

Date: 21.09.2022

Corporate Relations Department BSE Limited 1st Floor, New Trading Ring Rotunda Building, P J Tower Dalal Street, Fort, Mumbai 400 001.	Corporate Listing Department National Stock Exchange of India Ltd Exchange Plaza, 5th Floor Plot No.C-1, G Block Bandra-Kurla Complex Bandra (East), Mumbai 400 051.
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Dear Sir/Madam,

Sub: Submission of Voting Results/Scrutinizers Report.

Ref: Regulation 44(3) and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Scrip Code: BSE Code: 541700, NSE Code: TCNSBRANDS

Pursuant to provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that the members of the Company at its 25th Annual General Meeting (AGM) held on Tuesday, 20th September 2022 through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) transacted the business as stated in the Notice dated 12th August, 2022. In this connection, we hereby enclose the following:

1. **Consolidated results of Remote e-Voting & voting system ("Insta Poll")** in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. **Scrutinizer 's Report.**

Please take the above on record and acknowledge receipt of the same.

This is for your information and records

Thanking you.

For and on behalf of **TCNS Clothing Co. Limited**

Piyush Asija
Company Secretary and Compliance Officer
M. No: A21328

Date: 21.09.2022

Place: New Delhi



TCNS Clothing Co. Limited

119 & 127, W-HOUSE, NEELGAGAN TOWER, MANDI ROAD, SULTANPUR, MEHRAULI, NEW DELHI-110030, INDIA
PH: 011-42193193, Fax: 011-42193194, E-mail: corporatecommunications@tcnsclothing.com, www.wforwoman.com, www.shopforaurelia.com
REGD. OFFICE: 119, W-HOUSE, NEELGAGAN TOWER, MANDI ROAD, SULTANPUR, MEHRAULI, NEW DELHI- 110030
CIN- L99999DL1997PLC090978

TCNS Clothing Co. Limited

Voting Results of AGM

Details of venue voting and remote e-voting results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:

Date of the AGM	20.09.2022
Total number of shareholders on cut-off date i.e. September 13, 2022	19,254
No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoters Group: Public:	NA
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoters Group: Public:	4 67

1. Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Reports of the Board of Directors and Auditors thereon.

Whether promoter/ promoter group are interested in the Agenda/resolution

No

Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	1,98,76,757	1,98,76,757	100.0000	1,98,76,757	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,98,76,757	100.0000	1,98,76,757	0	100.0000	0.0000
Public-Institutions	E-voting	1,35,33,983	74,43,695	55.0000	74,43,695	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		74,43,695	55.0000	74,43,695	0	100.0000	0.0000
Public-Non Institutions	E-voting	2,82,18,809	2,50,25,457	88.6836	2,50,25,452	5	100.0000	0.0000
	Poll		13	0.00005	13	0	100.0000	0.0000
	Total		2,50,25,470	88.6837	2,50,25,465	5	99.99998	0.0000
Total		6,16,29,549	5,23,45,922	84.9364	5,23,45,917	5	99.99999	0.00001

2. Ordinary Resolution: To re-appoint a Director in place of Mr. Anant Kumar Daga (DIN 07604184) who retires by rotation and being eligible, offers himself for re-appointment.

Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	1,98,76,757	1,98,76,757	100.0000	1,98,76,757	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,98,76,757	100.0000	1,98,76,757	0	100.0000	0.0000
Public-Institutions	E-voting	1,35,33,983	74,43,695	55.0000	73,41,995	1,01,700	98.6337	1.3663
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		74,43,695	55.0000	73,41,995	1,01,700	98.6337	1.3663
Public-Non Institutions	E-voting	2,82,18,809	2,50,25,457	88.6836	2,50,25,451	6	100.0000	0.0000
	Poll		13	0.0000	13	0	100.0000	0.0000
	Total		2,50,25,470	88.6837	2,50,25,464	6	100.0000	0.0000
Total		6,16,29,549	5,23,45,922	84.9364	5,22,44,216	1,01,706	99.8057	0.1943

3. Special Resolution: To re-appoint M/s. Deloitte Haskins and Sells LLP (Firm registration number: 117366 W/W-100018) Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration.

Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	1,98,76,757	1,98,76,757	100.0000	1,98,76,757	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,98,76,757	100.0000	1,98,76,757	0	100.0000	0.0000
Public-Institutions	E-voting	1,35,33,983	74,43,695	55.0000	74,31,782	11,913	99.8400	0.1600
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		74,43,695	55.0000	74,31,782	11,913	99.8400	0.1600
Public-Non Institutions	E-voting	2,82,18,809	2,50,25,457	88.6836	2,50,25,452	5	100.0000	0.0000
	Poll		13	0.0000	13	0	100.0000	0.0000
	Total		2,50,25,470	88.6837	2,50,25,465	5	100.0000	0.0000
Total		6,16,29,549	5,23,45,922	84.9364	5,23,34,004	11,918	99.9772	0.0228

4. Special Resolution: To re-appoint Mr. Bhaskar Pramanik (DIN 00316650) as an Independent Director of the Company.

Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	1,98,76,757	1,98,76,757	100.0000	1,98,76,757	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,98,76,757	100.0000	1,98,76,757	0	100.0000	0.0000
Public-Institutions	E-voting	1,35,33,983	74,43,695	55.0000	74,43,695	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		74,43,695	55.0000	74,43,695	0	100.0000	0.0000
Public-Non Institutions	E-voting	2,82,18,809	2,50,25,457	88.6836	2,50,25,452	5	100.0000	0.0000
	Poll		13	0.0000	13	0	100.0000	0.0000
	Total		2,50,25,470	88.6837	2,50,25,465	5	99.99998	0.00002
Total		6,16,29,549	5,23,45,922	84.9364	5,23,45,917	5	99.99999	0.00001

5. Special Resolution: To re-appoint Ms. Neeru Abrol (DIN 01279485) as an Independent Director of the Company.

Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	1,98,76,757	1,98,76,757	100.0000	1,98,76,757	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,98,76,757	100.0000	1,98,76,757	0	100.0000	0.0000
Public-Institutions	E-voting	1,35,33,983	74,43,695	55.0000	74,43,695	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		74,43,695	55.0000	74,43,695	0	100.0000	0.0000
Public-Non Institutions	E-voting	2,82,18,809	2,50,25,457	88.6836	2,50,25,449	8	100.0000	0.0000
	Poll		13	0.0000	13	0	100.0000	0.0000
	Total		2,50,25,470	88.6837	2,50,25,462	8	99.99997	0.00003
Total		6,16,29,549	5,23,45,922	84.9364	5,23,45,914	8	99.99998	0.00002

6. Special Resolution: To re-appoint Ms. Sangeeta Talwar (DIN 00062478) as an Independent Director of the Company.

Whether promoter/ promoter group are interested in the Agenda/resolution

No

Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	1,98,76,757	1,98,76,757	100.0000	1,98,76,757	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,98,76,757	100.0000	1,98,76,757	0	100.0000	0.0000
Public-Institutions	E-voting	1,35,33,983	74,43,695	55.0000	74,43,695	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		74,43,695	55.0000	74,43,695	0	100.0000	0.0000
Public-Non Institutions	E-voting	2,82,18,809	2,50,25,457	88.6836	2,50,25,449	8	100.0000	0.0000
	Poll		13	0.0000	13	0	100.0000	0.0000
	Total		2,50,25,470	88.6837	2,50,25,462	8	99.99997	0.00003
Total		6,16,29,549	5,23,45,922	84.9364	5,23,45,914	8	99.99998	0.00002

7. Special Resolution: To re-appoint Mr. Onkar Singh Pasricha (DIN 00032290) as the Executive Director of the Company and to fix the terms of his appointment.

Whether promoter/ promoter group are interested in the Agenda/resolution

No

Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	1,98,76,757	1,98,76,757	100.0000	1,98,76,757	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,98,76,757	100.0000	1,98,76,757	0	100.0000	0.0000
Public-Institutions	E-voting	1,35,33,983	74,43,695	55.0000	74,43,695	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		74,43,695	55.0000	74,43,695	0	100.0000	0.0000
Public-Non Institutions	E-voting	2,82,18,809	2,50,25,457	88.6836	2,50,25,452	5	100.0000	0.0000
	Poll		13	0.0000	13	0	100.0000	0.0000
	Total		2,50,25,470	88.6837	2,50,25,465	5	99.99998	0.00002
Total		6,16,29,549	5,23,45,922	84.9364	5,23,45,917	5	99.99999	0.00001

8. Special Resolution: To Approve fixation of remuneration of Mr. Onkar Singh Pasricha (DIN 00032290), Chairman and Executive Director of the Company.

Whether promoter/ promoter group are interested in the Agenda/resolution

No

Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	1,98,76,757	1,98,76,757	100.0000	1,98,76,757	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,98,76,757	100.0000	1,98,76,757	0	100.0000	0.0000
Public-Institutions	E-voting	1,35,33,983	74,43,695	55.0000	74,43,695	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		74,43,695	55.0000	74,43,695	0	100.0000	0.0000
Public-Non Institutions	E-voting	2,82,18,809	2,50,25,457	88.6836	2,50,25,452	5	100.0000	0.0000
	Poll		13	0.0000	13	0	100.0000	0.0000
	Total		2,50,25,470	88.6837	2,50,25,465	5	99.99998	0.00002
Total		6,16,29,549	5,23,45,922	84.9364	5,23,45,917	5	99.99999	0.00001

9. Special Resolution: To Approve Remuneration of Mr. Anant Kumar Daga (DIN 07604184), Managing Director of the Company.

Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	1,98,76,757	1,98,76,757	100.0000	1,98,76,757	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,98,76,757	100.0000	1,98,76,757	0	100.0000	0.0000
Public-Institutions	E-voting	1,35,33,983	74,43,695	55.0000	73,41,995	1,01,700	98.6337	1.3663
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		74,43,695	55.0000	73,41,995	1,01,700	98.6337	1.3663
Public-Non Institutions	E-voting	2,82,18,809	2,50,25,457	88.6836	2,50,25,452	5	99.99998	0.00002
	Poll		13	0.0000	13	0	100.00000	0.00000
	Total		2,50,25,470	88.6837	2,50,25,465	5	99.99998	0.00002
Total		6,16,29,549	5,23,45,922	84.9364	5,22,44,217	1,01,705	99.80571	0.19429

SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1ST Floor, Defence Colony, New Delhi - 110 024

Tel. : (011) 4679 0000, Fax : (011) 4679 0012

e-mail : contact@cssanjaygrover.in

website : www.cssanjaygrover.in

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 ("the Act") and Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules") as amended]

To,

The Chairman

TCNS CLOTHING CO. LIMITED

(CIN: L99999DL1997PLC090978)

119, New Manglapuri, W House, Mandi Road,

Sultanpur, Mehrauli, South Delhi - 110030

Dear Sir,

I, Devesh Kumar Vasisht, Partner of M/s Sanjay Grover & Associates, Company Secretaries, having office at B-88, First Floor, Defence Colony, New Delhi-110024, was appointed as Scrutinizer by the Board of Directors of TCNS Clothing Co. Limited ("the Company") in its meeting held on **August 12, 2022** for the purpose of scrutinizing the voting process i.e. remote e-Voting and e-Voting at 25th Annual General Meeting ("**AGM**") under the provisions of Section 108 of the Act, read with the Rules and General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021 and 2/2022 issued by the Ministry of Corporate Affairs ("**MCA**") on April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021 and May 05, 2022 respectively and SEBI Circulars dated May 13, 2022 ("**MCA & SEBI Circulars**") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**LODR Regulations**") and other applicable laws and regulations (including any statutory modifications or re-enactments thereof, for the time being in force) in respect of the resolutions as mentioned in the Notice dated August 12, 2022 ("**AGM Notice**") for AGM of the Company held on Tuesday, September 20, 2022 at 10:30 A.M. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM):




I submit my report as under:-

1. The management of the Company is responsible to ensure the compliance with the requirements of (i) the Act and the Rules made thereunder (ii) the MCA & SEBI Circulars; and (iii) the LODR Regulations related to e-Voting in respect of the resolutions contained in the AGM Notice and also for ensuring a secured framework for e-Voting.
2. My responsibility as Scrutinizer for e-Voting at the AGM and remote e-Voting is restricted to make a consolidated scrutinizer's report of the votes cast in "Favour" or "Against" the resolutions contained in the AGM Notice, based on the reports generated from the e-Voting system provided by KFin Technologies Limited ("KFin Tech").
3. The remote e-Voting period commenced on Saturday, September 17, 2022 at 09:00 A.M. (IST) and ended on Monday, September 19, 2022 at 05:00 P.M. (IST) via e-Voting platform on the designated website of KFin Tech, Authorized Agency to provide e-Voting facility viz.: <https://evoting.kfintech.com/>. The Company provided e-Voting facility to the Members who participated / attended through VC/OAVM to enable such Members to cast their votes, if they had not cast their vote earlier through remote e-Voting.
4. The Members of the Company as on the "Cut-off Date" i.e. Tuesday, September 13, 2022 were entitled to avail the facility of remote e-Voting as well as e-Voting at the AGM on the proposed resolutions as set out in the AGM Notice.
5. The total paid up Equity Share Capital of the Company as on September 13, 2022 was Rs.12,32,59,098/- (Rupees Twelve Crore Thirty Two Lakh Fifty Nine Thousand and Ninety Eight only) divided into 6,16,29,549 (Six Crore Sixteen Lakh Twenty Nine Thousand Five Hundred and Forty Nine) equity shares of Rs. 2/- (Rupees Two only) each.



6. After completion of e-Voting at the AGM, the vote cast by the members through e-Voting at the AGM and through remote e-Voting was unblocked in the presence of two witnesses i.e., Mr. Ayush Arya and Mr. Vijay Reddy who are not in the employment of the Company:


Mr. Ayush Arya


Mr. Vijay Reddy

7. The data of remote e-Voting and e-Voting at the AGM was diligently scrutinized and reconciled with the records maintained by the KFin Tech, Registrar and Share Transfer Agent ("RTA"). Detailed register was maintained containing the summary of results of remote e-Voting and e-Voting at AGM.
8. The consolidated summary of results of e-Voting at AGM and remote e-Voting are as under:

Resolution No. 1- To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Reports of the Board of Directors and Auditors thereon.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Voting at AGM	Remote e-Voting	Total	
Assent	13	5,23,45,904	5,23,45,917	99.99999
Dissent	0	5	5	0.00001
Total	13	5,23,45,909	5,23,45,922	100

Therefore, the above Resolution has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure-A.**



Resolution No. 2- To re-appoint a Director in place of Mr. Anant Kumar Daga (DIN 07604184) who retires by rotation and being eligible, offers himself for re-appointment.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Voting at AGM	Remote e-Voting	Total	
Assent	13	5,22,44,203	5,22,44,216	99.8057
Dissent	0	1,01,706	1,01,706	0.1943
Total	13	5,23,45,909	5,23,45,922	100

Therefore, the above Resolution has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure-B.**

Resolution No. 3- To re-appoint M/s. Deloitte Haskins and Sells LLP (Firm registration number: 117366 W/W-100018) Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Voting at AGM	Remote e-Voting	Total	
Assent	13	5,23,33,991	5,23,34,004	99.9772
Dissent	0	11,918	11,918	0.0228
Total	13	5,23,45,909	5,23,45,922	100

Therefore, the above Resolution has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure-C.**



Resolution No. 4- Re-appointment of Mr. Bhaskar Pramanik (DIN00316650) as an Independent Director of the Company.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Voting at AGM	Remote e-Voting	Total	
Assent	13	5,23,45,904	5,23,45,917	99.99999
Dissent	0	5	5	0.00001
Total	13	5,23,45,909	5,23,45,922	100

Therefore, the above Resolution has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure-D.**

Resolution No. 5 - Re-appointment of Ms. Neeru Abrol (DIN01279485) as an Independent Director of the Company.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Voting at AGM	Remote e-Voting	Total	
Assent	13	5,23,45,901	5,23,45,914	99.99998
Dissent	0	8	8	0.00002
Total	13	5,23,45,909	5,23,45,922	100

Therefore, the above Resolution has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure-E.**



Resolution No. 6 - Re-appointment of Ms. Sangeeta Talwar (DIN00062478) as an Independent Director of the Company.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Voting at AGM	Remote e-Voting	Total	
Assent	13	5,23,45,901	5,23,45,914	99.99998
Dissent	0	8	8	0.00002
Total	13	5,23,45,909	5,23,45,922	100

Therefore, the above Resolution has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure-F.**

Resolution No. 7 - Re-Appointment of Mr. Onkar Singh Pasricha (DIN 00032290) as the Executive Director of the Company and to fix the terms of his appointment.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Voting at AGM	Remote e-Voting	Total	
Assent	13	5,23,45,904	5,23,45,917	99.99999
Dissent	0	5	5	0.00001
Total	13	5,23,45,909	5,23,45,922	100

Therefore, the above Resolution has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure-G.**



Resolution No. 8 - Approval for fixation of remuneration of Mr. Onkar Singh Pasricha (DIN 00032290), Chairman and Executive Director of the Company.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Voting at AGM	Remote e-Voting	Total	
Assent	13	5,23,45,904	5,23,45,917	99.99999
Dissent	0	5	5	0.00001
Total	13	5,23,45,909	5,23,45,922	100

Therefore, the above Resolution has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure-H**.

Resolution No. 9 - Approval for Remuneration of Mr. Anant Kumar Daga (DIN 07604184), Managing Director of the Company.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Voting at AGM	Remote e-Voting	Total	
Assent	13	5,22,44,204	5,22,44,217	99.80571
Dissent	0	1,01,705	1,01,705	0.19429
Total	13	5,23,45,909	5,23,45,922	100

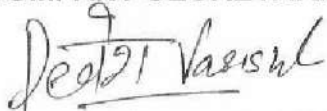
Therefore, the above Resolution has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure-I**.



10. The register containing the details of remote e-Voting and e-Voting at the AGM is under my safe custody and will be handed over to the Company Secretary of the Company, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

**For SANJAY GROVER & ASSOCIATES
COMPANY SECRETARIES**


(Devesh Kumar Vasisht)

Partner

CP No.:13700

UDIN: F008488D001007475

Date: September 20, 2022

Place: New Delhi



Countersigned by

Chairman
TCNS Clothing Co. Limited

Date: **September 21, 2022**

Place: New Delhi

Annexure-A

Details of e-Voting at AGM & remote e-Voting for Resolution No.-1 are as under:

A1. E-VOTING AT AGM:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	7	13	26
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	7	13	26
d) Votes with Assent	7	13	26
e) Votes with Dissent	0	0	0

A2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	120	5,23,45,909	10,46,91,818
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	120	5,23,45,909	10,46,91,818
d) Votes with Assent	115	5,23,45,904	10,46,91,808
e) Votes with Dissent	5	5	10



Annexure-B

Details of e-Voting at AGM & remote e-Voting for Resolution No.-2 are as under:

B1. E-VOTING AT AGM:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	7	13	26
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	7	13	26
d) Votes with Assent	7	13	26
e) Votes with Dissent	0	0	0

B2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	120	5,23,45,909	10,46,91,818
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	120	5,23,45,909	10,46,91,818
d) Votes with Assent	113	5,22,44,203	10,44,88,406
e) Votes with Dissent	7	1,01,706	2,03,412



Annexure-C

Details of e-Voting at AGM & remote e-Voting for Resolution No.-3 are as under:

C1. E-VOTING AT AGM:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	7	13	26
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	7	13	26
d) Votes with Assent	7	13	26
e) Votes with Dissent	0	0	0

C2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	120	5,23,45,909	10,46,91,818
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	120	5,23,45,909	10,46,91,818
d) Votes with Assent	114	5,23,33,991	10,46,67,982
e) Votes with Dissent	6	11,918	23,836



Annexure-D

Details of e-Voting at AGM & remote e-Voting for Resolution No.-4 are as under:

D1. E-VOTING AT AGM:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	7	13	26
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	7	13	26
d) Votes with Assent	7	13	26
e) Votes with Dissent	0	0	0

D2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	120	5,23,45,909	10,46,91,818
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	120	5,23,45,909	10,46,91,818
d) Votes with Assent	115	5,23,45,904	10,46,91,808
e) Votes with Dissent	5	5	10



Annexure-E

Details of e-Voting at AGM & remote e-Voting for Resolution No.-5 are as under:

E1. E-VOTING AT AGM:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	7	13	26
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	7	13	26
d) Votes with Assent	7	13	26
e) Votes with Dissent	0	0	0

E2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	120	5,23,45,909	10,46,91,818
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	120	5,23,45,909	10,46,91,818
d) Votes with Assent	113	5,23,45,901	10,46,91,802
e) Votes with Dissent	7	8	16



Annexure-F

Details of e-Voting at AGM & remote e-Voting for Resolution No.-6 are as under:

F1. E-VOTING AT AGM:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	7	13	26
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	7	13	26
d) Votes with Assent	7	13	26
e) Votes with Dissent	0	0	0

F2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	120	5,23,45,909	10,46,91,818
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	120	5,23,45,909	10,46,91,818
d) Votes with Assent	113	5,23,45,901	10,46,91,802
e) Votes with Dissent	7	8	16



Annexure-G

Details of e-Voting at AGM & remote e-Voting for Resolution No.-7 are as under:

G1. E-VOTING AT AGM:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	7	13	26
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	7	13	26
d) Votes with Assent	7	13	26
e) Votes with Dissent	0	0	0

G2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	120	5,23,45,909	10,46,91,818
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	120	5,23,45,909	10,46,91,818
d) Votes with Assent	115	5,23,45,904	10,46,91,808
e) Votes with Dissent	5	5	10



Annexure-H

Details of e-Voting at AGM & remote e-Voting for Resolution No.-8 are as under:

H1. E-VOTING AT AGM:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	7	13	26
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	7	13	26
d) Votes with Assent	7	13	26
e) Votes with Dissent	0	0	0

H2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	120	5,23,45,909	10,46,91,818
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	120	5,23,45,909	10,46,91,818
d) Votes with Assent	115	5,23,45,904	10,46,91,808
e) Votes with Dissent	5	5	10



Annexure-I

Details of e-Voting at AGM & remote e-Voting for Resolution No.-9 are as under:

11. E-VOTING AT AGM:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	7	13	26
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	7	13	26
d) Votes with Assent	7	13	26
e) Votes with Dissent	0	0	0

12. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	120	5,23,45,909	10,46,91,818
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	120	5,23,45,909	10,46,91,818
d) Votes with Assent	114	5,22,44,204	10,44,88,408
e) Votes with Dissent	6	1,01,705	2,03,410

