



March 29, 2023

To,
The General Manager,
Deptt of Corporate Services,
BSE Limited,
P.J. Tower, Dalal Street,
Mumbai – 400001

To,
The Vice President,
National Stock Exchange of India Limited,
Exchange Plaza,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400051

Equity Scrip code: 543249
Debt Scrip Code: 973928

Scrip Symbol: TARC

Sub.: Voting Results and Scrutinizer's Report on Postal Ballot Notice dated February 13, 2023

Dear Sir/Madam,

This is in continuation to our earlier intimation dated February 21, 2023 informing about the Postal Ballot Notice dated February 13, 2023 ("Notice") seeking approval of members of the Company in respect of the items set out in the Notice through remote e-voting system.

We wish to inform you that, based on the Scrutinizer's Report on Postal Ballot (E-voting) Results dated March 29, 2023 in respect of passing of the resolutions contained in the Notice, the members of the Company have duly passed the following resolutions as Special Resolution:

| S. No. | Type of Resolution | Description of Resolution | % of votes in favour | % of votes against |
|--------|--------------------|--|----------------------|--------------------|
| 1 | Special | Appointment of Mr. Jyoti Ghosh (DIN: 08217481) as Independent Director | 99.9979 | 0.0021 |
| 2 | Special | Appointment of Ms. Bindu Acharya (DIN: 07223003) as Independent Director | 99.9978 | 0.0022 |

In view of the above, please find enclosed herewith the following documents:

- Details of the voting results on Postal Ballot Notice dated February 13, 2023 as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Scrutinizer's Report on Postal Ballot (E-voting) Results dated March 29, 2023.

This disclosure will also be hosted on the Company's website viz. www.tarc.in and website of National Securities Depository Limited viz. www.evoting.nsdl.com.

Kindly take the same on record.

Thanking You,

For TARC Limited

Amit Narayan
Company Secretary
A20094



Encl.: As above



DETAILS OF THE VOTING RESULTS ON POSTAL BALLOT NOTICE DATED FEBRUARY 13, 2023

| | |
|--|----------------|
| Date of declaration of result of Postal Ballot | March 29, 2023 |
| Total number of shareholders on record date Cut-off date i.e. February 17, 2023 | 63491 |
| No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group Public | Not Applicable |
| No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group Public | Not Applicable |

AGENDA-WISE DISCLOSURE:

ITEM NO. 1: Appointment of Mr. Jyoti Ghosh (DIN: 08217481) as Independent Director

| | |
|--|---------|
| Resolution required: (Ordinary / Special) | Special |
| 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 |
|------------------------------|-------------------------------|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| Promoters and Promoter Group | E-Voting | 191707722 | 191707722 | 100.0000 | 191707722 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0.0000 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0.0000 | 0.0000 | 0.0000 |
| | Total | | 191707722 | 191707722 | 100.0000 | 191707722 | 0 | 100.0000 |
| Public – Institutions | E-Voting | 4169632 | 3859745 | 92.5680 | 3859745 | 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 | | 4169632 | 3859745 | 92.5680 | 3859745 | 0 | 100.0000 |
| Public – Non-Institutions | E-Voting | 99218981 | 4943485 | 4.9824 | 4939267 | 4218 | 99.9147 | 0.0853 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 99218981 | 4943485 | 4.9824 | 4939267 | 4218 | 99.9147 |
| Total | | 295096335 | 200510952 | 67.9476 | 200506734 | 4218 | 99.9979 | 0.0021 |



ITEM NO. 2: Appointment of Ms. Bindu Acharya (DIN: 07223003) as Independent Director

| | |
|--|---------|
| Resolution required: (Ordinary / Special) | Special |
| 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 |
|------------------------------|-------------------------------|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| Promoters and Promoter Group | E-Voting | 191707722 | 191707722 | 100.0000 | 191707722 | 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 | | 191707722 | 191707722 | 100.0000 | 191707722 | 0 | 100.0000 |
| Public – Institutions | E-Voting | 4169632 | 3859745 | 92.5680 | 3859745 | 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 | | 4169632 | 3859745 | 92.5680 | 3859745 | 0 | 100.0000 |
| Public – Non-Institutions | E-Voting | 99218981 | 4943445 | 4.9824 | 4939127 | 4318 | 99.9127 | 0.0873 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 99218981 | 4943445 | 4.9824 | 4939127 | 4318 | 99.9127 |
| Total | | 295096335 | 200510912 | 67.9476 | 200506594 | 4318 | 99.9978 | 0.0022 |





SCRUTINIZER'S REPORT

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

To

The Chairman

TARC Limited

CIN: L70100DL2016PLC390526

2nd Floor, C-3, Qutab Institutional Area, Katwaria Sarai,
New Delhi-110016

**Sub: TARC Limited – Scrutinizer's Report on Postal Ballot (E-voting)
Results in respect of passing of the Resolutions contained in the
Notice of Postal Ballot dated 13th February, 2023.**

Dear Sir,

I, Pawan Kumar Mishra, Company Secretary in practice, (Membership No. FCS-4305) Proprietor of P. K. Mishra & Associates, having my office at 13, Community Centre, East of Kailash, New Delhi-110065, has been appointed as Scrutinizer by the Board of Directors of TARC Limited ("**the Company**") at the meeting of Board of Directors held on Monday, February 13, 2023 for the purpose of scrutinizing the process of voting through electronic means ("**e-voting**") on the resolutions contained in the notice dated 13th February, 2023 ("**Notice**") issued in accordance with General Circular No.14/2020 dated 8 April 2020, General Circular no. 17/2020 dated April 13, 2020, General Circular no. 3/2022 dated 5 May 2022, General Circular no.11/2022 dated December 28, 2022, read with other relevant circular issued by Ministry of Corporate Affairs ("**MCA**"), Government of India (collectively referred to as "**MCA Circulars**"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standards on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India on the resolutions as mentioned in the Notice of Postal Ballot dated 13th February, 2023 in a fair and transparent manner and do hereby submit my report as under:-

1. The Notice of Postal Ballot ("**Notice**") was dispatched to the members of the Company vide e-mail on Tuesday, February 21, 2023.
2. The remote e-voting period commenced on Monday, 27th February, 2023 (9.00 A. M. IST and ended on Tuesday, March 28, 2023 (5.00 P.M. IST)

SCRUTINIZER'S REPORT-TARC LIMITED-POSTAL BALLOT ON MARCH-29, 2023

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13, Community Centre, 2nd Floor, East of Kailash, New Delhi - 110065
Phone No. : +91 11 41437575 E-mail : pkmishra59@yahoo.com

3. The remote e-voting facility was provided by National Securities Depository Limited ('NSDL').
4. The votes cast under remote e-voting facility were thereafter unblocked on Tuesday, March 28, 2023 at 7.00 P.M. after completion of e-voting.
5. The Notice was sent in electronic form only to all the shareholders whose e-mail address are registered with Company / Depositories. The hard copies of the Notice along with Postal Ballot forms and pre-paid business envelop were not sent to the Members for Postal Ballot in accordance with the requirements as specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the Members took place through the remote e-voting system only.
6. The Members of the Company holding shares as on the "cut off" date i.e. Friday, February 17, 2023 were entitled to vote on the proposed resolutions through Postal Ballot.
7. The result of the scrutiny of the above Postal Ballot through remote e-voting in respect of passing resolutions contained in the Notice dated February 13, 2023 is enclosed herewith as **Annexure-1**.

Thanking you,

Yours faithfully,

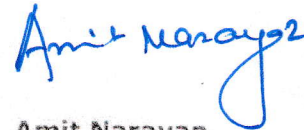
For P.K. Mishra & Associates
Company Secretaries
Firm's Registration No. S2016DE382600
Peer Review Certificate No.: 2656/2022



Pawan Kumar Mishra
Proprietor
Membership No. FCS-4305
CP No. 16222



Countersigned By:
For and on behalf of
TARC Limited



Amit Narayan
Company Secretary



Date: March 29, 2023

Place: New Delhi

UDIN: F004305D003336359

Enclosed: Annexure-1

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Annexure-1

Report on results of e-voting

Results based on remote e-voting by the members of the **TARC Limited** on each item of the Agenda as set out in the notice of Postal Ballot dated February 13, 2023 is narrated here-in-below:

Item No. 1

Appointment of Mr. Jyoti Ghosh (DIN: 08217481) as Independent Director (As Special Resolution):

| | Number of Members Voted through Electronic voting System | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------------|--|------------------------------|---------------------------------------|
| Voted in favour of the resolution | 248 | 20,05,06,734 | 99.9979 |
| Voted against the resolution | 22 | 4,218 | 0.0021 |
| Invalid votes | 0 | 0 | 0.0000 |

Item No.2

Appointment of Ms. Bindu Acharya (DIN: 07223003) as Independent Director (As Special Resolution):

| | Number of Members Voted through Electronic voting System | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------------|--|------------------------------|---------------------------------------|
| Voted in favour of the resolution | 245 | 20,05,06,594 | 99.9978 |
| Voted against the resolution | 22 | 4,318 | 0.0022 |
| Invalid votes | 0 | 0 | 0.0000 |



Since the votes cast in favour of the resolution is more than 3 times of the votes cast against the special resolutions for Item no. 1 and 2 hence, the said Special Resolution is deemed to be passed with special majority.

1. The poll papers and all other relevant records relating to electronic voting shall remain in my safe custody until the Chairman signs the minutes of the Postal Ballot of the Company and same will be handed over to the Company Secretary of the Company for safe keeping thereafter.
2. Restriction on use

The report has been issued at the request of the Company for (i) submission to the Stock Exchanges, (ii) to be placed on the website of the Company, (iii) website of NSDL (E-voting Agency) and (iv) any other regulatory purposes. This report is not to be used for any other purpose or to be distributed to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior permission.

You may accordingly declare the result of the Remote e-voting on each item of the Agenda as set out in the notice of Postal Ballot dated February 13, 2023.



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