SRAAC LIMITED
(formerly Sree Rayalaseema Alkalies
And Allied Chemicals Limited
(CIN: L24110AP1981PLC003077)
Regd. Office: Gondiparla,
KURNOOL - 518 004 (A.P)

Dear Sir,

- I, M. Nirmal Kumar Reddy. Practicing Chartered Accountant (Membership No.211032), Kurnool have been appointed as scrutinizer, by the Board of Directors of M/s. TGV SRAAC LIMITED (formerly Sree Rayalaseema Alkalies And Allied Chemicals Limited) (CIN: L24110AP1981PLC003077), vide Board Resolution dated 20th February, 2020, to scrutinize the votes casted through e-voting, physical ballot(s) received by post as per the provisions of Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions of Companies Act, 2013.
- 2. My responsibility as a scrutinizer for the e-voting, physical ballot processes voting by post is restricted to make a Scrutinizer's report of the votes cast in "favour" or "against" the resolutions stated in the notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company and physical ballots received by the Company by post.
- 3. The members (Equity Shareholders) of the Company as on the "cut-off" date i.e. 04th March, 2020 were entitled to vote on the resolutions as set out in the notice.
- 4. Remote e-voting platform commenced on Saturday, 07th March, 2020 at 9.00 A.M and closed on Monday, 06th April, 2020 at 5.00 P.M and e-voting platform was blocked by CDSL thereafter.

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B.Com., F.C.A., I.S.A., I.R.M. CHARTERED ACCOUNTANT

5. My combined report on the results of voting through e-voting, ballot received by post.

| Particulars | No. of Shares | % |
|---|---------------|--------|
| Total No. of Votes eligible for voting as per Paid-up | | |
| Capital - Equity | 96648545 | 100.00 |
| Total No. of Votes | 96648545 | 100.00 |

- 6. A Register containing details of list of equity shareholders, who voted "FAVOUR", or "AGAINST" and whose votes were declared "INVALID" for the resolution under the e-voting, Ballot received by post is enclosed.
- 7. The relevant records relating to e-voting, Ballot received by post are handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Place: Gondiparla, Kurnool

Date: 7th April, 2020

Yours faithfully,

M. No. 211032

M. NIRMAL KUMAR REDDY PCA

Practicing Chartered Accountant - Scrutinize

F.C.A. No. 211032

Witnesses:

We the undersigned, witness the voting process at the venue.

1. G. H. R. Venstra

2. Rajest



B.Com., F.C.A., I.S.A., I.R.M. CHARTERED ACCOUNTANT

Item No. 1: (Special Resolution)

Reappointment of Sri K. Karunakar Rao as Executive Director (Fin. &Comml.,) and for fixation of Remuneration.

Voted in FAVOUR of the resolution:

| Particulars | No. of members voted | No. of votes cast in favour of the resolution | Percentage of valid votes cast |
|--|----------------------|---|--------------------------------|
| Votes received through ballot papers by post | 54 | 57255754 | - |
| Votes received through remote e-voting | 6 | 50785 | 99.99 |
| Total | 60 | 57306539 | 99.99 |

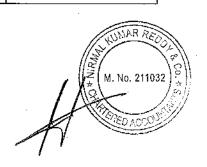
Voted AGAINST of the resolution:

| Particulars | No. of members voted | No. of votes cast against of the resolution | Percentage of valid votes cast |
|--|-------------------------|---|--------------------------------|
| Votes received through ballot papers by post | 0 | 0 | |
| Votes received through remote e-voting | 3 | 61 | 0.01 |
| Total | 3 | 61 | 0.01 |

Votes which were considered INVALID:

| No. of members whose votes were considered invalid | No. of votes cast them | by |
|--|------------------------|----|
| 0 | 0 | |







B.Com., F.C.A., I.S.A., I.R.M. CHARTERED ACCOUNTANT

Item No. 2: (Special Resolution)

Reappointment of Sri N. Jesvanth Reddy as Executive Director (Technical) and for fixation of Remuneration.

Voted in FAVOUR of the resolution:

| Particulars | No. of members voted | No. of votes cast in favour of the resolution | Percentage of valid votes cast |
|--|-------------------------|---|--------------------------------|
| Votes received through ballot papers by post | 54 | 57255754 | - |
| Votes received through remote e-voting | 6 | 50785 | 99.99 |
| Total | 60 | 57306539 | 99.99 |

Voted AGAINST of the resolution:

| Particulars | No. of members voted | No. of votes cast against of the resolution | Percentage of valid votes cast |
|--|----------------------|---|--------------------------------|
| Votes received through ballot papers by post | 0 | 0 | |
| Votes received through remote e-voting | 3 | 61 | 0.01 |
| Total | 3 | 61 | 0.01 |

Votes which were considered INVALID:

| No. of members whose votes were considered invalid | No. of them | votes | cast | by |
|--|-------------|-------|------|----|
| 0 | 0 | | | |



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B.Com., F.C.A., I.S.A., I.R.M. CHARTERED ACCOUNTANT

Item No. 3: (Special Resolution)

Reappointment of Sri Gopal Krishan as Executive Director (Technical) and for fixation of Remuneration.

Voted in FAVOUR of the resolution:

| Particulars | No. of members voted | No. of votes cast in favour of the resolution | Percentage of valid votes cast |
|--|----------------------|---|--------------------------------|
| Votes received through ballot papers by post | 54 | 57255754 | - |
| Votes received through remote e-voting | 6 | 50785 | 99.99 |
| Total | 60 | 57306539 | 99.99 |

Voted AGAINST of the resolution:

| Particulars | No. of members voted | No. of votes cast against of the resolution | Percentage of valid votes cast |
|--|-------------------------|---|--------------------------------|
| Votes received through ballot papers by post | 0 | 0 | |
| Votes received through remote e-voting | 3 | 61 | 0.01 |
| Total | 3 | 61 | 0.01 |

Votes which were considered INVALID:

| No. of members whose votes were considered invalid | No. of them | votes | cast | by |
|--|----------------|-------|------|----|
| 0 | .0 | | | |



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