



**Registered Office:**

"THIRUMALAI HOUSE",  
Plot No. 101-102, Road No. 29,  
Sion (East), Mumbai – 400 022, India  
PHONE: +91 – 22– 43686200  
FAX +91 – 22 – 24011699  
E- MAIL: [thirumalai@thirumalaichemicals.com](mailto:thirumalai@thirumalaichemicals.com)  
Website: [www.thirumalaichemicals.com](http://www.thirumalaichemicals.com)

(AN ISO 9001, 14001, 50001/ HACCP & FSSC22000 CERTIFIED COMPANY)  
CIN: L24100MH1972PLC016149

TCL/SE015/2026-27

June 12, 2026

To,

**The National Stock Exchange of India Ltd.**  
Listing Department  
Exchange Plaza, Bandra Kurla Complex  
Bandra (East)  
Mumbai 400 051  
**Scrip code: TIRUMALCHM**

**BSE Limited**  
Department of Corporate Services  
Floor 25, Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 001  
**Scrip code: 500412**

Dear Sir/Madam,

**Sub.: Intimation under Reg. 30 and 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Declaration of Postal Ballot Results**

With reference to above captioned subject, we enclose herewith the Minutes of the Resolution Passed by way of Postal Ballot (Through E-Voting Process) by the Members of Thirumalai Chemicals Limited on Friday, June 12, 2026 along with Scrutinizer's Report.

Thanking you,

Yours faithfully,

**For THIRUMALAI CHEMICALS LIMITED**

**Aditya Sharma**  
**Company Secretary & Compliance Officer**

Encl: as above



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## ANNEXURE

### **MINUTES OF THE RESOLUTION PASSED BY WAY OF POSTAL BALLOT (THROUGH E-VOTING PROCESS) BY THE MEMBERS OF THIRUMALAI CHEMICALS LIMITED ON FRIDAY, JUNE 12, 2026, RESULTS OF WHICH WERE DECLARED ON FRIDAY, JUNE 12, 2026 AT 6.30 P.M.**

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The appointed Scrutinizer Mr. Manoj Mimani of M/s. R.M. Mimani & Associates LLP, Practicing Company Secretaries, has forwarded his report to the Chairman on June 12, 2026 and the result was declared by the Chairman as detailed below and also uploaded on the websites as required.

#### **SPECIAL BUSINESS:**

**1. To consider and approve the creation of pledge on the equity shares and security over the assets by the subsidiaries of the Company against the loan facilities to be availed by TCL Specialties LLC, a double step-down subsidiary of the Company:**

**Nature of Resolution:** Special Resolution

<b>Particulars</b>	<b>Number of votes</b>	<b>% of valid votes</b>
Assent	58,910,806	99.76%
Dissent	138,934	0.24%
Total	59,049,740	100%

Accordingly, out of the total 59,049,740 valid votes cast via e-voting, 58,910,806 votes were cast assenting to the Special resolution and 138,934 votes were cast dissenting to the Special resolution.

**Result:** The following Special Resolution had been passed with requisite majority

**RESOLVED THAT** pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modifications, amendments or re-enactment thereof for the time being in force), provisions of the Memorandum of Association and Articles of Association of the Company and relevant provisions of Foreign Exchange Management Act, 1999, including rules and regulations framed thereunder and Regulation 24 and other applicable provisions, if any of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015, ("SEBI LODR"), consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company ("**Board**") for: (i) creation of pledge by the subsidiary of the Company i.e. TCL Global BV, Netherlands over 100% (One



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Hundred Percent) of their holdings in TCL Inc., USA; (ii) creation of pledge by the step down subsidiary of the Company, TCL Inc., USA over 100% (one hundred percent) of their holdings in TCL Specialties LLC ("TCLS"); and (iii) creation of security over the assets of TCLS, all of the foregoing as a collateral to secure the loan facilities ("Facilities") to be availed by TCLS up to USD 140,000,000 (United States Dollars One Hundred Forty Million only), and such other security as may be required to secure the Facilities together with interest, additional interest, commitment charges, costs, expenses, and all other monies payable by TCLS, in terms of the relevant loan agreement(s)/facilities agreement(s).

**RESOLVED FURTHER THAT** the Board of the Company be and are hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution, including the authority to delegate all or any of the powers herein conferred, to any committee of directors or any one or more directors of the Company with power to further delegate such powers, including the authority to sign, execute and give delivery on behalf of the Company of all such agreements, deeds, documents, instruments and writings, as may be deemed necessary to give effect to this resolution.

**RESOLVED FURTHER THAT** the Board, be and is hereby authorised to file this resolution with the Registrar of Companies and/or any other statutory/governmental authority(ies) as may be required and comply with all other legal/regulatory requirements within the time prescribed by law.

**RESOLVED FURTHER THAT** a certified true copy of the above resolutions be furnished to any persons concerned for their information and records, and any of the directors of the Company and the company secretary be and are hereby severally authorized to issue the same.

SCRUTINIZER'S REPORT

[Pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 & 22 of Companies  
(Management and Administration) Rules, 2014]

To,  
The Chairman,  
**Thirumalai Chemicals Limited,**  
[L24100MH1972PLC016149]  
Thirumalai House, Road No 39,  
Scheme No 6, Sion Matunga Estate,  
Sion East, Mumbai - 400022

**Sub: Scrutinizer's Report on Postal Ballot process including voting by electronic means remote e-voting conducted pursuant to provisions of Sections 108 and 110 of Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014**

Dear Sir/Madam,

The Board of Directors of Thirumalai Chemicals Limited (hereinafter referred to as "the Company"), had appointed Mr. Manoj Mimani, Partner of R M Mimani & Associates LLP, Company Secretaries (ACS 17083, CP 11601) as the Scrutinizer on May 12, 2026 to scrutinize the Postal Ballot process conducted through remote e-voting in a fair and transparent manner for the following Special Resolution as set out in the Notice of Postal Ballot dated May 12, 2026:

**1) To consider and approve the creation of pledge on the equity shares and security over the assets by the subsidiaries of the Company against the loan facilities to be availed by TCL Specialties LLC, a double step-down subsidiary of the Company**

The Management of the Company is responsible to ensure the compliance with the requirements of Companies Act, 2013 and the Rules framed there under relating to voting through Postal Ballot process conducted through remote e-voting.

My responsibility as Scrutinizer is restricted to ensure that the Postal Ballot process including voting by electronic means (e-voting) are conducted in a fair and transparent manner and to issue the Scrutinizer's Report on the votes cast "FOR" or "AGAINST" the resolution mentioned in the Postal Ballot Notice dated May 12, 2026 based on the Reports generated from the e-voting portal of Central Depository Services (India) Limited ("CDSL").

I submit my report as under;

1. The Postal Ballot Notice dated May 12, 2026 along with the explanatory statement setting out material facts under Section 102 of the Act was sent to the Shareholders through electronic means on May 13, 2026. The said Notice was sent to all the Members as on the cut-off date i.e., May 08, 2026.
2. The voting rights of Members were considered in proportion to their shares in the paid-up equity share capital of the Company as on cut-off date i.e., May 08, 2026.
3. In terms of the aforesaid Notice, voting through electronic means was kept open from May 14, 2026 at 9:00 a.m.(IST) to June 12, 2026 at 5:00 p.m.(IST) (both days inclusive)
4. All the votes cast through e-voting up to the closing of working hours (5:00 p.m.) on June 12, 2026, the last date and time fixed by the Company for submission of vote through e-voting were considered for scrutiny.
5. The e-voting were unblocked after 5.00 p.m. on June 12, 2026.

MANOJ KUMAR MIMANI  
Digitally signed  
by MANOJ  
KUMAR MIMANI  
Date: 2026.06.12  
19:13:31 +05'30'

# R M MIMANI & ASSOCIATES LLP

## COMPANY SECRETARIES

6. Based on the data downloaded from CDSL e-voting portal, the total votes cast in favour or against the resolution proposed in the Notice of Postal Ballot are as under:

**Item No. 1:**

**To consider and approve the creation of pledge on the equity shares and security over the assets by the subsidiaries of the Company against the loan facilities to be availed by TCL Specialties LLC, a double step-down subsidiary of the Company - Special Resolution**

Method of Voting	Votes in favour the resolution			Votes against the resolution		
	No. of shareholders voted	No. of shares	% of valid votes	No. of shareholders voted	No. of Shares	% of valid votes
E-voting	213	58,910,806	99.76%	26	138,934	0.24%

Accordingly, Item No. 1 of Notice stands PASSED with the requisite majority.

Based on the aforesaid result, I report that the Special Resolution, as set out at Item No. 1 of the Postal Ballot Notice dated May 12, 2026, has been passed with the requisite majority. The above Resolutions is deemed to be passed on the last date of remote e-voting i.e., June 12, 2026, after the conclusion of voting period i.e., 5:00 p.m. (IST).

The Register, all other papers and relevant records relating to e-voting will be handed over to the Company Secretary for safe custody.

You may accordingly declare the result of voting, as required.

Thanking you,

Yours faithfully,  
For R M Mimani & Associates LLP  
[Company Secretaries]  
[Firm Registration No.: L2015MH008300]

MANOJ KUMAR MIMANI  
Digitally signed by MANOJ KUMAR MIMANI  
Date: 2026.06.12 19:15:03 +05'30'

**Manoj Mimani**  
Partner  
ACS No: 17083  
CP No: 11601  
PR No.7602/2026

UDIN: A017083H000621698

Dated: June 12, 2026

Place: Mumbai