

Date: September 29, 2020

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001. Tel: 022 - 2272 1233 / 34 Fax: 022 - 2272 2131 / 1072/ 2037 / 2061 / 41 Email: corp.relations@bseindia.com corp.compliance@bseindia.com Scrip Code: 501242	National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 Tel: 022 - 2659 8235 / 36 / 452 Fax: 022 - 2659 8237/ 38 Email: cmlist@nse.co.in Scrip Code : TCIFINANCE
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Sub: Proceedings of the 46th Annual General Meeting held on September 29, 2020 as per Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,


This is to inform that the 46th Annual General Meeting (AGM) of the Company was held on 29th September, 2020 at 11.00 a.m. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") and the business mentioned in the Notice convening the AGM dated 31st July, 2020 was duly transacted.

Please find enclosed the proceedings of the 46th AGM as per Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We will separately intimate the voting results to the stock exchanges.

You are requested to kindly take above information on your records.

Thanking You
For **TCI Finance Limited**


Srishti Soni
Company Secretary



Summary of the proceeding of 46th Annual General Meeting

The 46th Annual General Meeting (AGM) of the members of TCI Finance Limited was convened on Tuesday, September 29, 2020 at 11.00 a.m (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

Directors present through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"):

1. Dr. Dhanpat Ram Agarwal: Chairman and Independent Director & Stakeholder Relationship Committee Meeting Chairman
2. Mr. Mahendra Kumar Agarwal: Non Executive Non Independent Director
3. Mr. Ashok Kumar Goyal: Independent Director and Chairman of Audit Committee & Nomination and Remuneration Committee
4. Ms. Meera Madhusudan Singh: Non Executive Non Independent Director

All the Directors of the Company were present at this meeting.

In attendance of the following persons present through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"):

1. Mr. V K Murlidhar and Ms. P Swathi from M/s M Bhaskara Rao & Co, Chartered Accountants (ICAI Firm Registration No. 000459S) Statutory Auditors.
2. Mr. Tapasvilal Deora, from M/s Tapasvilal Deora & Associates, Practicing Company Secretaries, Secretarial Auditors & Scrutinizers.
3. Mr. Ramesh Sivaraman, Manager
4. Ms. Srishti Soni, Company Secretary & Compliance officer
5. Mr. Amit Kumar Ray, Chief Financial Officer
6. Mr. Anil Kavadiya, Group Executive

Members Present:

The meeting was attended by 41 members through VC or OAVM.

The Company Secretary welcomed all the Shareholders. The requisite quorum being present, with the permission of the chair, the Company Secretary called the meeting to order.

The Company Secretary informed the members that this Annual General Meeting was held through VC or OAVM in accordance with the Companies Act, 2013 and circulars issued by the



Ministry of Corporate Affairs and Securities and Exchange Board of India in the light of the COVID-19 pandemic. Accordingly, the Company has provided the facility for joining the meeting through VC or OAVM for the members and the Company has taken all requisite steps to facilitate members to participate at the AGM and cast their vote on items considered in the AGM as per the AGM Notice.

The live streaming of this AGM was provided by Kfin Technologies Private Limited (Kfintech) platform.

Members were informed that the Company had provided the facility to cast the votes electronically, on all resolutions set forth in the Notice of AGM and Members who have not cast their votes electronically and were participating in the meeting can cast their votes during the meeting through the e-voting system provided by Kfin Technologies Private Limited (Kfintech). The members were further informed that the Board of Directors appointed Mr. Tapasvilal Deora, Practicing Company Secretary, as the scrutinizer to scrutinize the e-voting process. The results along with scrutinizer report will be uploaded on the website of the Company and on the website of KFin Technologies and also be submitted to the stock exchanges, i.e., NSE and BSE.

The Chairman of the Company delivered his speech on the Business Performance of the Company, Outlook of the Company and about the future plans.

The Annual Report for the year ended 31st March, 2020 was taken as read.

The Chairman opened the Question and Answers session. The members registered as speakers asked their queries or expressed their views. Clarifications were then provided to the queries raised by the Shareholders on the financials and performance of the Company for the Financial Year 2019-20 and on the future outlook of the Company.

The Chairman also stated "We have also received a query from one of the Shareholders through email who is* also a part of the management and one of the promoters. We are not responding to the same as the matter is subjudice before the court in the case filed by him".

(*Note: While responding to the said query stated above, the Chairman used the words "shareholder is part of the management" instead of "shareholder was part of the management". The Chairman inadvertently mentioned the same and there were no malafide intention of the Chairman or the Company or any of its officers to mislead the shareholders. We hereby correct the said inadvertent mistake and request all stakeholders to read the same "shareholder was part of the management".)

The following items of business as per Notice of the 46th AGM of the Company were commended for member's consideration and approval:



Ordinary Business:

1. Adoption and Approval of audited financial statements for the financial year ended March 31, 2020 and the Reports of the Directors and Auditors thereon
2. Appointment of Mr. Mahendra Kumar Agarwal (DIN: 00179779), liable to retire by rotation.

Special Business:

3. Appointment of Mr. Ashok Kumar Goyal (DIN: 05129899) as an Independent Director of the Company
4. Re-appointment of Mr. Ramesh Sivaraman as Manager of the Company for a period of three years
5. Approval for Related Party Transactions

The Chairman also informed that the results of the remote e-voting and e-voting at the AGM alongwith Scrutinizer report will be placed on the Company's website and also on website of Kfin Technologies Private Limited within 48 hours of the conclusion of the AGM and the same will also be communicated to the Stock Exchanges.

The members were also informed that the resolutions, if passed, shall be considered as passed effective today i.e. 29th September 2020.

The Chairman announced that a time period of 15 minutes would be available for voting at the Meeting after which the meeting will stand closed. The Meeting was concluded with vote of thanks.

The Annual General Meeting was concluded at 11:36 AM on 29th September, 2020.

Thanking You
For TCI Finance Limited


Srishti Soni
Company Secretary

