



REF:TSL:SEC:2025/170

October 7, 2025

National Stock Exchange of India Ltd.,
5th Floor
Exchange Plaza, Bandra (E),
Mumbai - 400 051

BSE Limited
P J Towers
Dalal Street, Fort,
Mumbai 400 001

Scrip Code: TVSSRICHAK
by NEAPS

Scrip Code: 509243
by Listing Centre

Dear Madam / Sir

Sub : Minutes of 42nd AGM held on Wednesday, 17th September 2025

We are enclosing copy of minutes of the 42nd Annual General Meeting, held on Wednesday, 17th September 2025.

We request you to take the same on record.

Thanking you

Yours faithfully
For TVS SRICHAKRA LIMITED

Chinmoy Patnaik
Company Secretary & Compliance Officer
Membership No. A14724

TVS Srichakra Limited

CIN: L25111TN1982PLC009414

Regd. Office: TVS Building, 7-B, West Veli Street, Madurai 625 001.

Tel:+91 0452 2356400, Fax: +91 0452 2443466 | Website: www.tvseurogrip.com | Email: secretarial@eurogriptyres.com

Manufacturing Unit: Vellaripatti, Melur Taluk, Madurai-625 122, Tel:+91 452 2443300

MINUTES OF THE PROCEEDINGS OF THE 42ND ANNUAL GENERAL MEETING OF THE MEMBERS OF TVS SRICHAKRA LIMITED ("AGM") HELD THROUGH VIDEO CONFERENCING (VC) / OTHER AUDIO-VISUAL MEANS (OAVM), ON WEDNESDAY, 17TH SEPTEMBER 2025 AT 10.30 A.M. AT THE REGISTERED OFFICE OF THE COMPANY, DEEMED VENUE FOR THE AGM.

Start Time: 10.30 A.M.

End Time: 10.57 A.M.

Present through VC / OAVM

Members present - 58.

(Including two authorized representatives under section 113 of the Companies Act, 2013)

Directors present:

Mr. R Naresh	-Executive Vice Chairman & Member
Ms. Shobhana Ramachandran	-Managing Director & Member
Mr. V Ramakrishnan	-Director & Chairman of Stakeholder Relationship Committee
Ms. S V Mathangi	-Director & Chairperson of Audit Committee
Mr. Ashok Srinivasan	-Director
Mr. Piyush Jinendrakumar Munot	-Director & Chairman of the Nomination and Remuneration Committee
Mr. S Ravichandran	-Director & Member
Mr. P Srinivasavaradhan	-Director & Member

Statutory Auditor

Mr. Ramanarayanan J, Partner of M/s. PKF Sridhar & Santhanam LLP, Chennai.

Secretarial Auditors

Ms. Nithya P, representative of M/s. SPNP & Associates, Practicing Company Secretaries, Chennai.

Scrutinizer

Mr. N Balachandran, Practicing Company Secretary, Chennai.

In Attendance

Mr. Arvind Singh	- Chief Executive Officer
Mr. T K Ravi	- Chief Operating Officer
Mr. B Rajagopalan	- Chief Financial Officer
Mr. Chinmoy Patnaik	- Company Secretary

The Company Secretary welcomed the members of the Company to the 42nd Annual General Meeting. He confirmed that all the legal requirements were duly complied with in the notice convening the meeting. The notice convening the AGM included a note, inter alia, informing the members of their rights to inspect statutory records, which was made available during the AGM in accordance with the requirements of the Companies Act, 2013. He further confirmed that the following five items were set out in the Notice of the Annual General Meeting seeking approval of the members:

1. Audited annual Financial Statement of the Company.
2. Declaration of dividend.
3. Reappointment of Mr. P Srinivasavaradhan (DIN :08701214) as Director.
4. Ratification of remuneration payable to the Cost Auditor.
5. Appointment of Secretarial Auditor.

He further informed the meeting that the notice along with the annual report had been circulated to all the members of the company.

The Company Secretary further announced that the e-voting window was live and would remain open for an additional 15 minutes after the close of the meeting for the members to exercise their voting rights. He also informed that the results of the e-voting would be announced to stock exchanges within two working days.


According to Article 10(j) of the Articles of Association of the Company, Mr. R Naresh, Executive Vice Chairman, occupied the Chair.

The Chairman welcomed all to the 42nd Annual General Meeting. He declared that the quorum was present and called the meeting to order.

The Chairman also confirmed that all the directors attended the meeting. He then requested the Company Secretary to read out the statutory portions of the proceedings of the AGM. The Company Secretary confirmed that the Statutory Auditors, Secretarial Auditor & Scrutinizer, Chief Executive Officer, Chief Operating Officer, Chief Financial Officer and the Company Secretary of the Company were present.

The Company Secretary informed that the notice convening the meeting had been circulated by e-mail and Post and also uploaded on the website of the Company. The same were available on the websites of the stock exchanges viz., BSE and NSE. With the permission of the members, he took them as read.

The Company Secretary informed that the Company had taken all the necessary steps to ensure that the members were able to attend and vote at this AGM in a seamless manner.



**CHAIRMAN'S
INITIALS**

The Company Secretary informed that the Statutory Auditors' Report and Secretarial Audit Report were unqualified and unmodified and the same were not required to be read out at the AGM as per the provisions of the Companies Act, 2013.

The Chairman then delivered his speech to the members on the Business Overview – (Global & India), Performance of the company & Initiatives, Sustainability & Corporate Social Responsibility initiatives, Awards & Recognition, Financial highlights and Outlook of the company.

The Company Secretary shared a few key points for the members' information regarding the Questions and Answers session.

The Company Secretary then called out the names of the members, individually, who had registered themselves as speakers at the AGM. The queries raised by the members were responded to by Mr. Arvind Singh, Chief Executive Officer of the Company.

After the Questions and Answers session, the Chairman concluded the meeting at 10.57 A.M with a vote of thanks offered by Mr. B Rajagopalan, Chief Financial Officer.

The resolutions set out in the notice of the Annual General Meeting were approved by the members of the Company. The results of the voting as per the Scrutinizer's Report were as under:

ORDINARY BUSINESS

RESOLUTION NO. 1:

Adoption of audited Financial Statements of the Company for the year ended 31st March 2025 and the reports of the Board of Directors and Auditors thereon – Ordinary Resolution

Particulars	e-voting details
Number of valid votes received	39,72,425
Votes in favour of the resolution	39,72,273
Votes against the resolution	152
% of votes in favour of the resolution	99.99

"RESOLVED THAT the audited standalone and consolidated financial statements of the Company for the financial year ended 31st March 2025 and reports of the Board of Directors and Auditors' thereon, be and are hereby considered, approved and adopted."

RESOLUTION NO. 2:

Declaration of Dividend – Ordinary Resolution

Particulars	e-voting details
Number of valid votes received	39,74,306
Votes in favour of the resolution	39,74,154
Votes against the resolution	152
% of votes in favour of the resolution	99.99

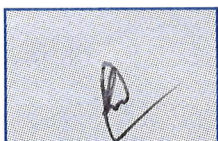
"RESOLVED THAT a dividend of ₹16.89 (Rupees Sixteen and Eighty-Nine paise only) per share (168.90%) for the year ended 31st March 2025 on 76,57,050 Equity Shares of ₹10/- each of the Company, be and is hereby declared for payment to the members of the Company whose names appear in the Register of Members as at the close of business hours on 5th September 2025."

RESOLUTION NO. 3:

Appointment of Mr. P Srinivasavaradhan as a director, liable to retire by rotation – Ordinary Resolution

Particulars	e-voting details
Number of valid votes received	39,73,481
Votes in favour of the resolution	39,22,822
Votes against the resolution	50,659
% of votes in favour of the resolution	98.72

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. P Srinivasavaradhan (DIN :08701214), is hereby reappointed as a director of the Company, liable to retire by rotation."



CHAIRMAN'S
INITIALS

SPECIAL BUSINESS**RESOLUTION NO. 4:****Ratification of remuneration payable to the Cost Auditor – Ordinary Resolution**

Particulars	e-voting details
Number of valid votes received	39,74,306
Votes in favour of the resolution	39,74,144
Votes against the resolution	162
% of votes in favour of the resolution	99.99

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013, read with Rule 14 of the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) the remuneration payable to Dr. I Ashok, Cost Accountant (Membership No. 11929), appointed by the Board of Directors based upon the recommendation of the Audit Committee, as Cost Auditor of the Company to conduct the audit of the cost records of the Company for financial year 2025-26, amounting to ₹1,37,500/- (Rupees One Lakh Thirty-Seven Thousand and Five Hundred only) plus applicable taxes and reimbursement of out-of-pocket expenses in connection with the audit, be and is hereby ratified."

RESOLUTION NO. 5:**Appointment of Secretarial Auditor – Ordinary Resolution**

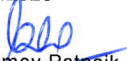
Particulars	e-voting details
Number of valid votes received	39,74,306
Votes in favour of the resolution	39,74,154
Votes against the resolution	152
% of votes in favour of the resolution	99.99

"RESOLVED THAT, pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the appointment of M/s. SPNP & Associates, Practicing Company Secretaries (Firm Registration No. P2019TN078700), Chennai, by the Board of Directors at its meeting held on 27th May 2025, as the Secretarial Auditor of the Company for a period of five (5) consecutive financial years commencing from 1st April 2025, be and is hereby approved.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized, including authorisation to fix fees along with powers to delegate, to take all necessary steps and to do all such acts, deeds, matters and things as may be necessary, proper and expedient to give effect to this Resolution."

The quorum was present throughout the meeting.

Date of entry in the Minutes Book:
29.9.2025


Chinmoy Patnaik
Company Secretary


CHAIRMAN
Place : Madurai
Date : 29.9.2025

CHAIRMAN'S
INITIALS