



Date: September 30, 2024

To,
The General Manager,
Department of Corporate Services,
BSE Ltd.
P.J. Towers, Dalal Street,
Fort, Mumbai- 400 001

To,
The Manager,
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex,
Bandra (East), Mumbai - 400051

Ref: BSE Scrip Code: 533941 and NSE Symbol: THOMASCOTT

Sub: Voting results and Scrutinizer's Report of 14th Annual General Meeting (AGM) of the Company held on Friday, 27th September, 2024

Dear Sir/ Madam,

Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the members of the Company in its **14th Annual General Meeting (AGM) held on Friday, 27th September, 2024 at 01.30 P.M. (IST)** have accorded their approval with requisite majority, by way of e-voting at AGM/remote e-voting to the Resolutions set out in the notice convening the said AGM.

In this regard, please find enclosed herewith the following:

- i. The voting result in the Format prescribed under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure- I.
- ii. Copy of the scrutinizer's report as Annexure -II.

You are requested to kindly take the above on record and disseminate the same on the website of the stock exchange.

Thanking You,

Yours Faithfully,
For Thomas Scott (India) Limited

Brijgopal Bang
Managing Director
DIN: 00112203

Encl: As stated above

General information about company	
Scrip code	533941
NSE Symbol	THOMASCOTT
MSEI Symbol	NOTLISTED
ISIN	INE480M01011
Name of the company	THOMAS SCOTT (INDIA) LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	27-09-2024
Start time of the meeting	01:30 PM
End time of the meeting	02:05 PM

Scrutinizer Details

Name of the Scrutinizer	Sonam Jain
Firms Name	Kothari H. & Associates
Qualification	CS
Membership Number	9871
Date of Board Meeting in which appointed	12-08-2024
Date of Issuance of Report to the company	27-09-2024

Voting results	
Record date	20-09-2024
Total number of shareholders on record date	5830
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	17
b) Public	40
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Adoption of Standalone Financial statements of the Company for the year ended on 31st March, 2024 containing the Audited Balance Sheet, the statement of change in the equity, Profit and Loss and Cash Flow and report of the Board and Auditors thereon on that date.					
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	6535357	6482631	99.1932	6482631	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6535357	6482631	99.1932	6482631	0	100
Public- Institutions	E-Voting	34163	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		34163	0	0	0	0	0
Public- Non Institutions	E-Voting	4725699	78018	1.6509	77983	35	99.9551	0.0449
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4725699	78018	1.6509	77983	35	99.9551
Total		11295219	6560649	58.0834	6560614	35	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Director in place of Mr. Brijgopal Bang (DIN: 00112203) who retires by rotation, being eligible, seeks 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	6535357	3175731	48.5931	3175731	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6535357	3175731	48.5931	3175731	0	100	0
Public- Institutions	E-Voting	34163	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	34163	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4725699	78018	1.6509	77983	35	99.9551	0.0449
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4725699	78018	1.6509	77983	35	99.9551	0.0449
Total		11295219	3253749	28.8064	3253714	35	99.9989	0.0011
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Regularisation of Additional Director, Mrs. Vandana Bang (DIN: 08488909), by appointing her as Non-Executive Non-Independent Director of the Company				
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	6535357	5907631	90.3949	5907631	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6535357	5907631	90.3949	5907631	0	100	0
Public- Institutions	E-Voting	34163	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	34163	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4725699	78018	1.6509	77983	35	99.9551	0.0449
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4725699	78018	1.6509	77983	35	99.9551	0.0449
Total		11295219	5985649	52.9928	5985614	35	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mrs. Kavita Akshay Chhajer (DIN: 07146097) as a Non-Executive Independent Director of the company.				
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	6535357	6482631	99.1932	6482631	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6535357	6482631	99.1932	6482631	0	100	0
Public- Institutions	E-Voting	34163	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	34163	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4725699	78018	1.6509	77983	35	99.9551	0.0449
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4725699	78018	1.6509	77983	35	99.9551	0.0449
Total		11295219	6560649	58.0834	6560614	35	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

CONSOLIDATED REPORT OF THE SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

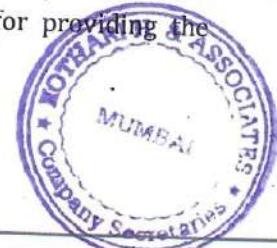
To,
The Chairman,
THOMAS SCOTT (INDIA) LIMITED
50, Kewal Industrial Estate,
SenapatiBapat Marg, Lower Parel (West),
Mumbai - 400013.

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and e-voting conducted during the Annual General Meeting, for the 14th Annual General Meeting of Thomas Scott (India) Limited held on Friday, September 27, 2024 at 01:30 P.M (IST) through video conferencing ('VC')/ other audio visual means ('OAVM').

Dear Sir,

We, Kothari H. & Associates, Company Secretaries, have been appointed by the Board of Directors of Thomas Scott (India) Limited ("the Company") for the purpose of scrutinizing remote e-voting and e-voting process during the Annual General Meeting ("AGM") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("Rules") as amended and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") on the resolution(s) contained in the Notice of the 14th AGM of the Company, held on Friday, September 27, 2024 at 01:30 P.M through Video Conferencing (VC)/ other audio visual means ('OAVM').

The management of the Company is responsible to ensure compliance with the provisions of the Companies Act, 2013 & the rules made thereunder including General Circular No. 14/ 2020 dated April 8, 2020, Circular No. 17/ 2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020, the latest being 02/2022 dated May 05, 2022 issued by Ministry of Corporate Affairs (MCA) (collectively referred as MCA Circulars) and Circular No. SEBI/HO/CFD/CMD2/CIRP/P/2022/62 dated May 13, 2022, issued by Securities and Exchange Board of India (SEBI) and Listing Regulations, relating to voting through electronic means by remote e-voting and electronic voting at the AGM by the shareholders on the resolution(s) proposed in the Notice calling AGM. Our responsibility as a scrutinizer for the e-voting process is restricted to prepare the Scrutinizer Report on the votes cast "in favour" or "against" the resolution(s) based on the reports generated from the e-voting system provided by the National Securities Depository Limited ("NSDL"), the authorized Service provider for providing the



facility of electronic voting to the shareholders of the Company, before and during the AGM, engaged by the Company.

We are pleased to submit our report as under, which is comprehensive and self-explanatory in all respect:

1. Pursuant to the provisions of Section 108 of the Act read with Rule 20 and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and MCA Circulars, the Company has availed the e-voting facility offered by NSDL for conducting remote e-voting and e-voting at the AGM by the Shareholders who attended the AGM through VC / OAVM and who had not cast their vote through Remote e-voting.
2. In terms of aforesaid MCA Circulars, the Company had sent the notice of AGM and Annual Report in electronic form only to its members whose name(s) appeared in the Register of members/ list of beneficiaries as on Friday, August 30th, 2024.
3. Advertisement was published by the Company in English in Financial Express (Mumbai Edition), and in Marathi in Mumbai Lakshdeep, dated, September 05, 2024. The notice published in the newspaper carried the required information as specified in Sub Rule 3(v) (a) to (g) of the said Rule 20 and MCA Circulars.
4. The Voting rights were reckoned as on Friday, September 20, 2024, being the cut-off date for the purpose of deciding the entitlements of members at the e-voting and remote e-voting at the Meeting.
5. The remote e-voting period was open for three days which commenced on Tuesday, September 24, 2024 at 09:00 A.M. and ends on Thursday, September 26, 2024 at 05:00 P.M (IST) on www.evoting.nsdl.com
6. On Friday, September 27, 2024 after the conclusion of AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of NSDL (www.evoting.nsdl.com) in the presence of two witnesses Ms. Siddhi Tambade and Ms. Mansi Thakkar, who are not in the employment of the Company.
7. On scrutiny, we report that 57 Shareholders were present in the meeting through Video Conferencing (VC)/Other Audio Visual Means (OAVM).
8. Based on the results made available to me, members have casted their votes either through remote e-voting platform or through e-voting during AGM. The brief analysis of the results of the voting through Remote e-voting and e-voting at the Annual General Meeting casted by the shareholders, based on the report generated by NSDL, scrutinized on test-check basis and relied upon by us, are as under:

RESULTS:



The details containing interalia, no. of Equity Shareholders, who voted "for", "against" or "abstain", if any on each of the resolutions that were put to vote, were generated from the e-voting website of National Securities Depository Limited (NSDL). Taking into account the report from NSDL and remote e-voting and e-voting at the AGM the consolidated result with respect to each item on the business as set out in the Notice of the 14thAGM dated August 12, 2024 is enclosed;

Item No. 1.

Ordinary Resolution: To receive, consider and adopt Standalone Financial Statements of the Company for the year ended on March 31, 2024, together with the Reports of the Auditors and the Board of Directors' thereon.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	99	6560585	4	29	103	6560614	100
Voted Against	2	35	0	0	2	35	Negligible
Abstain / Invalid	0	0	0	0	0	0	0

Based on the aforesaid results, Ordinary Resolution as contained in item No. 1 has been passed with requisite majority.

Item No. 2

Ordinary Resolution: To appoint a director in place of Mr. Brijgopal Bang (DIN: 00112203) who retires by rotation, being eligible, seeks re-appointment.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	



Voted in Favour	98	3253685	4	29	102	3253714	100
Voted Against	2	35	0	0	2	35	Negligible
Abstain / Invalid	0	0	0	0	0	0	0

Based on the aforesaid results, Ordinary Resolution as contained in item No. 2 has been passed with requisite majority.

Item No. 3.

Ordinary Resolution: Regularisation of Additional Director, Mrs. Vandana Bang (DIN: 08488909), by appointing her as Non-Executive Non-Independent Director of the Company.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	98	5985585	4	29	102	5985614	100
Voted Against	2	35	0	0	2	35	Negligible
Abstain / Invalid	0	0	0	0	0	0	0

Based on the aforesaid results, Ordinary Resolution as contained in item No. 3 has been passed with requisite majority.

Item No. 4

Special Resolution: To appoint Mrs. Kavita Akshay Chhajer (DIN: 07146097) as a Non - Executive Independent Director of the company.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	98	5985585	4	29	102	5985614	100
Voted Against	2	35	0	0	2	35	Negligible
Abstain / Invalid	0	0	0	0	0	0	0



				them			
Voted in Favour	99	6560620	4	29	103	6560614	100
Voted Against	2	35	0	0	2	35	Negligible
Abstain / Invalid	0	0	0	0	0	0	0

Based on the aforesaid results, Special Resolution as contained in item No. 4 has been passed with requisite majority.

9. The Electronic data and all other relevant records relating to the e-voting is under my safe custody and all will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

For KOTHARI H. & ASSOCIATES
Company Secretaries

Sonam Jain

Sonam Jain

Membership No. 9871

Certificate of Practice No. 12402



Place: Mumbai

Date: 27.09.2023

UDIN: F009871F001342158

We, the undersigned witnesses that the votes were unblocked from e-voting website of NSDL at www.evoting.nsdl.com in our presence at 02:31 P.M. on Friday, September 27, 2024.

Mansi Thakkar

(Mansi Thakkar)

Siddhi Tambade

(Siddhi Tambade)

Countersign by the Chairman

For THOMAS SCOTT (INDIA) LIMITED

Vedant Bang

Chairman

Vedant Bang

DIN: 09506327