

July 04, 2024

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001, Maharashtra, India
Scrip Code: 544174

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

Sub: Result of the Postal Ballot along with Scrutinizer's Report

Dear Sir/ Madam,

Pursuant to the provisions of Section 110 read with Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company conducted the Postal Ballot through remote e-voting process, for seeking approval of its members for the resolutions as set out in the Postal Ballot Notice (**'Notice'**) dated May 30, 2024.

In this regard, we would like to inform you that the resolutions as set out in the Notice have been duly approved by the Members of the Company with requisite majority. The resolutions are deemed to have been passed on July 03, 2024, the last date specified for receipt of votes through remote e-voting process.

In terms of Regulation 30 read with Part — A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (**"SEBI Listing Regulation"**) brief of the said resolutions as approved by the members is as follows:

S. No.	Resolutions	Type of Resolution
1	Ratification of "TBO Employees Stock Option Scheme, 2021"	Approved as Special Resolution
2	Ratification of extension of benefits of TBO Employees Stock Option Scheme, 2021 ("ESOS 2021") to the employees of the Subsidiary Companies and Associate Companies, including Joint venture companies, if any	Approved as Special Resolution

TBO Tek Limited

info@tbo.com | +91 124 4998999

CIN: L74999DL2006PLC155233 | Registered Office Address: E-78 South Extension Part- I, New Delhi-110049, India,

Corporate Office Address: Plot No. 728, Udyog Vihar Phase- V Gurgaon - 122016 Haryana, India

www.tbo.com

In terms of Regulation 44(3) of the SEBI Listing Regulations, the result of the Postal Ballot through remote e-voting on the aforesaid resolutions is enclosed in the prescribed format, as Annexure - I.

The Scrutinizers' Report on the resolutions passed through Postal Ballot is enclosed as Annexure - II.

Kindly take the same on record.

Thanking you,

Yours faithfully

For and on behalf of TBO Tek Limited

Neera Chandak
Company Secretary

TBO Tek Limited

info@tbo.com | +91 124 4998999

CIN: L74999DL2006PLC155233 | Registered Office Address: E-78 South Extension Part- I, New Delhi-110049, India,

Corporate Office Address: Plot No. 728, Udyog Vihar Phase- V Gurgaon - 122016 Haryana, India

www.tbo.com

General information about company	
Scrip code	544174
NSE Symbol	TBOTEK
MSEI Symbol	NA
ISIN	INE673O01025
Name of the company	TBO Tek Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	03-07-2024
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	Shirin Bhatt
Firms Name	Shirin Bhatt & Associates
Qualification	CS
Membership Number	F8273
Date of Board Meeting in which appointed	30-05-2024
Date of Issuance of Report to the company	03-07-2024

Voting results	
Record date	31-05-2024
Total number of shareholders on record date	35207
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of "TBO Employees Stock Option Scheme, 2021"				
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	48221436						
	Poll							
	Postal Ballot (if applicable)		48221326	99.9998	48221326	0	100	0
	Total		48221436	48221326	99.9998	48221326	0	100
Public- Institutions	E-Voting	53569790						
	Poll							
	Postal Ballot (if applicable)		49501212	92.4051	42005328	7495884	84.8572	15.1428
	Total		53569790	49501212	92.4051	42005328	7495884	84.8572
Public- Non Institutions	E-Voting	6796561						
	Poll							
	Postal Ballot (if applicable)		597796	8.7956	597471	325	99.9456	0.0544
	Total		6796561	597796	8.7956	597471	325	99.9456
Total		108587787	98320334	90.5446	90824125	7496209	92.3757	7.6243
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of extension of benefits of TBO Employees Stock Option Scheme, 2021 ("ESOS 2021") to the employees of the Subsidiary Companies and Associate Companies, including Joint venture companies, if any.				
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	48221436						
	Poll							
	Postal Ballot (if applicable)		48221326	99.9998	48221326	0	100	0
	Total		48221436	48221326	99.9998	48221326	0	100
Public- Institutions	E-Voting	53569790						
	Poll							
	Postal Ballot (if applicable)		49501212	92.4051	42005328	7495884	84.8572	15.1428
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Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Scrutinizer's Report

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

Date: July 04, 2024

To,
Mr. Ravindra Dhariwal
Chairman
TBO Tek Limited
E-78 South Extension
Part- I, New Delhi,
Delhi, India, 110049

SUB: Scrutinizer's Report on Postal Ballot conducted via Remote E-Voting for the resolutions set out in the Postal Ballot Notice of TBO Tek Limited (the "Company") dated May 30, 2024

Dear Sir,

I, Shirin Bhatt, Practicing Company Secretary (Membership No. F8273/ C.P. No. 9150) was appointed as Scrutinizer by the Board of Directors of the Company vide resolution dated **May 30, 2024** for the purpose of scrutinizing the Postal Ballot Remote E-Voting process in a fair and transparent manner in respect of the resolutions as stated in the Postal Ballot Notice dated **May 30, 2024 ("Notice")**.

The special business mentioned in the Notice, were proposed to be passed by the Members of the Company through Postal Ballot via remote electronic voting ("**Remote E-Voting**") pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 (the "**Act**") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 along with General Circular Nos. 14/ 2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "**MCA Circulars**"), and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "**SEBI Listing Regulations**").

I submit the report as under:

1. The management of the Company is responsible to ensure the compliance with the

requirements of the Act, Rules thereunder read with MCA Circulars, Secretarial Standards on General Meetings (SS-2) and regulations contained in the SEBI Listing Regulations relating to postal ballot by Remote E-Voting.

2. My responsibility as a Scrutinizer for the Remote E-Voting is restricted to the extent of scrutinizing the Remote E-Voting process including preparation and presentation of Scrutinizer's Report on the votes cast "FOR" or "AGAINST" on the resolutions stated in the Notice, based on the reports generated from the e-voting systems provided by the KFin Technologies Limited (the "KFinTech") at <https://evoting.kfintech.com> (the "**Remote E-Voting Portal**"), the authorized agency to provide Remote E-Voting facilities and also the Company's Registrar and Share Transfer Agent.
3. Pursuant to confirmation received from KFinTech, the Notice was sent on June 03, 2024 through email to such shareholders whose email addresses were registered with the Company/KFinTech/Depositories and whose names were recorded in the Register of Members/Beneficial owners of the Company as on the Cut-off date i.e. Friday, May 31, 2024 ("**Cut-off Date**"). The entitlement of the members to vote on the Remote E-Voting was also determined as on the Cut-Off Date.
4. The Company published an advertisement in newspaper having nation-wide circulation on Tuesday, June 03, 2024, in Business Standard English Newspaper and Hindi Newspaper providing requisite information as required under Rules and MCA Circulars.
5. The Remote E-Voting period commenced on Tuesday, June 04, 2024 at 09:00 A.M. (IST) and ended on Wednesday, July 03, 2024 at 05:00 P.M. (IST). Upon the conclusion of e-voting period on July 03, 2024 at 05.00 p.m. (IST) the Remote E -Voting platform was blocked thereafter and the votes cast during Remote E-Voting were unblocked in the presence of following two witnesses not being in the employment of the Company as under: :
 - (a) Mrs. Preeti Chauhan (1st Witness)
 - (b) Ms. Shikha Bishnoi (2nd Witness)
6. The items for which approval of the Members of the Company was sought as stated in the Notice is mentioned hereunder:

S. No.	Type of Resolution	Description of the resolution
1	Special Resolution	Ratification of "TBO Employees Stock Option Scheme, 2021"
2	Special Resolution	Ratification of extension of benefits of TBO Employees Stock Option Scheme, 2021 ("ESOS 2021") to the employees of the Subsidiary Companies and Associate

		Companies, including Joint venture companies, if any.
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7. Results of Remote E-Voting, prepared on the basis of reports downloaded from the Remote E-Voting Portal, is enclosed as **Annexure-A** and based on these results, I report that Item no. 1 and 2 of the Notice stand passed as Special Resolutions with 3/4th majority of votes cast in favour of the resolutions.
8. The electronic register and all other papers and relevant documents relating to the Remote E-Voting, shall remain in our safe custody until the Chairman considers, approves and signs the minutes. Thereafter the said documents shall be handed over for safe keeping to **Ms. Neera Chandak**, Company Secretary & Compliance Officer of the Company.

You may accordingly declare the result of postal ballot by Remote E-Voting.

For Shirin Bhatt & Associates
Company Secretaries
Firm Registration No.: S2011DE162600

Shirin Bhatt
Proprietor
Membership No.: F8273
C.P. No. 9150
PR No. 1209/2021

Date: July 04, 2024
Place: Greater Noida
UDIN: **F008273F000665600**

Received the Report
For TBO TEK LIMITED

Gaurav Bhatnagar
Joint Managing Director

Place: New Delhi
Date: July 04, 2024

ANNEXURE-A
RESULTS ON POSTAL BALLOT VIA REMOTE E-VOTING

Item No. 1 Ratification of “TBO Employees Stock Option Scheme, 2021”

Category	Mode of voting	No of Members Voted*	No of Members abstained	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	-	-	4,82,21,436	-	-	-	-	-	-
	Poll	-	-		-	-	-	-	-	-
	Postal Ballot**	4	0	4,82,21,326	4,82,21,326	99.9998	4,82,21,326	-	100.0000	-
	Total	4	-	4,82,21,436	4,82,21,326	99.9998	4,82,21,326	-	100.0000	-
Public-Institutions	E-Voting	-	-	5,35,69,790	-	-	-	-	-	-
	Poll	-	-		-	-	-	-	-	-
	Postal Ballot**	88	1	4,95,01,212	4,95,01,212	92.4051	4,20,05,328	74,95,884	84.8572	15.1428
	Total	88	1	5,35,69,790	4,95,01,212	92.4051	4,20,05,328	74,95,884	84.8572	15.1428
Public- Non Institutions	E-Voting	-	-	67,96,561	-	-	-	-	-	-
	Poll	-	-		-	-	-	-	-	-
	Postal Ballot**	151	9	5,97,796	5,97,796	8.7956	5,97,471	325	99.9456	0.0544
	Total	151	9	67,96,561	5,97,796	8.7956	5,97,471	325	99.9456	0.0544
Total	243	10	10,85,87,787	9,83,20,334	90.5446	9,08,24,125	74,96,209	92.3757	7.6243	

Details of Invalid Votes

Category	Total number of members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast by them
Promoter and Promoter Group	-	-
Public Insitutions	-	-
Public - Non Insitutions	-	-

Note: *Number of Shareholders are not grouped on the basis of PAN
** Postal Ballot held via Remote E-Voting

RESULTS ON POSTAL BALLOT VIA REMOTE E-VOTING

Ratification of extension of benefits of TBO Employees Stock Option Scheme, 2021 (“ESOS 2021”) to the employees of the Subsidiary Companies and Associate Companies, including Joint venture companies, if any.

Item No. 2

Category	Mode of voting	No of Members Voted*	No of Members abstained	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	-	-	4,82,21,436	-	-	-	-	-	-
	Poll	-	-		-	-	-	-	-	-
	Postal Ballot**	4	0	4,82,21,326	4,82,21,326	99.9998	4,82,21,326	-	100.0000	-
	Total	4	-	4,82,21,436	4,82,21,326	99.9998	4,82,21,326	-	100.0000	-
Public-Institutions	E-Voting	-	-	5,35,69,790	-	-	-	-	-	-
	Poll	-	-		-	-	-	-	-	-
	Postal Ballot**	88	1	4,95,01,212	4,95,01,212	92.4051	4,20,05,328	74,95,884	84.8572	15.1428
	Total	88	1	5,35,69,790	4,95,01,212	92.4051	4,20,05,328	74,95,884	84.8572	15.1428
Public- Non Institutions	E-Voting	-	-	67,96,561	-	-	-	-	-	-
	Poll	-	-		-	-	-	-	-	-
	Postal Ballot**	151	9	5,97,796	5,97,796	8.7956	5,97,471	325	99.9456	0.0544
	Total	151	9	67,96,561	5,97,796	8.7956	5,97,471	325	99.9456	0.0544
Total		243	10	10,85,87,787	9,83,20,334	90.5446	9,08,24,125	74,96,209	92.3757	7.6243

Details of Invalid Votes

Category	Total number of members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast by them
Promoter and Promoter Group	-	-
Public Institutions	-	-
Public - Non Institutions	-	-

Note: *Number of Shareholders are not grouped on the basis of PAN

** Postal Ballot held via Remote E-Voting