

**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

24th July 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: 12th Annual General Meeting of the Company held on 23rd July 2020 ('12th AGM') – Results of voting at 12th AGM under Regulation 44 of the SEBI (Listing Obligations & Listing Requirements) Regulations, 2015 ('Listing Regulations') and Summary of 12th AGM proceedings under Regulation 30 of the Listing Regulations

The 12th Annual General Meeting ('AGM') of the Company was held at 3.30 P.M. on Thursday, the 23rd July 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 all the resolutions set out in the Notice of the AGM through electronic voting ('e-voting') during the period commencing from 19th July 2020 (9.00 A.M.) to 22nd July 2020 (5.00 P.M.). Further, the Company provided the facility for electronic voting at the 12th AGM to those shareholders who had not earlier exercised their right to vote through remote e-voting.

The resolutions nos.1 to 7 as contained in the Notice of the 12th AGM were approved/passed by the shareholders with requisite majority. Accordingly, all the resolutions were declared to be passed on 23rd July 2020 (viz., date of the 12th AGM). 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 12th AGM 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	23-07-2020
Total number of shareholders on record date	31198
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:	57
Public:	62

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Audited Financial Statements of the Company for FY 2019-20, Reports of the Board of Directors and Auditors thereon.									
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	89,579,809	89,519,682	99.9329	89,519,682	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		89,519,682	99.9329	89,519,682	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	72,223,946	64,914,716	89.8798	64,914,716	0	100.0000	0.0000	0	247,927
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		64,914,716	89.8798	64,914,716	0	100.0000	0.0000	0	247927
Public Non Institutions	E-Voting	26,071,674	1,300,864	4.9896	1,298,288	2,576	99.8019	0.1980	0	12,045
	Poll		76,440	0.2932	76,438	2	99.9973	0.0026	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,377,304	5.2828	1,374,726	2,578	99.8128	0.1872	0	12045
Total		187,875,429	155,811,702	82.9335	155,809,124	2,578	99.9983	0.0017	0	259972



Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Audited Consolidated Financial Statements of the Company for FY 2019-20 and Reports of the Auditors thereon.									
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	89,579,809	89,519,682	99.9329	89,519,682	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		89,519,682	99.9329	89,519,682	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	72,223,946	64,914,716	89.8798	64,914,716	0	100.0000	0.0000	0	247,927
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		64,914,716	89.8798	64,914,716	0	100.0000	0.0000	0	247927
Public- Non Institutions	E-Voting	26,071,674	1,300,864	4.9896	1,298,288	2,576	99.8019	0.1980	0	12,045
	Poll		76,440	0.2932	76,438	2	99.9973	0.0026	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,377,304	5.2828	1,374,726	2,578	99.8128	0.1872	0	12045
	Total	187,875,429	155,811,702	82.9335	155,809,124	2,578	99.9983	0.0017	0	259972



Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - Confirmation of Interim Dividend declared and paid for FY 2019-20.									
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	89,579,809	89,519,682	99.9329	89,519,682	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		89,519,682	99.9329	89,519,682	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	72,223,946	65,151,415	90.2075	65,151,415	0	100.0000	0.0000	0	11,228
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		65,151,415	90.2075	65,151,415	0	100.0000	0.0000	0	11228
Public- Non Institutions	E-Voting	26,071,674	1,312,889	5.0357	1,312,574	315	99.9760	0.0239	0	20
	Poll		76,440	0.2932	76,438	2	99.9973	0.0026	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,389,329	5.3289	1,389,012	317	99.9772	0.0228	0	20
Total		187,875,429	156,060,426	83.0659	156,060,109	317	99.9998	0.0002	0	11248



Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Mr. M M Murugappan, Director retiring by rotation.									
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	89,579,809	89,519,682	99.9329	87,882,832	1,636,850	98.1715	1.8284	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		89,519,682	99.9329	87,882,832	1,636,850	98.1715	1.8285	0	0
Public- Institutions	E-Voting	72,223,946	65,007,441	90.0082	62,609,402	2,398,039	96.3111	3.6888	0	155,202
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		65,007,441	90.0082	62,609,402	2,398,039	96.3111	3.6889	0	155,202
Public- Non Institutions	E-Voting	26,071,674	1,312,909	5.0358	1,310,333	2,576	99.8037	0.1962	0	0
	Poll		76,440	0.2932	76,438	2	99.9973	0.0026	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,389,349	5.329	1,386,771	2,578	99.8144	0.1856	0	0
Total		187,875,429	155,916,472	82.9893	151,879,005	4,037,467	97.4105	2.5895	0	155,202



Resolution No.	5									
Resolution required: (Ordinary/ Special)	ORDINARY - Fixing the remuneration payable to Messrs. S R Batliboi Associates LLP, Chartered Accountants, Statutory Auditors of the Company for audit of Standalone Consolidated Financial Statements for FYs 2020-21. 2021-22.									
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	89,579,809	89,519,682	99.9329	89,519,682	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		89,519,682	99.9329	89,519,682	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	72,223,946	65,151,415	90.2075	64,973,650	177,765	99.7271	0.2728	0	11,228
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		65,151,415	90.2075	64,973,650	177,765	99.7272	0.2728	0	11228
Public- Non Institutions	E-Voting	26,071,674	1,312,909	5.0358	1,310,295	2,614	99.8009	0.1990	0	0
	Poll		76,440	0.2932	76,438	2	99.9973	0.0026	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,389,349	5.329	1,386,733	2,616	99.8117	0.1883	0	0
	Total	187,875,429	156,060,446	83.0659	155,880,065	180,381	99.8844	0.1156	0	11228



Resolution No.	6									
Resolution required: (Ordinary/ Special)	SPECIAL - Payment of remuneration by way of Commission to Mr. M M Murugappan, Chairman, for FY 2019-20.									
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	89,579,809	89,519,682	99.9329	87,882,832	1,636,850	98.1715	1.8284	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		89,519,682	99.9329	87,882,832	1,636,850	98.1715	1.8285	0	0
Public- Institutions	E-Voting	72,223,946	65,121,415	90.1660	65,119,800	1,615	99.9975	0.0024	0	66,228
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		65,121,415	90.166	65,119,800	1,615	99.9975	0.0025	0	66228
Public- Non Institutions	E-Voting	26,071,674	1,312,909	5.0358	1,310,307	2,602	99.8018	0.1981	0	0
	Poll		76,440	0.2932	76,438	2	99.9973	0.0026	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,389,349	5.329	1,386,745	2,604	99.8126	0.1874	0	0
	Total	187,875,429	156,030,446	83.0499	154,389,377	1,641,069	98.9482	1.0518	0	66228



Resolution No.	7									
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of the remuneration payable to Ms. S Mahadevan Co., Cost Auditor for FY 2020-21.									
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	89,579,809	89,519,682	99.9329	89,519,682	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		89,519,682	99.9329	89,519,682	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	72,223,946	65,151,415	90.2075	65,151,415	0	100.0000	0.0000	0	11,228
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		65,151,415	90.2075	65,151,415	0	100.0000	0.0000	0	11228
Public- Non Institutions	E-Voting	26,071,674	1,312,909	5.0358	1,310,307	2,602	99.8018	0.1981	0	0
	Poll		76,440	0.2932	76,438	2	99.9973	0.0026	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,389,349	5.329	1,386,745	2,604	99.8126	0.1874	0	0
Total	Total	187,875,429	156,060,446	83.0659	156,057,842	2,604	99.9983	0.0017	0	11228



TUBE INVESTMENTS OF INDIA LIMITED

SUMMARY OF PROCEEDINGS OF THE 12TH ANNUAL GENERAL MEETING

The 12th ANNUAL GENERAL MEETING ("12th AGM") of the Members of Tube Investments of India Limited ("the Company") was held on Thursday, the 23rd July 2020 at 3.30 P.M. through Video Conferencing.

The 12th AGM 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. M M Murugappan, the Chairman of the Board of Directors of the Company conducted the proceedings of the Meeting. He welcomed the Members to the 12th AGM of the Company. As the requisite quorum was present, the Chairman called the meeting to order and the meeting commenced at 3.30 P.M. 119 Members attended the Meeting.

The Chairman introduced the Managing Director, the Company Secretary and the Chief Financial Officer who were present along with him and, also the other Directors of the Company and the senior management participating through Video Conferencing from their respective locations.

The Chairman informed that the necessary documents and other Registers were available for inspection by the Members during the Meeting as required under the law. The Report of M/s. S R Batliboi & Associates LLP, Chartered Accountants that the Company has implemented the Employee Stock Option Scheme 2017 in accordance with the provisions of the SEBI (Share Based Employee Benefits) Regulations 2014 was also being made available for the Members perusal.

Further, the Chairman apprised the Members with regard to the conduct of the Annual General Meeting as an e-AGM consequent to the COVID-19 pandemic, the voting procedure in general meetings under the Companies Act 2013 ("Act") and the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, the ensuring of compliance by the Company with the procedure for service of Notice of the 12th Annual General Meeting and other matters in accordance with the Act, the Rules thereunder and also in line with the circulars of the Ministry of Corporate Affairs and SEBI issued in the aftermath of the COVID-19 pandemic, and informed the Members that the Company had provided remote e-voting facility through the e-voting platform of M/s. Kfintech Private Limited ("KFin") to all shareholders of the Company as of the cut-off date of 17th July 2020. The e-voting was made available from 9 A.M. on 19th July 2020 till 5.00 P.M. on 22nd July 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 then addressed the Members. He provided the Members with an overview of the economic scenario, the COVID-19 situation, the state of the Automotive industry and the performance of the Company for the financial year ended 31st March 2020 and details of the Q1 performance in brief. The Chairman's address was followed by a detailed presentation by Mr. Vellayan Subbiah, Managing Director on the business performance as well as division-wise performance of the Company during the financial year 2019-20. The Managing Director further apprised the Members of the performance of the Company during the first quarter ended 30th June 2020 and about the financial results thereof.

The Chairman then briefed the Members about the following resolutions forming part of the Notice of the 12th AGM, for the information of the Members:

- 1) Approval for the Audited Financial Statements of the Company for the financial year ended 31st March 2020, the Reports of the Board of Directors and the Auditors thereon (Ordinary Resolution);
- 2) Approval for the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2020 and the Report of the Auditors thereon (Ordinary Resolution);
- 3) Confirmation of the Interim Dividend of Rs.3.50/- (Rupees Three and Paise Fifty only) per share on the equity share capital of the Company for the financial year ended 31st March 2020 (Ordinary Resolution);
- 4) Re-appointment of Mr. M M Murugappan (DIN: 00170478) as a non-executive Director of the Company (Ordinary Resolution);
- 5) Fixing the remuneration payable to M/s. S R Batliboi & Associates LLP., Chartered Accountants (Firm registration 101049W/E300004), Statutory Auditors of the Company for audit of Standalone & Consolidated Financial Statements for FYs 2020-21 & 2021-22 (Ordinary Resolution);
- 6) Payment of remuneration by way of commission to Mr. M M Murugappan, Chairman, for FY 2019-20 (Special Resolution); &
- 7) Ratification of remuneration payable to M/s. S Mahadevan & Co., Cost Auditor, for FY 2020-21 (Ordinary Resolution).

The Chairman then invited questions/comments from the Members regarding the accounts and performance of the Company for the year ended 31st March 2020. A few Members made their observations. The Chairman replied to the queries/suggestions of the Members.

The Chairman further informed that those Members who had not taken part in the e-voting and wished to vote at the 12th AGM could do so and sufficient time would be allowed for them to cast their votes through electronic voting. The Chairman 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 KFintech 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 5.07 P.M.



S SURESH
COMPANY SECRETARY



M M MURUGAPPAN
CHAIRMAN

Date: 24th July 2020

Consolidated Scrutinizer's Report

24th July, 2020

The Chairman

Tube Investments of India Limited,

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

Ref: 12th Annual General Meeting (AGM) of the Members of the Tube Investments of India Limited held on 23rd July, 2020 at 3.30 P.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 27th May, 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 AGM through remote e-voting process held between Sunday, 19th July, 2020 (9.00 A.M.) (I.S.T) to Wednesday, 22nd July, 2020 (5.00 P.M.) (I.S.T) and through electronic voting system (e-voting) during the 12th Annual General Meeting (AGM) of the members of the Company, held on Thursday, 23rd July, 2020 at 3.30 P.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 AGM by the shareholders is the responsibility of the management.
2. The Company has availed remote e-voting system and electronic voting system at the AGM provided by KFin Technologies Private Limited (Formerly known as Karvy Fintech Private Limited) 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 KFin Technologies Private Limited. 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 AGM through VC and who had not voted by remote e-voting were allowed to cast their votes through e-voting system during the AGM.
4. We have scrutinized and reviewed the remote e-voting system, electronic voting system after conclusion of the AGM. We had unblocked the list of members, who had voted through remote e-voting after 5.00 P.M. on 22nd July, 2020. Further, we have unblocked the votes cast by the members through electronic voting system in the presence of two witnesses Mr. K Satheesh and Ms. Srinidhi Sridharan, 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 AGM are based on the data downloaded from the official website of KFin Technologies Private Limited.
5. Based on the data downloaded from the Official website of KFin Technologies Private Limited 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 - Adoption of Audited Financial Statements of the Company for FY 2019-2020, Reports of the Board of Directors and Auditors thereon.

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
252	155732686	18	76438	155809124	99.9983

(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
5	2576	1	2	2578	0.0017

(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. 1 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 2 - Adoption of Audited Consolidated Financial Statements of the Company for FY 2019-2020, Reports of the Board of Directors and Auditors thereon.

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
252	155732686	18	76438	155809124	99.9983

(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
5	2576	1	2	2578	0.0017

(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 AGM is passed with requisite majority.





Item No. 3 – Confirmation of Interim dividend declared and paid for FY 2019-20.

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
260	155983671	18	76438	156060109	99.9998

(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
3	315	1	2	317	0.0002

(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. 3 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 4 – Re-appointment of Mr. M M Murugappan (DIN 00170478), Director retiring by rotation.

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
221	151802567	18	76438	151879005	97.4105

(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
42	4037465	1	2	4037467	2.5895

(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. 4 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 5 – Fixing the remuneration payable to Messrs. S R Batliboi & Associates LLP, Chartered Accountants, Statutory Auditors of the Company.

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
251	155803627	18	76438	155880065	99.8844

(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 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
13	180379	1	2	180381	0.1156

(iii) **Invalid** Votes:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) – Remote E- Voting	Number of Members voted through 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, were port that the Ordinary Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 6 – Payment of remuneration by way of commission to Mr. M M Murugappan, Chairman, for the financial year 2019-2020.

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
252	154312939	18	76438	154389377	98.9482

(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
11	1641067	1	2	1641069	1.0518

(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. 6 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 7 – Ratification of the remuneration payable to M/s. Mahadevan & Co., Cost Auditor of the Company for the financial year 2020-2021.

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
258	155981404	18	76438	156057842	99.9983

(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
6	2602	1	2	2604	0.0017

(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. 7 as set out in the Notice of the AGM is passed with requisite majority.





6. A Compact Disc (CD) containing a list of equity shareholders who voted "**FOR**" and "**AGAINST**" for each resolution 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 considers, approves and signs the minutes of the Annual General Meeting.

Thanking you,

Yours faithfully,

For R. Sridharan & Associates
Company Secretaries


CS R. Sridharan
CP No. 3239
FCS No. 4775
UDIN: F004775B000497014

