

**Tube Investments of India Limited**

Dare House, 234, N.S.C. Bose Road, Chennai 600 001, India

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Website: www.tiindia.com CIN: L35100TN2008PLC069496

21st December, 2020

National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor
Plot No.C/1, G Block
Bandra-Kurla Complex
Bandra (E)
Mumbai 400 051

BSE Ltd
1st Floor
New Trading Ring, Rotunda Building
P J Towers, Dalal Street
Fort
Mumbai 400 001

Dear Sirs,

Sub: Extra-ordinary General Meeting of the Company held on 21st December, 2020 ('EGM') – Results of voting at EGM under Regulation 44 of the SEBI (Listing Obligations & Listing Requirements) Regulations, 2015 ('Listing Regulations') and Summary of EGM proceedings under Regulation 30 of the Listing Regulations

The Extra-ordinary General Meeting ('AGM') of the Company was held at 10.30 A.M. on Monday, the 21st December, 2020 by Video Conferencing.

Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Listing Regulations, the Shareholders of the Company were given the opportunity to exercise their right to vote on both the resolutions set out in the Notice of the EGM through electronic voting ('e-voting') during the period commencing from 18th December, 2020 (9.00 A.M.) to 20th December 2020 (5.00 P.M.). Further, the Company provided the facility for electronic voting at the EGM to those shareholders who had not earlier exercised their right to vote through remote e-voting.

The resolutions as contained in the Notice of the EGM were approved/passed by the shareholders with requisite majority. Accordingly, the resolutions were declared to be passed on 21st December, 2020 (viz., date of the EGM). Consequent thereto, in pursuance of Regulation 44 of the Listing Regulations, we enclose herewith the combined voting results in the prescribed format thereunder along with the Consolidated Scrutiniser's Report.

Further, a summary of the proceedings of the EGM is also enclosed pursuant to Regulation 30 of the Listing Regulations.

This is for your information and records.

Thanking you,

Yours faithfully,
For TUBE INVESTMENTS OF INDIA LTD

S SURESH
COMPANY SECRETARY

Encl.



	TUBE INVESTMENTS OF INDIA LIMITED
Date of the AGM/EGM	21st Dec. 2020
Total number of shareholders on record date	33757
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not applicable
Public:	Not applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	43
Public:	20

Resolution No.	1									
Resolution required: (Ordinary/ Special)	Special - Issue of Equity Shares on a Preferential Allotment/Private Placement Basis to entities not belonging to the promoter or promoter group of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	8,99,66,889	8,83,28,039	98.1784	8,83,28,039	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)									
	Total		8,83,28,039	98.1784	8,83,28,039	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	7,54,89,636	6,52,92,400	86.4919	6,44,25,740	8,66,660	98.6726	1.3274	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)									
	Total		6,52,92,400	86.49187287	6,44,25,740	8,66,660	98.6726	1.3274	0	0
Public- Non Institutions	E-Voting	2,25,00,655	8,72,807	3.8790	8,69,581	3,226	99.6304	0.3696	0	0
	Poll		16,566	0.0736	16,566	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)									
	Total		8,89,373	3.952653823	8,86,147	3,226	99.6373	0.3627	0	0
	Total	18,79,66,480	15,45,09,812	82.2007	15,36,39,926	8,69,886	99.4370	0.5630	0	0

Resolution No.	2									
Resolution required: (Ordinary/ Special)	Ordinary - Appointment of Mr. K R Srinivasan as President and Whole-time Director and the terms of remuneration thereof									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	8,99,66,889	8,83,28,039	98.1784	8,83,28,039	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)									
	Total		8,83,28,039	98.1784	8,83,28,039	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	7,54,89,636	6,52,92,400	86.4919	6,52,29,127	63,273	99.9031	0.0969	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)									
	Total		6,52,92,400	86.49187287	6,52,29,127	63,273	99.9031	0.0969	0	0
Public- Non Institutions	E-Voting	2,25,00,655	8,72,807	3.8790	8,70,531	2,276	99.7392	0.2608	0	0
	Poll		16,566	0.0736	16,566	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)									
	Total		8,89,373	3.952653823	8,87,097	2,276	99.7441	0.2559	0	0
	Total	18,79,66,480	15,45,09,812	82.2007	15,44,44,263	65,549	99.9576	0.0424	0	0

Consolidated Scrutinizer's Report

21st December, 2020

The Chairman of the meeting
Tube Investments of India Limited,
"Dare House", 234, N.S.C. Bose Road,
Chennai- 600 001.

Ref: Extra-Ordinary General Meeting (EGM) of the Members of the Tube Investments of India Limited held on 21st December, 2020 at 10.30 A.M. Indian Standard Time (I.S.T) by way of Video Conferencing ("VC").

Dear Sir,

We, R.Sridharan & Associates, Company Secretaries, have been appointed as the Scrutinizer by:

The Board of Directors of Tube Investments of India Limited vide resolution dated 26th November, 2020, pursuant to the provisions of Sections 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and in compliance with framework issued by the Ministry of Corporate Affairs through its Circular No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April, 08, 2020 and Circular no. 17/2020 dated April 13, 2020 to scrutinize the voting relating to the resolutions as set out in the notice of the EGM through remote e-voting process held between Friday, 18th December, 2020 (9.00 AM) (IST) to Sunday, 20th December, 2020 (5.00 PM) (IST) and through electronic voting system (e-voting) during the Extra-Ordinary General Meeting (EGM) of the members of the Company, held on Monday, 21st December, 2020 at 10:30 A.M. I.S.T by way of Video Conferencing ("VC").

We now submit our Consolidated Report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder including MCA Circulars as mentioned above relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the EGM by the shareholders is the responsibility of the management.
2. The Company has availed remote e-voting system and electronic voting system at the EGM provided by National Securities Depository Limited (NSDL) for enabling the members to cast their vote under the provisions of the said Sections and the Rules made thereunder.
3. After conclusion of the proceedings of the meeting, the shareholders present through VC voted through the e-voting facility provided by NSDL. As per the information given by the Company, the names of the shareholders who had voted by remote e-voting had been blocked and only those members who were present at the EGM through VC and who had not voted by remote e-voting were allowed to cast their votes through e-voting system during the EGM.
4. We have scrutinized and reviewed the remote e-voting system, electronic voting system after conclusion of the EGM. We have unblocked the votes cast by the members through remote e-voting system and electronic voting system in the presence of two witnesses Mr. K Satheesh and Ms. Shazia Shabnam, who are not in the employment of the Company. The votes tendered therein in respect of the remote e-voting system and e-voting at the EGM are based on the data downloaded from the official website of NSDL.
5. Based on the data downloaded from the Official website of NSDL for the remote e-voting system and on the basis of the report furnished to us by them on the electronic voting system, we now submit our consolidated report (Remote e-voting, Electronic Voting System) as under:

Item No. 1 – Issue of Equity Shares on a Preferential Allotment/Private Placement Basis to entities not belonging to the promoter or promoter group of the Company.

(Special Resolution)

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
242	153623360	4	16566	153639926	99.437

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
7	869886	0	0	869886	0.563

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) – Remote E- Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E- Voting and E-voting
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the Special Resolution with regard to Item no. 1 as set out in the Notice of the EGM is passed with requisite majority.

Item No. 2 – Appointment of Mr. K R Srinivasan as President and Whole-time Director and the terms of remuneration thereof.

(Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
242	154427697	4	16566	154444263	99.958

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
7	65549	0	0	65549	0.042

(iii) **Invalid** Votes:

Number of members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the EGM is passed with requisite majority.

6. A Compact Disc (CD) containing a list of equity shareholders who voted "**FOR**" and "**AGAINST**" the resolutions is enclosed.

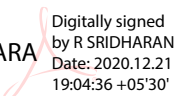
7. The electronic data relating to remote e-voting and electronic voting system, all other relevant records is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman of the meeting considers, approves and signs the minutes of the Extra-Ordinary General Meeting.

Thanking you,

Yours faithfully,

**For R. Sridharan & Associates
Company Secretaries**

R
SRIDHARA
N



Digitally signed
by R SRIDHARAN
Date: 2020.12.21
19:04:36 +05'30'

**CS R. Sridharan
CP No. 3239
FCS No. 4775
UDIN: F004775B001588621**

TUBE INVESTMENTS OF INDIA LIMITED

SUMMARY OF PROCEEDINGS OF THE EXTRA-ORDINARY GENERAL MEETING

The EXTRA-ORDINARY GENERAL MEETING (“EGM”) of the Members of Tube Investments of India Limited (“the Company”) was held on Monday, the 21st December, 2020 at 10.30 A.M. through Video Conferencing.

The EGM was called, convened, held and conducted as per the provisions of the Companies Act, 2013, the Rules thereunder, the Secretarial Standards, and also in line with the circulars of the Ministry of Corporate Affairs and SEBI issued in the aftermath of the COVID-19 pandemic.

Mr. Vellayan Subbiah, Managing Director, conducted the proceedings as Chairman of the EGM through Video Conferencing. He welcomed the Members to the EGM of the Company. As the requisite quorum was present, the Chairman of the EGM called the meeting to order and the meeting commenced at 10.30 A.M. 63 Members attended the Meeting.

The Chairman of the EGM introduced the Directors, Company Secretary and the Chief Financial Officer, who were all participating through Video Conferencing from their respective locations.

The Chairman of the EGM apprised the Members with regard to the conduct of the EGM General Meeting as an e-EGM consequent to the persisting COVID-19 pandemic situation, the voting procedure in general meetings under the Companies Act 2013 and informed the Members that the Company had provided remote e-voting facility through the e-voting platform of M/s. National Securities Depository Limited (“NSDL”) to all shareholders of the Company as of the cut-off date of 14th November, 2020. The e-voting was made available from 9 a.m. on 18th November 2020 till 5.00 p.m. on 20th November 2020. Mr. R Sridharan of M/s. R Sridharan & Associates, Company Secretaries was the Scrutiniser appointed by the Board of Directors for conducting the electronic voting process in a free and transparent manner.

The Chairman of the EGM then explained to the Members the objective behind convening the EGM. He informed about TII Board’s proposal to raise further capital in the Company through a fresh issue of equity shares to identified investors to the extent of about Rs.350 Cr. at a premium and on a preferential allotment and private placement basis to fund the growth plans of TII, for TII’s capital expenditure and general capital purposes. He informed that the issue pricing is as per the SEBI pricing formula, based on which the price was arrived at as Rs.731.70 per share. He further informed the Members in this regard that the Company has complied with all the statutory requirements with regard to making a preferential, privately placed issue of securities and also, the Statutory Auditors have issued their certificate on the ensuring of compliance of aspects governing preferential issues, which certificate was made available by the Company for the easy reference of the Members in several websites including that of the Company, NSDL and further available for inspection during the EGM proceedings. Since approval of the shareholders is necessary under Section 62(1)(c) of the Companies Act, 2013 for a preferential issue of securities, he informed that the same is proposed as the first item by way of a special resolution.

The Chairman of the EGM informed the Members that the second item on the Notice related to the appointment of Mr. K R Srinivasan as a Director and as President and Whole-time Director of the Company for a three year term up to 10th November, 2023 and for the fixation of his terms of appointment including remuneration. He further briefed the Members about the experience and contribution of the appointee. He apprised Members that the second item for Members' approval will be an ordinary resolution.

The Chairman of the EGM then informed the opportunity given to the Members to register themselves as speakers to express their views at the EGM or to raise queries for reply at the EGM. He informed that no requests were received from the Members for registration as speakers and there were no questions received by the Company. Considering the same, he hoped that the explanation given by him about the business on the Agenda at the outset of the EGM together with the Explanatory Statement forming part of the Notice would have provided the Members with a clear understanding of the objective behind the business proposed before the Members for consideration at the EGM.

The Chairman of the EGM then informed that those Members who had not taken part in the e-voting and wished to vote at the EGM could do so and sufficient time would be allowed for them to cast their votes through electronic voting. The Chairman of the EGM announced to the Members that, upon completion of the electronic voting, the Scrutiniser would take up the counting of votes cast during the Annual General Meeting and, also unblock the votes cast through the remote e-voting and provide consolidated Scrutiniser's Report on the voting. He also announced that on receipt of the Scrutiniser's Report, the results would be declared forthwith and the details of the voting results along with the Scrutiniser's Report will be placed on the website of the Company and NSDL within the time permitted under law and also communicated to the Stock Exchanges. Thereafter, the Members who wished to vote, not having participated in the e-voting earlier, exercised their votes and the meeting was closed at 11.00 A.M.



S SURESH
COMPANY SECRETARY



VELLAYAN SUBBIAH
MANAGING DIRECTOR &
CHAIRMAN OF THE EGM

Date: 21st December, 2020