



T T LIMITED

(CIN NO.-L18101DL1978PLC009241)
879, MASTER PRITHVI NATH MARG
OPP: AJMALKHANPARK, KAROL BAGH,
NEW DELHI - 110 005, INDIA
TEL: 0091 11 45060708
EMAIL: newdelhi@ttllimited.co.in
WEBSITE: <http://www.ttlimited.co.in>



July 29, 2017

M/s National Stock Exchange of India Ltd
"Exchange Plaza"
Plot No. C/1, G Block
BandraKurla Complex
Bandra (E), Mumbai-400051
Ph: 022-26598100-8114

Dear Sir

Reg: Scrip Code: TTL

Sub:- Disclosure of Voting Result of Postal Ballot Process in terms of Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements), Regulation, 2015.

With reference to above we wish to inform you that pursuant to the provisions of Section 110 of the Companies Act 2013 read with Rules 22 of Companies (Management and Administration) Rules, 2014, as amended and applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 and as per Postal Ballot Notice dated 29th May, 2017, the members of the company have passed the following resolutions with requisite majority through Postal Ballot process, result of which is declared today i.e. 29th July, 2017:

1. Special Resolution under Section 180(1)(a) of the Companies Act 2013 for the disposal off the Company's old Spinning and allied Machinery and equipments only.

The result of the Postal Ballot process along with the Scrutinizer's Report are enclosed herewith for your information and records.

The Postal Ballot result is also hosted on the Company's website at www.ttlimited.co.in and will be submitted on the website of CDSL.

This is for your information and necessary action.

Thanking You

Cordially Yours
For T T Limited

Reetika

Reetika Mahendra
Company Secretary
M.No. ACS48493



FORMAT FOR VOTING RESULTS

DATE OF DECLARATION OF POSTAL BALLOT RESULTS				Saturday, 29th July, 2017			
TOTAL NO. OF SHAREHOLDERS ON CUT-OFF DATE				21834 Equity Shareholders (as on 9th June 2017)			
NO. OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY:				Not Applicable			
Promoter and Promoter Group:				Not Applicable			
Public:							
NO. OF SHAREHOLDERS ATTENDED THE MEETING THROUGH VIDEO CONFERENCING:				Not Applicable			
Promoter and Promoter Group:							
Public:							
AGENDA WISE DISCLOSURE							
Resolution No.1: Approval to sell / dispose off old Spinning and allied machinery and equipments only (not including Land, Building and non-spinning machinery) at Gajroula Spinning Mills & Gangeshwar Spinning Mills, Gajroula (U.P.) and Tirupati Spinning Mills, Avinashi (Tamil Nadu) on "as is where is" basis to suitable parties.							
Special Resolution							
Resolution required: (Ordinary/Special)							
Whether Promoter/Promoter group are interested in the agenda/resolution?							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 (4)	No. of Votes -in Favour (4)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100 (7)	% of Votes against on votes polled (7)-[(5)/(2)]*100 (8)
Promoter and Promoter group	E-voting		12244986	100	12244986	0	100
	Poll - Not Applicable						
	Postal Ballot	12244986	0	0	0	0	0
	Total	12244986	12244986	100	12244986	0	100
Public-Institutions	E-voting		0	0	0	0	0
	Poll - Not Applicable						
	Postal Ballot	1500	0	0	0	0	0
	Total	1500	0	0	0	0	0
Public-Non Institutions	E-voting		6750	0.07	6550	200	97.04
	Poll - Not Applicable						
	Postal Ballot	9251564	15475	0.17	15470	5	99.97
	Total	9251564	22225	0.24	22020	205	99.08
Total		21498050	12267211	57.06	12267006	205	99.9983
*Excludes Invalid Votes				0.0017			
Net Invalid Votes				2201			
Date	29.07.2017						
Place	New Delhi						

For T T Limited

Reema Mahendra
Company Secretary
M.No. ACS48493

For T T Limited
 Reddy Mahendra
 Company Secretary
 M.No. ACS48493

DEEPAK KUKREJA & ASSOCIATES

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

To,

The Chairman

T T Limited

879 MASTER PRITHVI NATH MARG,

KAROL BAGH,

NEW DELHI -110005

SUB: SCRUTINIZER REPORT ON RESULT OF POSTAL BALLOT AND E - VOTING

Dear Sir,

The Board of T T Limited at its meeting held on 29th May 2017 has appointed us as Scrutinizer pursuant to section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to conduct the Postal Ballot process and E voting in a fair and transparent manner with respect to the resolutions for approvals from members as set out in the Postal Ballot Notice.

WE SUBMIT OUR REPORT AS UNDER:

1. The Company has completed the dispatch of all postal ballot notice(s) and forms by 27th June, 2017 along with self address postage prepaid envelope to all its 21834 Members, whose name appeared on the Register of Members/List of Beneficiaries as on 09th June, 2017.
2. In compliance to provisions of Rule 20 and 22 of the Companies (Management and Administration) rules, 2014 read with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company has provided e-Voting facility to all its Members to enable them to cast their votes electronically. The E voting started on Wednesday June 28, 2017 at 10:00 A.M. and ended on Thursday July 27, 2017 at 5:00 P.M.
3. The Company has engaged Central Depository Services Limited (CDSL) as the service provider, for extending the facility of electronic voting to the Members of the Company.



DEEPAK KUKREJA & ASSOCIATES
COMPANY SECRETARIES

4. The e-voting were unblocked immediately after the end of E-voting period.
5. The ballot boxes containing the physical ballots were opened in our presence in due course of the scrutiny on 27th July, 2017 at 05:30 P.M. Also we have downloaded the E-voting report from the website of Central Depository Services Limited (CDSL) in respect of members, who voted through e-voting on 27th July, 2017 at 5:45 P.M..
6. The Particulars of all the postal ballot forms received from the Members in physical forms(s) and electronic ballot report generated from website of Central Depository Services Limited (CDSL) have been entered in a register separately maintained for the purpose.
7. The postal ballot forms were kept under safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
8. All the postal ballot forms and e-votes received upto 5:00 pm on 27th July, 2017 i.e. last date and time fixed by the company for receipt of the same, were considered.
9. The Postal ballot forms were matched with Register of members of the Company/ list of beneficiaries as on 09th June, 2017
10. The Electronic votes matched with Register of members of the Company/ list of beneficiaries as on 09th June, 2017.
11. To our information there were 990 - envelope containing postal ballot form along with Postal Ballot notice, which were returned undelivered. These envelopes have not been opened and are kept separately.
12. We did not find any defaced or mutilated ballot paper.
13. The Members has given the facility to exercise their voting either by electronic or physical mode.
14. The total paid up shares capital of the Company as on cut-off date was Rs. 2,14,980,500/- divided into 21,498,050 equity shares of Rs. 10/- .



15. After our scrutiny, the summary of postal ballot forms and E voting is given below:-

S. No.	Particulars	No. of members voted in Physical postal ballot forms	No. of votes Cast (Shares)-Physical Ballot forms	No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting
1.	Total postal ballot received	89	17676	32	12251736
2.	Less: invalid votes	16	2201	0	0
3.	Net valid votes	73	15475	32	12251736
4.	With Assent	73	15470	30	12251536
5.	With dissent	1	5	2	200

Note: One member holding 10/- equity shares have exercised his voting for 5 shares in favour of the resolution and for 5 shares against the resolution.

16. **Based on above the combined result is as under:**

RESOLUTION NO.1 APPROVAL OF SHAREHOLDERS FOR SALE/DISPOSE OFF COMPANY'S OLD SPINNING AND ALLIED MACHINERY AND EQUIPMENTS ONLY (NOT INCLUDING LAND, BUILDING AND NON-SPINNING MACHINERY) LOCATED AT GAJROULA SPINNING MILLS & GANGESHWAR SPINNING MILLS, GAJROULA (UTTAR PRADESH) AND TIRUPATI SPINNING MILLS, AVINASHI (TAMIL NADU).

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Postal ballot	No. of votes cast (Shares) – Postal ballot	Total no. of votes cast (shares) through E-voting and Postal ballot	% of total number of valid votes cast	% of total no. of shares of the Company
30	12251536	73	15470	12267006	99.9983 %	57.06%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Postal ballot	No. of votes cast (Shares) – Postal ballot	Total no. of votes cast (shares) through E-voting and Postal ballot	% of total number of valid votes cast	% of total no. of shares of the Company
2	200	1	5	205	0.0017 %	0.00095 %

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Postal ballot	No. of votes cast (Shares) – Postal ballot	Total no. of votes cast through E-voting and postal ballot
0	0	16	2201	2201

RESULT

As the number of votes cast in Favour of the resolution was three times more than the number of votes cast against, we report that the Special Resolution as set out in the Notice is passed in Favour of the resolution with requisite majority.

17. The Register of Postal Ballot maintained in electronic form containing details of e-voting and physical voting separately.
18. The register, all other papers and relevant records relating to Postal Ballot and e-voting shall remain in my safe custody until the Chairman consider, approves and signs the minutes of the Postal Ballot Process and the same will be handed over to Mrs Reetika Mahendra Rathore, Company Secretary of the Company (who has been authorized by the Board to supervise the postal ballot process) for safe keeping.

**DEEPAK KUKREJA & ASSOCIATES
COMPANY SECRETARIES**

19. You may accordingly declare the result of the voting by Postal Ballot.

Thanking you

Yours Sincerely

**For DEEPAK KUKREJA & ASSOCIATES
COMPANY SECRETARY**



**DEEPAK KUKREJA
SCRUTINIZER**

(Practicing Company Secretary)

31/36, Basement, Old Rajinder Nagar

Delhi - 110060

FCS No: 4140

CP No: 8265

Date : July 29, 2017

Place : New Delhi

For T T Limited



Rikhab C. Jain

Chairman

Din No.:01736379