



Ref. No.: TCIIL/BSE/036/24-25

July 20, 2024

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To,

Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

Security ID: TCIIND; **Security Code:** 532262.

Sub.: Declaration of Voting Results of the 59th Annual General Meeting (AGM) of the Company held on July 20, 2024.

Ma'am/ Dear Sir,

This has reference to our today's i.e. July 20, 2024 letter regarding intimation of proceedings of the 59th Annual General Meeting (AGM) of the Company held today at 11:06 AM through Video Conferencing / Other Audio-Visual Means.

With reference to the captioned matter, we are submitting herewith following:

1. Consolidated Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed as "Annexure I"; and
2. Consolidated Report of the Scrutinizer on the Remote E-Voting and voting conducted at the AGM as per the provisions of Section 108 & 109 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, enclosed as "Annexure II".

This is for your information and records.

Thanking You.

For **TCI Industries Limited**

Amit A. Chavan
Company Secretary & Compliance Officer

Encl.: As above.

TCI INDUSTRIES LIMITED

VOTING RESULTS

Date of the Annual General Meeting	July 20, 2024
Record date	July 13, 2024
Total number of Shareholders on record date	2032
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	24 30

Agenda-wise disclosure:

Resolution No. 1

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon.

Resolution required: (Ordinary/Special)			Ordinary					
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	620495	578911	93.2983	578911	-	100.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		620495	578911	93.2983	578911	-	100.00
Public-Institutions	E-Voting	698	0	0.00	-	-	0.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		698	0	0.00	-	-	0.00
Public-Non Institutions	E-Voting	275598	12557	4.5563	12304	253	97.9852	2.0148
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		275598	12557	4.5563	12304	253	97.9852
Total		896791	591468	65.9538	591215	253	99.9572	0.0428

Details of Invalid Votes

Category	No. of votes
Promoter and Promoter Group	-
Public Institutions	-
Public-Non Institutions	-

Resolution No. 2

To appoint a Director in place of Shri Dharmपाल Agarwal (DIN: 00084105), who retires by rotation and being eligible, offers himself for re-appointment as a Director.

Resolution required: (Ordinary/Special)			Ordinary					
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	620495	578911	93.2983	578911	-	100.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	620495	578911	93.2983	578911	-	100.00	0.00
Public-Institutions	E-Voting	698	0	0.00	-	-	0.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	698	0	0.00	-	-	0.00	0.00
Public-Non Institutions	E-Voting	275598	12557	4.5563	12304	253	97.9852	2.0148
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	275598	12557	4.5563	12304	253	97.9852	2.0148
Total		896791	591468	65.9538	591215	253	99.9572	0.0428

Details of Invalid Votes

Category	No. of votes
Promoter and Promoter Group	-
Public Institutions	-
Public-Non Institutions	-

Resolution No. 3

To appoint a Director in place of Dr. Ashok Kumar Agarwal (DIN: 01237294), who retires by rotation and being eligible, offers himself for re-appointment as a Director.

Resolution required: (Ordinary/Special)			Ordinary					
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	620495	578911	93.2983	578911	-	100.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		620495	578911	93.2983	578911	-	100.00
Public-Institutions	E-Voting	698	0	0.00	-	-	0.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		698	0	0.00	-	-	0.00
Public-Non Institutions	E-Voting	275598	12557	4.5563	12304	253	97.9852	2.0148
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		275598	12557	4.5563	12304	253	97.9852
Total		896791	591468	65.9538	591215	253	99.9572	0.0428

Details of Invalid Votes

Category	No. of votes
Promoter and Promoter Group	-
Public Institutions	-
Public-Non Institutions	-

Resolution No. 4

To appoint a Director in place of Shri Siddhartha Agarwal (DIN: 00225871), who retires by rotation and being eligible, offers himself for re-appointment as a Director.

Resolution required: (Ordinary/Special)			Ordinary					
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	620495	578911	93.2983	578911	-	100.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		620495	578911	93.2983	578911	-	100.00
Public-Institutions	E-Voting	698	0	0.00	-	-	0.00	0.00
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		698	0	0.00	-	-	0.00
Public-Non Institutions	E-Voting	275598	12557	4.5563	12304	253	97.9852	2.0148
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		275598	12557	4.5563	12304	253	97.9852
Total		896791	591468	65.9538	591215	253	99.9572	0.0428

Details of Invalid Votes

Category	No. of votes
Promoter and Promoter Group	-
Public Institutions	-
Public-Non Institutions	-

Note:

- Voting Rights are in proportion to shares held as on the cut-off date viz., July 13, 2024.
- Based on the consolidated results of remote e-Voting and e-Voting during the AGM in respect of item nos. 1 to 4 of the Notice of the 59th AGM, all the resolutions were passed by the Members with requisite majority.



Chandanbala O. Mehta
Practicing Company Secretary

Consolidated Scrutinizer's Report

[Pursuant to Section 108 / 109 of the Companies Act, 2013 and Rule 20(3)(xi) / 21 (2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman of Fifty Ninth Annual General Meeting
of the Shareholders of
TCI Industries Limited held on
Saturday, July 20, 2024 at 11:00 a.m. at,
N. A. Sawant Marg, Near Colaba Fire Brigade,
Colaba, Mumbai- 400 005 (Deemed Venue).

Dear Sir,

I, Chandanbala O. Mehta, a Practicing Company Secretary having office at No.3, 1st Floor, 20/24 Morarji Velji Bldg., Dr. M.B. Velkar Street (Kolbhat Lane), Chira Bazar, Mumbai 400 002, was appointed as Scrutinizer for the Fifty Ninth Annual General Meeting (AGM) of the Shareholders of TCI Industries Limited ("the Company") pursuant to the provisions of Companies Act, 2013 and Rule 20 (3) (xi) of the Companies (Management and Administration) Rules, 2014, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022, 10/2022 and 09/2023 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022, December 28, 2022 and September 25, 2023 respectively, issued by the Ministry of Corporate Affairs (collectively "MCA Circulars") and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/2021/11, SEBI/HO/CFD/CMD2/CIR/P/2022/62, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated May 12, 2020, January 15, 2021, May 13, 2022, January 05, 2023 and October 07, 2023 respectively issued by the Securities and Exchange Board of India ("SEBI Circulars") permitting the Companies to hold General Meetings without the physical presence of Members at a common venue.

The Company had provided the electronic voting process (remote e-voting and e-voting during the AGM) in respect of the resolutions set out in the Notice dated May 13, 2024 read with Corrigendum to the Notice dated June 29, 2024 convening the Fifty Ninth Annual General Meeting of the Shareholders of TCI Industries Limited, held on Saturday, July 20, 2024 at 11:00 a.m. through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM').

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means (remote e-voting) on the resolutions contained in the Notice to the Fifty Ninth Annual General Meeting of the Members of the Company. My responsibility as a Scrutinizer for the e-voting process (remote e-voting) as well as venue voting as on the date of the AGM is restricted to make a Scrutinizer report of the Votes Cast "in favour" or "against" the resolutions as stated below, based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorised agency engaged by the Company to provide e-



Chandanbala O. Mehta
Practicing Company Secretary

voting facilities (remote e-voting and e-voting during the AGM).

As prescribed in the rules, the remote e-voting was kept open from Wednesday, July 17, 2024 at 9:00 a.m. (IST) to Friday, July 19, 2024 at 5:00 p.m. (IST) and the NSDL e-Voting platform was blocked thereafter.

At the Fifty Ninth AGM of the Company held on July 20, 2024, the Company has provided e-Voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

On completion of e-Voting during the AGM, the votes cast through remote e-voting process were unblocked by me in the presence of Ms. Harshida J. Parikh and Ms. Fareen Souta, on July 20, 2024 at 12:13 p.m.

I have scrutinized and reviewed the remote e-voting prior and e-voting during the AGM and votes cast therein based on the data downloaded from the NSDL e-Voting system.

I submit herewith my Consolidated Scrutinizer's Report on the results of e-voting (remote e-voting and e-voting during the AGM).

(a) Resolution No.1 (Ordinary Resolution): To receive, consider and adopt the audited Balance Sheet as at March 31, 2024 and the Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon

Particulars	Number of Shares (through Remote e-Voting)	Number of Shares (through e-Voting at the AGM)	Total No. of Shares	% of total Net valid votes (in percentage)	Result
Total No. of votes received	519468	72000	591468	Not Applicable	Passed by Requisite Majority
Less: No. of Invalid votes	0	0	0		
Net valid votes	519468	72000	591468		
Votes in favour of the resolution	519215	72000	591215	99.957	
Votes against the resolution	253	0	253	0.043	
Total				100.00	

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Chandanbala O. Mehta
Practicing Company Secretary

- (b) **Resolution No.2 (Ordinary Resolution): To appoint a Director in place of Shri Dharmpal Agarwal (DIN: 00084105), who retires by rotation and being eligible, offers himself for re-appointment as a Director**

Particulars	Number of Shares (through Remote e-Voting)	Number of Shares (through e-Voting at the AGM)	Total No. of Shares	% of total Net valid votes (in percentage)	Result
Total No. of votes received	519468	72000	591468	Not Applicable	Passed by Requisite Majority
Less: No. of Invalid votes	0	0	0		
Net valid votes	519468	72000	591468		
Votes in favour of the resolution	519215	72000	591215	99.957	
Votes against the resolution	253	0	253	0.043	
Total				100.00	

- (c) **Resolution No.3 (Ordinary Resolution): To appoint a Director in place of Dr. Ashok Kumar Agarwal (DIN: 01237294), who retires by rotation and being eligible, offers himself for re-appointment as a Director**

Particulars	Number of Shares (through Remote e-Voting)	Number of Shares (through e-Voting at the AGM)	Total No. of Shares	% of total Net valid votes (in percentage)	Result
Total No. of votes received	519468	72000	591468	Not Applicable	Passed by Requisite Majority
Less: No. of Invalid votes	0	0	0		
Net valid votes	519468	72000	591468		
Votes in favour of the resolution	519215	72000	591215	99.957	
Votes against the resolution	253	0	253	0.043	
Total				100.00	

