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THE TRAVANCORE CEMENTS LIMITED

(A GOVT. OF KERALA UNDERTAKING)



CONSOLIDATE REPORT OF E-VOTING AND POLLING IN THE 73rd AGM OF THE TRAVANCORE CEMENTS LIMITED

The 73rd AGM of the company was held on Tuesday, 11th August 2020 as per the provisions of the Companies Act 2013. The Chairman of the meeting had called the members who had present at the AGM but have not cast their votes by remote e-voting facility had casting their votes by polling and passing the Item Number 1 & 2 as mentioned in the Notice.

The Company was providing remote e-voting facility to members to cast their votes electronically on the resolution set forth in the notice convening the 73rd Annual General Meeting (AGM) held on 11th August 2020 at 11:00 a.m. The remote e-voting period commences on 08th August 2020 at 9.00 am and ends on 10th August 2020 at 5.00 pm. The company has engaged the services of National Securities Depository Limited (NSDL) to provide the remote e-voting facility.

Mr. Krishna Prasad R.S., Practicing Company Secretary (Membership No.7080) has been appointed as the Scrutinizer for the above purposes and scrutinizers report.

The results of E-voting together with polling are as shown below:-

Item No.1 –As an Ordinary Resolution

To receive, consider and adopt the Directors' Report and the Audited Statements of Accounts for the year ended 31st March 2020 with the reports of the Auditors and Accountant General (Audit), thereon.

Item No. of Notice	Particulars Voting	Votes in favour of resolution			Votes against the resolution			Invalid Votes	
		No. of members	No. of Votes	%age	No. of members	No. of Votes	%age	Nos.	%age
Item No. 1 as Ordinary Resolution	By E-Voting	10	13	0.0005	0	0	0.00	0	0.00
	By Polling	8	2464916	90.9986	0	0	0.00	0	0.00
	Total	18	2464929	90.9991	0	0	0.00	0	0.00



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NATTAKOM, KOTTAYAM-686 013, KERALA. CIN : U26941KL1946SGC001213, GSTIN : 32AAACT7593C1ZG

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RESOLUTION:

The Chairman informed that, the Annual Accounts of the Company for the year ended 31st March 2020 is under finalization. The Comptroller and Auditor General of India have appointed M/s. Sasi Vijayan & Rajan, Chartered Accountants, Kochi as Statutory Auditors of the Company. After finalization, the accounts will have to be audited by the Statutory Auditors. After the Statutory Audit, comments of the C&AG is to be obtained and placed with accounts for adoption at the AGM. The accounts are, therefore, not circulated along with the Notice of the AGM. After discussion it was unanimously decided that this subject be deferred

Item No.2 –As Special Resolution

Sale of Assets of the Company

To consider if thought fit, to pass with or without modification(s) the following resolution as a special resolution.

Item No. of Notice	Particulars Voting	Votes in favour of resolution			Votes against the resolution			Invalid Votes	
		No. of members	No. of Votes	%age	No. of members	No. of Votes	%age	Nos.	%age
Item No. 1 as Ordinary Resolution	By E-Voting	10	13	0.0005	0	0	0.00	0	0.00
	By Polling	8	2464916	90.9986	0	0	0.00	0	0.00
	Total	18	2464929	90.9991	0	0	0.00	0	0.00

RESOLUTION

“RESOLVED THAT pursuant to Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications thereof) and any rules and regulations made there under, consent of the members of the Company be and is hereby

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accorded by way of a special resolution to the Board of Directors of the Company to mortgage and/or charge any of its movable and / or immovable properties wherever situated both present and future or to sell, lease or otherwise dispose off the whole or substantially the whole of the undertaking of the Company or where the Company owns more than one undertaking, of the whole or substantially the whole of any such undertaking(s) to any bank(s) or body corporate(s) or person(s), or any State or Central Public Sector Undertakings”.

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution”.

“RESOLVED FURTHER THAT the Managing Director or the Deputy General Manager-Company Secretary of the Company be and is hereby authorised to file necessary returns with Registrar of Companies, Kerala”.

From the above report state that the entire resolutions stated above stand passed under the combined report of remote e-voting & polling.



S. SANTHOSH,
CHAIRMAN & MANAGING DIRECTOR,
THE TRAVANCORE CEMENTS LIMITED,
CHAIRMAN OF THE AGM

11th August 2020

