

22nd March 2025

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001.
Scrip code: 532343

National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor,
Bandra-Kurla Complex,
Bandra (E), Mumbai 400 051.
Scrip code: TVSMOTOR

Dear Sirs/Madam,

Reg : Intimation of the results of Postal Ballot as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI (LODR) 2015)

Please refer to our letter dated 19th February 2025, informing about the proposal to seek the approval of the shareholders of the Company by way of special resolution, through e-voting for the re-appointment of Mr Venu Srinivasan (holding DIN: 00051523) as Chairman Emeritus and Managing Director for a further period of five (5) years effective 24th April 2025.

Pursuant to Regulation 44 and Regulation 30 of the SEBI (LODR) 2015, we enclose the announcement of the results (**Annexure – 1**) and consolidated scrutinizer report (**Annexure – 2**) of the e-voting.

We also wish to inform you that aforesaid resolutions have been approved by the shareholders with requisite majority.

Date and time of event: 22nd March 2025 at 11.50 a.m. (IST).

Kindly acknowledge receipt.

Thanking you,
Yours faithfully
For TVS MOTOR COMPANY LIMITED

K S Srinivasan
Company Secretary

TVS MOTOR COMPANY LIMITED

Annexure - 1

Results of voting through electronic means and postal ballot

Date of Postal Ballot	21-03-2025
Total number of shareholders on record date (14/02/2025)	2,98,556
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	N.A.
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	N.A.

Resolution 1	Re-appointment of Mr Venu Srinivasan (holding DIN: 00051523) as Chairman Emeritus and Managing Director for a further period of five (5) years effective 24th April 2025.
Resolution required: (Ordinary/ Special)	Special
Whether promoter / promoter group are interested in the agenda / resolution?	No

Category	Mode of Voting	No. of shares held (1)	No. of votes cast (2)	% of Votes cast on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes cast (6)=[(4)/(2)]*100	% of Votes against on votes cast (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	23,88,12,786	23,88,12,786	100.0000	23,88,12,786	-	100.0000	-
	Postal Ballot		-	-	-	-	-	
	Total	23,88,12,786	23,88,12,786	100.0000	23,88,12,786	-	100.0000	-
Public-Institutions	E-Voting	19,61,77,875	16,77,98,956	85.5341	15,04,35,255	1,73,63,701	89.6521	10.3479
	Postal Ballot		-	-	-	-	-	
	Total	19,61,77,875	16,77,98,956	85.5341	15,04,35,255	1,73,63,701	89.6521	10.3479
Public- Non Institutions	E-Voting	4,00,96,453	17,30,208	4.3151	17,28,038	2,170	99.8746	0.1254
	Postal Ballot		-	-	-	-	-	
	Total	4,00,96,453	17,30,208	4.3151	17,28,038	2,170	99.8746	0.1254
Total		47,50,87,114	40,83,41,950	85.9510	39,09,76,079	1,73,65,871	95.7472	4.2528



B. CHANDRA & ASSOCIATES

PRACTISING COMPANY SECRETARIES

AG3 RAGAMALIKA,
No.26, Kumaran Colony Main Road,
Vadapalani,
Chennai – 600026
REGN NO P2017TN065700

E-mail: bchandraandassociates@gmail.com
bchandracocecy@gmail.com
H/P: 9840276313, 9840375053

22.03.2025

SCRUTINIZER'S REPORT

To

The Chairman,
TVS MOTOR COMPANY LIMITED
Chaitanya, No.12, Khader Nawaz Khan Road,
Nungambakkam,
Chennai 600006

Subject: Passing Special resolution by means of Postal Ballot through E-voting process in terms of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, framed thereunder under Companies Act 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (the Regulations)

Dear Sir,

Please refer to your resolution dated January 28, 2025 appointing us as the Scrutinizers for the purpose of ascertaining the result of the Postal Ballot through evoting process for passing Special resolution in respect of item mentioned elsewhere in this report pursuant to Section 110 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the Rules) under the Companies Act, 2013 (the Act) and in line with Circular Nos.14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 10/2021 dated June 23, 2021, 03/2022 dated May 5, 2022, 11/2022 dated 28th December, 2022, 09/2023 dated 25th September 2023 and 09/2024 dated 19th September 2024 issued by the Ministry of Corporate Affairs.

As per the information furnished by the Company and after carrying out the scrutiny of the e-voting by the Members of the Company, we hereby submit our report as under:

1.1	The Company on 19 th February 2025 sent the Notice of Postal Ballot dated 28 th January 2025 along with explanatory statement with material facts by way of email to its members whose names appeared on the Register of Members/list of beneficial owners provided by the Depositories as on 14 th February 2025. Members were given the facility to vote electronically on the e-voting platform, provided by the National Securities Depository Limited (NSDL). For members whose e-mail addresses are not registered, they were requested to send email to Integrated Registry Management Services Pvt. Ltd (RTA).
1.2	The company had given Public Advertisement, which was published on 20 th February 2025 in English Newspaper “Business Standard” & in Tamil Newspaper “Makkal Kural” on the same date. In this Notice, Members were informed about the availability of the notice in the Websites of the Company, NSDL and the Stock Exchanges and the facility to write to Integrated Registry Management Services Pvt. Ltd (RTA) to get a copy through E-mail.
1.3	In terms of the Notice, the E-voting commenced on 20 th February 2025, at 9:00 A.M. (IST) and ended on 21 st March 2025 at 5:00 P.M. (IST)
1.4	Particulars of all the votes cast electronically have been entered in a register separately maintained for the purpose.
1.5	RTA has confirmed that votes cast by e-voting were matched with the Register of Members of the company/ list of beneficiaries.
1.6	All votes cast through e-voting upto 5.00 PM (IST) on 21 st March 2025, the last date and time fixed by the Company for e-voting were considered for our scrutiny.
1.7	Votes cast by e voting were matched with the Register of Members of the company/ list of beneficiaries. The votes downloaded from the e-Voting system were collated on 21 st March 2025 after 5.00 P.M. (IST)
1.8	As confirmed by RTA of the Company, 19,834 emails had bounced.
1.9	Corporate members who have cast their votes without Board resolutions were invalidated.

S. No	Resolution	Nature of Resolution
1	Re-Appointment of Mr Venu Srinivasan (holding DIN: 00051523) as Chairman Emeritus and Managing Director for a further period of five (5) years from 24 th April 2025.	Special

A summary of the voting by e-voting for the above resolution is given below:

Resolution 1 - Re-Appointment of Mr Venu Srinivasan (holding DIN: 00051523) as Chairman Emeritus and Managing Director for a further period of five (5) years from 24 th April 2025		Voter Count	No of votes	% to total valid votes
Evoting	In favour	1779	390976079	95.75
	Against	197	17365871	4.25
	Invalid	26	264082	
	Valid Votes	1976	408341950	100.00

Since the number of votes cast in favour exceeded three times the number of votes cast against in respect of the resolution no 1, we hereby report that the resolution was duly passed with requisite majority as a Special Resolution.

- 3 You may accordingly declare the result of the voting by Postal Ballot as having been passed with requisite majority which shall be deemed to have been passed on 21st March 2025.
- 4 The e-voting data and all other connected records relating to the aforesaid e-voting process received are under our safe custody and the same, for preserving safely, will be handed over to the Company after the Chairman signs the Minutes.

Thanking you,

Yours faithfully,

B
CHANDRA

Digitally signed
by B CHANDRA
Date: 2025.03.22
11:45:53 +05'30'

B Chandra
Partner
B CHANDRA AND ASSOCIATES
Company Secretaries in Practice
CP No. 7859
UDIN: A020879F004137387