

22nd August 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 Sir,

Sub : Voting Results and Scrutinizer's Report of the 33rd Annual General Meeting (AGM) held on 22nd August 2025

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the following for the businesses transacted at 33rd AGM of the Company held on Friday, 22nd August 2025 through Video Conferencing :

- (a) Voting results of the AGM (**Annexure -I**); and
- (b) Scrutinizer's Report in compliance with Rule 20 of the Companies (Management and Administration) Rules, 2014 (**Annexure -II**)

All Resolutions as set out in the Notice have been duly approved by the Shareholders with requisite majority.

The said results declared by the Chairman of the meeting and the report submitted by the scrutinizer will be placed on the Company's Notice board and on the websites of the Company and NSDL.

This is for your information and record.

Thanking You,

Yours faithfully
For **TVS MOTOR COMPANY LIMITED**

K S Srinivasan
Company Secretary

Encl :a/a

Voting results	
Record date	15-08-2025
Total number of shareholders on record date	307486
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	1
b) Public	94
No. of resolution passed in the meeting	5

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of the Audited Financial Statements (standalone & consolidated) of the Company and the reports of the Board of Directors and the Auditors for the year ended 31 March 2025				
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	238812786	238812786	100.0000	238812786	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	238812786	238812786	100.0000	238812786	0	100.0000	0.0000
Public-Institutions	E-Voting	196135185	168671143	85.9974	167963331	707812	99.5804	0.4196
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	196135185	168671143	85.9974	167963331	707812	99.5804	0.4196
Public- Non Institutions	E-Voting	40139143	1636199	4.0763	1636055	144	99.9912	0.0088
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	40139143	1636199	4.0763	1636055	144	99.9912	0.0088
Total		475087114	409120128	86.1148	408412172	707956	99.8270	0.1730
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				Re-appointment of Mr Venu Srinivasan as Director, who retires by rotation.				
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	238812786	238812786	100.0000	238812786	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	238812786	238812786	100.0000	238812786	0	100.0000	0.0000
Public-Institutions	E-Voting	196135185	168397891	85.8581	148648758	19749133	88.2723	11.7277
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	196135185	168397891	85.8581	148648758	19749133	88.2723	11.7277
Public- Non Institutions	E-Voting	40139143	1636177	4.0763	1634923	1254	99.9234	0.0766
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	40139143	1636177	4.0763	1634923	1254	99.9234	0.0766
Total		475087114	408846854	86.0572	389096467	19750387	95.1692	4.8308
Whether resolution is Pass or Not.							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Non filling up of the vacancy caused by retirement by rotation of Prof Sir Ralf Dieter Speth (DIN 03318908) as Director, who does not offer himself for re-appointment.				
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	238812786	238812786	100.0000	238812786	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	238812786	238812786	100.0000	238812786	0	100.0000	0.0000
Public- Institutions	E-Voting	196135185	170580842	86.9711	170580842	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	196135185	170580842	86.9711	170580842	0	100.0000	0.0000
Public- Non Institutions	E-Voting	40139143	1636177	4.0763	1635567	610	99.9627	0.0373
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	40139143	1636177	4.0763	1635567	610	99.9627	0.0373
Total		475087114	411029805	86.5167	411029195	610	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of M/s. Sriram Krishnamurthy & co., Company Secretaries as Secretarial Auditors for a term of five consecutive 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	238812786	238812786	100.0000	238812786	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	238812786	238812786	100.0000	238812786	0	100.0000	0.0000
Public- Institutions	E-Voting	196135185	170716545	87.0402	170715319	1226	99.9993	0.0007
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	196135185	170716545	87.0402	170715319	1226	99.9993	0.0007
Public- Non Institutions	E-Voting	40139143	1636177	4.0763	1635644	533	99.9674	0.0326
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	40139143	1636177	4.0763	1635644	533	99.9674	0.0326
Total		475087114	411165508	86.5453	411163749	1759	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	

Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of Remuneration payable to M/s C S Adawadkar & Co, Practising Cost Accountant as Cost Auditor for the financial year 2025-26				
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	238812786	238812786	100.0000	238812786	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	238812786	238812786	100.0000	238812786	0	100.0000	0.0000
Public- Institutions	E-Voting	196135185	170580842	86.9711	170580842	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	196135185	170580842	86.9711	170580842	0	100.0000	0.0000
Public- Non Institutions	E-Voting	40139143	1636177	4.0763	1634423	1754	99.8928	0.1072
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	40139143	1636177	4.0763	1634423	1754	99.8928	0.1072
Total		475087114	411029805	86.5167	411028051	1754	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	



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

22.08.2025

FORM NO. MGT - 13

Report of the Scrutinizer(s) [Pursuant to rule section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014 as amended upto date]

To

**The Chairman,
of the 33rd Annual General Meeting of TVS MOTOR COMPANY LIMITED -
held on August 22 2025, at 12.15 PM [Indian Standard Time (IST)] through
Video Conferencing /Other Audio- Visual Means.**

Subject: Voting at Annual General Meeting - Ordinary Resolution(s) under different provisions of the Companies Act, 2013 read with Rules made there under – Voting through electronic means in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended till date.

Dear Sir,

I, **B Chandra**, partner of **B.Chandra & Associates**, Practising Company Secretaries, having our office at AG3, Ragamaliika, No.26 Kumaran Colony Main Road, Vadapalani, Chennai 600 026, appointed as Scrutinizer as per the Board resolution dated June 5, 2025 for the purpose of remote e-voting and e-voting provided for holding the Annual General Meeting through Video Conferencing (VC) / other audio visual means (OAVM) of Equity Shareholders, at the Annual General Meeting of **TVS MOTOR COMPANY LIMITED** held on August 22 2025, at 12.15 PM 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.

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by B CHANDRA
Date: 2025.08.22
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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:

a.	<p>Pursuant to Sections 101, 108 of the Companies Act 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended upto date, the notice convening the meeting have been dispatched to those members of the Company, who have their e mail ids registered with the Company/ RTA, through electronic means on July 26, 2025. Subsequently, the Notice was also placed on the website of the Company.</p> <p>The required paper advertisement with respect to other shareholders inter alia by way of seeking updation of mail ids to a dedicated email id was given in English in Business Standard and in Hindu Tamil vernacular newspaper on June 30, 2025. The members of the Company were given an option to vote electronically on e-voting platform, provided by the National Securities Depository Limited (NSDL).</p>
b.	The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper “Financial Express” on July 27, 2025 and a vernacular newspaper “Dinamani” on the same date.
c.	The remote e-voting period commenced on August 19, 2025 at 9:00 A.M. (IST) and ended on August 21, 2025 at 5:00 P.M. (IST)
d.	Accordingly, the electronic votes cast were taken into account and at the end of the voting period i.e., on August 21, 2025 at 5:00 PM, the NSDL portal was blocked for voting.
e.	The List of shareholders who cast their votes through remote e voting were unblocked in the presence of two witnesses on August 22, 2025.
f.	The Corporate members who had participated in the remote e-voting and who had provided the scanned copy of the resolution passed at the Board of Directors / Power of Attorney for authorization to exercise their votes through e voting have been taken into account.

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by B CHANDRA
Date: 2025.08.22
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At the Annual general meeting held at the scheduled time through VC/OAVM, the Chairman informed the members that a 15 minutes voting period even after the close of the meeting was provided to those members who have not voted earlier through Remote e-voting to cast their votes by participating through VC/OAVM evoting pursuant to circulars mentioned aforesaid and the provisions of law as well as the Companies (Management & Administration) Rules, 2014 as amended from time to time.

One shareholder had cast their votes electronically at the meeting through VC/OAVM procedure available which was taken into account. The resolutions for which this Annual General Meeting of the shareholders was held were as follows:

S.No	Resolutions	Nature of Resolution
1	Adoption of Standalone & Consolidated audited financial statements for the year ended 31st March 2025	Ordinary
2	Re- appointment of Mr Venu Srinivasan (holding DIN 00051523) as Director, who retires by rotation.	Ordinary
3	Non filling up of the vacancy caused by retirement by rotation of Prof Sir Ralf Dieter Speth (DIN 03318908) as Director, who does not offer himself for re-appointment.	Ordinary
4	Appointment of M/s Sriram Krishnamurthy & Co, (formerly known as S. Krishnamurthy & Co.) Company Secretaries having firm registration number P1994TN045300 as Secretarial Auditors for a term of five consecutive years to hold office from FY 2025-26 till FY 2029-30	Ordinary
5	Payment of remuneration to M/s C S Adawadkar & Co, Practicing Cost Accountants, having Firm Registration No. 100401	Ordinary

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The results of the remote e-voting and e-voting at AGM through VC/OAVM are summarised as follows in terms of the Count and Number of votes cast for and against out of the total valid votes is given below.

REMOTE EVOTING AND VOTING DURING AGM							
Resolution No	Count Of Votes Cast in Favour	Number Of Votes Cast in Favour	Count Of Votes Cast Against	Number Of Votes Cast Against	Total Valid Votes	Assent %	Dissent %
1	1618	408412172	13	707956	409120128	99.83	0.17
2	1437	389096467	196	19750387	408846854	95.17	4.83
3	1617	411029195	11	610	411029805	99.99	negligible
4	1617	411163749	14	1759	411165508	99.99	negligible
5	1615	411028051	13	1754	411029805	99.99	negligible

Since the requisite number of votes cast in favour exceeded the number of votes cast against in respect of resolutions in S No.1-5, I hereby report that the above resolutions as passed with requisite majority as Ordinary resolutions.

The data sheet relating to remote e-voting and e-voting after AGM through VC/OAVM, records are in the safe custody of the undersigned, and that they will be handed over to the Chairman of the Company, once the Minutes are approved and signed.

Thanking you,

Yours Sincerely,

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CHANDRA

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by B CHANDRA
Date: 2025.08.22
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B CHANDRA & ASSOCIATES

PRACTISING COMPANY SECRETARIES

PEER REVIEW

1711/2022

UDIN: A020879G001064240