

01/02/C/02

18th March 2013

The Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor
Plot No. 1/C, "G" Block
Bandra-Kurla Complex
Bandra (E), Mumbai 400 051

Scrip code : TVSMOTOR

Dear Sir,

Sub: Consent of the shareholders for special resolutions, through postal ballot / e-voting as per Section 192A of the Companies Act, 1956 – Results of the postal ballot.

Ref: Disclosure in terms of Clause 35A of the Listing Agreement

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Please refer to our letter dated 11th February 2013, informing about the proposal to seek the approval of the shareholders of the Company, by way of special resolutions, through postal ballot / e-voting, for:

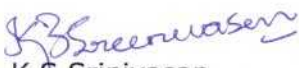
- (i) approving the terms of appointment and remuneration payable to Mr Sudarshan Venu in the rank of whole-time director of the Company;
- (ii) amending the Articles of Association of the Company to enable the Company for appointing the same individual to hold and occupy both the positions of Chairman and Managing Director /Chief executive officer (CEO) / such other equivalent managerial position thereof in the Company; and
- (iii) keeping the statutory registers and documents at the place of the Share transfer agent (STA), in terms of Section 163 (1) and other applicable provisions of the Act

as set out in the notice of postal ballot dated 1st February 2013, circulated to the shareholders of the Company.

Pursuant to Clause 35A of the Listing Agreement, we send herewith the announcement of the results of postal ballot / e-voting made today. We also wish to inform you that all the aforesaid special resolutions have been approved by the shareholders more than the requisite majority.

This is for your information and records.

Thanking you,
For TVS MOTOR COMPANY LIMITED


K S Srinivasan
Company Secretary

Encl : a/a

TVS Motor Company Limited

Declaration in accordance with Clause 35A of the Listing Agreement, for the business transacted by the Company through Postal Ballot (Including E-Voting) are furnished below:

Date of declaration of results: 18th March 2013

Total shareholders as on record date (1st February 2013): 1,36,478

Details of voting on the special resolutions:

Promoter / Public	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
Resolution No.1							
Promoter and Promoter Group	27,26,82,786	27,26,82,786	100.00%	27,26,82,786	-	100.00%	-
Public – Institutional holders	8,85,11,290	5,94,21,245	67.13%	5,94,21,245	-	100.00%	-
Public – Others	11,38,93,038	2,25,61,764	19.81%	2,24,45,622	1,16,142	99.49%	0.51%
Total	47,50,87,114	35,46,65,795	74.65%	35,45,49,653	1,16,142	99.97%	0.03%
Resolution No.2							
Promoter and Promoter Group	27,26,82,786	27,26,82,786	100.00%	27,26,82,786	-	100.00%	-
Public – Institutional holders	8,85,11,290	5,94,21,245	67.13%	5,71,25,406	22,95,839	96.14%	3.86%
Public – Others	11,38,93,038	2,24,98,551	19.75%	2,24,34,768	63,783	99.72%	0.28%
Total	47,50,87,114	35,46,02,582	74.64%	35,22,42,960	23,59,622	99.33%	0.67%
Resolution No.3							
Promoter and Promoter Group	27,26,82,786	27,26,82,786	100.00%	27,26,82,786	-	100.00%	-
Public – Institutional holders	8,85,11,290	5,94,21,245	67.13%	5,94,21,245	-	100.00%	-
Public – Others	11,38,93,038	2,24,83,219	19.74%	2,24,48,723	34,496	99.85%	0.15%
Total	47,50,87,114	35,45,87,250	74.64%	35,45,52,754	34,496	99.99%	0.01%

