

1st August, 2023

To,

Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street - Mumbai- 400001

Listing Department
National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E) Mumbai – 400 051

Scrip Code: 532349

Scrip Symbol: TCI

Sub: Voting Results along with Consolidated Scrutinizer's Report of the 28th Annual General Meeting

Dear Sir/ Madam,

This is in furtherance to our letter dated 31st July, 2023 intimating about the proceedings of the 28th Annual General Meeting of the Company held on Monday, 31st July, 2023 at 10:00 AM through Video Conferencing/ Other Audio Visual Means.

We hereby submit the following:

- I. Consolidated Voting Results (Remote E-voting & E-voting during AGM) in the format prescribed under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 attached as **Annexure I**.
- II. Consolidated Report of the Scrutinizer on the Remote E-voting and E-voting during AGM pursuant to Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 attached as **Annexure II**.

Further, the referred documents are also being uploaded on our website.

Hope you shall find the above in order & request you to take it on records.

Thanking you,

For Transport Corporation of India Limited

Archana Pandey
Company Secretary & Compliance Officer

Encl.: as above

Transport Corporation of India Limited

Corporate Office : TCI House, 69, Institutional Area, Sector-32, Gurugram -122001, Haryana (India)
Ph. No.: +91 124-2381603, Fax: +91 124-2381611 E-mail : corporate@tcil.com Web : www.tcil.com

Regd. Office:- Flat Nos. 306 & 307, I-8-271 to 273, Third Floor, Ashoka Bhoopal Chambers, S P Road, Secunderabad - 500 003 (Telangana)

Tel: +91 40 27840104 Fax: +91 40 27840163

CIN : L70109TG1995PLC019116

	TRANSPORT CORPORATION OF INDIA LIMITED
Date of the AGM/EGM	31-07-2023
Total number of shareholders on record date	49124
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	8
Public:	71

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - To consider and adopt the Audited Financial Statements (Standalone & Consolidated) of the Company for the financial year ended 31st March 2023 together with the Reports of Directors and 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
Promoter and Promoter Group	E-Voting	5,35,27,049	5,35,27,049	100.0000	5,35,27,049	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5,35,27,049	100.0000	5,35,27,049	0	100.0000	0.0000
Public- Institutions	E-Voting	1,19,40,688	1,12,38,257	94.1173	1,12,38,257	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,12,38,257	94.1173	1,12,38,257	0	100.0000	0.0000
Public- Non Institutions	E-Voting	1,21,70,173	9,35,229	7.6846	9,35,179	50	99.9946	0.0053
	Poll		1,87,632	1.5417	1,78,323	9,309	95.0386	4.9613
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11,22,861	9.2263	11,13,502	9,359	99.1665	0.8335
Total		7,76,37,910	6,58,88,167	84.8660	6,58,78,808	9,359	99.9858	0.0142

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To declare a Final Dividend of ` 2/- per Equity Share, if any for FY 2022-23.							
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	5,35,27,049	5,35,27,049	100.0000	5,35,27,049	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5,35,27,049	100.0000	5,35,27,049	0	100.0000	0.0000
Public- Institutions	E-Voting	1,19,40,688	1,13,99,416	95.4670	1,13,99,416	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,13,99,416	95.467	1,13,99,416	0	100.0000	0.0000
Public- Non Institutions	E-Voting	1,21,70,173	9,35,229	7.6846	9,35,179	50	99.9946	0.0053
	Poll		1,87,632	1.5417	1,78,323	9,309	95.0386	4.9613
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11,22,861	9.2263	11,13,502	9,359	99.1665	0.8335
Total		7,76,37,910	6,60,49,326	85.0735	6,60,39,967	9,359	99.9858	0.0142

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. D P Agarwal (DIN: 00084105), who retires by rotation and, being eligible, offers himself for re-appointment.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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	5,35,27,049	3,46,71,424	64.7737	3,46,71,424	0	100.0000	0.0000
	Poll		18,34,262	3.4268	18,34,262	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,65,05,686	68.2005	3,65,05,686	0	100.0000	0.0000
Public- Institutions	E-Voting	1,19,40,688	1,13,26,478	94.8562	1,07,58,146	5,68,332	94.9822	5.0177
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,13,26,478	94.8562	1,07,58,146	5,68,332	94.9823	5.0177
Public- Non Institutions	E-Voting	1,21,70,173	9,35,139	7.6839	9,35,085	54	99.9942	0.0057
	Poll		1,87,632	1.5417	1,78,323	9,309	95.0386	4.9613
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11,22,771	9.2256	11,13,408	9,363	99.1661	0.8339
Total		7,76,37,910	4,89,54,935	63.0555	4,83,77,240	5,77,695	98.8199	1.1801

Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. S N Agarwal (DIN: 00111187), who retires by rotation and, being eligible, offers himself for re-appointment.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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	5,35,27,049	4,56,83,670	85.3469	4,56,83,670	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		4,56,83,670	85.3469	4,56,83,670	0	100.0000	0.0000
Public- Institutions	E-Voting	1,19,40,688	1,13,99,416	95.4670	95,02,456	18,96,960	83.3591	16.6408
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,13,99,416	95.467	95,02,456	18,96,960	83.3591	16.6409
Public- Non Institutions	E-Voting	1,21,70,173	9,35,229	7.6846	9,35,174	55	99.9941	0.0058
	Poll		1,87,632	1.5417	1,78,323	9,309	95.0386	4.9613
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11,22,861	9.2263	11,13,497	9,364	99.1661	0.8339
Total		7,76,37,910	5,82,05,947	74.9710	5,62,99,623	19,06,324	96.7249	3.2751

Resolution No.	5							
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. D P Agarwal as Chairman & Managing Director.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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	5,35,27,049	3,46,71,424	64.7737	3,46,71,424	0	100.0000	0.0000
	Poll		18,34,262	3.4268	18,34,262	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,65,05,686	68.2005	3,65,05,686	0	100.0000	0.0000
Public- Institutions	E-Voting	1,19,40,688	1,13,99,416	95.4670	27,68,399	86,31,017	24.2854	75.7145
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,13,99,416	95.467	27,68,399	86,31,017	24.2854	75.7146
Public- Non Institutions	E-Voting	1,21,70,173	9,35,139	7.6839	9,35,085	54	99.9942	0.0057
	Poll		1,87,632	1.5417	1,78,323	9,309	95.0386	4.9613
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11,22,771	9.2256	11,13,408	9,363	99.1661	0.8339
Total		7,76,37,910	4,90,27,873	63.1494	4,03,87,493	86,40,380	82.3766	17.6234

Resolution No.	6							
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Vineet Agarwal as Managing Director.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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	5,35,27,049	3,46,71,424	64.7737	3,46,71,424	0	100.0000	0.0000
	Poll		18,34,262	3.4268	18,34,262	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,65,05,686	68.2005	3,65,05,686	0	100.0000	0.0000
Public- Institutions	E-Voting	1,19,40,688	1,13,99,416	95.4670	27,68,399	86,31,017	24.2854	75.7145
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,13,99,416	95.467	27,68,399	86,31,017	24.2854	75.7146
Public- Non Institutions	E-Voting	1,21,70,173	9,35,139	7.6839	9,35,085	54	99.9942	0.0057
	Poll		1,87,632	1.5417	1,78,323	9,309	95.0386	4.9613
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11,22,771	9.2256	11,13,408	9,363	99.1661	0.8339
Total		7,76,37,910	4,90,27,873	63.1494	4,03,87,493	86,40,380	82.3766	17.6234

Resolution No.	7							
Resolution required: (Ordinary/ Special)	SPECIAL - Authorize Borrowings by way of Issuance of Non-Convertible Debentures/Bonds/Other similar Instruments.							
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	5,35,27,049	5,35,27,049	100.0000	5,35,27,049	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5,35,27,049	100.0000	5,35,27,049	0	100.0000	0.0000
Public- Institutions	E-Voting	1,19,40,688	1,13,99,416	95.4670	1,13,99,416	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,13,99,416	95.467	1,13,99,416	0	100.0000	0.0000
Public- Non Institutions	E-Voting	1,21,70,173	9,35,229	7.6846	9,35,077	152	99.9837	0.0162
	Poll		1,65,332	1.3585	1,56,023	9,309	94.3695	5.6304
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11,00,561	9.0431	10,91,100	9,461	99.1403	0.8597
Total		7,76,37,910	6,60,27,026	85.0448	6,60,17,565	9,461	99.9857	0.0143



VK Bajaj & Associates

Company Secretaries

Consolidated Report of Scrutinizer

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
Transport Corporation of India Limited
#1-8-271 - 273 & 301, Flat No. 306 & 307,
3rd Floor, Ashoka Bhoopal Chambers,
S. P. Road, Secunderabad – 500 003

Dear Sir,


1. I, Vasanth Kumar Bajaj, Company Secretary in Practice, have been appointed by the Board of Directors of **Transport Corporation of India Limited** (the Company) as a Scrutinizer for the purpose of Scrutinizing the remote e-voting/e-voting at Annual General Meeting (AGM) for ascertaining the requisite majority on voting carried out as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and the General Circular issued by the Ministry of Corporate Affairs ('MCA'), on the resolutions contained in the notice (hereinafter referred to as "the resolutions") of the 28th Annual General Meeting (AGM) of the Members of the Company, held on **Monday, 31st July, 2023** at 10:00 A.M. through Video Conferencing (VC) and Other Audio Visual Means (OAVM).
2. The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of the 28th Annual General Meeting dated 18th May, 2023. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolution stated in the notice of the AGM, based on the report generated from the e-voting system provided by Central Depository Services Limited ('CDSL'), the Agency Authorized under the Rules and engaged by the Company to provide remote e-voting process and e-voting at the AGM.
3. Further to the above, I submit my report as under:
 - i. The remote e-voting remained open from **Friday, 28th July, 2023** (09:00 A.M.) to **Sunday, 30th July, 2023** (5:00 P.M.).
 - ii. The members of the Company as on the "cut-off" date i.e., **Tuesday, 25th July, 2023** were entitled to vote on the resolutions as set out in the notice of the 28th Annual General Meeting (AGM) of the Company through the facility of remote e-voting / e-voting at the AGM.



- iii. The votes cast under remote e-voting / e-voting at Annual General Meeting (AGM) were unblocked 15 minutes after conclusion of AGM in the presence of 2 witnesses, who are not in the employment of the Company. I have scrutinized and reviewed the remote e-voting and e-voting at the AGM based on the data downloaded from the Central Depository Services Limited ('CDSL').
- iv. The results of the e-voting enclosed as **Annexure - A**

Thanking you

For **V K Bajaj & Associates**
Company Secretaries


Vasanth Kumar Bajaj
Company Secretary
FCS 6868
CP No. 5827
UDIN: F006868E000717985



Date: 01.08.2023
Place: Hyderabad

Annexure - A

RESULTS OF REMOTE E-VOTING & E-VOTING AT AGM:

Resolution No. 1 of the Notice:

Ordinary Resolution for consideration and adoption of Audited Financial Statements (Standalone and Consolidated) for the financial year ended **31st March, 2023** together with the report of the Board of Directors' & Auditors' thereon:

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

Voting Method	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	214	65700485	99.7152
E- Voting at AGM	19	178323	0.2706
Total No. of Votes Cast	233	65878808	99.9858

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

Voting Method	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	1	50	0.0001
E- Voting at AGM	1	9309	0.0141
Total No. of Votes Cast	2	9359	0.0142

Resolution No. 2 of the Notice:

Ordinary Resolution for declaration of final dividend of ₹. 2/- per equity share for FY 2022-23:

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

Voting Method	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	216	65861644	99.7158
E- Voting at AGM	19	178323	0.2700
Total No. of Votes Cast	235	66039967	99.9858

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

Voting Method	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	1	50	0.0001
E- Voting at AGM	1	9309	0.0141
Total No. of Votes Cast	2	9359	0.0142



Resolution No. 3 of the Notice:

Ordinary Resolution for appointment of a director in place of Mr. D P Agarwal, (DIN-00084105), who retires by rotation and being eligible, offers himself for re-appointment:

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

Voting Method	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	192	46364655	94.8208
E- Voting at AGM	20	2012585	4.1160
Total No. of Votes Cast	212	48377240	98.9368

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

Voting Method	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	14	568386	1.1610
E- Voting at AGM	1	9309	0.0190
Total No. of Votes Cast	15	577695	1.1801

Resolution No. 4 of the Notice:

Ordinary Resolution for appointment of a director in place of Mr. S N Agarwal, (DIN-00111187), who retires by rotation and being eligible, offers himself for re-appointment:

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

Voting Method	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	149	56121300	96.4185
E- Voting at AGM	19	178323	0.3064
Total No. of Votes Cast	168	56299623	96.7249

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

Voting Method	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	68	1897015	3.2591
E- Voting at AGM	1	9309	0.0160
Total No. of Votes Cast	69	1906324	3.2751



Resolution No. 5 of the Notice:

Special Resolution for re-appointment of Mr. D P Agarwal as Chairman and Managing Director:

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

Voting Method	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	131	38374908	78.2716
E- Voting at AGM	20	2012585	4.1050
Total No. of Votes Cast	151	40387493	82.3766

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

Voting Method	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	76	8631071	17.6044
E- Voting at AGM	1	9309	0.0190
Total No. of Votes Cast	77	8640380	17.6234

Resolution No. 6 of the Notice:

Special Resolution for re-appointment of Mr. Vineet Agarwal as Managing Director:

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

Voting Method	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	131	38374908	78.2716
E- Voting at AGM	20	2012585	4.1050
Total No. of Votes Cast	151	40387493	82.3766

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

Voting Method	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	76	8631071	17.6044
E- Voting at AGM	1	9309	0.0190
Total No. of Votes Cast	77	8640380	17.6234



Resolution No. 7 of the Notice:

Special Resolution to authorize Borrowings by way of Issuance of Non-Convertible Debentures / Bonds / Other similar Instruments:

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

Voting Method	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	214	65861542	99.7494
E- Voting at AGM	18	156023	0.2363
Total No. of Votes Cast	232	66017565	99.9857

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

Voting Method	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	3	152	0.0002
E- Voting at AGM	1	9309	0.0141
Total No. of Votes Cast	4	9461	0.0143

