



INDIA

Tube Investments of India Ltd.

Dare House, 234, N.S.C. Bose Road, Chennai 600 001, India

Tel: 91.44.4217 7770-5 Fax: 91.44.4211 0404

Website: www.tiindia.com

(Formerly, TI Financial Holdings Limited)

CIN: U35100TN2008PLC069496

7th November, 2017

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

BSE Ltd
1st Floor
New Trading Ring, Rotunda Building
P J Towers, Dalal Street
Fort
Mumbai 400 001

Dear Sirs,

Sub: 9th Annual General Meeting of the Company held on 6th November, 2017 ('9th AGM') – Results of voting at 9th AGM under Regulation 44 of the SEBI (Listing Obligations & Listing Requirements) Regulations, 2015 ('Listing Regulations') and Summary of 9th AGM proceedings under Regulation 30 of the Listing Regulations

The 9th Annual General Meeting ('AGM') of the Company was held at 3.30 P.M. on Monday, the 6th November, 2017 at T T K Auditorium, The Music Academy, 168 (Old No.306) T T K Road, Chennai – 600 014.

Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Listing Regulations, the Shareholders of the Company were given the opportunity to exercise their right to vote on all the resolutions set out in the Notice of the AGM through electronic voting ('e-voting') during the period commencing from 1st November, 2017 (9.00 A.M.) to 5th November, 2017 (5.00 P.M.). Further, the Company provided the facility for electronic voting at the 9th AGM venue to those shareholders who had not earlier exercised their right to vote through remote e-voting.

The resolutions nos.1 to 16 as contained in the Notice of the 9th AGM were approved/passed by the shareholders with requisite majority. Accordingly, all the resolutions were declared to be passed on 6th November, 2017 (viz., date of the 9th AGM). Consequent thereto, in pursuance of Regulation 44 of the Listing Regulations, we enclose herewith the combined voting results in the prescribed format thereunder along with the Consolidated Scrutiniser's Report.

Further, a summary of the proceedings of the 9th AGM is also enclosed pursuant to Regulation 30 of the Listing Regulations.

This is for your information and records.

Thanking you,

Yours faithfully,

For TUBE INVESTMENTS OF INDIA LTD

S SURESH

COMPANY SECRETARY

Encl.



murugappa



TUBE INVESTMENTS OF INDIA LIMITED
 'Dare House', 234, N S Bose Road, Chennai – 600 001
 Tel: 91.44.4217770-5 - Fax: 91.44.42110404 - Website: www.tiindia.com - E-mail id: investorservices@tii.murugappa.com
 CIN: U35100TN2008PLC069496

(REMOTE E-VOTING AND VOTING THROUGH ELECTRONIC VOTING SYSTEM AT THE VENUE OF THE AGM)

Date of the AGM/EGM	6th November, 2017
Total number of shareholders on record date	24531
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	2
Public:	1781
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1								
Resolution required: (Ordinary/ Special)	ORDINARY - Approval for the Audited Financial Statements of the Company for the financial year ended 31st March, 2017, the Reports of the Board of Directors and the Auditors thereon								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
	E-Voting		89663180	98.0639	89663180	0	100.0000	0.0000	
	Poll	91433440		0		00	0	0.0000	0.0000
	Postal Ballot (if applicable)			0		00	0	0.0000	0.0000
Promoter and Promoter Group	Total		89663180	98.0639	89663180	0	100	0	0
Public- Institutions	E-Voting		29979166	58.2111	28692488	1286678	95.7080	4.2919	
	Poll	51500795	0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total		29979166	58.2111	28692488	1286678	95.7081	4.2919	
Public- Non Institutions	E-Voting		17954	0.0403	17954	0	100.0000	0.0000	
	Poll	44556356	8256	0.0185	8256	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total		26210	0.0588	26210	0	100	0	
	Total	187490591	119668556	63.8264	118381878	1286678	98.9248	1.0752	



Resolution No.	2	ORDINARY - 2) Approval for the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2017 and the Report of the Auditors thereon									
Resolution required: (Ordinary/ Special)											
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter and Promoter Group	E-Voting		89663180	98.0639	89663180	0	100.0000	0.0000			
	Poll		0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)	91433440									
	Total		89663180	98.0639	89663180	0	100	0			
Public- Institutions	E-Voting		29979166	58.2111	28692488	1286678	95.7080	4.2919			
	Poll		0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)	51500795									
	Total		29979166	58.2111	28692488	1286678	95.7081	4.2919			
Public- Non Institutions	E-Voting		17954	0.0403	17954	0	100.0000	0.0000			
	Poll		8256	0.0185	8256	0	100.0000	0.0000			
	Postal Ballot (if applicable)	44556356									
	Total		26210	0.0588	26210	0	100	0			
	Total	187490591	119668556	63.8254	118381878	1286678	98.9248	1.0752			



Resolution No.	3	ORDINARY - Declaration of Dividend of Rs.2/- (Rupees two only) per share on the equity share capital of the Company for the year ended 31st March, 2017									
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter and Promoter Group	E-Voting		89663180	98.0639	89663180	0	100.0000	0.0000			
	Poll		0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)	91433440									
	Total		89663180	98.0639	89663180	0	100	0			
Public- Institutions	E-Voting		29979166	58.2111	28692488	1286678	95.7080	4.2919			
	Poll		0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)	51500795									
	Total		29979166	58.2111	28692488	1286678	95.7081	4.2919			
Public- Non Institutions	E-Voting		17954	0.0403	17954	0	100.0000	0.0000			
	Poll		8256	0.0185	8256	0	100.0000	0.0000			
	Postal Ballot (if applicable)	44556356									
	Total		26210	0.0588	26210	0	100	0			
	Total	187490591	119668556	63.8264	118381878	1286678	98.9248	1.0752			



Resolution No.	4								
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Mr. L. Ramkumar (DIN:000900089) as a Director of the Company								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and Prcmoter Group	E-Voting		89663180	98.0639	89663180	0	100.0000	0.0000	
	Poll	91433240	0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total		89663180	98.0639	89663180	0	100	0	
Public- Institutions	E-Voting		29979166	58.2111	28692488	1286678	95.7080	4.2919	
	Poll	51500795	0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total		29979166	58.2111	28692488	1286678	95.7081	4.2919	
Public- Non Institutions	E-Voting		17954	0.0403	17954	0	100.0000	0.0000	
	Poll	44556556	8256	0.0185	8156	100	98.7887	1.2112	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total		26210	0.0588	26110	100	99.6185	0.3815	
	Total	187490591	119668556	63.8264	118381778	1286778	98.9247	1.0753	



Resolution No.	5	ORDINARY - Appointment of M/s. S R Batliboi & Associates LLP as Statutory Auditors for a period of 5 consecutive financial years and fixing the remuneration in respect thereof.							
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?								
	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		89663180	98.0639	89663180	0	100.0000	0.0000	
	Poll	91433440	0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000		00	0	0.0000	
	Total		89663180	98.0639	89663180	0	100	0	
Public- Institutions	E-Voting		29979166	58.2111	28692488	1286678	95.7080	4.2919	
	Poll	51500795	0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000		00	0	0.0000	
	Total		29979166	58.2111	28692488	1286678	95.7081	4.2919	
Public- Non Institutions	E-Voting		17954	0.0403	15694	2260	87.4122	12.5877	
	Poll	44556356	8256	0.0185	8252	4	99.9515	0.0484	
	Postal Ballot (if applicable)		0	0.0000		00	0	0.0000	
	Total		26210	0.0588	23946	2264	91.3621	8.6379	
	Total	187490591	119668556	63.8264	118379614	1288942	98.9229	1.0771	



Resolution No.	6									
Resolution required: (Ordinary/Special)	ORDINARY - Appointment of Mr. V. M. Murugappan (DIN:00170478) as a non-executive Director of the Company.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting		89663180	98.0639	89663180	0	100.0000	0.0000		
	Poll	91433440	0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		89663180	98.0639	89663180	0	100	0	0.0000	
Public- Institutions	E-Voting		29979166	58.2111	28480804	1498362	95.0019	4.9980		
	Poll	51500795	0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		29979166	58.2111	28480804	1498362	95.002	4.998		
Public- Non Institutions	E-Voting		17954	0.0403	15694	2260	87.4122	12.5877		
	Poll	44556356	8256	0.0185	8256	0	100.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		26210	0.0588	23950	2260	91.3773	8.6227		
	Total	187490591	119668556	63.8264	118167934	1500622	98.7460	1.2540		



Resolution No.	7									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Vellayan Subbiah (DIN: 01138759) as a Director of the Company.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting		89663180	98.0639	89663180	0	100.0000	0.0000		
	Poll	91433440	0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)									
	Total		89663180	98.0639	89663180	0	100	0	0.0000	
Public- Institutions	E-Voting		29979166	58.2111	28390483	1588683	94.7007	5.2992		
	Poll	51500795	0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		29979166	58.2111	28390483	1588683	94.7007	5.2993		
Public- Non Institutions	E-Voting		16954	0.0381	14694	2260	86.6698	13.3301		
	Poll	44556356	8256	0.0185	8256	0	100.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		25210	0.0566	22950	2260	91.0353	8.9647		
	Total	187490591	119667556	63.8259	118076613	1590943	98.6705	1.3295		



Resolution No.	8										
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. S Sandilya as Independent Director for 1 year term.										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter and Promoter Group	E-Voting		89663180	98.0639	89663180	0	100.0000	0.0000			
	Poll	91433440	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)										
	Total		89663180	98.0639	89663180	0	0	0.0000	100	0.0000	
Public- Institutions	E-Voting		29979166	58.2111	28271630	1707536	94.3042	5.6957			
	Poll	51500795	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total		29979166	58.2111	28271630	1707536	94.3043	5.6957			
Public- Non Institutions	E-Voting		16954	0.0381	16954	0	100.0000	0.0000			
	Poll	44556356	8256	0.0185	8256	0	100.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total		25210	0.0566	25210	0	100	0			
Total	Total	187490591	119667556	63.8259	117960020	1707536	98.5731	1.4269			



Resolution No.	9									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Hemant M Nerurkar as Independent Director for 1 year term.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting		89663180	98.0639	89663180	0	100.0000	0.0000		
	Poll	91433440	0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)									
	Total		89663180	98.0639	89663180	0	100	0	0.0000	
Public- Institutions	E-Voting		29979166	58.2111	28480804	1498362	95.0019	4.9980		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)	51500795								
	Total		29979166	58.2111	28480804	1498362	95.002	4.998		
Public- Non Institutions	E-Voting		16954	0.0381	16954	0	100.0000	0.0000		
	Poll		8256	0.0185	8256	0	100.0000	0.0000		
	Postal Ballot (if applicable)	44556356								
	Total		25210	0.0566	25210	0	100	0	0.0000	
	Total	187490591	119667556	63.8259	118169194	1498362	98.7479	1.2521		



Resolution No.	10	ORDINARY - Appointment of Ms. Madhu Dubhashi as Independent Director for a 2 year term.									
Resolution required: (Ordinary/ Special)		No									
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	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group		E-Voting		89663180	98.0639	89663180	0	100.0000	0.0000		
		Poll			0.0000	00	0	0.0000	0.0000		
		Postal Ballot (if applicable)	91433440								
		Total		89663180	98.0639	89663180	0	100	0		
Public- Institutions		E-Voting		29979166	58.2111	28692488	1286678	95.7080	4.2919		
		Poll	51500795		0.0000	00	0	0.0000	0.0000		
		Postal Ballot (if applicable)									
		Total		29979166	58.2111	28692488	1286678	95.7081	4.2919		
Public- Non Institutions		E-Voting		16954	0.0381	14694	2260	86.6698	13.3301		
		Poll		8256	0.0185	8256	0	100.0000	0.0000		
		Postal Ballot (if applicable)	44556356								
		Total		25210	0.0566	22950	2260	91.0353	8.9647		
		Total	187490591	119667556	63.8259	118378618	1288938	98.9229	1.0771		



Resolution No.	11	ORDINARY - Appointment of Mr. Pradeep V Bhide as Independent Director for a 3 year term.									
Resolution required: (Ordinary/ Special)		No									
Whether promoter/ promoter group are interested in the agenda/resolution?		No									
Category		Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group		E-Voting		89663180	98.0639	89663180	0	100.0000	0.0000		
		Poll	91433440	0	0.0000	00	0	0.0000	0.0000		
		Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
		Total		89663180	98.0639	89663180	0	100	0		
Public- Institutions		E-Voting		29979166	58.2111	28480804	1498362	95.0019	4.9980		
		Poll	51500795	0	0.0000	00	0	0.0000	0.0000		
		Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
		Total		29979166	58.2111	28480804	1498362	95.002	4.998		
Public- Non Institutions		E-Voting		16954	0.0381	14694	2260	86.6698	13.3301		
		Poll	44556356	8256	0.0185	8256	0	100.0000	0.0000		
		Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
		Total		25210	0.0566	22950	2260	91.0353	8.9647		
	Total		187490591	119667556	63.8259	118166934	15006322	98.7460	1.2540		



Resolution No.	12	ORDINARY - Appointment of Mr. L Ramkumar as Managing Director from 1st August, 2017 to the date of the Company's Annual General Meeting in 2018 and the terms thereof									
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?										
Category	No										
	Mode of Voting	No. of shares Held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Vctes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter and Promoter Group	E-Voting		89663180	98.0639	89663180	0	100.0000	0.0000			
	Poll	91433440	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total		89663180	98.0639	89663180	0	100	0	0.0000		
Public- Institutions	E-Voting		29979166	58.2111	28692488	1286678	95.7080	4.2919			
	Poll	51500795	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total		29979166	58.2111	28692488	1286678	95.7081	4.2919			
Public- Non Institutions	E-Voting		16954	0.0381	16954	0	100.0000	0.0000			
	Poll	44556356	8256	0.0185	8152	104	98.7403	1.2596			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total		25210	0.0566	25106	104	99.5875	0.4125			
	Total	187490391	119667556	63.8259	118380774	1286782	98.9247	1.0753			



Resolution No.	13	ORDINARY - Appointment of Mr. Vellayan Subbiah as Managing Director (Designate)/Managing Director for a 5 year term and the terms thereof									
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter and Promoter Group	E-Voting		89663180	98.0639	89663180	0	100.0000	0.0000			
	Poll	91433440	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)										
	Total		89663180	98.0639	89663180	0	100	0			
Public- Institutions	E-Voting		29979166	58.2111	28413372	1565794	94.7770	5.2229			
	Poll	51500795	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)										
	Total		29979166	58.2111	28413372	1565794	94.7771	5.2229			
Public- Non Institutions	E-Voting		16954	0.0381	14694	2260	86.6698	13.3301			
	Poll	44556356	8256	0.0185	8152	104	98.7403	1.2596			
	Postal Ballot (if applicable)										
	Total		25210	0.0566	22846	2364	90.6228	9.3772			
	Total	187490591	119667556	63.8259	118090398	1568158	98.6896	1.3104			



Resolution No.	14	SPECIAL - Issue of Non-Convertible Debentures for an aggregate sum of Rs. 400 Crores on private placement basis									
Resolution required: (Ordinary/ Special)											
Whether promoter/ promoter group are Interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares Held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter and Promoter Group	E-Voting		89663180	98.0639	89663180	0	100.0000	0.0000			
	Poll	91433440		0	0.0000	00	0	0.0000			
	Postal Ballot (if applicable)			0							
	Total		89663180	98.0639	89663180	0	0	0.0000	100	0	0.0000
Public- Institutions	E-Voting		29979166	58.2111	28692488	1286678	95.7080	4.2919			
	Poll	51500795		0	0.0000	00	0	0.0000			
	Postal Ballot (if applicable)			0	0.0000	00	0	0.0000			
	Total		29979166	58.2111	28692488	1286678	95.7081	4.2919			
Public- Non Institutions	E-Voting		16954	0.0381	14694	2260	86.6698	13.3301			
	Poll	44556356		8256	0.0185	8256	0	100.0000			
	Postal Ballot (if applicable)			0	0.0000	00	0	0.0000			
	Total		25210	0.0566	22950	2260	91.0353	8.9647			
	Total	187490591	119667556	63.8259	118378618	1288938	98.9229	1.0771			



Resolution No.	15	ORDINARY - Ratification of remuneration payable to M/s. Mahadevan & Co., Cost Auditor, for FY 2016-17.									
Resolution required: (Ordinary/Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter and Promoter Group	E-Voting		89663180	98.0639	89663180	0	100.0000	0.0000			
	Poll	91433440	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)										
	Total		89663180	98.0639	89663180	0	100	0	0.0000	0.0000	
Public- Institutions	E-Voting		29979166	58.2111	28692488	1286678	95.7080	4.2919			
	Poll	51500795	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)										
	Total		29979166	58.2111	28692488	1286678	95.7081	4.2919			
Public- Non Institutions	E-Voting		16954	0.0381	14694	2260	86.6698	13.3301			
	Poll	44556356	8256	0.0185	8256	0	100.0000	0.0000			
	Postal Ballot (if applicable)										
	Total		25210	0.0566	22950	2260	91.0353	8.9647			
	Total	187490591	119667556	63.8259	118378618	1288938	98.9229	1.0771			



Resolution No.	16									
Resolution required: (Ordinary/Special)	ORDINARY - Ratification of remuneration payable to M/s. Mahadevan & Co., Cost Auditor, for FY 2017-18.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting		89663180	98.0639	89663180	0	100.0000	0.0000		
	Poll	91433440	0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		89663180	98.0639	89663180	0	100	0		
Public- Institutions	E-Voting		29979166	58.2111	28692488	1286678	95.7080	4.2919		
	Poll	51500795	0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		29979166	58.2111	28692488	1286678	95.7081	4.2919		
Public- Non Institutions	E-Voting		17954	0.0403	15694	2260	87.4122	12.5877		
	Poll	44556356	8256	0.0185	8256	0	100.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		26210	0.0588	23950	2260	91.3773	8.6227		
	Total	187490591	119668556	63.8264	118379618	1288938	98.9229	1.0771		



TUBE INVESTMENTS OF INDIA LIMITED

SUMMARY OF PROCEEDINGS OF THE 9TH ANNUAL GENERAL MEETING

The 9th ANNUAL GENERAL MEETING (9th AGM) of the Members of Tube Investments of India Limited ("the Company") was held on Monday, the 6th November, 2017 at 3.30 P.M. at T T K Auditorium, The Music Academy, 168 (Old no.306), T T K Road, Chennai - 600 014.

The 9th AGM was called, convened, held and conducted as per the provisions of the Companies Act, 2013, the rules thereunder and the Secretarial Standards made thereunder.

Mr. M M Murugappan, Chairman of the Board of Directors of the Company conducted the proceedings of the Meeting from the Chair. He welcomed the Members to the 9th AGM of the Company. As the requisite quorum was present, the Chairman called the meeting to order and the meeting commenced at 3.30 P.M.

The Chairman introduced the other directors, Secretary and the senior management who were seated on the dais.

The Chairman informed that, the Register of Directors, Key Managerial Personnel & Directors' Shareholding and the Register of Contracts or Arrangements in which the Directors are interested under the Companies Act, 2013 were made available to the Members for inspection.

The Chairman further informed that 1,782 Members including proxies attended the Meeting.

Further, the Chairman apprised the Members with regard to the voting procedure in general meetings under the Companies Act, 2013 and informed the Members that the Company had provided remote e-voting facility through the e-voting platform of M/s. Karvy Computershare Private Ltd ("Karvy") to all shareholders of the Company as of the cut-off date of 30th October, 2017. The e-voting was made available from 9 a.m. on 1st November, 2017 till 5.00 p.m. on 5th November, 2017. Mr. R Sridharan of M/s. R Sridharan & Associates, Company Secretaries was the Scrutiniser appointed by the Board of Directors for conducting the electronic voting process in a free and transparent manner.

The Chairman then addressed the Members. He provided the Members with an overview of the performance of the Company and also its associate and subsidiaries for the financial year ended 31st March, 2017. The Chairman further informed the Members about the results for the half year of the current financial year, 2016-17. The Chairman's address was followed by a detailed presentation by Mr. L Ramkumar, Managing Director on the business performance as well as division-wise performance of the Company during the financial year, 2016-17.

The Chairman then briefed the Members about the following resolutions forming part of the Notice of the 9th AGM, for the information of the Members:

- 1) Approval for the Audited Financial Statements of the Company for the financial year ended 31st March, 2017, the Reports of the Board of Directors and the Auditors thereon (Ordinary Resolution);
- 2) Approval for the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2017 and the Report of the Auditors thereon (Ordinary Resolution);
- 3) Declaration of Dividend of Rs.2/- (Rupees two only) per share on the equity share capital of the Company for the year ended 31st March, 2017 (Ordinary Resolution);
- 4) Re-appointment of Mr. L. Ramkumar (DIN:00090089) as a Director of the Company (Ordinary Resolution);
- 5) Appointment of M/s. S R Batliboi & Associates LLP., (LLP Identity no.AAB-4295) Chartered Accountants (Firm registration no.101049W/E300004) as the Statutory Auditors of the Company, to hold office from conclusion of 9th AGM until the conclusion of the 14th AGM of the Company and fixation of their remuneration therefor (Ordinary Resolution);
- 6) Appointment of Mr. M. M. Murugappan (DIN:00170478) as a non-executive Director of the Company (Ordinary Resolution);
- 7) Appointment of Mr. Vellayan Subbiah (DIN: 01138759) as a Director of the Company (Ordinary Resolution);
- 8) Appointment of Mr. S. Sandilya (DIN: 00037542) as an Independent Director of the Company to hold office for a term of one year viz., from conclusion of 9th AGM until the conclusion of the 10th AGM of the Company (Ordinary Resolution);
- 9) Appointment of Mr. Hemant M Nerurkar (DIN: 00265887) as an Independent Director of the Company to hold office for a term of one year viz. from conclusion of 9th AGM until the conclusion of the 10th AGM of the Company (Ordinary Resolution);
- 10) Appointment of Ms. Madhu Dubhashi (DIN: 00036846) as an Independent Director of the Company to hold office for a term of two consecutive years viz., from conclusion of 9th AGM until the conclusion of the 11th AGM of the Company (Ordinary Resolution);
- 11) Appointment of Mr. Pradeep V Bhide (DIN: 03304262) as an Independent Director of the Company to hold office for a term of three consecutive years

viz., from conclusion of 9th AGM until the conclusion of the 12th AGM of the Company (Ordinary Resolution);

- 12) Appointment of Mr. L Ramkumar as Managing Director from 1st August, 2017 to the date of the Company's Annual General Meeting in 2018 and the terms thereof.
- 13) Appointment of Mr. Vellayan Subbiah as Managing Director (Designate)/Managing Director for a 5 year term and the terms thereof.
- 14) Consent to the Board of Directors of the Company under Section 42 of the Companies Act, 2013 to offer, issue and allot Secured Non-Convertible Debentures for an aggregate sum not exceeding Rs.400 Crores (Special Resolution); &
- 15) Ratification of remuneration payable to M/s. Mahadevan & Co., Cost Auditor, for FY 2016-17 (Ordinary Resolution).
- 16) Ratification of remuneration payable to M/s. Mahadevan & Co., Cost Auditor, for FY 2017-18 (Ordinary Resolution).

The Chairman then invited questions/comments from the Members regarding the accounts and performance of the Company for the year ended 31st March, 2017. A few Members made their observations. The Chairman replied to the queries/suggestions of the Members.

The Chairman further informed that those Members who had not taken part in the e-voting and wished to vote at the 9th AGM could do so and sufficient time would be allowed for them to cast their votes. Thereafter, the Members who wished to vote, not having participated in the e-voting earlier, exercised their votes. On completion of the voting, the Chairman announced to the Members that the Scrutiniser would take up the counting of votes cast at the venue and also unblock the votes cast through the remote e-voting and provide consolidated Scrutiniser's Report on the voting. He also announced that on receipt of the Scrutiniser's Report, the results would be declared forthwith and the details of the voting results along with the Scrutiniser's Report will be placed on the website of the Company and Karvy within the time permitted under law and also communicated to the Stock Exchanges.

The Chairman then declared the meeting as closed at 4.30 P.M.



S SURESH
COMPANY SECRETARY
Date : 7th November, 2017



M M MURUGAPPAN
CHAIRMAN

Consolidated Scrutinizer's Report

7th November, 2017

The Chairman
Tube Investments of India Limited,
(Formerly TI Financial Holdings Limited)
"Dare House", 234, N.S.C. Bose Road,
Chennai- 600 001.

Ref: 9th Annual General Meeting (AGM) of the Members of the Company.

Dear Sir,

We, R.Sridharan & Associates, Company Secretaries, have been appointed as the Scrutinizer by:

The Board of Directors of **Tube Investments of India Limited (formerly TI Financial Holdings Limited)** vide resolution dated 9th August, 2017, pursuant to the provisions of Sections 108 and 109 of the Companies Act, 2013 read with Rule 20 (as amended) and Rule 21 of the Companies (Management and Administration) Rules, 2014 to conduct the remote e-voting process held between Wednesday, November 1, 2017 (9.00 AM) (IST) to Sunday, November 5, 2017 (5.00 PM) (IST) and to conduct the voting process through electronic voting system (Insta Poll) relating to the resolutions set out in the notice of the 9th Annual General Meeting (AGM) of the members of the Company, held on Monday, 6th November, 2017 at 3.30 p.m. (IST) at T T K Auditorium, The Music Academy, No 168 (Old No.306), TTK Road, Chennai - 600 014.

We now submit our Consolidated Report as under:

1. The Company has availed remote e-voting system and electronic voting system at the AGM Venue (Insta Poll) provided by from Karvy Computer share Private Limited for enabling the members to cast their vote under the provisions of the said Sections and the Rules made there under.
2. We have scrutinized and reviewed the remote e-voting system, electronic voting system at the AGM Venue (Insta Poll) at the conclusion of AGM. We had unblocked the list of members who had exercised the votes through remote e-voting after 5.00 P.M. on November 5, 2017. Further, we have unblocked the votes cast by the members at the AGM venue through electronic voting system (Insta Poll) in the presence of Mr. K Satheesh and Ms. A Deepika, who are the witnesses and not in the employment of the Company. The votes tendered therein in respect of the remote e-voting system and voting at the AGM venue (Insta Poll) are based on the data downloaded from the official website of Karvy Computershare Private Limited.
3. Based on the data downloaded from the Official website of Karvy Computershare Private Limited for the remote e-voting system and on the basis of the report furnished to us by them on the electronic voting system (Insta Poll) conducted at the AGM Venue, we now submit our consolidated report (Remote e-voting, Electronic Voting System (Insta Poll)) as under:

9TH AGM – CONSOLIDATED SCRUTINIZER'S REPORT – TUBE INVESTMENTS OF INDIA LIMITED





ORDINARY BUSINESS

Item No. 1 - Adoption of Audited Financial Statements, Reports of the Board of Directors' & Auditors for the financial year ended 31st March, 2017.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
149	118373622	22	8256	118381878	98.9248

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
9	1286678	0	0	1286678	1.0752

(iii) **Invalid** Votes:

Number of members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

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





Item No. 2 –Adoption of Audited Consolidated Financial Statements & Auditors Report for the financial year ended 31st March, 2017.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
149	118373622	22	8256	118381878	98.9248

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
9	1286678	0	0	1286678	1.0752

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

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

9TH AGM – CONSOLIDATED SCRUTINIZER'S REPORT – TUBE INVESTMENTS OF INDIA LIMITED





Item No. 3 – Declaration of Dividend.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
149	118373622	22	8256	118381878	98.9248

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
9	1286678	0	0	1286678	1.0752

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 4 – Re-appointment of Mr. L. Ramkumar (DIN:00090089) as a Director of the Company.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
149	118373622	21	8156	118381778	98.9247

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
9	1286678	1	100	1286778	1.0753

(iii) **Invalid** Votes:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of Members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 5 – Appointment of S R Batliboi & Associates LLP, Chartered Accountants, as Statutory Auditors.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
148	118371362	21	8252	118379614	98.9229

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
10	1288938	1	4	1288942	1.0771

(iii) **Invalid** Votes:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of Members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed with requisite majority.





SPECIAL BUSINESS

Item No. 6 – Appointment of Mr. M. M. Murugappan (DIN:00170478) as a Non-executive Director of the Company.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
139	118159678	22	8256	118167934	98.7460

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
19	1500622	0	0	1500622	1.2540

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 6 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 7 – Appointment of Mr. Vellayan Subbiah (DIN: 01138759) as a Director of the Company.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
134	118068357	22	8256	118076613	98.6705

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
23	1590943	0	0	1590943	1.3295

(iii) **Invalid** Votes:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 7 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 8 – Appointment of Mr. S. Sandilya (DIN: 00037542) as an Independent Director of the Company.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
132	117951764	22	8256	117960020	98.5731

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
25	1707536	0	0	1707536	1.4269

(iii) **Invalid** Votes:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of Members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 8 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 9 – Appointment of Mr. Hemant M Nerurkar (DIN: 00265887) as an Independent Director of the Company.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
139	118160938	22	8256	118169194	98.7479

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
18	1498362	0	0	1498362	1.2521

(iii) **Invalid** Votes:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of Members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 9 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 10 – Appointment of Ms. Madhu Dubhashi (DIN: 00036846) as an Independent Director of the Company.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
147	118370362	22	8256	118378618	98.9229

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
10	1288938	0	0	1288938	1.0771

(iii) **Invalid** Votes:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of Members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 10 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 11 – Appointment of Mr. Pradeep V Bhide (DIN: 03304262) as an Independent Director of the Company.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
138	118158678	22	8256	118166934	98.7460

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
19	1500622	0	0	1500622	1.2540

(iii) **Invalid** Votes:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of Members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 11 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 12 – Appointment of Mr. L. Ramkumar (DIN: 00090089) as Managing Director of the Company and the terms thereof.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
148	118372622	20	8152	118380774	98.9247

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
9	1286678	2	104	1286782	1.0753

(iii) **Invalid** Votes:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of Members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 12 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 13 – Appointment of Mr. Vellayan Subbiah (DIN: 01138759) as the Managing Director (Designate)/Managing Director of the Company and the terms thereof.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
139	118091246	20	8152	118099398	98.6896

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
18	1568054	2	104	1568158	1.3104

(iii) **Invalid** Votes:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of Members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 13 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 14 – Issue of Non-Convertible Debentures of Rs. 400 Crores on a Private Placement Basis.

SPECIAL RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
147	118370362	22	8256	118378618	98.9229

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
10	1288938	0	0	1288938	1.0771

(iii) **Invalid** Votes:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of Members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the Special Resolution with regard to Item no. 14 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 15 – Ratification of Remuneration payable to M/s. Mahadevan & Co., Cost Auditor for the Financial Year 2016-17.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
147	118370362	22	8256	118378618	98.9229

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
10	1288938	0	0	1288938	1.0771

(iii) **Invalid** Votes:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of Members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 15 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 16 – Ratification of Remuneration payable to M/s. Mahadevan & Co., Cost Auditor for the Financial Year 2017-18.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
148	118371362	22	8256	118379618	98.9229

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
10	1288938	0	0	1288938	1.0771

(iii) **Invalid** Votes:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of Members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 16 as set out in the Notice of the AGM is passed with requisite majority.





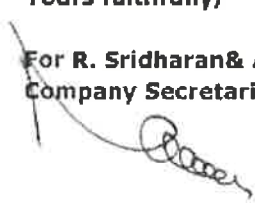
4. A Compact Disc (CD) containing a list of equity shareholders who voted "**FOR**" and "**AGAINST**" each of the aforementioned resolutions is enclosed.

5. The electronic data relating to remote e-voting and electronic voting system (Insta Poll) all other relevant records is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the Annual General Meeting.

Thanking you,

Yours faithfully,

For R. Sridharan & Associates
Company Secretaries


CS R. Sridharan
CP No. 3239
FCS No. 4775



For TUBE INVESTMENTS OF INDIA LTD



Chairman