



12th August, 2024

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

Scrip Code – 532513

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1 G Block
Bandra - Kurla Complex, Bandra - (E)
Mumbai - 400 051

Scrip Symbol – TVSELECT

Dear Sir / Madam,

Sub: Intimation on Disclosure of Voting Results and Scrutinizer's Report of 29th Annual General Meeting (AGM)

With reference to our intimation dated 10th August 2024, the Voting Results and Scrutinizer's Report of the 29th Annual General Meeting are attached herewith. All the proposed resolutions have been passed with the requisite majority on the date of Annual General Meeting. The final dividend will be paid on 16th August 2024.

The Voting Results and the Scrutinizer's Report are also placed on the Company's website and Notice Board.

The video recording of the proceedings of the AGM is also being made available on the Company's website at www.tvse.in.

This is for your information and records.

Thanking You,

Yours truly,
For TVS Electronics Limited

K Santosh
Company Secretary

TVS Electronics Limited

"Arihant E-Park", No.117/1, 9th Floor, L.B. Road, Adyar, Chennai – 600 020. Tel.: +91-44-42005200
Registered Office: Greenways Towers, 2nd Floor, No.119, St. Mary's Road, Abhiramapuram, Chennai – 600 018
Corporate Identity Number: L30007TN1995PLC032941
E-mail id: webmaster@tvse.in Website: www.tvse.in

| 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 for the year ended 31st March 2024, together with the reports of the Board of Directors and the Auditors' thereon. | | | | |
| 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 | 11172743 | 11172743 | 100 | 11172743 | 0 | 100 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 11172743 | 11172743 | 100 | 11172743 | 0 | 100 | 0 |
| Public- Institutions | E-Voting | 53132 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 53132 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 7424443 | 63895 | 0.8606 | 63895 | 0 | 100 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 7424443 | 63895 | 0.8606 | 63895 | 0 | 100 | 0 |
| Total | | 18650318 | 11236638 | 60.249 | 11236638 | 0 | 100 | 0 |
| Whether resolution is Pass or Not. | | | | | | | | Yes |
| Disclosure of notes on resolution | | | | | | | | |

| Resolution(2) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | Yes | | | | |
| Description of resolution considered | | | | Re-appointment of Mrs. Srilalitha Gopal (DIN: 02329790), who retires by rotation, as a Director. | | | | |
| 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 | 11172743 | 11172743 | 100 | 11172743 | 0 | 100 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 11172743 | 11172743 | 100 | 11172743 | 0 | 100 | 0 |
| Public- Institutions | E-Voting | 53132 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 53132 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 7424443 | 63895 | 0.8606 | 62395 | 1500 | 97.6524 | 2.3476 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 7424443 | 63895 | 0.8606 | 62395 | 1500 | 97.6524 | 2.3476 |
| Total | | 18650318 | 11236638 | 60.249 | 11235138 | 1500 | 99.9867 | 0.0133 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

| Resolution(3) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | Declaration of Dividend of Rs.1 per equity share, for the financial year ended 31st March 2024. | | | | |
| 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 | 11172743 | 11172743 | 100 | 11172743 | 0 | 100 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 11172743 | 11172743 | 100 | 11172743 | 0 | 100 | 0 |
| Public- Institutions | E-Voting | 53132 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 53132 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 7424443 | 63895 | 0.8606 | 63895 | 0 | 100 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 7424443 | 63895 | 0.8606 | 63895 | 0 | 100 | 0 |
| Total | | 18650318 | 11236638 | 60.249 | 11236638 | 0 | 100 | 0 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

| Resolution(4) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | Ratification of the remuneration fixed by the Board of Directors as payable to Mr. P. Raju Iyer, Practising Cost Accountant (Membership No. 6987) as Cost Auditor for the financial year ending 31st March 2025. | | | | |
| 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 | 11172743 | 11172743 | 100 | 11172743 | 0 | 100 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 11172743 | 11172743 | 100 | 11172743 | 0 | 100 |
| Public- Institutions | E-Voting | 53132 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 53132 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 7424443 | 63895 | 0.8606 | 63892 | 3 | 99.9953 | 0.0047 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 7424443 | 63895 | 0.8606 | 63892 | 3 | 99.9953 |
| Total | | 18650318 | 11236638 | 60.249 | 11236635 | 3 | 100 | 0 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

| Resolution(5) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | Yes | | | | |
| Description of resolution considered | | | | Approving the continuation of appointment of Mr. Gopal Srinivasan (DIN:00177699) as a Non-Executive and Non-Independent Director, in his current position as Chairman who is not subject to retirement by rotation, for a further period of 5 (five) consecutive years from 10th August 2024 to 9th August, 2029, during which period also he will not be liable to retire by rotation. | | | | |
| 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 | 11172743 | 11172743 | 100 | 11172743 | 0 | 100 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 11172743 | 11172743 | 100 | 11172743 | 0 | 100 | 0 |
| Public-Institutions | E-Voting | 53132 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 53132 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 7424443 | 63895 | 0.8606 | 63895 | 0 | 100 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 7424443 | 63895 | 0.8606 | 63895 | 0 | 100 | 0 |
| Total | | 18650318 | 11236638 | 60.249 | 11236638 | 0 | 100 | 0 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |



K SRIRAM, B.Com, ACA, FCS
Practising Company Secretary

Consolidated Scrutiniser's Report

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

12th August 2024

To,

The Chairman,

TVS Electronics Limited

[CIN: L30007TN1995PLC032941]

Greenways Towers, No.119, 2nd Floor, St. Mary's Road,
Abhiramapuram, Chennai – 600 018.

Dear Sir,

Sub: Scrutinizer's Report on Remote e-voting (Prior to and at the AGM) in respect of the 29th Annual General Meeting of the members of your Company held on Saturday the 10th August 2024 through Video conferencing/Other audio-visual means

The Board of Directors of the Company, pursuant to resolution passed at their meeting held on 9th May 2024 appointed me as the Scrutiniser for the remote e-voting process to be conducted in relation to the 29th Annual General Meeting (AGM) of the Company to be held on 10th August 2024 ('the 29th AGM') through Video-conferencing/Other audio-visual means (VC/OAVM).

I submit my consolidated report as under:

1. Since the Equity shares of the Company are listed on the National Stock Exchange of India Limited (**NSE**) and BSE Limited (**BSE**), **the Company has provided e-voting facility**, in terms of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (**the Act**) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**SEBI LODR**), General Circular No.9/2023 dated 25th September 2023 issued by the Ministry of Corporate Affairs (MCA), and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October 2023 issued by the Securities and Exchange Board of India (SEBI).
2. The items of business as set out in the notice convening the 29th AGM and covered by the remote e-voting (Prior to and at the AGM) are as follows:

| Item No. | Nature of business | Type of resolution | Subject-matter |
|----------|--------------------|--------------------|---|
| 1 | Ordinary | Ordinary | Adoption of Audited Financial Statements for the year ended 31 st March 2024, together with the reports of the Board of Directors and the Auditors' thereon. |

KRISHNAMURTHY SRIRAM
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KRISHNAMURTHY SRIRAM
Date: 2024.08.12 10:43:39
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“SHRESHTAM”, Old No.17, New No.16, Pattammal Street, Mandaveli, Chennai – 600 028.
(044) 42074012/ 24611440 sriram.krishnamurthy@rediffmail.com

TVS ELECTRONICS LIMITED

Consolidated Scrutiniser's report on remote e-voting-29th AGM held on 10th August 2024

| Item No. | Nature of business | Type of resolution | Subject-matter |
|-----------------|---------------------------|---------------------------|---|
| 2 | Ordinary | Ordinary | Re-appointment of Mrs. Srilalitha Gopal (DIN: 02329790), who retires by rotation, as a Director. |
| 3 | Ordinary | Ordinary | Declaration of Dividend of Re.1/- per equity share, for the financial year ended 31 st March 2024. |
| 4 | Special | Ordinary | Ratification of the remuneration fixed by the Board of Directors as payable to Mr. P. Raju Iyer, Practising Cost Accountant (Membership No. 6987) as Cost Auditor for the financial year ending 31 st March 2025. |
| 5 | Special | Ordinary | Approving the continuation of appointment of Mr. Gopal Srinivasan (DIN:00177699) as a Non-Executive and Non-Independent Director, in his current position as Chairman who is not subject to retirement by rotation, for a further period of 5 (five) consecutive years from 10 th August 2024 to 9 th August, 2029, during which period also he will not be liable to retire by rotation. |

3. The remote e-voting facility (prior to and at the AGM) was provided by National Securities Depository Limited (NSDL). **NSDL** allotted E-Voting Event Number (**EVEN**) **128959** for the remote e-voting process in relation to the 29th AGM. NSDL also provided the web-based platform for conduct of the AGM through VC/OAVM.
4. **Notice convening the 29th AGM** (along with the Annual Report for the financial year ended 31st March 2024) was **sent** by NSDL on **19th July 2024 to 43,520 shareholders** out of the 48,127 shareholders as on 12th July 2024 (being the cut-off date for dispatch of the AGM Notice to the shareholders), **through e-mail** to their e-mail address registered with the RTA/ the Depositories. Physical copies of the AGM Notice and Annual Report were not sent to the shareholders in view of the exemption provided by MCA and SEBI vide their Circulars referred to above. However, physical copies of the AGM Notice and Annual Report were sent to the shareholders who had specifically requested for the same.
5. The AGM Notice and Annual Report were also sent to the Directors, Auditors and Secretarial Auditors on 19th July 2024 through e-mail, and submitted to NSE and BSE on 19th July 2024 by filing on their online portal.
6. The prescribed particulars relating to the e-voting process for the 29th AGM were advertised in "Financial Express" (all India edition) in English and in "Makkal Kural" in Tamil, on 20th July 2024. The advertisements also stated the manner in which shareholders whose e-mail address was not registered could register the same with the Company.
7. Integrated Registry Management Services Private Limited, the Registrar and Share transfer agents of the Company ('the RTA') provided the list of shareholders as on **3rd August 2024** being the cut-off date fixed for determining eligibility to vote in respect of the items of business to be transacted at the 29th AGM ('**the cut-off date**').

TVS ELECTRONICS LIMITED

Consolidated Scrutiniser's report on remote e-voting-29th AGM held on 10th August 2024

8. As on the cut-off date, the paid-up Equity share capital of the Company comprised of **1,86,50,318 Equity shares of Rs.10/- each**. This included:
 - (a) **23,350 Equity shares** lying in the TVS Electronics Limited - Unclaimed Suspense Account ('**Unclaimed Suspense Account**'), on which voting rights were frozen in terms of Schedule VI of the SEBI LODR; and
 - (b) **1,75,850 Equity shares** transferred to and lying in the demat account of the Investor Education and Protection Fund Authority, Ministry of Corporate Affairs ('**IEPF Authority**'), in terms of Section 124(6) of the Act.
9. The remote e-voting facility **prior to the 29th AGM commenced on Wednesday, 7th August 2024, at 10:00 AM (IST) and ended on Friday, 9th August 2024 at 5:00 PM (IST)**.
10. The **29th AGM was held** on Saturday, the **10th August 2024 at 10.00 A.M. (IST), through VC/OAVM**, and the meeting concluded at 11.30 A.M (IST), including the 15 minutes specifically provided for the e-voting process after transaction of the business.
11. Remote e-voting facility provided by NSDL was available **at the 29th AGM, from 10.00 A.M IST** (the time of commencement of the 29th AGM) to **11.30 A.M. IST** [15 (fifteen) minutes after conclusion of the business proceedings], to enable the members attending the AGM who had not cast their vote through remote e-voting prior to the 29th AGM to exercise their voting rights.
12. On completion of the remote e-voting at the 29th AGM, I unblocked the vote cast through remote e-voting (prior to and at the AGM), in the presence of two witnesses not in the employment of the Company and obtained the e-voting report from the remote e-voting website of NSDL.
13. I have scrutinised the votes cast through remote e-voting (prior to and at the 29th AGM) on the e-voting platform provided by NSDL and validated the same with the list of shareholders and their shareholding as on the cut-off date.
14. I have also verified and confirmed that no voting rights were exercised in respect of the equity shares lying in the Unclaimed Suspense Account or with the IEPF Authority.
15. I have recorded the particulars relating to the votes cast through remote e-voting (prior to and at the 29th AGM) in a separate register maintained in electronic form.
16. The **consolidated results** of remote e-voting (prior to and at the AGM) are venue are as under:

| Item No. | Total valid ballots/votes | | Valid ballots/ votes in favour of the resolution | | | Valid ballots/ votes against the resolution | | |
|----------|---------------------------|-------------------|---|-------------------|------------------|--|-------------------|------------------|
| | No. of Ballots | No. of Votes cast | No. of Ballots | No. of Votes cast | % of valid votes | No. of Ballots | No. of Votes cast | % of valid votes |
| 1 | 129 | 1,12,36,638 | 129 | 1,12,36,638 | 100.00% | - | - | - |
| 2 | 129 | 1,12,36,638 | 128 | 1,12,35,138 | 99.99% | 1 | 1,500 | 0.01% |
| 3 | 129 | 1,12,36,638 | 129 | 1,12,36,638 | 100.00% | - | - | - |
| 4 | 129 | 1,12,36,638 | 127 | 1,12,36,635 | 100.00% | 2 | 3 | 0.00% |
| 5 | 129 | 1,12,36,638 | 129 | 1,12,36,638 | 100.00% | - | - | - |


17. **I observe that all the 5 (five) ordinary resolutions** as set-out in the Notice convening the 29th AGM **have been passed with the requisite majority on the date of the said AGM, namely, 10th August 2024.**

You may declare the results accordingly.

Thanking you,

Yours faithfully,

KRISHNAMURTHY
SRIRAM

 Digitally signed by
KRISHNAMURTHY SRIRAM
Date: 2024.08.12 19:26:16 +05'30'

K. SRIRAM

Practising Company Secretary **(C.P. No. 2215)**

Scrutiniser

UDIN: F006312F000958835