

THE RAMARAJU SURGICAL COTTON MILLS LIMITED

Manufacturers of Antiseptic Dressings

12th December, 2022

F.No. MSEI /2022-23_58

Head-Listing,
Metropolitan Stock Exchange of India Limited
Building A, Unit 205A, 2nd Floor,
Piramal Agastya Corporate Park,
L.B.S Road, Kurla West, Mumbai - 400 070,
Maharashtra, India

Symbol: RAMARAJU

Dear Sir,

Sub: Proceedings of 82nd Annual General Meeting held on 12th December, 2022

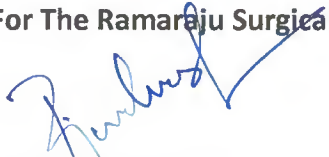
Pursuant to Regulation 30(6) read with Clause 13 of Schedule III, Part A, Para A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit the proceedings of the 82nd Annual General Meeting held on 12th December, 2022

You are requested to take the same on your record.

Thanking you,

Yours faithfully,

For The Ramaraju Surgical Cotton Mills Limited



Walter Vasanth P J
Company Secretary & Compliance Officer



Encl.: As above



P.O. Box : 2, 119, 120, P.A.C. Ramasamy Raja Salai, Rajapalayam - 626 117, Virudhunagar District. Tamil Nadu, India.

Ph : (0)91-4563 - 235904 E-mail : rscm@ramcotex.com, rscm@bsnl.in Web : www.ramarajusurgical.com

CIN : L17111TN1939PLC002302 GSTIN : 33AAACT4308D1ZX

PROCEEDINGS OF 82ND ANNUAL GENERAL MEETING

Day & Date : Monday, the 12th December, 2022
The Annual General Meeting was held through Video Conferencing / Other Audio Visual Means (VC)

Time of Commencement : 11.30 A.M.

Time of Conclusion : 11.55 A.M.

Directors Present	Category / Position	Attended Through VC from
Shri N.R.K. Ramkumar Raja	Managing Director	Rajapalayam
Justice Shri P.P.S. Janarthana Raja	Independent Director & Chairperson of Audit Committee	Chennai
Shri P.J. Alaga Raja	Independent Director & Chairperson of Nomination and Remuneration Committee	Rajapalayam
Shri V. Santhanaraman	Independent Director	Chennai
Shri N.K. Shrikantan Raja	Non-Executive Director	Rajapalayam
Shri P.A.S. Alaghar Raja	Independent Director	Chennai
Shri S.Sarathy Subburaj	Nominee Director	Coimbatore
In Attendance		
Shri Walter Vasanth P J	Company Secretary	Rajapalayam
By Invitation		
Shri N. Vijay Gopal	Chief Financial Officer (CFO)	Rajapalayam
Auditors Present		
Shri R. Palaniappan	Representing M/s. N.A. Jayaraman & Co., Chartered Accountants, Statutory Auditors and also as Scrutinizer	Chennai
Shri M.R.L. Narasimha	Practising Company Secretary, Secretarial Auditor	Coimbatore

The meeting was attended by 35 members through VC.

The Secretary welcomed the Shareholders and informed that the Meeting was held through VC in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India. He further informed that the Company had provided live webcast of the proceedings of Meeting through CDSL Platform and requested Chairman to preside over the meeting.

Shri P.R. Venketrama Raja, Chairman of the Company could not attend the meeting, the Directors designated Shri N.R.K.Ramkumar Raja, Managing Director as the Chairman of the Meeting.

The Chairman introduced the Directors and explained the absence of Shri P.R. Venketrama Raja, Chairman of the Company, Smt Nalina Ramalakshmi, Managing Director of the Company and Shri P.J. Ramkumar Rajha, Independent Director who could not attend the Annual General Meeting due unavoidable circumstances.

The Chairman confirmed that the quorum was present and called the meeting to order.

The Secretary informed the Shareholders that the Registers as required under the Companies Act, 2013 were made available electronically for inspection by the members. Members seeking to inspect such registers could send their request to waltervasanth_pj@ramcotex.com

The Secretary announced that since the Notice convening the meeting has been circulated by email to shareholders and hosted on the website of the Company and the Stock Exchanges, the Notice had been taken as read.

The Secretary further informed that there was no qualification in the Statutory Auditors' Report. Since the Audit Report had been circulated along with the annual report, the same had been taken as read.

The Secretary informed the members that the e-voting process had been explained in the Notice convening the AGM.

The Secretary informed the Members that the facility of remote e-voting for the Members was made available from 9:00 A.M. on Friday, the 09th December, 2022 and concluded at 5:00 P.M. on Sunday, the 11th December, 2022. The Secretary further informed that the Members who were present at the AGM and had not cast their votes by remote e-voting could cast their votes during the Meeting.

The Chairman delivered his speech during the course of which he appraised the performance of the Company.

The Secretary opened the session for Questions and Answers. The Secretary informed that the Company had made necessary arrangements for the two-way communication in the meeting, for the registered shareholders to express their views. Accordingly, one shareholder got registered as speaker shareholder, but was not present during the meeting.

The following items of business as set out in the Notice convening the 82nd Annual General Meeting were transacted.

S. No.	Ordinary Business – Ordinary Resolution
1.	Adoption of Company's Separate and Consolidated Audited Financial Statements for the year ended 31 st March 2022.

2.	Declaration of dividend for the year 2021-2022 at the rate of Rs.1/- per share.
3.	Reappointment of Shri.P.R.Venketrama Raja, as a Director, liable to retire by rotation
4.	Reappointment of Shri.N.K.Shrikantan Raja, as a Director, liable to retire by rotation
5.	Reappointment of M/s. N.A. Jayaraman & Co., Chartered Accountants, as Auditors for the consecutive term of five years from the conclusion of 82nd Annual General Meeting till the conclusion of 87 th Annual General Meeting to be held in the year 2027

Special Business – Special Resolution	
6.	Continuation of Non-Executive Directorship of Shri.N.K.Shrikanran Raja who attained 75 years of age on 20 th July, 2022
7.	Re-appointment of Shri N.R.K.Ramkumar Raja as Managing Director of the Company for a period of five years from 06 th February, 2022

Special Business – Ordinary Resolution	
8.	Ratification of remuneration of Rs.1,50,000/-plus applicable taxes and out of pocket expenses payable to Shri M. Kannan, Cost Auditor of the Company, for the financial year 2022-23.

Special Business – Special Resolution	
9.	To approve the material related party transaction limit of Rs.1,250 Crores per Financial Year with Taram Textiles, LLC for a period of three years from Financial Year 2023-2024 upto and including Financial Year 2025-2026
10.	To Enhance the borrowing limits of the Company from Rs.600 Crores to Rs.1,000 Crores

The Secretary informed that Shri.R.Palaniappan, Scrutiniser would provide the results of the evoting, which would be announced to stock exchanges, besides being displayed on the website of the Company.

The Chairman thanked the Members who participated in the Meeting through VC.

The meeting ended with a vote of thanks to the Chair.

