



T.T. LIMITED

(CIN: L18101DL1978PLC009241)

Poddar House, 71/2C, 2nd Floor, Rama Road, Moti Nagar, New Delhi - 110015

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TTL/SEC/2024-25

24th January, 2025

M/s National Stock Exchange of India Ltd.“ Exchange Plaza” Plot No. C/1, G Block Bandra Kurla Complex Bandra (E), Mumbai-400051 Ph.: 022-26598100-8114	Bombay Stock Exchange Limited Floor 35, P.J. Towers Dalal Street Mumbai-400001 Fax-022-22722061/41/39/37
Scrip Code: TTL	Scrip Code : 514142

Dear Sir/Madam,

Sub: Voting Result and the Scrutinizer’s Report of the Extra Ordinary General Meeting held on 24th January, 2025

Pursuant to Regulation 44(3) of Listing Regulations, please find enclosed herewith Voting results and Scrutinizer Report of the Extra Ordinary General Meeting held on Friday, 24th January, 2025 through Video Conferencing/Other Audio Visual Means (“VC/OAVM”).

Please take the same on record.

Thanking You

For or on behalf of
T.T. LIMITED

Pankaj Mishra
Company Secretary

Voting results	
Record date	17-01-2025
Total number of shareholders on record date	17607
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	6
b) Public	55
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	Add Notes

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL FOR SPLITTING/SUB-DIVISION OF THE COMPANY'S EQUITY SHARES FROM THE FACE VALUE OF Rs. 10/- (RUPEES TEN ONLY) PER SHARE TO Re. 1/- (RUPEE ONE ONLY) PER SHARE				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12618656	12613556	99.9596	12613556	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		12618656	12613556	99.9596	12613556	0	100.0000
Public-Institutions	E-Voting	1125543	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1125543	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	8753851	64245	0.7339	64245	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		8753851	64245	0.7339	64245	0	100.0000
Total		22498050	12677801	56.3507	12677801	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL TO AMEND THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12618656	12613556	99.9596	12613556	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		12618656	12613556	99.9596	12613556	0	100.0000
Public-Institutions	E-Voting	1125543	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1125543	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	8753851	64245	0.7339	64245	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		8753851	64245	0.7339	64245	0	100.0000
Total		22498050	12677801	56.3507	12677801	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				APPROVAL TO APPOINT SHRI HARDIK JAIN (DIN: 09585969) AS EXECUTIVE DIRECTOR DESIGNATED WHOLE TIME DIRECTOR, OF THE COMPANY W.E.F. 24TH JANUARY, 2025 FOR A PERIOD OF 5 YEARS				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12618656	12613556	99.9596	12613556	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		12618656	12613556	99.9596	12613556	0	100.0000
Public-Institutions	E-Voting	1125543	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1125543	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	8753851	64245	0.7339	64245	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		8753851	64245	0.7339	64245	0	100.0000
Total		22498050	12677801	56.3507	12677801	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

DEEPAK KUKREJA & ASSOCIATES

C O M P A N Y S E C R E T A R I E S

CONSOLIDATED SCRUTINIZER'S REPORT

T.T. LIMITED

To,
The Chairman,
T T LIMITED
CIN- L18101DL1978PLC009241
Regd. Off.: 71/2C, 2nd Floor, Poddar House,
Rama Road, Moti Nagar, Karam Pura,
New Delhi-110015.

Sub: Consolidated Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, from time to time for the 2nd Extra-ordinary General Meeting of T.T. Limited held on Friday, January 24, 2025 at 11.00 A.M.(IST) through video conferencing ('VC').

Dear Sir,

- 1) The Board of Directors of T.T. Limited (hereinafter referred as "the Company") at its meeting held on Monday, December 16, 2024 has appointed us as scrutinizer pursuant to section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and all other provision as applicable, to scrutinize the remote e-voting and e-voting conducted at its Extra-ordinary General Meeting ("EGM") in fair and transparent manner.
- 2) In view of the Ministry of Corporate Affairs ("MCA") Circular nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 and the subsequent circulars issued in this regard, the latest being Circular no. 09/2014 dated September 19, 2024 ("MCA Circulars") and other relevant circulars issued from time to time, the EGM was convened through Video Conferencing and the physical attendance of the Members to the EGM venue was not required.
- 3) The Company has engaged Central Depository Services Limited ("CDSL") as the service provider, for extending the facility of electronic voting (remote e-voting and e-voting facility provided during the EGM) to the shareholders of the Company.
- 4) The remote e-voting process was started on Tuesday, January 21, 2025 at 09.00 A.M. and ended on Thursday, January 23, 2025 at 5.00 P.M.
- 5) We have monitored the process of e-Voting through the scrutinizer's secured link provided by CDSL through its designated website.

**DEEPAK KUKREJA & ASSOCIATES
COMPANY SECRETARIES**

- 6) On completion of e-voting during the EGM, the report on e-voting done at the EGM and the votes cast under remote e-voting facility prior to the EGM were unblocked by us in the presence of two witnesses who were not in the employment of the Company. We have downloaded the e-Voting report from the website of CDSL in respect of Members, who voted through e-Voting and votes were counted.
- 7) We have scrutinized and reviewed the remote e-voting and e-voting facility provided to shareholders during the EGM and votes cast therein based on the data downloaded from the CDSL e-voting system.
- 8) As on January 17, 2025 i.e. the **cut-off date**, there were 17,607 Shareholders of the Company who were entitled to vote on the resolutions placed for the approval of the shareholders through remote e-voting as well as e- voting facility provided at the EGM of the Company.
- 9) The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules made thereunder including MCA circulars and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting and e-voting during the EGM on the resolutions contained in the Notice of the EGM.
- 10) Our responsibility as Scrutinizer for e-voting process (remote e-voting and e-voting facility provided during the EGM) is restricted to making consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice of EGM, based on the reports generated from the e-voting system provided by CDSL.
- 11) We now submit our consolidated Report as under on the result of the remote e-voting and e-voting done during the AGM in respect of the said resolutions.

SPECIAL BUSINESS

RESOLUTION NO.1- ORDINARY RESOLUTION

APPROVAL FOR SPLITTING/SUB-DIVISION OF THE COMPANY'S EQUITY SHARES FROM THE FACE VALUE OF Rs. 10/- (RUPEES TEN ONLY) PER SHARE TO Re. 1/- (RUPEE ONE ONLY) PER SHARE.

**DEEPAK KUKREJA & ASSOCIATES
COMPANY SECRETARIES**

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
53	1,26,77,801	0

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
0	0	0

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes Cast by them
0	0

RESULT

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

RESOLUTION NO.2 - ORDINARY RESOLUTION

APPROVAL TO AMEND THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
53	1,26,77,801	0

**DEEPAK KUKREJA & ASSOCIATES
COMPANY SECRETARIES**

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
0	0	0

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes Cast by them
0	0

RESULT

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

RESOLUTION NO.3- SPECIAL RESOLUTION

APPROVAL TO APPOINT SHRI HARDIK JAIN (DIN: 09585969) AS EXECUTIVE DIRECTOR DESIGNATED WHOLE TIME DIRECTOR, OF THE COMPANY W.E.F. 24TH JANUARY, 2025 FOR A PERIOD OF 5 YEARS

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
53	1,26,77,801	0

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
0	0	0

**DEEPAK KUKREJA & ASSOCIATES
COMPANY SECRETARIES**

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes Cast by them
0	0

RESULT

As the number of votes cast in favour of the resolution were three times more than number of votes cast against the resolution, we report that the Special resolution with regard to Item no. 3 as set out in the Notice of the EGM is passed in favour of the resolution with requisite majority.

- 12) The electronic data and other relevant records relating to e-voting & remote e-voting are under our safe custody until the chairman considers, approves and sign the minutes of EGM and the same will be handed over to the Company Secretary/Director authorized by the Board for safe keeping.

**FOR DEEPAK KUKREJA & ASSOCIATES
COMPANY SECRETARIES**

Date : 24.01.2025
Place: New Delhi
UDIN No.: F004140F003777712

**DEEPAK
KUKREJA**

Digitally signed by DEEPAK KUKREJA
DN: cn=DEEPAK KUKREJA, o=DEEPAK KUKREJA & ASSOCIATES, ou=COMPANY SECRETARIES, email=deepak.kukreja@dkk.com, c=IN
Date: 2025.01.24 15:43:42 +05'30'

**(DEEPAK KUKREJA)
PROPRIETOR
FCS, LLB, ACIS (UK), IP.
CP No.8265
FCS No. 4140
Peer Review No. 2667/2022**

For T T LIMITED

PANKAJ Digitally signed by
MISHRA PANKAJ MISHRA
Date: 2025.01.24
16:43:42 +05'30'

**Signed By:
Shri Pankaj Mishra
Company Secretary & Compliance Officer
(Authorised by Chairperson)**