

Date: September 17, 2025

To,
The BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

Dear Sir/Madam,

Sub: Outcome of the 78th Annual General Meeting (“AGM”) of Tulsyannec Limited (“the Company”)

We wish to inform you that the 78th Annual General Meeting (“AGM”) of the Company was held on Wednesday, September 17, 2025 through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”), to transact the businesses as stated in the AGM Notice dated August 19, 2025.

In this regard, please find attached herewith the summary of the proceedings of the 78th AGM of the Company pursuant to Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

The same is also made available on the Company’s website at 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

TULSYAN NEC LTD

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 | www.tulsyannec.in

GSTIN 33AABCT3720E1ZW | CIN L28920TN1947PLC007437



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An ISO 45001:2018 Certified

An ISO 14001:2015 Certified

PROCEEDINGS OF THE 78TH ANNUAL GENERAL MEETING ("AGM") OF TULSYAN NEC LIMITED ("THE COMPANY") HELD ON WEDNESDAY, SEPTEMBER 17, 2025 AT 11.30 A.M. (IST) THROUGH VIDEO CONFERENCING (VC) / OTHER AUDIO-VISUAL MEANS (OAVM)

The 78th Annual General Meeting of the Company was held on Wednesday, September 17, 2025 at 11:30 PM (IST) through video conferencing ('VC') or other audio-visual means ('OAVM'), in compliance with General Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being General Circular no. 09/2024 dated September 19, 2024 ('MCA circulars') issued by the Ministry of Corporate Affairs ('MCA'), Government of India and applicable provisions of the Companies Act, 2013 ('the Act') and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations, 2015') and all other applicable laws. The deemed venue for the meeting was the registered office of the Company at Apex Plaza, 1st Floor, New No. 77, Old No. 3, Nungambakkam High Road, Chennai – 600034, Tamil Nadu, India.

MEMBERS' PRESENT

53 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 Tulsyannec	Executive Chairman	Bangalore, India
2.	Mr. Sanjay Tulsyannec	Managing Director	Chennai, India
3.	Mr. Sanjay Agarwalla	Whole Time Director	Chennai, India
4.	Mr. S Chandrasekaran	Whole Time Director	Chennai, India
5.	Mr. Manogyanathan Parthasarathy	Independent Director and Chairman of the (i) Audit Committee (ii) Nomination & Remuneration Committee and (iii) Stakeholders' Relationship Committee	Chennai, India
6.	Mr. Ravi Muthusamy	Independent Director	Coimbatore, India
7.	Mr. Somasundaram Ponsing Mohan Ram	Independent Director	Chennai, India
8.	Mrs. J Sumathi	Independent Woman Director	Chennai, India
9.	Mr. Shanthakumar R P	Chief Financial Officer (KMP)	Bangalore, India
10.	Mrs. Parvati Soni	Company Secretary and Compliance Officer (KMP)	Hyderabad, India

BY INVITATION:

Sl. No.	Name	Designation	Location for VC
1.	Mrs. Uma M	General Manager - Finance	Chennai, India
2.	Mr. E.K. Srivatsan and Mr. S Ramanathan	Audit Partner and Audit Manager, M/s. CNGSN & Associates, LLP, Chartered Accountants - Statutory Auditors of the Company	Chennai, India
3.	Mr. M.R. Krishna Murthy	Designated Partner, M/s. Murthy & Co. LLP, Cost and Management Accountants – Cost Auditors of the Company	Bangalore, India

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5.	Mr. M. Damodaran	Managing Partner, M/s. Damodaran & Associates LLP, Practicing Company Secretaries - Secretarial Auditors and Scrutiniser for the AGM	Chennai, India
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The meeting commenced at 11.30 a.m. and Mrs. Parvati Soni, Company Secretary, welcomed to all the Members and other Participants to the 78th AGM of the Company.

The Company Secretary informed the Members and all other participants that the 78th 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 Tulsyann, Executive Chairman, to chair and conduct the proceedings of the AGM.

Mr. Lalit Kumar Tulsyann, Executive Chairman, chaired the Meeting and welcomed all the Members, Board of Directors and other invitees to the 78th 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 78th AGM along with the copies of the audited financial statements for the financial year ended March 31, 2025 together with the directors' report and auditors' report have been emailed to all the Members, whose email ids are registered with the Company or the Registrar and Share Transfer Agent ("RTA") i.e. Cameo Corporate Services Limited or with Depository Participants ("DPs"), within the statutory time period. Further, the Company has sent letter containing the web-link along with the path and QR Code to access the Notice of the 78th AGM and Annual Report of the Company for financial year 2024-25, to those Members who have not registered their email IDs with the Company or RTA or with the DPs.

There were 10 (Ten) resolutions placed before the meeting as set out in the Notice of 78th AGM.

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All the Resolutions as set out in the Notice of the 78th 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 78th AGM of the Company and brief of on all resolutions to be passed at the meeting.

With permission of the Chairman, other Board of Directors and the Members present at the meeting, the Company Secretary read out the business items of the 78th 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, 2025, 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, 2025 along with the Management's Reply were read out at the AGM.

- 2) To appoint Mr. Sanjay Agarwalla (DIN: 00632864) as a Director of the Company, liable to retire by rotation, and being eligible, offers himself for re-appointment – Ordinary Resolution.

SPECIAL BUSINESS:

- 3) To appoint Secretarial Auditors of the Company - Ordinary Resolution.
- 4) To ratify the remuneration payable to M/s. Murthy & Co. LLP, Cost Auditors of the Company, for the financial year 2025-2026 - Ordinary Resolution.
- 5) To approve the re-appointment of Mr. Somasundaram Ponsing Mohan Ram (DIN: 08883633), as an Independent (Non-Executive) Director of the Company for a second term of 5 (Five) consecutive years – Special Resolution.
- 6) To approve payment of remuneration to Mr. Lalit Kumar Tulsyannec (DIN: 00632823), Managing Director (Executive Chairman) of the Company, in case of absence or inadequacy of profits in any Financial Year of the Company - Special Resolution.
- 7) To approve payment of remuneration to Mr. Sanjay Tulsyannec (DIN: 00632802), Managing Director of the Company, in case of absence or inadequacy of profits in any Financial Year of the Company - Special Resolution.
- 8) To approve payment of remuneration to Mr. Sanjay Agarwalla (DIN: 00632864), Whole Time Director of the Company, in case of absence or inadequacy of profits in any Financial Year of the Company - Special Resolution.
- 9) To approve the Related Party Transactions with M/s. Tulsyannec Smelters Private Limited - Special Resolution.

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- 10) To approve the Related Party Transactions with M/s. Chitrakoot Steel and Power Private Limited - Special Resolution.

The Company Secretary, then, gave an overview to the speaker shareholders, who had registered themselves as speakers for the meeting, regarding the process of participating at the AGM as a speaker shareholder.

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 2024-25. The Chairman suitably replied to the queries raised by the speaker shareholders and the Chairman also informed the 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 provide general instructions to 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 10, 2025, to cast the votes on all resolutions as set forth in the AGM notice from Sunday, September 14, 2025 (09.00 AM IST) to Tuesday, September 16, 2025 (05.00 PM IST) (both days inclusive). Further, Members, who had not participated in the remote e-voting process were provided an option to 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.

The Company Secretary further informed the Members that 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 with the statutory timeline.

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 (Two) working days from the conclusion of the AGM and the same shall be made available on the Company's website at www.tulsyannec.in, on the website of the BSE at www.bseindia.com and on the website of the CDSL at www.evotingindia.com.

After all the business items were duly taken up, the meeting concluded at 12:40 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 **Tulsyannec Limited**



Parvati Soni
Company Secretary & Compliance Officer

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