

MINUTES OF THE 34th ANNUAL GENERAL MEETING OF THE SOUTHERN LATEX LIMITED HELD ON WEDNESDAY, THE 27TH SEPTEMBER, 2023, AT 4:00 P.M., THROUGH VIDEO CONFERENCING ("VC") AND OTHER AUDIO VISUAL MEANS ("OVAM").

PRESENT:

Mr. V K Balaji	Chairman
Mr. N. Neelakanda Pillai	Managing Director
Mr. Murali Krishnan	Non - Executive Independent Director
Ms. Santhi	Non-Executive Independent Woman Director

In attendance:

Ms. Kavitha.C	Company Secretary
Mr. Sreenath Balakrishnan	Chief Financial Officer

Special invitee:

Mr. A.B. Kannan	Statutory Auditors, Partner, M/s Kannan & Alamelu, Chartered Accountants, Chennai
Mr. Satyaki Praharaj	Secretarial Auditor and Scrutinizer

Proceeding of the Meeting:

7. CHAIRMAN:

Mr.V.K. Balaji, being the Independent Director of the Company was elected as chairman of the 34th Annual General Meeting.

8. QUORUM:

The Company Secretary informed that the requisite quorum for the Meeting is present.

35 members were present at the meeting.

Then Ms. Kavitha.C, Company Secretary, welcomed the Directors, Members, Auditors and Scrutinizer for E-Voting to the Meeting.

Mr. V. K Balaji, Chairman of the meeting stated that the meeting to be in order and that the Proceeding of the Meeting be commenced.

The Chairman acknowledged attendance of Statutory Auditors, M/s. Kannan And Alamelu & Co., Chartered Accountants, represented by Mr. A B Kannan, Partner: the Secretarial Auditors, SPAN & Co., Company Secretaries LLP represented by



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Mr. Satyaki Praharaj, Principal Partner who was also the Scrutinizer for e-voting at this AGM. He then gave an overview of the financial performance of the Company for the financial year ended 31st March 2023 and its future outlook.

The Chairman informed that the Auditor's Report and the financial statement of the Company for the year ended 31st March, 2023; did not have qualifications, observations or comments on financial transactions or matters, which have any adverse effect on the functioning of the Company.

The Chairman stated that as per the guidelines issued by the Ministry of Corporate Affairs (MCA) has vide General Circular No. 10/2022 dated December 28, 2022, circular No.2/2022 dated May 05, 2022 read with circular no. 2/2021 dated January 13, 2021, circulars No. 19/2021 dated December 08, 2021, Circular No.21/2021 dated December 14, 2021 and Circular No. 20/2020 dated May 05, 2020 and Securities and Exchange Board of India (SEBI) vide its circular dated January 05, 2023 read with circulars dated May 13, 2022, January 15, 2021 and May 12, 2020 (collectively referred to as 'SEBI circulars') permitted the holding of Annual General Meeting through video conferencing (VC) or other Audio Visual Means (OAVM).

The Chairman further stated that in compliance with the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and in terms of section 108 of the Companies Act, 2013 read with rules made there under, the Company had provided to its Members, remote e-voting facility to exercise their right to vote at the 34th Annual General Meeting by electronics means and the Business was transacted through remote e- voting Service provided by Central Depository Services (India) Limited (CDSL). The remote e- voting facility was kept open from 24th September, 2023 (9.00 AM) to 26th September, 2021 (5.00 PM).

The Chairman further informed that the company had appointed Mr. Satyaki Praharaj, Company secretary in Practice (FCS No.6458, CP No 10755), Chennai as a Scrutinizer for E- voting and polling purpose. The Scrutinizer shall submit his report on the E- voting results to the Chairman after the AGM is completed.

9. NOTICE OF THE 34th ANNUAL GENERAL MEETING:


The Chairman informed that the Notice convening the 34th Annual General Meeting along with the Audited Financial Statements, Report of the Board of Directors and the Corporate Governance and the Auditors Report have already been dispatched to the Shareholders and with the permission of shareholders may be taken as read.

10. BOOKS & STATUTORY REGISTERS

The Chairman further stated that the Statutory Registers, Auditor's Report, Secretarial Audit Report and inspection documents were available for inspection during the Annual General Meeting through the link provided in the website of the Company.

11. APPROVAL OF RESOLUTIONS:

The Chairman then proceeded with the agenda as per the Notice of the AGM. He further informed that the businesses for consideration and approval of the



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members were obtained through e-voting poll and informed that the results of the meeting would be announced within 2 working days and the same shall be posted in the website of the Company and filed with Stock exchange.

12. VOTE OF THANKS:

The Chairman conveyed his sincere thanks to the Directors, invitees, employees and Members present at this meeting for their presence and cooperation for the orderly conduct of the Meeting.

There being no other business the Meeting concluded with a Vote of Thanks to the Chair.

The following resolutions were passed by the Shareholders as per the Scrutinizers' report.

The scrutinizer had submitted his report on the E-voting results to the Chairman after the AGM was completed and within the statutory time limit.

ORDINARY BUSINESS:

1. Adoption of Audited Financial Statements, Reports of the Board of Directors and Auditors thereon for the year ended 31st March, 2023.

RESOLVED THAT the Stand Alone Balance Sheet as at 31st March 2023 and Statement of Profit and Loss and the Cash Flow Statement for the Year ended 31st March, 2023 along with the Board of Directors and the Corporate Governance Report and the Auditors Report thereon as circulated to the Members and submitted to the meeting.

The results of Voting were as under


S No	Total Votes Cast (Electronic and Ballot)	Votes Cast in Favour	Votes Cast Against	Result
1	34	4930959	0	Passed

2. Reappointment of Mr. MuraliKrishnan as a director of the Company, liable to retire by rotation.(ORDINARY RESOLUTION)

RESOLVED THAT pursuant to the provision of Section 152 of the Companies Act, 2013, Mr. MuraliKrishnan (DIN: 05312102), who retires by rotation at this meeting and being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.

The results of Voting were as under

S No	Total Votes Cast (Electronic and Ballot)	Votes Cast in Favour	Votes Cast Against	Result
1	34	4930959	1	Passed



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3. Appointment of Statutory Auditors

To appoint Statutory Auditors of the Company to hold office from the conclusion of the thirty fourth Annual General Meeting of the Company and to fix their remuneration.

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139,142 and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendations of the Board of Directors, approval of the members of the Company be and is hereby accorded to appoint M/S Balaji and Thulasiraman (ICAI Firm Registration No.007262S) as Statutory Auditors of the Company, in place of retiring auditors Kannan & Alamelu (Registration No. 009087S), to hold office for a period of five years from the conclusion of this Annual General Meeting ('AGM') till the conclusion of the Thirty ninth Annual General Meeting of the Company to be held in the year 2028."

"RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee(s) of the Board) be and is hereby authorized to fix remuneration of the Statutory Auditors in consultation with the Auditors on such terms and conditions as may be mutually agreeable during their tenure and reimburse their travelling and out of pocket expenses."

The results of Voting were as under

S No	Total Votes Cast (Electronic and Ballot)	Votes Cast in Favour	Votes Cast Against	Result
1	34	4930959	0	Passed

Date: 10/09/2022

Place: Chennai


Chairman



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