



The Must Have HITS

August 11, 2023

To,
Listing Department
BSE Limited
P.J Towers, Dalal Street,
Fort, Mumbai – 400 001

To,
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (E), Mumbai – 400 050

Scrip Code: **532375**

Symbol: **TIPSINDLTD**

Sub: Disclosure of Voting Results of 27th Annual General Meeting of the Company

Dear Sir/Ma'am,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith the voting results in respect of the remote e-voting and e-voting at the AGM on the resolutions item No. 1 to 4 as per the Notice dated May 12, 2023 of 27th Annual General Meeting of the Company held on August 10, 2023.

A copy of the consolidated Scrutinizer's Report dated August 10, 2023 in respect of the e-voting is enclosed herewith.

Kindly take the above information on your record and acknowledge a receipt of the same.

Thanking you,

For **Tips Industries Limited**

Bijal R. Patel
Company Secretary

Encl: as above

TIPS INDUSTRIES LTD.

601, Durga Chambers, 6th Floor, Linking Road, Khar (West), Mumbai 400 052.
Tel. : 6643 1188 Email : response@tips.in Website : www.tips.in
CIN: L92120MH1996PLC099359



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Date of the AGM	10/08/2023
Total number of shareholders on record date	28,526
No. of shareholders present in the meeting either in person or through proxy:	-
Promoters and Promoter Group	-
Public	-
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group	8
Public	42

Sr. No.	Details of the Item	Resolution required (Ordinary / Special)	Passed with
1	Adoption of Audited Financial Statements, Reports of the Board of Directors and Auditors for the financial year ended March 31, 2023.	Ordinary Resolution	requisite majority
2	Declaration of Dividend on Equity Shares for the financial year ended March 31, 2023.	Ordinary Resolution	requisite majority
3	Re-appointment of Mr. Ramesh Taurani (DIN: 00010130), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution	requisite majority
4	Approval of Material Related Party Transactions with Tips Films Limited.	Ordinary Resolution	requisite majority

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FORM NO. MGT-13

Report of the Scrutiniser

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
Mr. Kumar S. Taurani,
Chairman,
27th Annual General Meeting of the Equity Shareholders of
Tips Industries Ltd.,
Held on Monday, 10th August, 2023
through two-way video conferencing ('VC') or
other audio-visual means ('OAVM').

Dear Sir,

Sub: Voting Results and Scrutinizer's Report – 27th Annual General Meeting (AGM)

1. I, CS Shirish Shetye, Practicing Company Secretary, have been appointed as Scrutiniser by the Board of Directors of Tips Industries Limited ("the Company") at its meeting held 12th May, 2023 for the purpose of scrutinising the remote e-voting and for conducting e-voting at the 27th Annual General Meeting ("27th AGM") and ascertaining the requisite majority on remote e-voting and e-voting at AGM, carried out as per the provisions of section 108 of the Companies Act, 2013 ("the Act") read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by Companies (Management & Administration) Amendment Rules, 2015 ("the Rules"), on the resolutions contained in the notice of the 27th AGM of the Equity Shareholders of the Company, held on 10th August, 2023 through two-way video conferencing ('VC') or other audio-visual means ('OAVM').
2. The management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules relating to voting through electronic means and two-way video conferencing ('VC') or other audio-visual means ('OAVM') on the resolutions contained in the Notice of the 27th AGM of the members of the Company. My responsibility as a scrutiniser for the e-voting is restricted to ensure that the voting process, both through the remote e-voting and e-voting at the meeting are conducted in a fair and transparent manner and to make a consolidated Scrutiniser's Report of the votes cast "in favour" or "against" the resolutions stated in the notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL"), the authorised agency to provide e-voting facilities.
3. The 27th AGM of the Company was held on Thursday, 10th August, 2023 at 11.00 a.m. through two way Video Conferencing ('VC') or other audio visual means ('OSVM') and the voting for the resolutions was transacted as per the Notice convening the 27th AGM, which was only through remote electronic voting process and electronic voting during the 27th AGM in compliance with the applicable provisions of the Act (including any



statutory modification or re-enactment thereof) read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and the General Circular No. 14/2020 dated 8th April, 2020, the General Circular No. 17/2020 dated 13th April, 2020, the General Circular No. 20/2021 dated 8th December, 2021, the General Circular No. 02/2022 dated 5th May, 2022, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID-19" and General Circular No. 20/2020 dated 5th May, 2020, the General Circular No. 02/2021 dated 13th January, 2021, the General Circular No. 19/2021 dated 8th December, 2021, the General Circular No. 21/2021 dated 14th December, 2021, the General Circular No. 02/2022 dated 5th May, 2022, General Circular No. 10/2022 dated 28.12.2022 MCA in relation to "Clarification on holding of Annual General Meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)" all issued by the Ministry of Corporate Affairs, Government of India ("the MCA Circulars") and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("LODR Regulations") read with Circular dated 12th May, 2020, Circular dated 13th May, 2022 and Circular dated 05th January, 2023 in relation to "Limited relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Circular").

4. Pursuant to the MCA and SEBI circulars, the Notice of the 27th AGM and the statement setting out material facts under section 102 of the Act in respect of the respective resolutions proposed at the 27th AGM, along with the Annual Report for financial year 2022-23, was sent in electronic form only to those Members whose email addresses are registered with the Company/Depositories. The Notice calling the 27th AGM had been uploaded on the website of the Company at www.tips.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Ltd. and National Stock Exchange of India Ltd. at www.bseindia.com and www.nseindia.com respectively and the notice of the 27th AGM is also available on the website of CDSL (agency for providing the e-voting facility) i.e. www.evotingindia.com.
5. Since the 27th AGM was held pursuant to MCA Circulars pertaining to holding of the meeting through VC or OAVM, physical attendance of the members had been dispensed with. Accordingly, in terms of the above-mentioned MCA and SEBI circulars, the facility for the appointment of proxies by the members was also dispensed with.
6. The members attended the meeting through VC or OAVM were counted for the purpose of reckoning the quorum under section 103 of the Act.
7. Further to above, I submit my report as under:
 - (1) The Company has provided the e-voting facility through CDSL on their website www.evotingindia.com. The Company had uploaded all the items of businesses to be transacted on the website of the Company and also its Service Provider to facilitate their shareholders to cast their votes through e-voting.



- (2) The notices were sent through email and they contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014.
- (3) As prescribed in the said Rules, the Company has also published the advertisements on 14th July, 2023 and 19th July, 2023 and they carried the required information as specified in the said rules.
- (4) The Members holding shares or beneficial interest in the shares, as on 03rd August, 2023, ("cut off date"), were entitled to vote on the resolutions stated in the Notice of the 27th AGM of the Company.
- (5) The e-voting was commenced from 07th August, 2023 (9.00 a.m.) and ended on 09th August, 2023 (5.00 p.m.) and CDSL e-voting platform was blocked in due time. After the closure of the voting at the 27th AGM the report on voting done through electronic voting system at the meeting was generated in my presence and the voting was diligently scrutinised.
- (6) The votes cast under remote e-voting facility were unblocked on 10th August, 2023, in the presence of two witnesses, who are not in the employment of the Company.
- (7) The e-voting data was scrutinised by me for verification of votes cast in favour and against of the respective Resolution.
- (8) Thereafter, the details containing, inter alia, list of Equity Shareholder, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of CDSL i.e. <https://www.evotingindia.com>. The result of the e-voting exercised and the votes casted through electronic voting at the 27th AGM is as under:

Item No. 1 – as an Ordinary Resolution: - To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2023 together with the Reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the Resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting	125	10,17,21,769	99.999
E-Voting at the AGM	4	820	0.001
Total	129	10,17,21,769	100.000



(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting	3	237	0.000
E-Voting at the AGM	0	0	0.000
Total	3	237	0.000

(iii) Invalid votes

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
Remote E-Voting	0	0
E-Voting at the AGM	0	0
Total	0	0

Item No. 2 – as an Ordinary Resolution: - To declare dividend on equity shares for the financial year ended March 31, 2023.

(i) Voted in favour of the Resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting	126	10,17,59,917	99.998
E-Voting at the AGM	4	820	0.001
Total	130	10,17,60,737	99.999

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting	3	1450	0.001
E-Voting at the AGM	0	0	0.000
Total	3	1450	0.001

(iii) Invalid Votes

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
Remote E-Voting	0	0
E-Voting at the AGM	0	0
Total	0	0



Item No. 3 – as an Ordinary Resolution: - To appoint a director in place of Mr. Ramesh Taurani (DIN:00010130), who retires by rotation and being eligible, offers himself for reappointment.

(i) Voted in favour of the Resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting	115	54,44,795	99.981
E-Voting at the AGM	4	820	0.015
Total	119	54,45,615	99.996

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting	4	192	0.004
E-Voting at the AGM	0	0	0.000
Total	4	192	0.004

(iii) Invalid Votes

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
Remote E-Voting	0	0
E-Voting at the AGM	0	0
Total	0	0

Item No. 4 – as an Ordinary Resolution: - Approval of Material Related Party transactions (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with Tips Films Limited for the Financial Year 2023-24.

(i) Voted in favour of the Resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting	105	52,79,418	96.945
E-Voting at the AGM	4	820	0.015
Total	109	52,80,238	96.960

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting	14	1,65,569	3.040
E-Voting at the AGM	0	0	0.000
Total	14	1,65,569	3.040





(iii) Invalid Votes

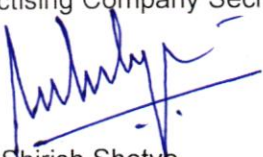
Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
Remote E-Voting	0	0
E-Voting at the AGM	0	0
Total	0	0

You may accordingly declare the result of the voting by remote e-voting and through electronic voting at the meeting.

9. The Register, all other electronic data and relevant records relating to electronic voting have been handed over to the Company Secretary of the Company for safe keeping.
10. The above-mentioned resolutions are deemed to be passed as on the date of the 27thAGM.

Thanking you,

For SAV & Associates LLP
Practising Company Secretaries


CS Shirish Shetye
Designated Partner
FCS- 1926 CP-825
Scrutiniser for remote e-voting and
electronic voting at AGM
UDIN: F001926E000776942



Place: Thane
Date: 10th August 2023

Witness:

1. 
CS Aparna Joshi

2. 
Neeta Shetty

Countersigned and received the report

CS Bijal Patel
Company Secretary

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Audited Financial Statements, Reports of the Board of Directors and Auditors for the financial year ended March 31, 2023.				
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	96316380	96316380	100.0000	96316380	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		96316380	96316380	100.0000	96316380	0	100.0000
Public- Institutions	E-Voting	968640	689591	71.1917	689591	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		968640	689591	71.1917	689591	0	100.0000
Public- Non Institutions	E-Voting	31141570	4715215	15.1412	4714978	237	99.9950	0.0050
	Poll		820	0.0026	820	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		31141570	4716035	15.1439	4715798	237	99.9950
Total		128426590	101722006	79.2063	101721769	237	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Declaration of Dividend on Equity Shares for the financial year ended March 31, 2023.				
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	96316380	96316380	100.0000	96316380	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		96316380	96316380	100.0000	96316380	0	100.0000
Public- Institutions	E-Voting	968640	729772	75.3399	729772	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		968640	729772	75.3399	729772	0	100.0000
Public- Non Institutions	E-Voting	31141570	4715215	15.1412	4713765	1450	99.9692	0.0308
	Poll		820	0.0026	820	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		31141570	4716035	15.1439	4714585	1450	99.9693
Total		128426590	101762187	79.2376	101760737	1450	99.9986	0.0014
Whether resolution is Pass or Not.							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mr. Ramesh Taurani (DIN: 00010130), who retires by rotation and being eligible, offers himself for 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	96316380	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	96316380	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	968640	729772	75.3399	729772	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	968640	729772	75.3399	729772	0	100.0000	0.0000
Public- Non Institutions	E-Voting	31141570	4715215	15.1412	4715023	192	99.9959	0.0041
	Poll		820	0.0026	820	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	31141570	4716035	15.1439	4715843	192	99.9959	0.0041
Total		128426590	5445807	4.2404	5445615	192	99.9965	0.0035
Whether resolution is Pass or Not.							Yes	

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Material Related Party Transactions with Tips Films Limited.				
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	96316380	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	96316380	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	968640	729772	75.3399	565718	164054	77.5198	22.4802
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	968640	729772	75.3399	565718	164054	77.5198	22.4802
Public- Non Institutions	E-Voting	31141570	4715215	15.1412	4713700	1515	99.9679	0.0321
	Poll		820	0.0026	820	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	31141570	4716035	15.1439	4714520	1515	99.9679	0.0321
Total		128426590	5445807	4.2404	5280238	165569	96.9597	3.0403
Whether resolution is Pass or Not.							Yes	