

PROCEEDINGS AT THE 89TH ANNUAL GENERAL MEETING HELD ON
25TH JULY 2024, THURSDAY AT 11.00 A.M.

Mr. Ajit Thomas, Chairman presided

Ladies and Gentlemen,

I, Ajit Thomas, Chairman welcome you all to the 89th Annual General Meeting of our Company being held through video conferencing facility, and I am participating from Chennai.

This meeting is held through Video conferencing or other Audio-Visual Means pursuant to the Circulars issued by the Ministry of Corporate Affairs vide Circular No.9/2023 dated 25th September 2023.

As we have the requisite quorum, I now call the meeting to order.

I would like to highlight few general procedures to all the Members –

- This AGM which is being held through Video Conferencing or other Audio-Visual Means and is made available for members on first come first served basis.
- All the participants who have joined the meeting have been muted by the host of the meeting to avoid background noise and to ensure smooth and seamless conduct of the meeting.
- Remote e-voting facility was provided by company to vote for the resolutions from 22nd July, 2024, Monday to 24th July, 2024, Wednesday.
- Members who have not cast their votes before and are attending this meeting, will be able to cast their votes through the e-voting facility provided by CDSL during this meeting. The e-voting facility will be available upto 15 minutes from the end of this Annual General Meeting.
- Members are requested to refer to the instructions for e-voting provided in the Notice of the meeting. In case of any difficulties, members may please contact the CDSL helpline as stated in the Notice.
- The company has received a request from one shareholder to register himself as speaker. The Registered speaker will be called upon during the Q&A session to put forth his questions.

A.V. THOMAS AND COMPANY LIMITED

CIN: U51109KL1935PLC000024

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- The Statutory Registers as required under the Companies Act, 2013 have been made available at the Registered office of the Company.
- In accordance with the recent MCA Circulars, the requirement of appointing proxies is not applicable to this meeting.

INTRODUCTION OF DIRECTORS:

I have great pleasure in introducing the Directors of the company, who are joining this meeting through Video Conference from their respective locations;

Mr. F.S. Mohan Eddy, Independent Director

Mrs. Kavitha Vijay, Independent Director and

Mr. Habib Hussain, Non-Executive Director

Along with me, I have the Key executives of the Company, Mr.A. Ravisanker, Chief Executive Officer, Mr. R. Venugopalan, Chief Financial Officer and Mr. Ashwin Thomas, Vice President – Strategy and Business Development.

We also have Mr.A.Rengarajan, Partner, M/s. Suri & Co., as Statutory Auditors, Mr.V.Suresh, Sr.Partner, M/s. V.Suresh Associates, Secretarial Auditors of the company, Mrs.K. Sreepriya, Vice President and Company Secretary, of Cameo Corporate Services Limited (Registrar and Share Transfer Agent), who are joining this meeting through Video conference from their respective locations.

Participation of members through video conference shall be reckoned for the purpose of quorum for this meeting as per the applicable provisions.

Since the Notice of this meeting has been already circulated to all the members, I take the notice convening the meeting as read.

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Shareholders may please note that as mentioned in the Directors report, there are no qualifications or adverse remarks either in the Statutory Auditors report or Secretarial Audit report. Hence the Auditors report need not be read at this Meeting.

Proceed with my Speech

I have great pleasure in welcoming you all to the 89th Annual General Meeting of the Company.

The Directors' Report and Accounts for the year ended 31st March, 2024, have been with you for some time and with your permission, I shall take them as read.

WORKING RESULTS

The Company achieved a turnover of Rs. 1094 crores as against Rs 1029 crores of previous year. The profit before tax for the Current year is Rs. 87.01 crores as against Rs. 68.67 crores of last year, making this the organizations most profitable year since inception.

OPERATIONS:

CONSUMER PRODUCTS DIVISION

The division continues to be the organization main driver in both turnover and profitability. Sales increased by 5%, with a significant increase in profitability of 14%. AVT continues to be the Number 1 Tea brand in Kerala and Number 2 Tea brand in Tamil Nadu, where it continues to improve its market share. Sales in the states of Andhra, Karnataka, Orissa and Exports continue to be steady, yet profitable.

ROOFING

The performance of Roofing Division has shown improvement with a volume increase of 27% and near break-even in profitability.

LOGISTICS

The operations under Logistics, especially Air cargo Operations, shows significant improvement in volume and profitability.

DAIRY DIVISION

The sales of the Dairy Division had seen a drop in turnover due to challenging market conditions, but the division continues to be profitable as well as fulfilling its role as halo branding for the primary AVT Tea brand.

DIVIDEND

An Interim Dividend of Rs.150/- per equity share (1500%) was paid during the financial year ended 31st March 2024. The Board of Directors had recommended a final dividend of Rs.200/- per equity share (2000%) for approval of the shareholders at the Annual General Meeting. The aggregate of the dividends amounts to Rs. 350/- per equity share (3500%) for the year ended 31st March 2024.

PROSPECTS

Looking forward, based on the performance for the first quarter of this financial year, the Company is on track to achieve its growth and profitability targets set for the financial year and record another profitable year.

ACKNOWLEDGEMENT

On behalf of the Board, and on my own behalf, I thank the shareholders, bankers, employees, and other agencies of the company, for their continued whole-hearted support of AVT.

Thank you

QUESTION & ANSWER SESSION

I now invite the speaker who have registered to post his questions. Speaker shareholder will be unmuted and please mention the DP ID, Client ID and location before you ask the question.

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I request the moderator of the Meeting to allow the Registered speaker to participate.

Moderator - Yes sir, Mr.Zibi Jose sir, you can ask your queries please.

Mr.Zibi Jose – Good Morning respected chairman and all directors of the company, I am Zibi Jose, Shareholder - IN301895 10016448 speaking from Cochin, I have few questions sir

Chairman – welcome

Mr.Zibi Jose –

- 1) Any expansion plans for the company in the immediate future and what is your vision plan for the next 5 years?
- 2) You have any plans to go for an IPO for the company or undertake any bigger expansion plans?
- 3) Whether the recent increase in the Tea prices, have any impact in the earnings of the company 24-25?
one more question sir
- 4) Will you consider shares of the company promoted, new company/existing company promoter companies to the existing shareholders, who have decided to continue with the company, in spite of buyback offers and my last question?
- 5) Company shares are traded at high price values, will you consider split-of the face value of the shares to Re.1/-? That's all my questions and thank you for giving me this opportunity to speak at this AGM

Chairman – Thank you Zibi

Just to answer your questions in sequence, we have recently been working on a strategic plan for the next 3 to 5 years and our existing business itself show 50% growth primarily in the high value segment and in the new markets, our immediate need to get 50% growth which will make us the third largest retail tea company in India after Unilever and Tata Tea, so that there is a plan and we are working on it and are making good progress. A little more aggressive marketing and in our advertising policies and investments which you will be seeing this year.

On your question on the IPO and split off the share price – IPO there is no plan in the moment, share price split is also is not in our plan, but we will definitely consider your suggestions and ask the Board to make strategic decision and look into it.

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On the Tea prices, Yes the Tea prices have gone up, but I think company carrying minimum stock, which has insulated itself and to do that and now the prices are correcting and we are buying still at average prices and which are not very much dividend to our budget and in fact, we have been increased our profitability in the first quarter of this year compared to last year, so that it is not a concern as far as tea prices are concerned. New company shares, yes we have invested in few other companies, most of them private and unlisted and I don't have think at this stage, I have any plan to offer to the existing shareholders and if there is any large rates and potentially going to be listed and then definitely, we will consider and I hope I have answered your questions. We have taken some strategic Investments as a group in one company which is Grover in one instance, you may have noticed and the group holding now in Grover has crossed 26% and as of April we have taken management control of the company. The major shareholder was Singapore fund and was struggling with the management of the company, so we have decided to take over the management and with their agreement and we have made fresh investments and I hope to turn this company very quickly. I think we have got a very good value and I see within 2 years substantiate the investment. We have hold around nearly 29% in Grover and there is going to be further investment and it will take it up to 42% holding and with some other strategic investments, we may cross 52% in the next few months. So, I think I hope answered all your questions Zibi, any follow-up questions. Is there any other shareholders who would like to ask any questions.

Zibi – Sir I have no more questions, thank you sir

Chairman - Yes Zibi and I happy to answer any other questions at any time.

Now, I move on to Polling Process:

- The Company has appointed M/s.V.Suresh Associates, Practicing Company Secretaries, Chennai, as Scrutinizer to scrutinize the votes cast at the meeting and through the remote e-voting. Since the AGM is conducted through video conference and other Audio-Visual Means and the resolutions have already been put to vote through remote e- voting, there will be no proposing or seconding of resolutions.
- The e-voting facility will remain open for the next 15 minutes, upon completion of the meeting.

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- Voting results will be announced within 3 days of the conclusion of this Annual General Meeting. The results declared along with the Scrutinizer's Report shall be placed on the Company's website besides being communicated to CDSL (the e-voting agency).

I wish to thank all the shareholders who have joined the meeting through video conference. I also thank our Directors and Panel Members.

Thank you very much everybody and I now declare the Meeting as closed.

Mr. Basheer – Thank you all and with the permission of the chairperson, we are concluding this meeting.

Chairman and Board of Directors and other Panelists exited the meeting screen.