

REF:TSL:SEC:2026/80

April 18, 2026

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: TVSSRICHA**  
by NEAPS

**Scrip Code: 509243**  
by Listing Centre

Dear Sir / Madam,

Sub : Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR Regulations)

In terms of the Regulation 30 of the LODR Regulations, we are enclosing copy of the minutes of resolution passed by Postal Ballot on 29<sup>th</sup> March 2026, the result of which were declared on 31<sup>st</sup> March 2026.

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

Encl : a.a.

**TVS Srichakra Limited**

CIN: L25111TN1982PLC009414

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

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**MINUTES OF THE RESOLUTION PASSED BY THE MEMBERS OF TVS SRICHAKRA LIMITED BY WAY OF POSTAL BALLOT THROUGH REMOTE E-VOTING PROCESS ON SUNDAY, 29<sup>TH</sup> MARCH 2026, THE RESULTS OF WHICH WERE DECLARED ON TUESDAY, 31<sup>ST</sup> MARCH 2026 AT TVS BUILDING, 7-B WEST VELI STREET, MADURAI 625001 AT 11:00 A.M.**

At the Board Meeting held on 12<sup>th</sup> February 2026, the Board of Directors ("Board") approved for the re-appointment of Mr. R Naresh as Managing Director (Designated as Executive Vice-Chairman) for a term of Three (3) years effective from 16<sup>th</sup> June 2026. The appointment was subject to the approval of the members of the Company. The Board decided to conduct Postal Ballot in terms of applicable provisions of the Companies Act 2013 ("Act") read with relevant rules and the relevant General Circular No.3/2025 dated 22<sup>nd</sup> September 2025 issued by the Ministry of Corporate Affairs and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to seek approval of the Members. Accordingly, the special resolution regarding re-appointment of Mr. R Naresh as Managing Director (Designated as Executive Vice-Chairman) for a term of Three (3) years effective from 16<sup>th</sup> June 2026 was proposed for approval.

The Board appointed Mr. N. Balachandran, Practicing Company Secretary (CP No. 3200), as Scrutinizer for conducting the Postal Ballot through the e-voting process in a fair and transparent manner. The e-voting facility for the members was provided through National Securities Depository Limited ("NSDL"). The Postal Ballot notice was sent on 26<sup>th</sup> February 2026 only through email to all those members whose name(s) appeared on the Register of Members/list of Beneficial Owners on Friday, 20<sup>th</sup> February 2026 (cut-off date). Newspaper advertisements were also published in Business Line (English) - all editions and Dinamalar (regional newspaper- Tamil Language) newspaper on 28<sup>th</sup> February 2026. The e-voting period commenced at 9.00 a.m. (IST) on Saturday, 28<sup>th</sup> February 2026 and ended at 5.00 p.m. (IST) on Sunday, 29<sup>th</sup> March 2026.

The Scrutinizer submitted his report on the Postal Ballot to the Company on 30<sup>th</sup> March 2026. The special resolution set out in the Postal Ballot notice dated 12<sup>th</sup> February 2026 was passed with the requisite majority. The details of voting on the special resolution as per Scrutinizer's Report are summarized as under:

**1. SPECIAL RESOLUTION FOR RE-APPOINTMENT OF MR. R NARESH AS MANAGING DIRECTOR (DESIGNATED AS EXECUTIVE VICE-CHAIRMAN) FOR A TERM OF THREE (3) YEARS EFFECTIVE FROM 16<sup>TH</sup> JUNE 2026.**

"RESOLVED THAT pursuant to the provisions of Sections 196,197,198, 203 and other applicable provisions of the Companies Act, 2013 ("the Act"), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, applicable provision of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Articles of Association of the Company, the re-appointment of Mr. R. Naresh (holding DIN 00273609) as Managing Director, designated as Executive Vice-Chairman of the Company for a period of Three (3) years effective from 16<sup>th</sup> June 2026, as approved by the Board of directors at its meeting held on 12<sup>th</sup> February 2026, be and is hereby approved and the remuneration payable to him shall be as may be decided by the Board of Directors based upon the recommendation of the Nomination Remuneration Committee, which shall be subject to a maximum of 5% of net profits of the Company, calculated as per the applicable provisions of the Act.

**Minimum Remuneration**

RESOLVED FURTHER THAT notwithstanding anything to the contrary contained herein, where, in any financial year during the currency of the tenure of Mr. R Naresh, the Company has no profits or its profits are inadequate, the Company will pay salary and perquisites to the maximum as set out in Part II of Section II of Schedule V of the Companies Act, 2013 or such other limits as may be prescribed by the Government, from time to time as minimum remuneration.

**Perquisites and Allowances**

The value and details of the perquisites and allowances are set out in the explanatory statement to the notice of the Postal Ballot.

RESOLVED FURTHER THAT the scope and quantum of remuneration specified may be enhanced, altered or varied by the Board, including the components / monetary value thereof, to the extent recommended by the Nomination and Remuneration Committee from time to time in light of and in conformity with any amendment to the relevant provisions of the Act and/or the rules and regulations made thereunder and/or such guidelines, as may be announced by the Central Government / SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) from time to time.

RESOLVED FURTHER THAT any one of the Directors or Company Secretary of the Company be and are hereby authorized, severally, to take all such steps as may be necessary, proper and expedient, to give effect to the aforesaid resolutions."


**Voting results:**

Particulars	Postal Ballot through e-voting	Total
Number of valid e-voting received	35,59,105	35,59,105
Votes in favour of the Resolution	34,29,181	34,29,181
Votes against the Resolution	1,29,924	1,29,924
Number of invalid e-votes	5,04,949	5,04,949
% of votes in favour	96.35%	96.35%

The Chairman noted the results of voting, and it was announced and recorded that the special resolution as set out in the Notice of Postal Ballot dated 12<sup>th</sup> February 2026 was passed with requisite majority by the members on 29<sup>th</sup> March 2026.

Date of entry in the Minutes Book:  
15.4.2026

  
Chinmoy Patnaik  
Company Secretary

  
CHAIRMAN  
Place: Madurai  
Date: 15.4.2026

  
CHAIRMAN'S  
INITIALS