

August 03, 2015

Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai- 400 051

Scrip Code: TCI

Sub: DECLARATION OF RESULT OF E-VOTING / BALLOT FORMS VOTING
Ref: 20th Annual General Meeting (AGM) of the Company held on August 01, 2015

This is continuation to our letter dated August 01, 2015, informing you that the 20th Annual General Meeting of the Company was held on Saturday, August 01, at KLN Prasad Auditorium, The Federation of Telangana and Andhra Pradesh Chambers of Commerce and Industry, 3rd Floor, Federation House, 11-6-841, FAPCCI Marg, Hyderabad – 500 004.

In terms of Section 108 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement, Karvy Computer Shares Private Limited provided e-voting facility to the Members vide 20th AGM Notice dated May 25, 2015. Members voted through e-voting from July 29, 2015 (09:00 AM) till July 31, 2015 (05:00 PM), being the last date fixed for e-voting. Further on August 01, 2015, the day of the AGM, physical Ballot forms were distributed to the Members present in person or by proxy to enable those Members to vote who could not do e-voting. The Board had appointed Mr. Vasanth Kumar Bajaj, Practicing Company Secretary as Scrutinizer to scrutinize the votes cast through e-voting and Ballot Forms. Scrutinizers prepared the Scrutinizer's Report on the e-voting on 03rd August, 2015 i.e. within 02 days of last date of e-voting and further submitted the Consolidated Scrutinizer's Report dated August 03, 2015 for ballot voting including e-voting at the AGM held on 01 August 03, 2015.

We now enclose herewith Announcement dated August 03, 2015 made by Ms. Archana Pandey, Company Secretary & Compliance Officer.

Kindly acknowledge receipt and take the same on record.

Thanking you,

Yours faithfully,
For Transport Corporation of India Ltd.


Archana Pandey
Company Secretary & Compliance Officer
Encl: Consolidated Scrutinizer's Report
Annexure I: Announcement dated August 03, 2015



Transport Corporation of India Ltd.

Corporate Office : TCI House, 69 Institutional Area, Sector 32, Gurgaon-122 207, Haryana, India www.tcil.com
Tel : 0124-2381-603 - 07 Fax : 0124-2381611 corporate@tcil.com

Regd. Office : Flat Nos. 306 & 307, 1-8-273, Third Floor, Ashoka Bhoopal Chambers, S P Road, Secunderabad - 500 003

CIN : L70109TG1995PLC019116

Annexure I



Resolution As given in the Notice of 20th Annual General meeting		E-Voting	%	Poll	%	Voting Result	%	Result Declared
Ordinary Resolution for Adoption of Balance Sheet and Profit & Loss Account and the Report of the Directors' & Auditors' for the year ended 31 st March, 2015	Votes cast in Favour	55919157	99.995%	2935	0.005%	55922092	100.00%	Approved by Requisite Majority
	Votes cast in Against	0	0.000%	0	0.000%	0	0.00%	
	Invalid Votes	20	0.000%	0	0.000%	0	0.00%	
Ordinary Resolution for Declaration of Final Dividend on Equity Shares, if any	Votes cast in Favour	58702282	99.995%	2935	0.005%	58705217	100.00%	Approved by Requisite Majority
	Votes cast in Against	0	0.000%	0	0.000%	0	0.00%	
	Invalid Votes	20	0.000%	0	0.000%	0	0.00%	
Ordinary Resolution for Re-appointment of Mr. M P Sarawagi (DIN: 00401784), Director of the Company who retires by rotation:	Votes cast in Favour	58002292	98.803%	2935	0.005%	58005227	98.80%	Approved by Requisite Majority
	Votes cast in Against	699990	1.192%	0	0.000%	699990	1.19%	
	Invalid Votes	20	0.000%	0	0.000%	0	0.00%	
Ordinary Resolution for Re-appointment of Mr. Chander Agarwal (DIN: 00818139), Director of the Company who retires by rotation:	Votes cast in Favour	58702282	99.995%	2935	0.005%	58705217	100.00%	Approved by Requisite Majority
	Votes cast in Against	0	0.000%	0	0.000%	0	0.00%	
	Invalid Votes	20	0.000%	0	0.000%	0	0.00%	
Ordinary Resolution for Re-appointment M/s. R S Agarwala & Co., Chartered Accountants, Kolkata as Statutory Auditors of the Company and to fix their remuneration:	Votes cast in Favour	55732492	95.239%	2935	0.005%	55735427	95.24%	Approved by Requisite Majority
	Votes cast in Against	2783125	4.756%	0	0.000%	2783125	4.76%	
	Invalid Votes	20	0.000%	0	0.000%	0	0.00%	
Ordinary Resolution for Appointment of M/s. K B Chitrakar & Co., Chartered Accountants, Kathmandu, as Branch Auditors of all Branches of the Company situated in Federal Democratic Republic of Nepal and to fix their	Votes cast in Favour	58702282	99.995%	2935	0.005%	58705217	100.00%	Approved by Requisite Majority
	Votes cast in Against	0	0.000%	0	0.000%	0	0.00%	
	Invalid Votes	20	0.000%	0	0.000%	0	0.00%	
Ordinary Resolution for appointment of M/s. R S Agarwala & Co., Chartered Accountants, Bangalore, as Branch Auditors of TCI Seaways Division of the Company and to fix their remuneration:	Votes cast in Favour	55732492	95.239%	2935	0.005%	55735427	95.24%	Approved by Requisite Majority
	Votes cast in Against	2783125	4.756%	0	0.000%	2783125	4.76%	
	Invalid Votes	20	0.000%	0	0.000%	0	0.00%	
Special Resolution under Section 94(1) of the Companies Act, 2013 for authorizing Board of Directors, to keep the Register of Members at the Corporate Office/at the Premises of Share Transfer Agent/Registrar of the Company:	Votes cast in Favour	58702282	99.995%	2935	0.005%	58705217	100.00%	Approved by Requisite Majority
	Votes cast in Against	0	0.000%	0	0.000%	0	0.00%	
	Invalid Votes	20	0.000%	0	0.000%	0	0.00%	

For Transport Corporation of India Ltd.

(Signature)
 (ARCHANA PANDEY)
 Company Secretary & Compliance Officer

Transport Corporation of India Ltd.

Corporate Office : TCI House, 69 Institutional Area, Sector 32, Gurgaon-122 207, Haryana, India www.tcil.com
 Tel : 0124-2381-603 - 07 Fax : 0124-2381611 corporate@tcil.com

Regd. Office : Flat Nos. 306 & 307, 1-8-273, Third Floor, Ashoka Bhoopal Chambers, S P Road, Secunderabad - 500 003

CIN : L70109TG1995PLC019116



VK Bajaj & Associates

Company Secretaries
Consolidated Report of Scrutinizer

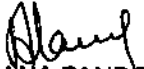
[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014]

To
The Company Secretary
Transport Corporation of India Limited
Q No 306/307, 3rd Floor, 1-8-271-273 & 301
Ashoka Bhoopal Chambers,
S. P. Road, Secunderabad – 500 003

Dear Madam,

1. I, Vasanth Kumar Bajaj, Company Secretary in Practice, have been appointed by the Board of Directors of **Transport Corporation of India Limited** (The Company) as a Scrutinizer for the purpose of Scrutinizing the remote e-voting/e-voting process for ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 on the resolutions contained in the notice (hereinafter referred to as "the resolutions") of the 20th Annual General Meeting (AGM) of the Members of the Company, to be held on **Saturday, 01st August, 2015** at 12.00 Noon at KLN Prasad Auditorium, The Federation of Telangana and Andhra Pradesh Chambers of Commerce and Industry, 3rd Floor, Federation House, 11-6-841, FAPCCI Marg, Hyderabad – 500 004.
2. The notice dated 25th May, 2015 convening the 20th Annual General Meeting (AGM) of the Company along with statement setting out material facts under section 102 of the Companies Act, 2013 was sent to the shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the Company to be held on 01st August, 2015.
3. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice to the 20th Annual General Meeting (AGM) of the members of the Company, my responsibility is to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on reports generated from the e-voting system provided by Karvy Computershare Private Limited, the authorised agency to provide e-voting facilities, engaged by the Company and also physical voting option provided to the shareholders present at this Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

Certified True Copy
For Transport Corporation of India Ltd.


(ARCHANA PANDEY)

Company Secretary & Compliance Officer



Flat No. 205, Gupta Towers
H.No. 3-5-1111/5 to 13
Kachiguda X Road, Hyderabad - 500 029
Tel / Fax : 91 - 40 66665933
E-mail : info@vkbajajassociates.com

4. Further to the above, I submit my report as under:

- i. The e-voting period remained open from Wednesday, 29th July, 2015 (9:00 A. M.) to Friday, 31st July, 2015 (5:00 P. M.).
- ii. The members of the Company as on the "cut-off" date i.e., Saturday, 25th July, 2015 were entitled to vote on the resolutions as set out in the notice of the 20th Annual General Meeting (AGM) of the Company.
- iii. The votes cast under remote e-voting facility were thereafter unblocked in the presence of 2 witnesses, Ms. Pooja Kabra and Ms. Sushma BH who are not in the employment of the Company after completion of counting of votes cast at Annual General Meeting.
- iv. Thereafter the details containing *inter alia*, list of equity shareholders, who voted "for", and "against" on each of the resolutions that were put to vote, were generated from the e-voting website of Karvy Computershare Private Limited ("Karvy") i.e., <https://evoting.karvy.com/>.
- v. The results of the voting is enclosed as **Annexure – A.**

Thanking you

Yours truly,
For V K Bajaj & Associates
Company Secretaries

Vasanth Kumar Bajaj

Company Secretary

CP No. 5827

Date: 03.08.2015

Place: Hyderabad



Certified True Copy.

For Transport Corporation of India Ltd.

(ARCHANA PANDEY)

Company Secretary & Compliance Officer

RESULTS OF REMOTE E-VOTING & VOTING AT AGM:**Resolution No. 1 of the Notice:**

Ordinary Resolution for Adoption of Balance Sheet and Profit & Loss Account and the Report of the Directors' & Auditors' for the year ended 31st March, 2015.

i) Votes cast in favour of the resolution:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	48	55919157	99.995%
Voting at AGM	20	2935	0.005%
Total No. of Votes Cast	68	55922092	100.00%

ii) Votes cast against the resolution:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	0	0	0
Voting at AGM	0	0	0
Total No. of Votes Cast	0	0	0

iii) Invalid Votes:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	0	0	0
Voting at AGM	20	--	--
Total No. of Votes Cast	20	--	--

Resolution No. 2 of the Notice:

Ordinary Resolution for Declaration of Final Dividend on Equity Shares, if any:

i) Votes cast in favour of the resolution:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	49	58702282	99.995%
Voting at AGM	20	2935	0.005%
Total No. of Votes Cast	69	58705217	100.00%

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(ARCHANA PANDEY)
Company Secretary & Compliance Officer



ii) Votes cast against the resolution:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	0	0	0
Voting at AGM	0	0	0
Total No. of Votes Cast	0	0	0

iii) Invalid Votes:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	0	0	0
Voting at AGM	20	—	--
Total No. of Votes Cast	20	--	0

Resolution No. 3 of the Notice:

Ordinary Resolution for Re-appointment of Mr. M P Sarawagi (DIN: 00401784), Director of the Company who retires by rotation:

i) Votes cast in favour of the resolution:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	38	58002292	98.803%
Voting at AGM	20	2935	0.005%
Total No. of Votes Cast	58	58005227	98.808%

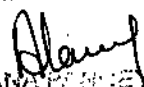
ii) Votes cast against the resolution:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	11	699990	1.192%
Voting at AGM	0	0	0
Total No. of Votes Cast	11	699990	1.192%



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(ARCHANA PRASAD)
Company Secretary & Compliance Officer

iii) Invalid Votes:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	0	0	0
Voting at AGM	20	--	0
Total No. of Votes Cast	20	--	0

Resolution No. 4 of the Notice:

Ordinary Resolution for Re-appointment of Mr. Chander Agarwal (DIN: 00818139), Director of the Company who retires by rotation:

i) Votes cast in favour of the resolution:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	49	58702282	99.995%
Voting at AGM	20	2935	0.005%
Total No. of Votes Cast	69	58705217	100.00%

ii) Votes cast against the resolution:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	0	0	0
Voting at AGM	0	0	0
Total No. of Votes Cast	0	0	0

iii) Invalid Votes:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	0	0	0
Voting at AGM	20	--	0
Total No. of Votes Cast	20	--	0

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(Signature)
(ARCHANA PANDEY)
Company Secretary & Compliance Officer

Resolution No. 5 of the Notice:

Ordinary Resolution for Re-appointment M/s. R S Agarwala & Co., Chartered Accountants, Kolkata as Statutory Auditors of the Company and to fix their remuneration:

i) Votes cast in favour of the resolution:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	46	55732492	95.239%
Voting at AGM	20	2935	0.005
Total No. of Votes Cast	66	55735427	95.244%

ii) Votes cast against the resolution: 58518552

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	1	2783125	4.756%
Voting at AGM	0	0	0
Total No. of Votes Cast	1	2783125	4.756%

iii) Invalid Votes:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	0	0	0
Voting at AGM	20	--	0
Total No. of Votes Cast	20	--	0

Resolution No. 6 of the Notice:

Ordinary Resolution for Appointment of M/s. K B Chitrakar & Co., Chartered Accountants, Kathmandu, as Branch Auditors of all Branches of the Company situated in Federal Democratic Republic of Nepal and to fix their remuneration:

i) Votes cast in favour of the resolution:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	49	58702282	99.995%
Voting at AGM	20	2935	0.005%
Total No. of Votes Cast	69	58705217	100.00%

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For Transport Corporation of India Ltd.

(ARC: PANDEY)
Company Secretary & Compliance Officer



ii) Votes cast against the resolution:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	0	0	0
Voting at AGM	0	0	0
Total No. of Votes Cast	0	0	0

iii) Invalid Votes:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	0	0	0
Voting at AGM	20	--	0
Total No. of Votes Cast	20	--	0

Resolution No. 7 of the Notice:

Ordinary Resolution for appointment of M/s. R S Agarwala & Co., Chartered Accountants, Bangalore, as Branch Auditors of TCI Seaways Division of the Company and to fix their remuneration:

i) Votes cast in favour of the resolution:

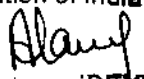
Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	46	55732492	95.239%
Voting at AGM	20	2935	0.005%
Total No. of Votes Cast	66	55735427	95.244%

ii) Votes cast against the resolution:58518552

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	1	2783125	4.756%
Voting at AGM	0	0	0
Total No. of Votes Cast	1	2783125	4.756%

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For Transport Corporation of India Ltd.


(ARCHANA IDEV)
Company Secretary & Compliance Officer



iii) Invalid Votes:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	0	0	0
Voting at AGM	20	--	0
Total No. of Votes Cast	20	--	0

Resolution No. 8 of the Notice:

Special Resolution under Section 94(1) of the Companies Act, 2013 for authorizing Board of Directors, to keep the Register of Members at the Corporate Office/at the Premises of Share Transfer Agent/Registrar of the Company:

i) Votes cast in favour of the resolution:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	49	58702282	99.995%
Voting at AGM	20	2935	0.005%
Total No. of Votes Cast	69	58705217	100.00%

ii) Votes cast against the resolution:

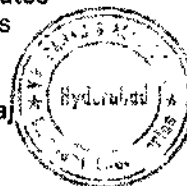
Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	0	0	0
Voting at AGM	0	0	0
Total No. of Votes Cast	0	0	0

iii) Invalid Votes:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	0	0	0
Voting at AGM	20	--	--
Total No. of Votes Cast	20	0	0

For V K Bajaj & Associates
Company Secretaries

Vasanth Kumar Bajaj
Company Secretary
CP No. 5827



Transport Corporation of India Limited

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For Transport Corporation of India Ltd.

(ARCHANA PANDEY)
Company Secretary & Compliance Officer