

Thejo Engineering Limited

41 Cathedral Road,  
Chennai - 600 086.  
India

T +91 44 42221900  
F +91 44 42221910  
thejo@thejo-engg.com  
www.thejo-engg.com



August 29, 2020

The Manager, Listing Department,  
The National Stock Exchange of India Limited,  
Exchange Plaza,  
Bandra Kurla Complex (Bandra East),  
Mumbai – 400 051.

Scrip Code: Thejo – EQ (SM)

Dear Sir/Madam,

Sub: Proceedings of 34<sup>th</sup> Annual General Meeting ('AGM')

In continuation to our letter dated June 18, 2020, the 34<sup>th</sup> Annual General Meeting ('AGM') of the Company was held today (August 29, 2020). In this regard, please find enclosed proceedings of the 34<sup>th</sup> Annual General Meeting as required under Regulation 30 read with Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and records.

Thanking You

Yours faithfully,

For THEJO ENGINEERING LIMITED

A handwritten signature in blue ink, appearing to read "K.J. JOSEPH", written over a horizontal line.

K.J. JOSEPH

CHAIRMAN

DIN: 00434410

**Proceedings of the 34<sup>th</sup> Annual General Meeting of Thejo Engineering Limited**  
**held on August 29, 2020**

The 34<sup>th</sup> Annual General Meeting (AGM) of the Members of Thejo Engineering Limited ('the Company') was held on Saturday, August 29, 2020 at 11.00 A.M through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

Mr. K.J. Joseph chaired the Meeting. The Chairman, after ascertaining that sufficient quorum as required under the Companies Act, 2013 was present, called the Meeting to order. The Chairman commenced the Meeting with a silent prayer and welcomed the Members and Auditors present to the 34<sup>th</sup> Annual General Meeting. The Chairman informed the Members that the Annual General Meeting was being held through video conference in accordance with the circulars issued by the Ministry of Corporate Affairs and SEBI.

The Chairman introduced the Directors and Secretary, who were participating in the Meeting from the Registered Office. He requested the Directors who were participating in the Meeting through VC / OAVM to introduce themselves. All the Directors of the Company attended the Meeting.

With the consent of the Members present, the Notice of the 34<sup>th</sup> Annual General Meeting of the Company, Audited accounts for the Financial Year 2019-20 (including consolidated financial statements), the Auditors' Reports on the Accounts, the Secretarial Auditors' Report and the Board's Report for the Financial Year 2019-20, which had already been circulated to the Members, were taken as read. The Chairman informed the Members that there were no qualifications in the Auditors' Report or in the Secretarial Auditors' Report for the Financial Year 2019-20.

The Chairman informed the Members that the registers, documents and records as required under the Companies Act, 2013 were available electronically for inspection by Members.

The Chairman delivered his speech.

Shareholders were provided a facility to ask questions or express their views through VC, email on the aforesaid resolutions. At the request of the Chairman, Mr. V.A. George, Managing Director, answered the queries raised by the Members

The following items of business, as per the Notice of AGM dated June 18, 2020, were considered at the meeting

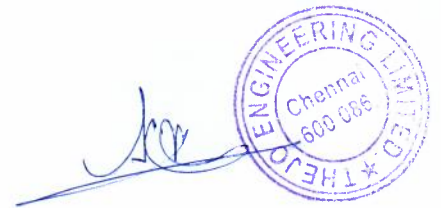
1. Adoption of
  - a. the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2020 and the Reports of the Board of Directors and Auditors thereon.
  - b. the Audited Consolidated Financial Statements of the Company together with Report of Auditors thereon for the financial year ended 31<sup>st</sup> March, 2020.


2. Declaration of Dividend on Equity Shares for the Financial Year ended 31<sup>st</sup> March, 2020.
3. Appointment of a Director in place of Mr. K.J. Joseph (DIN 00434410), who retires by rotation and being eligible, seeks re-appointment.
4. Appointment of a Director in place of Mr. Rajesh John (DIN 05161087), who retires by rotation and being eligible, seeks re-appointment.
5. Adoption of new set of Articles of Association pursuant to the Companies Act, 2013.
6. Increase in Authorised Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association.
7. Re-appointment of Mr. Manoj Joseph (DIN 00434579) as Whole-time Director, designated as Deputy Managing Director and Chief Operating Officer for a period of 3 (three) years, with effect from 20<sup>th</sup> June, 2020 upto 19<sup>th</sup> June, 2023.

The Chairman informed the Members that the Company had provided facility to the Members to cast their votes electronically in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He added that Mr. G. Porselvam, Practising Company Secretary had been appointed by the Board as Scrutinizer for e-voting process. Members who were present at the Meeting and who had not cast their votes electronically were provided an opportunity to cast their votes during the Meeting through the e-voting system provided by CDSL.

The Chairman informed the Members that the result of e-voting along with scrutinizer's report will be disseminated to the stock exchange and would also be placed on the website of the Company within 48 hours of conclusion of the AGM. He thanked all the Members and the 34<sup>th</sup> Annual General Meeting concluded at 12.25 PM (including time allowed for e-voting at AGM).



Thejo Engineering Limited  
Chennai  
600 086