

October 09, 2019

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001. Tel: 022 - 2272 1233 / 34 Fax: 022 - 2272 2131 / 1072/ 2037 / 2061 / 41 Email: corp.relations@bseindia.com corp.compliance@bseindia.com	National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 Tel: 022 - 2659 8235 / 36 / 452 Fax: 022 - 2659 8237/ 38 Email: cmlist@nse.co.in
Scrip Code: 501242	Scrip Code: TCIFINANCE

Sub: Revised Voting Results and Scrutinizers' Report in connection with Item No 6 of 45th Annual General Meeting held on August 14, 2019

This is in connection with the voting results and scrutinizers' report submitted by the Company on August 16, 2019 to the Exchanges in connection with businesses (Item No 1 to 6) transacted in the 45th Annual General Meeting of the Company held on August 14, 2019.

We have been informed that certain votes were erroneously and inadvertently omitted in calculation of total voting results of Item No 6 (Approval of Related Party Transactions) of the notice of AGM.

Accordingly, after including the said votes, it is hereby declared/confirmed that resolution in Item No. 6 of the AGM (i.e., Approval of Related Party Transactions) has not been passed/not approved by the shareholders as the requisite majority votes required for passing the resolution as ordinary resolution were not received.

We are herewith submitting the following revised disclosures:

1. Consolidated Voting Results (Remote e-voting and poll) in the format prescribed under Regulation 44 of SEBI (LODR) Regulations, 2015 attached as Annexure – 1
2. Consolidated Report of the scrutinizer

The voting results of all the other items i.e., Item 1 to 5 remains unchanged.

This is for your information and dissemination to the public.

Thanking You

For TCI Finance Limited


Srishti Soni

Company Secretary



NAME: TCI FINANCE LIMITED

SLNO	DESCRIPTION					
A	DATE OF AGM		14-08-2019			
B	BOOK CLOSURE DATE		07-08-2019 TO 14-08-2019 (BOTH DAYS INCLUSIVE)			
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE		9232			
D	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY		54			
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP ()	6	2	8	1285310	9.98493
	PUBLIC	39	7	46	424137	3.29490
	TOTAL	45	09	54	1709447	13.27983
E	No. of shareholders attended the meeting through Video conferencing _____, No video conferencing facility was made available.					



	TCI FINANCE LIMITED
Date of the AGM/EGM	14-08-2019
Total number of shareholders on record date	9232
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	8
Public:	46
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 - Consider and adopt the audited financial statements including audited consolidated financial statements for the financial year ended March 31, 2019 and the Reports of the 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	3,182,360	3,182,285	99.9976	2,885,610	296,675	90.6772	9.3227
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,182,285	99.9976	2,885,610	296,675	90.6773	9.3227
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	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		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	9,690,133	1,577,616	16.2806	555,419	1,022,197	35.2062	64.7937
	Poll		202,782	2.0920	202,782	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,780,398	18.3726	758,201	1,022,197	42.5860	57.4140
Total		12,872,493	4,962,683	38.5526	3,643,811	1,318,872	73.4242	26.5758

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Ms. Meera Madhusudan Singh DIN 00415866 who retire by rotation and being eligible offers herself for re-appointment							
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	3,182,360	3,182,285	99.9976	2,885,610	296,675	90.6772	9.3227
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,182,285	99.9976	2,885,610	296,675	90.6773	9.3227
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	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		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	9,690,133	1,577,616	16.2806	555,419	1,022,197	35.2062	64.7937
	Poll		202,782	2.0920	202,782	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,780,398	18.3726	758,201	1,022,197	42.5860	57.4140
Total		12,872,493	4,962,683	38.5526	3,643,811	1,318,872	73.4242	26.5758

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Statutory Auditor							
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	3,182,360	3,182,285	99.9976	2,885,610	296,675	90.6772	9.3227
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,182,285	99.9976	2,885,610	296,675	90.6773	9.3227
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	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		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	9,690,133	1,577,616	16.2806	555,419	1,022,197	35.2062	64.7937
	Poll		202,280	2.0875	202,280	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,779,896	18.3681	757,699	1,022,197	42.5698	57.4302
Total		12,872,493	4,962,181	38.5487	3,643,309	1,318,872	73.4215	26.5785



Resolution No.	4							
Resolution required: (Ordinary/ Special)	SPECIAL - Re-Appointment of Mr. Sanwormal Gourishankar Jalan as an Independent Director of the Company 00324182 for a second term of five consecutive years							
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	3,182,360	3,182,285	99.9976	2,885,610	296,675	90.6772	9.3227
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,182,285	99.9976	2,885,610	296,675	90.6773	9.3227
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	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		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	9,690,133	1,577,616	16.2806	555,419	1,022,197	35.2062	64.7937
	Poll		202,782	2.0920	202,782	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,780,398	18.3726	758,201	1,022,197	42.5860	57.4140
Total	12,872,493		4,962,683	38.5526	3,643,811	1,318,872	73.4242	26.5758

Resolution No.	5							
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mr. Radhe Shyam Agarwala as Non executive and Non-Independent 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	3,182,360	3,182,285	99.9976	2,885,610	296,675	90.6772	9.3227
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,182,285	99.9976	2,885,610	296,675	90.6773	9.3227
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	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		0	0.0000	0	0	0.0000	0.0000

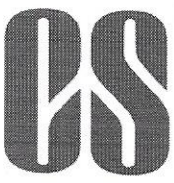


	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	9,690,133	1,577,616	16.2806	555,419	1,022,197	35.2062	64.7937
	Poll		202,782	2.0920	202,782	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,780,398	18.3726	758,201	1,022,197	42.5860	57.4140
Total	12,872,493	4,962,683	38.5526	3,643,811	1,318,872	73.4242	26.5758	

Resolution No.	6							
Resolution required: (Ordinary/ Special)	ORDINARY - Approval for related party transactions							
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	3,182,360	3,182,285	99.9976	185,620	2,996,665	5.8329	94.1671
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,182,285	99.9976	185,620	2,996,665	5.8329	94.1671
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	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		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	9,690,133	1,577,616	16.2806	555,419	1,022,197	35.2062	64.7937
	Poll		202,782	2.0920	202,782	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,780,398	18.3726	758,201	1,022,197	42.5860	57.4140
Total	12,872,493	4,962,683	38.5526	943,821	4,018,862	19.0184	80.9816	

Note: For Resolution No. 6 i.e Approval for related party transactions, shareholders who are related parties holding 28,70,710 equity shares have voted in favour of the resolution and their votes have been considered as invalid votes.





October 09, 2019

To
The Chairman
TCI Finance Limited
Hyderabad

Sub: Revised Scrutinizers' Report in connection with Item No 6 of 45th Annual General Meeting held on August 14, 2019

This is in connection with the scrutinizers' report submitted by us to the Company on August 15, 2019 in connection with businesses (Item No 1 to 6) transacted in the 45th Annual General Meeting of the Company held on August 14, 2019.

We regret to inform you that certain votes were erroneously and inadvertently omitted in calculation of total voting results of Item No 6 (Approval of Related Party Transactions) of the notice of AGM.

Accordingly, after including the said votes, it is hereby declared/confirmed that resolution in Item No. 6 of the AGM (i.e., Approval of Related Party Transactions) stands as not passed/not approved by the shareholders as the requisite majority votes required for passing the resolution as ordinary resolution were not received.

We are herewith submitting revised Consolidated Scrutinizers Report after rectifying the results of Item No. 6. **The voting results of all the other items i.e., Item 1 to 5 remains unchanged.**

We hereby request you to kindly declare the revised results to Exchanges and the general public

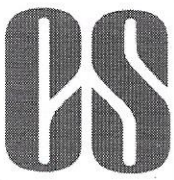
We sincerely apologise for this error in our report

for Tapasvilal Deora & Associates
Practising Company Secretaries



Tapasvilal

Tapasvilal Deora
M. No.: F9813
C.P. No.: 13087



FORM No. MGT-13

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

**of the 45th Annual General Meeting of the Shareholders of TCI Finance Limited (CIN:
L65910TG1973PLC031293), held on Wednesday, August 14, 2019 at 11:00 A.M. at
the registered office of the Company at Plot No. 20, Survey No. 12, Kothaguda,
Kondapur, Hyderabad – 500084, T.S.**

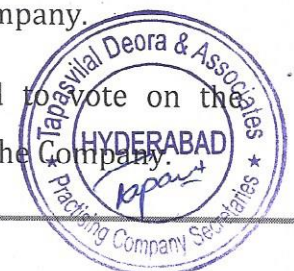
REVISED CONSOLIDATED RESULT OF REMOTE E-VOTING AND VOTING BY POLL

Dear Sir,

I, Tapasvilal Deora, Practising Company Secretary, have been appointed as the Scrutinizer for the purpose of remote e-voting and voting by poll to be carried out by the Company pursuant to Section 108 of Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, in respect of the resolutions for business transacted at the 45th Annual General Meeting of the shareholders of TCI Finance Limited (CIN: L65910TG1973PLC031293), held on Wednesday, August 14, 2019 at 11:00 A.M. at the registered office of the Company at Plot No. 20, Survey No. 12, Kothaguda, Kondapur, Hyderabad – 500084, T.S.

The management of the Company is responsible to ensure the compliances of the Companies Act, 2013 and rules thereof on the resolution contained in the notice of the 45th Annual General Meeting. My responsibilities as Scrutinizer is restricted to make a Scrutinizers report of the votes cast “**For**” or “**Against**” the resolution stated in the notice.

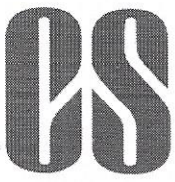
1. The Company has availed e-voting facility offered by Karvy Fintech Private Limited (“Karvy”) for providing remote e-voting facility to the members of the Company.
2. The members holding shares as on August 07, 2019 were entitled to vote on the resolutions as set out in the notice of the 45th Annual General Meeting of the Company.



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Website: www.tdassociates.in



3. The remote e-voting period remained open from August 09, 2019 at 09:00 A.M. and ended on August 13, 2019 at 05:00 P.M.
4. The remote e-voting was blocked at the end of the voting period i.e., August 14, 2019 at 11:30 A.M.
5. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
6. Immediately after the meeting, the ballot box kept for voting was opened by me in the presence of two witnesses who were not in the employment of the Company and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company.
7. On Wednesday, August 14, 2019, after counting the votes cast at the meeting, the votes cast through remote e-voting process were unblocked by me in the presence of two witnesses who were not in employment of the Company.
8. No poll papers were found incomplete and/ or otherwise found defective.
9. The Poll papers and all other relevant records were sealed and handed over to the Chairman for safe keeping.
10. The revised consolidated results of e-voting and voting by poll is enclosed as **Annexure 1**.
11. This Scrutinizers' Report is in supersession of the existing Scrutinizers' report issued on August 15, 2019

October 09, 2019
Hyderabad

for Tapasvilal Deora & Associates
Practising Company Secretaries

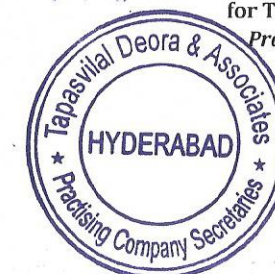


Tapasvilal
Tapasvilal Deora
M. No.: F9813
C.P. No.: 13087
UDIN: F009813A000040074

Item No.	Resolution	Type of resolution	Mode	Number of Members Voting (Person / Proxy / Evoting)	Total Votes	Favour			Against			Invalid	
						Number of Members Voting (Person / Proxy / Evoting)	Number of Votes cast by them	% of total number of valid votes cast	Number of Members Voting (Person / Proxy / Evoting)	Number of Votes cast by them	% of total number of valid votes cast	Number of Members Voting (Person / Proxy / Evoting)	Number of Votes cast by them
1	To receive, consider and adopt Standalone and Consolidated Financial Statements for the financial year ended March 31, 2019 and the reports of the Director's and Auditor's thereon	Ordinary	Evoting	33	47,59,901	27	34,41,029	72.29	6	13,18,872	27.71	0	0
			Poll	39	2,02,782	39	2,02,782	100.00	0	0	0.00	0	0
			Total	72	49,62,683	66	36,43,811	73.42	6	13,18,872	26.58	0	0
2	To appoint a Director in place of Ms. Meera Madhusudan Singh (DIN: 00415866) who retires from office by rotation and being eligible offers herself for reappointment	Ordinary	Evoting	33	47,59,901	27	34,41,029	72.29	6	13,18,872	27.71	0	0
			Poll	39	2,02,782	39	2,02,782	100.00	0	0	0.00	0	0
			Total	72	49,62,683	66	36,43,811	73.42	6	13,18,872	26.58	0	0
3	Re-appointment of Auditors and to fix their Remuneration	Ordinary	Evoting	33	47,59,901	27	34,41,029	72.29	6	13,18,872	27.71	0	0
			Poll	40	2,02,280	40	2,02,280	100.00	0	0	0.00	0	0
			Total	73	49,62,181	67	36,43,309	73.42	6	13,18,872	26.58	0	0
4	To re-appoint Mr. Sanwarmal Gourishankar Jalan (DIN: 00324182) as an Independent Director of the Company for a second term of five consecutive years	Special	Evoting	33	47,59,901	27	34,41,029	72.29	6	13,18,872	27.71	0	0
			Poll	39	2,02,782	39	2,02,782	100.00	0	0	0.00	0	0
			Total	72	49,62,683	66	36,43,811	73.42	6	13,18,872	26.58	0	0
5	Appointment of Mr. Radhe Shyam Agarwala (DIN: 00368733) as Non Executive and Non-Independent Director of the Company	Special	Evoting	33	47,59,901	27	34,41,029	72.29	6	13,18,872	27.71	0	0
			Poll	39	2,02,782	39	2,02,782	100.00	0	0	0.00	0	0
			Total	72	49,62,683	66	36,43,811	73.42	6	13,18,872	26.58	0	0
6	Approval for Related Party Transactions*	Ordinary	Evoting	33	47,59,901	19	5,70,319	11.98	6	13,18,872	27.71	8	28,70,710
			Poll	39	2,02,782	39	2,02,782	100.00	0	0	0.00	0	0
			Total	72	49,62,683	58	7,73,101	15.58	6	13,18,872	26.58	8	28,70,710

*8 shareholders who are related parties holding 28,70,710 equity shares have voted in favour of the resolution and their votes have been considered as Invalid votes.

The revised list of related parties has been submitted to us by the Company Secretary of the Company



for Tapasvilal Deora & Associates
Practising Company Secretaries

Tapasvilal

Tapasvilal Deora
M. No.: F9813
C.P. No.: 13087