



T.T. LIMITED

(CIN: L18101DL1978PLC009241)

879, Master Prithvi Nath Marg, Opp. Ajmal Khan Park, Karol Bagh, New Delhi, 110005, INDIA

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TTL/SEC/2023-24

26th June, 2023

| | |
|---|--|
| M/s National Stock Exchange of India Ltd.” Exchange Plaza” Plot No. C/1, G Block Bandra Kurla Complex Bandra (E), Mumbai-400051 Ph.: 022-26598100-8114 | Bombay Stock Exchange Limited Floor 35, P.J.Towers Dalal Street Mumbai-400001 Fax-022-22722061/41/39/37 |
| Scrip Code: TTL | Scrip Code: 514142 |

Dear Sir/Madam,

Sub: Voting Result and the Scrutinizer’s Report of Postal Ballot

This is in reference to our letter dated 24th May, 2023 through which we had submitted the Postal Ballot Notice dated 17th May, 2023 sent to the shareholders for their approval (through electronic means) on the resolution pertaining to “ For Sale, Transfer, and dispose-off Company’s Textile Unit situated at Gajraula, Uttar Pradesh” .

The last date for casting of vote through E-voting was 24th June, 2023, 17: 00 Hrs. IST. The voting had been conducted by means of E-voting. The Scrutinizer M/s Deepak Kukreja & Associates has submitted his consolidated Report on 26th June, 2023 and based on the Report of the Scrutinizer, the Resolutions as set out in the Notice of Postal Ballot as aforesaid have been duly approved by the Shareholders with requisite majority.

In this regard, please find enclosed the Voting Results of the E-voting as required under Regulation 44(3) of the Listing Regulations and the Scrutinizer’s Report thereon dated 26th June, 2023

The Results of the Postal Ballot along with the Scrutinizer’s Report are being placed on the Company’s website at www.ttlimited.co.in.

Please take the same on record.

Thanking You

For or on behalf of
T.T. LIMITED

Pankaj Mishra
Company Secretary

TTLIMITED

Voting result of Postal Ballot through remote e-voting as per Regulation 44(3) of SEBI(Listing Obligations and Disclosure Requirements) Regulation, 2015

| | |
|---|-----------------------------|
| Date of Declaration of result of voting through Postal Ballot/remote e-voting | 26 th June, 2023 |
| Total No .of shareholders as on Record Date (19/05/2023) | 17133 |
| No of shareholders present in the meeting either in person or through proxy: Promoters and Promoters Group Public | Not Applicable |
| No of shareholders attended the meeting Promoters and Promoters Group Public | Not Applicable |

Detail of the Agenda:

| Item No.1 | For sale, Transfer and dispose-off Company's Textile Unit Situated at Gajraula, Uttar Pradesh | | | | | | | |
|--|---|--------------------|---------------------|--|-----------------------|----------------------|------------------------------------|------------------------------------|
| Resolution required:(Ordinary/Special) | Special | | | | | | | |
| Whether promoter/promoter group are Interested in the agenda/resolution? | NO | | | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes Polled | % of vote Polled on Outstanding shares | No. of votes in favor | No. of votes against | %of votes in favor 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 | 12607891 | 12602879 | 99.9602 | 12602879 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot(if Any)/ Venue Voting | | | | | | | |
| | TOTAL | 12607891 | 12602879 | 99.9602 | 12602879 | 0 | 100.0000 | 0.0000 |
| Public-Institutional holders | E-Voting | 951054 | 11989 | 1.2606 | 11989 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot(if Any)/ Venue Voting | | | | | | | |
| | TOTAL | 951054 | 11989 | 1.2606 | 11989 | 0 | 100.0000 | 0.0000 |
| Public-Non Institutional holders | E-Voting | 7939105 | 25706 | 0.3238 | 24822 | 884 | 96.5611 | 3.4389 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if Any)/ Venue Voting | | | | | | | |
| | TOTAL | 7939105 | 25706 | 0.3238 | 24822 | 884 | 96.5611 | 3.4389 |
| G-TOTAL | | 21498050 | 12640574 | 58.7987 | 12639690 | 884 | 99.9930 | 0.0070 |

DEEPAK KUKREJA & ASSOCIATES
C O M P A N Y S E C R E T A R I E S

SCRUTINIZERS' REPORT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the
Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
T T LIMITED
CIN: L18101DLI978PLC009241
879, Master Prithvi Nath Marg
Karol Bagh New Delhi -110005

**Sub: SCRUTINIZER'S REPORT ON RESULT OF POSTAL BALLOT (REMOTE
E-VOTING)**

Dear Sir,

The Board of Directors of M/s T T Limited ("the Company") at its meeting held on May 17, 2023 has appointed CS Deepak Kukreja, Practicing Company Secretary (Membership No. F4140 & CP No. 8265), Proprietor of M/s. Deepak Kukreja & Associates, Company Secretaries, New Delhi to act as the Scrutinizer pursuant to section 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time read with SEBI circular no. CIR/CFD/CMD/8/2015 dated November 04, 2015, to conduct the Postal Ballot process and Electronic Voting (i.e. "e-voting") in a fair and transparent manner with respect to the resolution proposed for approval from members through postal ballot notice dated May 17, 2023 ("Notice") relating to Sale, Transfer, And Dispose-Off Company's Textile Unit Situated At Gajraula, Uttar Pradesh.

WE SUBMIT OUR REPORT AS UNDER:

- 1) The Company has sent postal ballot notice electronically to all those Members whose name appeared in the Register of Members/List of Beneficiaries and whose e-mail id(s) were registered with the Company and/or their depositories as on cut-off date i.e. May 19, 2023 ("Cut off Date").
- 2) In accordance with General Circulars No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 03/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 issued by Ministry of Corporate Affairs, Government of India (hereinafter referred "MCA circulars"), the Company has sent the Notice in electronic form only and no physical copy of the Notice, postal ballot form and pre-paid business reply envelope has been sent to the Members. Accordingly, the communication of the



Assent or Dissent of the Members took place through remote e-Voting system only instead of physical Postal Ballot forms.

- 3) In compliance with provisions of Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided e-Voting facility to all its members to enable them to cast their votes electronically. The e-Voting started on Friday, May 26, 2023 at 9.00 A.M.(IST) and ended on Saturday, June 24, 2023 at 5:00 P.M. (IST).The Members of the Company holding equity shares, as on the Cut Off Date were entitled to vote on the proposed resolution as set out in the Notice through remote e- Voting only.
- 4) The Company had engaged Central Depository Services (India) Ltd (CDSL) as the service provider, for extending the facility of electronic voting to all Members of the Company.
- 5) We have monitored the process of e-Voting through the Scrutinizer's secured link provided by CDSL through its designated website.
- 6) The votes cast through remote e-voting was unblocked by me immediately after the end of e-voting period in the presence of two witnesses, who are not in the employment of the Company and we have downloaded the E-voting report from the website of CDSL in respect of members, who voted through remote e-voting.
- 7) The Management of the Company/ is responsible to ensure compliance with the requirement of the relevant provisions of Companies Act, 2013 and rules made thereunder, including MCA Circulars and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to Postal Ballot process through voting by electronic means.
- 8) Our responsibility as Scrutinizer for Postal Ballot through e-voting process is restricted to making Scrutinizer's Report of the votes cast "in favour" or "against" the resolution contained in the Notice, based on the reports generated from the e-voting system provided by CDSL i.e. www.evotingindia.com in respect of remote e voting.
- 9) The total paid up equity shares capital of the Company as on Cut-off Date was Rs.21,49,80,500/- (Rupees Twenty One Crore Forty Nine Lakh Eighty Thousand Five Hundred Only) divided into 2,14,98,050 equity shares of Re. 10/- (Rupees Ten only) each.



10) After our scrutiny, the summary of remote e-Voting is given below:-

| S. No. | Particulars | No. of Members voted in Physical ballot forms | No. of votes Cast through Physical Ballot forms | No. of Members voted in e-Voting | No. of votes Cast through e-Voting |
|-------------------------|----------------------|---|---|----------------------------------|------------------------------------|
| Resolution No. 1 | | | | | |
| 1. | Total votes received | Nil | Nil | 79 | 1,26,40,574 |
| 2. | Less: invalid votes | Nil | Nil | 0 | 0 |
| 3. | Net valid votes | Nil | Nil | 79 | 1,26,40,574 |
| 4. | With Assent | Nil | Nil | 64 | 1,26,39,690 |
| 5. | With dissent | Nil | Nil | 15 | 884 |

Based on above, the result is as under:

SPECIAL BUSINESS

RESOLUTION NO. 1--SPECIAL RESOLUTION

**FOR SALE, TRANSFER, AND DISPOSE-OFF COMPANY'S TEXTILE UNIT
SITUATED AT GAJRAULA, UTTAR PRADESH;**

(I) VOTED IN FAVOUR THE RESOLUTION:

| No. of Members voted through e-Voting | Total no. of votes cast through e-Voting | % of total number of valid votes cast |
|---------------------------------------|--|---------------------------------------|
| 64 | 1,26,39,690 | 99.99 |

(II) VOTED AGAINST THE RESOLUTION:

| No. of Members voted through e-Voting | Total no. of votes cast through e-Voting | % of total number of valid votes cast |
|---------------------------------------|--|---------------------------------------|
| 15 | 884 | 0.01 |



(III) INVALID VOTES OF THE RESOLUTION:

| No. of Members voted in e-Voting | No. of votes Cast through e- Voting |
|----------------------------------|-------------------------------------|
| Nil | Nil |

RESULT

As the number of votes cast in favor of the resolution was more than three times of the number of votes cast against the resolution, we report that the Special Resolution with regard to Item no. 1 as set out in the Notice of the Postal Ballot is passed in favor of the resolution with requisite majority.


- 11) The electronic data and other relevant records relating to e-voting are under our safe custody until the chairman considers, approves and sign the minutes and the same will be handed over to the Company Secretary/Director authorized by the Board for safe keeping.
- 12) You may accordingly declare the result of the e-voting of Postal Ballot Process.

Thanking you
Yours Sincerely


For DEEPAK KUKREJA & ASSOCIATES
COMPANY SECRETARIES

Place : New Delhi
Date : 26.06.2023
UDIN : F004140E000500141




(DEEPAK KUKREJA)
PROPRIETOR
FCS, LLB., ACIS (UK), IP.
CP No.8265
FCS No. 4140
Peer Review No. 2667/2022

For T T LIMITED


(SHRI SUNIL MAHNOT)
DIRECTOR FINANCE AND CFO