



# TCM Limited

(Formerly Travancore Chemical & Mfg. Co. Ltd.)

**Regd. Office :** House No.28/2917, "Aiswarya",

Ponneth Temple Road, Shanthi Nagar,

Kadavanthra, Cochin - 682 020.

Phone - 0484 - 2316771, 0484 - 2315294

Email : [info@tcmlimited.in](mailto:info@tcmlimited.in) / Web. [www.tcmlimited.in](http://www.tcmlimited.in)

CIN : L24299KL 1943PLC001192

GSTIN-32AAACT6206A1Z4

**TCM No.329/2022**

**01<sup>st</sup> October 2022**

**M/s The Bombay Stock Exchange,  
Registered Office  
25<sup>th</sup> Floor, P.J. Towers,  
Dalal Street,  
Mumbai – 400 001**

**BSE SCRIPT CODE - 524156**

**Dear Sir/ Madam,**

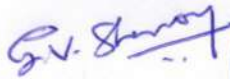
**Sub:- Consolidated Scrutinizer's Report on e-voting conducted for the 78<sup>th</sup> Annual  
General Meeting of the Company held on 29<sup>th</sup> September 2022**

We are enclosing herewith the Consolidated Scrutinizer's Report on e-voting conducted for the 78<sup>th</sup> Annual General Meeting of our Company held on Thursday, the 29<sup>th</sup> September 2022 at 03:00 PM at Bharath Hotel (BTH), Ernakulam.

Please take the same in your records.

Thanking you,

Yours faithfully  
For TCM Limited

  
Gokul V Shenoy  
Company Secretary





**JKM ASSOCIATES**  
Company Secretaries

G-25, 1st Cross Road-D  
Panampilly Nagar, Ernakulam - 682 036  
Phone : 0484 - 4042498, 2322498  
Mobile : +91 94460 92641  
E-mail : info@jkmassociates.co.in  
Website : www.jkmassociates.co.in  
GST : 32AAEFJ8215A1ZZ

**CONSOLIDATED SCRUTINIZER REPORT**

To,

**The Chairman**

**TCM LIMITED  
HOUSE NO.28/2917 (GROUND FLOOR)  
'AISWARYA' SHANTHI NAGAR, PONNETH TEMPLE ROAD  
KADAVANTHRA KOCHI ERNAKULAM - 682020**

**Sub: - E - Voting Report and Ballot Voting Report -78<sup>th</sup> Annual General Meeting held on Thursday the 29<sup>th</sup> day of September, 2022.**

I, P K Krishnamurthy, Partner, JKM Associates, Company Secretaries G-25, First Cross Road, Panampally Nagar, Ernakulam- 682036, appointed as scrutinizer for the purpose of electronic voting and for the Ballot voting in the 78<sup>th</sup> Annual General Meeting of the members of the Company held on Thursday 29<sup>th</sup> day of September, 2022, submitting the Consolidated report of Electronic voting and Ballot Voting as under:-

**Resolution No. 1 - Ordinary Resolution**

	No of members present and voting(in person or by proxy and e-voting)	No of votes cast by them in favor of the resolutions	No of votes cast by them against the resolution	% of total number of valid vote casted
E -Voting	30	4680825	20044	100%
Ballot Voting	14	108392	0	100%
Total	44	4789217	20044	100%

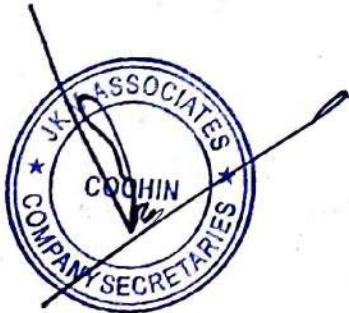


**Resolution No. 2 - Ordinary Resolution**

	No of members in present and voting(in person or by proxy and e-voting)	No of votes cast by them in favor of the resolutions	No of votes cast by them against the resolution	% of total number of valid vote casted
E -Voting	30	4680825	20044	100%
Ballot Voting	14	108392	0	100%
Total	44	4789217	20044	100%

**Resolution No. 3- Ordinary Resolution**

	No of members in present and voting(in person or by proxy and e-voting)	No of votes cast by them in favor of the resolutions	No of votes cast by them against the resolution	% of total number of valid vote casted
E -Voting	30	4680825	20044	100%
Ballot Voting	14	108392	0	100%
Total	44	4789217	20044	100%





**Resolution No. 4- Ordinary Resolution**

	No of members in present and voting(in person or by proxy and e- voting	No of votes cast by them in favor of the resolutions	No of votes cast by them against the resolution	% of total number of valid vote casted
E -Voting	30	4680825	20044	100%
Ballot Voting	14	108392	0	100%
Total	44	4789217	20044	100%

Based on the above voting patterns, I hereby report that all the resolutions have been passed.

The separate scrutinizer reports on Electronic Voting and Ballot Voting have been submitted to the Chairman of the Company.

Thanking you,  
Yours faithfully,

For JKM ASSOCIATES  
Company Secretaries

P. K. KRISHNAMURTHY  
Partner

M. No: FCS 3721  
C.P. No: 3671



Place: Cochin

Dated: 30.09.2022

UDIN: F003721D001097187



**JKM ASSOCIATES**  
Company Secretaries

G-25, 1st Cross Road-D  
Panampilly Nagar, Ernakulam - 682 036  
Phone : 0484 - 4042498, 2322498  
Mobile : +91 94460 92641  
E-mail : info@jkmassociates.co.in  
Website : www.jkmassociates.co.in  
GST : 32AAEFJ8215A1ZZ

To

The Chairman

**TCM LIMITED**

HOUSE NO.28/2917 (GROUND FLOOR)  
'AISWARYA' SHANTHI NAGAR, PONNETH TEMPLE ROAD  
KADAVANTHRA KOCHI ERNAKULAM - 682020

78<sup>th</sup> Annual General Meeting held on Thursday the 29<sup>th</sup> day of September, 2022 at 03.00 PM  
at Bharat Hotel, Ernakulam.

Dear Sir,

**Sub: Scrutinizer report on Electronic voting**

I, P K Krishnamurthy, Partner, JKM Associates, Company Secretaries G-25, First Cross Road, Panampally Nagar, Ernakulam- 682036, appointed as scrutinizer for the electronic voting of resolutions mentioned in the notice calling the 78<sup>th</sup> Annual General Meeting of the Members of TCM Limited, submit my report as under:

1. Electronic voting remained open for the members from 26.09.2022, 09.00 AM to 28.09.2022, 05.00 PM.
2. I have unblocked the votes on 29<sup>th</sup> September 2022 in the presence of two witnesses, who were not the employees of the Company. Name and signatures of the witnesses have been provided at the end of this report and the same is in compliance with the provisions of Rule 20 (3) (xi) of the Companies (Management and Administration) Rules 2014.

An extract of the Electronic voting is given below:-

Detailed report of the voting generated from the website is annexed with this report.

**Total Folios Voted: -30**



Pattern of voting is given below.

Resolution No	Subject matter of Resolution	No of Votes Assenting the resolution	No of Votes Dissenting the resolution	Total
1	To receive, consider and adopt: a) The Audited Balance Sheet as at 31st March 2022, the Statement of Profit and Loss for the year ended on that date, Annexures and Schedules thereto along with the reports of the Directors and the Auditors thereon. b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2022 and report of Auditors.	4680825	20044	4700869
2	To appoint a Director in the place of Mr. George Varghese [DIN:01100001] who retires by rotation and being eligible, offers himself for reappointment	4680825	20044	4700869
3	To consider and approve appointment of M/s S G M and Associates LLP, Chartered Accountants (FRN.S200058), Bengaluru, as Statutory Auditors of the Company and fix their remuneration. "RESOLVED THAT pursuant to Section 139,142 and all other applicable provisions, if any, of the Companies Act, 2013 read with the	4680825	20044	4700869





	Companies (Audit and Auditors) Rules, 2014 (including statutory modification(s) or re-enactment thereof, for the time being in force) and other applicable provisions, if any, and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s S G M & Associates LLP, Chartered Accountants (FRN.S200058), Bengaluru, be and are hereby appointed as the Independent Auditors of the Company in place of CA Saghesh Kumar K A, Chartered Accountant, Aluva, who vacate office in terms of Section 139(2) of the Act, for a period of five years (5 years) from the conclusion of 78 <sup>th</sup> Annual General Meeting to be held in 2022 till the conclusion of 83 <sup>rd</sup> Annual General Meeting of the Company to be held in the year 2027 on such remuneration as may be decided by the Board of Directors in consultation with the Statutory Auditors of the Company."			
4	Mr. Ramesh Babu (DIN:02382063) be and is hereby appointed as an	4680825	20044	4700869



	Executive Director of the Company "Resolved that, in accordance with the provisions of Sections 196 and 197 of the Companies Act, 2013, Mr. Ramesh Babu (DIN:02382063) be and is hereby appointed as an Executive Director of the Company, who is liable to retire by rotation, on such remuneration as set out in the Explanatory Statement annexed to the Notice convening this Meeting."			
--	---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	--	--	--

Votes Unblocked in the presence of following witnesses:

1. Sasikanth Bhat S  
G-25, First Cross Road, Panampally Nagar, Cochin - 682036
2. Thomas Paul  
G-25, First Cross Road, Panampally Nagar, Cochin - 682036

Thanking you

Yours faithfully,

For JKM ASSOCIATES  
Company Secretaries

P. K. KRISHNAMURTHY  
Partner

M. No: FCS 3721  
C.P. No: 3671



Place: Cochin

Date: 30.09.2022

UDIN: F003721D001097187





**JKM ASSOCIATES**  
Company Secretaries

G-25, 1st Cross Road-D  
Panampilly Nagar, Ernakulam - 682 036  
Phone : 0484 - 4042498, 2322498  
Mobile : +91 94460 92641  
E-mail : info@jkmassociates.co.in  
Website : www.jkmassociates.co.in  
GST : 32AAEFJ8215A1ZZ

**FORM No. MGT-13**  
**Report of Scrutinizer**

*[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]*

To

**The Chairman**

**TCM LIMITED**  
**HOUSE NO.28/2917 (GROUND FLOOR)**  
**'AISWARYA' SHANTHI NAGAR, PONNETH TEMPLE ROAD**  
**KADAVANTHRA KOCHI ERNAKULAM - 682020**

Dear Sir,

I, P K Krishnamurthy, Partner, JKM Associates, Company Secretaries, G-25, First Cross Road, Panampally Nagar, Ernakulam- 682036 appointed as Scrutinizer for the purpose of the Physical votes taken on the below mentioned resolution(s), at the 78<sup>th</sup> Annual General Meeting held on Thursday the 29<sup>th</sup> day of September, 2022 at 03.00 PM at Bharat Hotel, Ernakulam and submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, Ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company.
3. There were no defective or invalid poll papers found.
4. The result of the Poll is as under:

**Resolution No. 1**

To receive, consider and adopt:



a) The Audited Balance Sheet as at 31st March 2022, the Statement of Profit and Loss for the year ended on that date, Annexures and Schedules thereto along with the reports of the Directors and the Auditors thereon.

b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2022 and report of Auditors.

**(i) Voted in favour of resolution**

Number of persons present and voting (in person or proxy).	Number of votes cast by them	% of total number of valid votes cast
14	108392	100%

**(ii) Voted against resolution**

Number of persons present and voting (in person or proxy).	Number of votes cast by them	% of total number of valid votes cast
-	-	-

**(iii) Invalid Votes**

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
-	-

**Resolution 2**

To appoint a Director in the place of Mr. George Varghese [DIN:01100001] who retires by rotation and being eligible, offers himself for reappointment.

**(i) Voted in favour of resolution**

Number of persons present and voting (in person or proxy) voted for the resolution.	Number of votes cast by them	% of total number of valid votes cast
14	108392	100%





**(ii) Voted against of resolution**

Number of persons present and voting (in person or proxy).	Number of votes cast by them	% of total number of valid votes cast
-	-	-

**(iii) Invalid Votes**

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
-	-

**Resolution 3**

To consider and approve appointment of M/s S G M and Associates LLP, Chartered Accountants (FRN.S200058), Bengaluru, as Statutory Auditors of the Company and fix their remuneration.

**(i) Voted in favour of resolution**

Number of persons present and voting (in person or proxy) voted for the resolution.	Number of votes cast by them	% of total number of valid votes cast
14	108392	100%

**(ii) Voted against of resolution**

Number of persons present and voting (in person or proxy).	Number of votes cast by them	% of total number of valid votes cast
-	-	-

**(iii) Invalid Votes**

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
-	-





**Resolution 4**

Mr. Ramesh Babu (DIN:02382063) be and is hereby appointed as an Executive Director of the Company

**(i)Voted in favour of resolution**

Number of persons present and voting (in person or proxy) voted for the resolution.	Number of votes cast by them	% of total number of valid votes cast
14	108392	100%

**(ii)Voted against of resolution**

Number of persons present and voting (in person or proxy) voted against the resolution.	Number of votes cast by them	% of total number of valid votes cast
-	-	-

**(iii) Invalid Votes**

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
-	-

The poll papers and all other relevant records were sealed and handed over to the Board of Directors for safe keeping.

Thanking you  
Yours faithfully,

For JKM ASSOCIATES  
Company Secretaries

P. K. KRISHNAMURTHY  
Partner

M. No. FCS 3721  
C.P. No: 3671



Place: Cochin

Dated: 30.09.2022

UDIN: F003721D001097187