



**Tourism Finance Corporation of India Ltd.**

4th Floor, Tower-1,  
NBCC Plaza, Pushp Vihar  
Sector-5, Saket,  
New Delhi-110017

Tel. : +91-11-4747 2200  
Fax: +91 11 2956 1171  
E-mail: ho@tfcilt.com  
Web: www.tfcilt.com

CIN : L65910DL1989PLC034812

TF/LISTING/24

August 14, 2024

BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 023 <b>Scrip Code: 526650</b>	National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex, Banda (East), Mumbai – 400 051 <b>Scrip Code : TFCILTD</b>
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Dear Sir,

**Sub: 35<sup>th</sup> Annual General Meeting– Voting Result**

This is to inform you that Shareholders of the Company at 35<sup>th</sup> Annual General Meeting (AGM) held on Wednesday, August 14, 2024 have considered and approved all the resolutions as contained in the notice of the AGM dated July 10, 2024.

Pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the detailed Voting Results along with the Scrutinizer's Report.

We request you that the above information may please be taken on record.

Yours faithfully,

**(Sanjay Ahuja)**  
**Company Secretary**

Encl: As stated

## Compliance under Regulation 44(3) of the SEBI (LODR) Regulations, 2015

Company Name	Tourism Finance Corporation of India Limited
Date of AGM	August 14, 2024
Total Number of shareholders on record date	98981
No. of shareholders present in the meeting either in person or through proxy:	71
Promoter and Promoter Group:	NA
Public:	NA
No. of shareholders attended the meeting through Video Conferencing	
Promoter and Promoter Group:	0
Public:	71

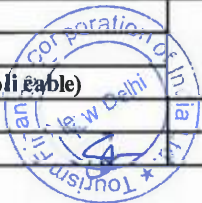
## Resolution (1)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and adopt the audited Financial Statements of the Company for the year ended March 31, 2024 and the report of the Board of Directors' and 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
Promoter and Promoter Group	E-Voting		7264672	100.00	7264672	0	100	0
	Poll	7264672	0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total	7264672	7264672	100.00	7264672	0	100	0
Public Institutions	E-Voting		533386	20.18	533386	0	100	0
	Poll	2643569	0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total	2643569	533386	20.18	533386	0	100	0
Public-Non Institutions	E-Voting		21794608	26.36	21781129	13479	99.9382	0.0618
	Poll	82687207	0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total	82687207	21794608	26.36	21781129	13479	99.9382	0.0618
Total		92595448	29592666	31.96	29579187	13479	99.9545	0.0455



Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the				No				
Description of resolution considered				To consider and declare Dividend on Equity Shares for financial year 2023-24.				
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
Promoter and Promoter Group	E-Voting	7264672	7264672	100.00	7264672	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		7264672	7264672	100.00	7264672	0	100
Public Institutions	E-Voting	2643569	545098	20.62	545098	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		2643569	545098	20.62	545098	0	100
Public- Non Institutions	E-Voting	82687207	21794610	26.36	21784306	10304	99.9527	0.0473
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		82687207	21794610	26.36	21784306	10304	99.9527
Total		92595448	29604380	31.97	29594076	10304	99.9652	0.0348

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the				No				
Description of resolution considered				To appoint a Director in place of Dr. S.Ravi (DIN: 00009790), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.				
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
Promoter and Promoter Group	E-Voting	7264672	7264672	100.00	7264672	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		7264672	7264672	100.00	7264672	0	100
Public Institutions	E-Voting	2643569	545098	20.62	480995	64103	88.2401	11.7599
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		2643569	545098	20.62	480995	64103	88.2401
Public- Non Institutions	E-Voting	82687207	21794602	26.36	21781228	13374	99.9386	0.0614
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		82687207	21794602	26.36	21781228	13374	99.9386
Total		92595448	29604372	31.97	29526895	77477	99.7383	0.2617



Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the				No				
Description of resolution considered				To appoint Statutory Auditors of the Company in terms of the provisions of Section 139 and other applicable provisions of the Companies Act, 2013.				
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
Promoter and Promoter Group	E-Voting	7264672	7264672	100.00	7264672	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		7264672	7264672	100.00	7264672	0	100
Public Institutions	E-Voting	2643569	545098	20.62	545098	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		2643569	545098	20.62	545098	0	100
Public- Non Institutions	E-Voting	82687207	21794608	26.36	21781225	13383	99.9386	0.0614
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		82687207	21794608	26.36	21781225	13383	99.9386
Total		92595448	29604378	31.97	29590995	13383	99.9548	0.0452

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the				No				
Description of resolution considered				Issue of Non-Convertible Bonds/Debentures/other instruments.				
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
Promoter and Promoter Group	E-Voting	7264672	7264672	100.00	7264672	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		7264672	7264672	100.00	7264672	0	100
Public Institutions	E-Voting	2643569	545098	20.62	545098	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		2643569	545098	20.62	545098	0	100
Public- Non Institutions	E-Voting	82687207	21794608	26.36	21783709	10899	99.9500	0.0500
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		82687207	21794608	26.36	21783709	10899	99.9500
Total		92595448	29604378	31.97	29593479	10899	99.9632	0.0368



Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the				Yes				
Description of resolution considered				Re-classification of Mr. Koppara Sajeeve Thomas and Pransatree Holdings Pte. Limited from 'Promoter Group' category to 'Public' category.				
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
Promoter and Promoter Group	E-Voting	7264672	3560972	49.02	3560972	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		7264672	3560972	49.02	3560972	0	100
Public Institutions	E-Voting	2643569	545098	20.62	545098	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		2643569	545098	20.62	545098	0	100
Public- Non Institutions	E-Voting	82687207	21794608	26.36	21780732	13876	99.9363	0.0637
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		82687207	21794608	26.36	21780732	13876	99.9363
Total		92595448	25900678	27.97	25886802	13876	99.9464	0.0536

Resolution (7)								
Resolution required: (Ordinary/ Special)				Ordinary				
Whether promoter/promoter group are interested in the				No				
Description of resolution considered				To approve the appointment and payment of remuneration of Shri Anoop Bali (DIN: 00302077) as Managing Director of the Company.				
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
Promoter and Promoter Group	E-Voting	7264672	7264672	100.00	7264672	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		7264672	7264672	100.00	7264672	0	100
Public Institutions	E-Voting	2643569	545098	20.62	545098	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		2643569	545098	20.62	545098	0	100
Public-Non Institutions	E-Voting	82687207	21794608	26.36	21781092	13516	99.9380	0.0620
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		82687207	21794608	26.36	21781092	13516	99.9380
Total		92595448	29604378	31.97	29590862	13516	99.9543	0.0457

Resolution (8)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the				No				
Description of resolution considered				To approve the appointment of Shri Aditya Kumar Halwasiya (DIN: 08200117) as a Non-Executive Non-Independent Director of the Company.				
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
Promoter and Promoter Group	E-Voting	7264672	7264672	100.00	7264672	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		7264672	7264672	100.00	7264672	0	100
Public Institutions	E-Voting	2643569	545098	20.62	538615	6483	98.8107	1.1893
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		2643569	545098	20.62	538615	6483	98.8107
Public- Non Institutions	E-Voting	82687207	21794608	26.36	21791358	3250	99.9851	0.0149
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		82687207	21794608	26.36	21791358	3250	99.9851
<b>Total</b>		<b>92595448</b>	<b>29604378</b>	<b>31.97</b>	<b>29594645</b>	<b>9733</b>	<b>99.9671</b>	<b>0.0329</b>

Resolution (9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the				No				
Description of resolution considered				Appointment of Shri Deepak Amitabh (DIN: 01061535) as an Independent 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
Promoter and Promoter Group	E-Voting	7264672	7264672	100.00	7264672	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		7264672	7264672	100.00	7264672	0	100
Public Institutions	E-Voting	2643569	545098	20.62	545098	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		2643569	545098	20.62	545098	0	100
Public- Non Institutions	E-Voting	82687207	21794608	26.36	21781302	13306	99.9389	0.0611
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		82687207	21794608	26.36	21781302	13306	99.9389
<b>Total</b>		<b>92595448</b>	<b>29604378</b>	<b>31.97</b>	<b>29591072</b>	<b>13306</b>	<b>99.9551</b>	<b>0.0449</b>

Resolution (10)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the				No				
Description of resolution considered				Appointment of Dr. Mahabaleshwara M S (DIN: 07645317) as an Independent 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
Promoter and Promoter Group	E-Voting	7264672	7264672	100.00	7264672	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	<b>Total</b>		7264672	7264672	100.00	7264672	0	100
Public Institutions	E-Voting	2643569	545098	20.62	545098	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	<b>Total</b>		2643569	545098	20.62	545098	0	100
Public-Non Institutions	E-Voting	82687207	21794608	26.36	21781284	13324	99.9389	0.0611
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	<b>Total</b>		82687207	21794608	26.36	21781284	13324	99.9389
<b>Total</b>		<b>92595448</b>	<b>29604378</b>	<b>31.97</b>	<b>29591054</b>	<b>13324</b>	<b>99.9550</b>	<b>0.0450</b>





# Arun Kumar Gupta & Associates

## COMPANY SECRETARIES

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FORM NO. MGT - 13

### CONSOLIDATED SCRUTINIZER'S REPORT

*(Pursuant to Section 108 of the Companies Act, 2013, read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014, and pursuant to General Circulars - No.14/2020 dated April 8, 2020, No.17/2020 dated April 13, 2020, No.20/2020 dated May 5, 2020 and No. 10/2022 dated December 28, 2022 (collectively referred to as "MCA circulars"), guidelines relating to the conduct of general meetings through Video Conferencing / Other Audio Visual Means and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13.05.2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05.01.2023 and Circular No. SEBI/HO/CFD/CFD/PoD-2/P/CIR/2023/167 dated 07.10.2023 (collectively referred to as "SEBI Circulars") and Regulation 44 of SEBI (LODR)/regulations, 2015 as amended, and Secretarial Standard on General Meetings (SS-2).*

To,

The Chairman of 35<sup>th</sup> Annual General Meeting of Tourism Finance Corporation of India Ltd. (CIN: L65910DL1989PLC034812), held on Wednesday, the 14<sup>th</sup> August 2024 at 11.00 A.M. through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).

Dear Sir,

I, Arun Kumar Gupta, Proprietor of ARUN KUMAR GUPTA & ASSOCIATES, Company Secretaries, was appointed as Scrutinizer, pursuant to Section 108 of the Companies Act, 2013 read with Rules 20 and 21 of Companies (Management and Administration) Rules, 2014, and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 for the purpose of scrutinizing the remote e-voting and e-voting (Instapoll / Venue Voting) in respect of resolutions set forth in notice dated 10.07.2024 of 35<sup>th</sup> AGM of the Company, cast by the shareholders of the Tourism Finance Corporation of India Ltd. (the Company) at the AGM held on Wednesday, the 14th August, 2024, at 11.00 AM through Video Conferencing (VC)/ Other Audio Visual Means(OAVM).

I submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made there under, MCA circulars, SEBI circulars, listing regulations, secured framework and electronic voting systems relating to remote e-voting and e-voting systems (Instapoll /Venue Voting) by shareholders at the 35<sup>th</sup> Annual General Meeting, on the resolutions proposed in the Notice dated 10.07.2024 of the Annual General Meeting, is the responsibility of the management.



My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means (remote e-voting) and Instapoll / venue voting) are conducted in a fair and transparent manner and render a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system (remote e-voting and Instapoll /venue voting), both facilities provided by the Central Depository Services Limited (CDSL).

2. The Notice of the meeting was sent by electronic mode to those members whose email ids were registered with the Company/Depository Participants and dispatch of notices was completed on 22.07.2024. Public notice by way of advertisement was also published on 24.07.2024 in two newspapers - (1) Financial Express (English daily), and (2) Jansatta (Hindi, Delhi Edition) specifying details and matters required under the rules.
3. The remote e-voting period commenced at 9.00 AM (IST) on 11.08.2024 and ended on 13.08.2024 at 5 PM (IST). At the end of Remote e-voting period the facility for remote e-voting was blocked by the CDSL.
4. The shareholders of the Company as on the cut-off date (record date) i.e., 07.08.2024 were entitled to avail the facility of remote E-voting as well as Instapoll /Venue voting at the AGM on the proposed resolutions.
5. The total paid up equity share capital of the Company as on cut-off date i.e., 07.08.2024 was Rs. 92,59,54,480 divided into 9,25,95,448 equity shares of Rs. 10/- each fully paid up and total number of members on the above date 98,981.
6. Attendance of 71 Members was registered who attended the AGM through VC/OAVM and the Chairman requested for Venue Voting at the AGM as per MCA circulars/guidelines referred to above.
7. The Company provided the facility of e-voting at the AGM only to such members who had participated in the AGM through VC/OVAM and who had not cast their votes through remote e-voting.
8. After the period fixed by the Chairman for closing of the e-voting at the Venue at 11:52 hrs., the electronic system recording the e-voting/venue voting was locked.
9. After completion of e-voting and conclusion of the AGM, the e-voting event was unblocked on 14.08.2024 at 11:53 hrs. in the presence of two witnesses, who are not in the employment of the Company. Their confirmation in writing is attached as Annexure A.
10. Thereafter the details of equity shareholders who voted "For" or "Against" were downloaded from the e-voting website of Central Depository Services Ltd ([www.evotigindia.com](http://www.evotigindia.com)).
11. The voting rights were reckoned as on 07.08.2024 (end of day) being the "cut off"/record date for purpose of deciding the entitlement of members at the remote e-voting and Instapoll /venue voting at the AGM.

12. Based on the data provided by CDSL system, the total votes cast in favour or against, through Remote e-voting and Instapoll /venue voting at the AGM, in respect of all resolutions proposed in the notice of the AGM are as under:

**Ordinary Business:**

**Item No. 1:** To consider and adopt the audited Financial Statements of the Company for the year ended March 31, 2024 and the report of the Board of Directors' and Auditors' thereon.

**Ordinary Resolution**

- (i) Voted in favour of Resolution:

Particulars	Remote e-voting	E-voting at the AGM (Instapoll/Venue Voting)	Total
Number of members voting	236	5	241
Number of votes cast by them	2,95,79,153	34	2,95,79,187
% Of total number of Valid votes cast	99.95%	0%	99.95%

- (ii) Voted against the resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll/Venue Voting)	Total
Number of members voting	5	2	7
Number of votes cast by them	13,477	2	13,479
% of total number of Valid votes cast	0.05%	0%	0.05%

- (iii) Invalid Votes – NIL

## Summary of E-Voting

Category	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
<b>Promoter and Promoter Group</b>	72,64,672	72,64,672	100%	72,64,672	0	100%	0%
<b>Public Institutions</b>	26,43,569	5,33,386	20.18%	5,33,386	0	100%	0%
<b>Public- Non Institutions</b>	8,26,87,207	2,17,94,608	26.36	2,17,81,129	13,479	99.94%	0.06%
<b>Total</b>	<b>9,25,95,448</b>	<b>2,95,92,666</b>	<b>31.96%</b>	<b>2,95,79,187</b>	<b>13,479</b>	<b>99.95%</b>	<b>0.05%</b>

**Item No. 2.** To consider and declare Dividend on Equity Shares for financial year 2023-24.

### Ordinary Resolution

(i) Voted in favour of Resolution:

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	240	5	245
Number of votes cast by them	2,95,94,042	34	2,95,94,076
% of total number of Valid votes cast	99.97%	0%	99.97%

(ii) Voted against the resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	3	2	5
Number of votes cast by them	10,302	2	10,304
% of total number of Valid votes cast	0.03%	0%	0.03%

(iii) Invalid Votes – NIL

## Summary of E-Voting

Category	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
<b>Promoter and Promoter Group</b>	72,64,672	72,64,672	100%	72,64,672	0	100%	0%
<b>Public Institutions</b>	26,43,569	5,45,098	20.62%	5,45,098	0	100%	0%
<b>Public- Non Institutions</b>	8,26,87,207	2,17,94,610	26.36%	2,17,84,306	10,304	99.95%	0.05%
<b>Total</b>	<b>9,25,95,448</b>	<b>2,96,04,380</b>	<b>31.97%</b>	<b>2,95,94,076</b>	<b>10,304</b>	<b>99.97%</b>	<b>0.03%</b>

**Item No. 3:** To appoint a Director in place of Dr. S.Ravi (DIN: 00009790), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

### Ordinary Resolution

#### (i) Voted in favour of Resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	228	5	233
Number of votes cast by them	2,95,26,861	34	2,95,26,895
% Of total number of Valid votes cast	99.74%	0%	99.74%

#### ii) Voted against the resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting))	Total
Number of members voting	13	2	15
Number of votes cast by them	77,475	2	77,477
% of total number of Valid votes cast	0.26%	0%	0.26%

#### iii) Invalid Votes – NIL

## Summary of E-Voting

Category	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
<b>Promoter and Promoter Group</b>	72,64,672	72,64,672	100%	72,64,672	0	100%	0%
<b>Public Institutions</b>	26,43,569	5,45,098	20.62%	4,80,995	64,103	88.24%	11.76%
<b>Public- Non Institutions</b>	8,26,87,207	2,17,94,602	26.36%	2,17,81,228	13,374	99.93%	0.06%
<b>Total</b>	<b>9,25,95,448</b>	<b>2,96,04,372</b>	<b>31.97%</b>	<b>2,95,26,895</b>	<b>77,477</b>	<b>99.74%</b>	<b>0.26%</b>

**Item No. 4:** To appoint Statutory Auditors of the Company in terms of the provisions of Section 139 and other applicable provisions of the Companies Act, 2013.

## Ordinary Resolution

### i) Voted in favour of Resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	236	5	241
Number of votes cast by them	2,95,90,961	34	2,95,90,995
% of total number of Valid votes cast	99.95%	0%	99.95%

### ii) Voted against the resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	6	2	8
Number of votes cast by them	13,381	2	13,383
% of total number of Valid votes cast	0.05%	0%	0.05%

### iii) Invalid Votes – NIL

## Summary of E-Voting

Category	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
<b>Promoter and Promoter Group</b>	72,64,672	72,64,672	100%	72,64,672	0	100%	0%
<b>Public Institutions</b>	26,43,569	5,45,098	20.62%	5,45,098	0	100%	0%
<b>Public- Non Institutions</b>	8,26,87,207	2,17,94,608	26.36%	2,17,81,225	13,383	99.94%	0.06%
<b>Total</b>	<b>9,25,95,448</b>	<b>2,96,04,378</b>	<b>31.97%</b>	<b>2,95,90,995</b>	<b>13,383</b>	<b>99.95%</b>	<b>0.05%</b>

### Special Business:

**Item No.5:** Issue of Non-Convertible Bonds/Debentures/other instruments.

### Special Resolution

#### i) Voted in favour of Resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	233	5	238
Number of votes cast by them	2,95,93,445	34	2,95,93,479
% of total number of Valid votes cast	99.96%	0%	99.96%

#### ii) Voted against the resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	9	2	11
Number of votes cast by them	10,897	2	10,899
% of total number of Valid votes cast	0.04%	0%	0.04%

#### iii) Invalid Votes – NIL

## Summary of E-Voting

Category	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
<b>Promoter and Promoter Group</b>	72,64,672	72,64,672	100%	72,64,672	0	100%	0%
<b>Public Institutions</b>	26,43,569	5,45,098	20.62%	5,45,098	0	100%	0%
<b>Public- Non Institutions</b>	8,26,87,207	2,17,94,608	26.36%	2,17,83,709	10,899	99.95%	0.05%
<b>Total</b>	<b>9,25,95,448</b>	<b>2,96,04,378</b>	<b>31.97%</b>	<b>2,95,93,479</b>	<b>10,899</b>	<b>99.96%</b>	<b>0.04%</b>

**Item No. 6:** Re-classification of Mr. Koppara Sajeeve Thomas and Pransatree Holdings Pte. Limited from 'Promoter Group' category to 'Public' category

### Ordinary Resolution

i) Voted in favour of Resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting	Total
Number of members voting	231	5	236
Number of votes cast by them	2,58,86,768	34	2,58,86,802
% of total number of Valid votes cast	99.95%	0%	99.95%

ii) Voted against the resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting	Total
Number of members voting	10	2	12
Number of votes cast by them	13,874	2	13,876
% of total number of Valid votes cast	0.05%	0%	0.05%

iii) Invalid Votes

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting	Total
Number of members voting	1	0	1
Number of votes cast by them	37,03,700	0	37,03,700

## Summary of E-Voting

Category	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
<b>Promoter and Promoter Group</b>	72,64,672	35,60,972	49.02%	35,60,972	0	100%	0%
<b>Public Institutions</b>	26,43,569	5,45,098	20.62%	5,45,098	0	100%	0%
<b>Public- Non Institutions</b>	8,26,87,207	2,17,94,608	26.36%	2,17,80,732	13,876	99.94%	0.06%
<b>Total</b>	<b>9,25,95,448</b>	<b>2,59,00,678</b>	<b>27.97%</b>	<b>2,58,86,802</b>	<b>13,876</b>	<b>99.95%</b>	<b>0.05%</b>

**Item No. 7:** To approve the appointment and payment of remuneration of Shri Anoop Bali (DIN: 00302077) as Managing Director of the Company.

### Ordinary Resolution

i) Voted in favour of Resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting	Total
Number of members voting	234	5	239
Number of votes cast by them	2,95,90,828	34	2,95,90,862
% of total number of Valid votes cast	99.95%	0%	99.95%

ii) Voted against the resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting	Total
Number of members voting	8	2	10
Number of votes cast by them	13,514	2	13,516
% of total number of Valid votes cast	0.05%	0%	0.05%

iii) Invalid Votes – NIL



## Summary of E-Voting

Category	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
<b>Promoter and Promoter Group</b>	72,64,672	72,64,672	100%	72,64,672	0	100%	0%
<b>Public Institutions</b>	26,43,569	5,45,098	20.62%	5,45,098	0	100%	0%
<b>Public- Non Institutions</b>	8,26,87,207	2,17,94,608	26.36%	2,17,81,092	13,516	99.94%	0.06%
<b>Total</b>	<b>9,25,95,448</b>	<b>2,96,04,378</b>	<b>31.97%</b>	<b>2,95,90,862</b>	<b>13,516</b>	<b>99.95%</b>	<b>0.05%</b>

**Item No. 8:** To approve the appointment of Shri Aditya Kumar Halwasiya (DIN: 08200117) as a Non-Executive Non-Independent Director of the Company.

### Ordinary Resolution

i) Voted in favour of Resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	234	5	239
Number of votes cast by them	2,95,94,611	34	2,95,94,645
% of total number of Valid votes cast	99.97%	0%	99.97%

ii) Voted against the resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	8	2	10
Number of votes cast by them	9,731	2	9,733
% of total number of Valid votes cast	0.03%	0%	0.03%

iii) Invalid Votes – NIL

## Summary of E-Voting

Category	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
<b>Promoter and Promoter Group</b>	72,64,672	72,64,672	100%	72,64,672	0	100%	0%
<b>Public Institutions</b>	26,43,569	5,45,098	20.62%	5,38,615	6,483	98.81%	1.19%
<b>Public- Non Institutions</b>	8,26,87,207	2,17,94,608	26.36%	2,17,91,358	3,250	99.99%	0.01%
<b>Total</b>	<b>9,25,95,448</b>	<b>2,96,04,378</b>	<b>31.97%</b>	<b>2,95,94,645</b>	<b>9,733</b>	<b>99.97%</b>	<b>0.03%</b>

**Item No. 9:** Appointment of Shri Deepak Amitabh (DIN: 01061535) as an Independent Director.

### Special Resolution

i) Voted in favour of Resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	237	5	242
Number of votes cast by them	2,95,91,038	34	2,95,91,072
% of total number of Valid votes cast	99.96%	0%	99.96%

ii) Voted against the resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	5	2	7
Number of votes cast by them	13,304	2	13,306
% of total number of Valid votes cast	0.04%	0%	0.04%

iii) Invalid Votes – NIL

## Summary of E-Voting

Category	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
<b>Promoter and Promoter Group</b>	72,64,672	72,64,672	100%	72,64,672	0	100%	0%
<b>Public Institutions</b>	26,43,569	5,45,098	20.62%	5,45,098	0	100%	0%
<b>Public- Non Institutions</b>	8,26,87,207	2,17,94,608	26.36%	2,17,81,302	13,306	99.94%	0.06%
<b>Total</b>	<b>9,25,95,448</b>	<b>2,96,04,378</b>	<b>31.97%</b>	<b>2,95,91,072</b>	<b>13,306</b>	<b>99.96%</b>	<b>0.04%</b>

**Item No. 10:** Appointment of Dr. Mahabaleshwara M S (DIN: 07645317) as an Independent Director.

### Special Resolution

i) Voted in favour of Resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	235	5	240
Number of votes cast by them	2,95,91,020	34	2,95,91,054
% of total number of Valid votes cast	99.95%	0%	99.95%

ii) Voted against the resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	7	2	9
Number of votes cast by them	13,322	2	13,324
% of total number of Valid votes cast	0.05%	0%	0.05%

iii) Invalid Votes – NIL

## Summary of E-Voting

Category	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
<b>Promoter and Promoter Group</b>	72,64,672	72,64,672	100%	72,64,672	0	100%	0%
<b>Public Institutions</b>	26,43,569	5,45,098	20.62%	5,45,098	0	100%	0%
<b>Public- Non Institutions</b>	8,26,87,207	2,17,94,608	26.36%	2,17,81,284	13,324	99.94%	0.06%
<b>Total</b>	<b>9,25,95,448</b>	<b>2,96,04,378</b>	<b>31.97%</b>	<b>2,95,91,054</b>	<b>13,324</b>	<b>99.95%</b>	<b>0.05%</b>

13. In view of above analysis of total votes cast, the votes cast in favour exceed the votes cast against the resolutions pertaining to the items of business listed above. As required under the Act, the resolutions have been passed with requisite majority in accordance with the provisions of the Companies Act, 2013 and Rules made there under.

14. The list of equity shareholders who voted “For” or “Against” the resolutions (Both through Remote e-voting and Instapoll /Venue Voting at the AGM and all electronic data relating to the AGM has been handed over to the Company Secretary authorized by the Board for safe custody.

**For ARUN KUMAR GUPTA & ASSOCIATES  
Company Secretaries**

ARUN KUMAR GUPTA  
Digitally signed by  
ARUN KUMAR GUPTA  
Date: 2024.08.14  
19:20:19 +05'30'

**(ARUN KUMAR GUPTA)**

FCS-5551, CP-5086

Peer Review Cer. No. 1658 /2022

UDIN: - F005551F000981680

Date: 14/08/2024

New Delhi

Counter signed by

For Tourism Finance Corporation of India Ltd.

1. The e-votes cast through remote e-voting and Instapoll /venue voting at the AGM in respect of all resolutions proposed in the notice of the AGM dated 10.07.2024 of Tourism Finance Corporation of India Limited (CIN: L65910DL1989PLC034812) were unblocked in our presence.


2. We are not in the employment of the Company.

Witnesses:

1. Signature 

Name and Address:

(Aditya Garg), 103, SKG Signature Homes, Shanti Kunj Main, New Delhi 110070

2. Signature 

Name and Address:

(Dakshita Soni), B-247, 2<sup>nd</sup> Floor, Jilmil Colony, New Delhi 110095

New Delhi

Date: 14<sup>th</sup> August, 2024