

Corporate Office: Nagarjuna Castle, 1/1 & 1/2, Wood Street, Ashok Nagar, Richmond Town, Bangalore – 560 025
Phone: 080-22217438/39, Email: ttkcorp@tkprestige.com
Website: www.ttkprestige.com CIN: L85110TZ1955PLC015049

March 09, 2023

National Stock Exchange “Exchange Plaza”, C-1, Block G, Bandra- Kurla Complex, Bandra (E), Mumbai – 400 051. Scrip Symbol : TTKPRESTIG	BSE Limited 27th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001. Scrip Code : 517506
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Dear Sir,

Sub: Proceedings of the Postal Ballot

Please find enclosed the Proceedings of the Postal Ballot for the Resolutions as set out in the Notice of Postal Ballot dated February 01, 2023.

This is for your information and records.

Thanking you,

Yours faithfully,
For TTK Prestige Limited,

K. Shankaran
Whole time Director & Secretary

**PROCEEDINGS OF THE POSTAL BALLOT FOR THE RESOLUTIONS AS SET OUT IN THE NOTICE OF
POSTAL BALLOT DATED FEBRUARY 01, 2023.**

Pursuant to the provisions of Section 108 and Section 110 of the Companies Act, 2013 (the “Act”) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”), Secretarial Standard-2 on general meeting (the “SS-2”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”) including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, guidelines prescribed by the Ministry of Corporate Affairs (the “MCA”), for holding general meetings/conducting postal ballot process through e-Voting vide General Circular bearing Nos.14/2020 dated 08.04.2020, 17/2020 dated 13.04.2020, 22/2020 dated 15.06.2020, 33/2020 dated 28.09.2020, 39/2020 dated 31.12.2020, 10/2021 dated 23.06.2021, 20/2021 dated 08.12.2021, 21/2021 dated 14.12.2021, 2/2022 dated 05.05.2022, 10/2022 dated 28.12.2022 and Circular No. SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated 13.05.2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05.01.2023 issued by the Securities and Exchange Board of India (SEBI) (collectively referred to as “the Circulars”) Notice of Postal Ballot dated February 01, 2023 was sent only by email to all its shareholders who have registered their email addresses with the Company/ Registrar and Share Transfer Agent (“RTA”) or Depository/ Depository Participants on February 03, 2023 to obtain the approval of the shareholders through Postal Ballot (e-Voting) for the following items of the business by way of Special Resolutions:

1. To appoint Mrs. Sandhya Vasudevan (DIN: 00372405), as an Independent Director of the Company
2. To appoint Mr. V Ranganathan (DIN: 00550121), as an Independent Director of the Company
3. Approval of TTK Prestige Limited - Long Term Incentive (Stock Option) Plan 2023
4. Approval of TTK Prestige Limited - Long Term Incentive (Stock Option) Plan 2023 for the eligible employees of the Subsidiary Company (ies) of the Company

The Board of Directors approved the said Notice and also appointed Mr. Parameshwar G Hegde, Practicing Company Secretary, as Scrutinizer for conducting the Postal Ballot process (including e-Voting) in a fair and transparent manner. A newspaper advertisement as required under the Companies Act, 2013 was published in Business Line– all editions and Dinamalar (regional newspaper - Tamil) on February 07, 2023.

The Company engaged the services of M/s KFin Technologies Limited, Hyderabad (R&TA.) to provide e-Voting facility to all its members to exercise their votes electronically as on the cut-off date i.e. February 03, 2023. The e-Voting portal for voting purpose was remained open from 09.00 hours, on Tuesday, the February 07, 2023 to 17:00 hours, on Wednesday, the March 08, 2023 and thereafter, the same was disabled.

The Scrutinizer after carrying out the scrutiny of votes cast through e-Voting facility as received up to 17:00 hours, on Wednesday, the March 08, 2023, submitted his Report on Voting on March 09, 2023 and the said Report was taken on record.

Based on the Scrutinizer's Report, the Results of the Voting by Postal Ballot through e-Voting are as under:

SPECIAL RESOLUTIONS:

1. TO APPOINT MRS. SANDHYA VASUDEVAN (DIN: 00372405), AS AN INDEPENDENT DIRECTOR OF THE COMPANY

No. of Total votes polled	No. of votes in favour	% of votes in favour	No. of votes against	% of votes against
121589143	121588010	99.9991	1133	0.0009

2. TO APPOINT MR. V RANGANATHAN (DIN: 00550121), AS AN INDEPENDENT DIRECTOR OF THE COMPANY

No. of Total votes polled	No. of votes in favour	% of votes in favour	No. of votes against	% of votes against
121589144	121565795	99.9808	23349	0.0192

3. APPROVAL OF TTK PRESTIGE LIMITED - LONG TERM INCENTIVE (STOCK OPTION) PLAN 2023

No. of Total votes polled	No. of votes in favour	% of votes in favour	No. of votes against	% of votes against
121589144	108194247	88.9835	13394897	11.0165

4. APPROVAL OF TTK PRESTIGE LIMITED - LONG TERM INCENTIVE (STOCK OPTION) PLAN 2023 FOR THE ELIGIBLE EMPLOYEES OF THE SUBSIDIARY COMPANY(IES) OF THE COMPANY

No. of Total votes polled	No. of votes in favour	% of votes in favour	No. of votes against	% of votes against
121589078	108194240	88.9835	13394838	11.0165

Based on the Scrutinizer's report, the result of Postal ballot was declared on March 08, 2023. The resolutions as mentioned in the Notice of Postal Ballot dated February 01, 2023 were duly passed with requisite majority as on March 08, 2023.