

March 29, 2022

The Secretary  
BSE Ltd.  
PJ Towers, Rotunda Bldg.,  
Dalal Street, Fort  
Mumbai- 400 001

**Scrip Code: 500414**

**Subject: Submission of result of voting by Postal Ballot as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

Further to our letter dated February 24, 2022, we wish to inform you that the members of the Company have approved, by way of voting done through remote e-voting, the resolution proposed in the Postal Ballot Notice dated February 3, 2022 with requisite majority.

The details of the voting results are enclosed in the format prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

A certified copy of the Scrutinizer Report is also attached.

You are requested to take the above information on record and acknowledge.

Thanking you,  
For Timex Group India Limited



Dhiraj Kumar Maggo  
Vice President – Legal, HR and Company Secretary

Date of AGM/EGM/Postal Ballot	Notice dated February 3, 2022 (Voting start date: February 25, 2022 Voting end date: March 26, 2022)
Date of declaration of Postal Ballot Results	March 29, 2022
Total number of shareholders on record date	49414 equity shareholders as on February 18, 2022
No. of shareholders present in the meeting either in person or through proxy Promoter and Promoter Group: Public:	Not Applicable
No. of shareholders attended the meeting through Video Conferencing: Promoter and Promoter Group: Public:	Not Applicable

#### Agenda wise disclosure

#### RESOLUTION NO. 1- To approve the related party transactions

<b>Resolution required: (Ordinary/Special)</b>		Ordinary Resolution						
<b>Whether promoter/promoter group are interested in the agenda/ resolution?</b>		Yes						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes- in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	75645500	0	0	0	0	0	0
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>		0	0	0	0	0	0
<b>Public Institution</b>	<b>E-Voting</b>	29123	0	0	0	0	0	0
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>		0	0	0	0	0	0
<b>Public-Non Institution</b>	<b>E-Voting</b>	25275377	3040054	12.03	3024529	15525	99.49	0.51
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>		3040054	12.03	3024529	15525	99.49	0.51
<b>Total</b>		<b>100950000</b>	<b>3040054</b>	<b>3.01</b>	<b>3024529</b>	<b>15525</b>	<b>99.49</b>	<b>0.51</b>

**RESOLUTION NO. 2- Re-appointment of Ms. Sharmila Sahai as the Managing Director of the Company and revision of her remuneration**

<b>Resolution required: (Ordinary/Special)</b>			Special Resolution					
<b>Whether promoter/promoter group are interested in the agenda/ resolution?</b>			No					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b>	<b>No. of Votes- in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]* 100</b>	<b>% of Votes against on votes polled (7)= [(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	75645500	75645500	100	75645500	0	100	0
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>		75645500	100	75645500	0	100	0
<b>Public Institution</b>	<b>E-Voting</b>	29123	0	0	0	0	0	0
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>		0	0	0	0	0	0
<b>Public-Non Institution</b>	<b>E-Voting</b>	25275377	3043094	12.04	3036018	7076	99.77	0.23
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>		3043094	12.04	3036018	7076	99.77	0.23
<b>Total</b>		<b>100950000</b>	<b>78688594</b>	<b>77.95</b>	<b>78681518</b>	<b>7076</b>	<b>99.99</b>	<b>0.01</b>

**SCRUTINIZER'S REPORT**

To,  
The Chairman,  
Timex Group India Limited  
E-10, Lower Ground Floor, Lajpat Nagar-III  
New Delhi-110024

Dear Sir,

I, Neelesh Kumar Jain, Company Secretary in Practice (FCS: 5593/ CP No. 5233), have been appointed as the Scrutinizer by the Board of Directors of Timex Group India Limited ('Company') *vide* its resolution dated 03 February 2022 to conduct the postal ballot process (through remote e-voting only) of the Company in connection with passing of the resolutions for the Businesses stated in the notice of Postal Ballot dated 03 February 2022.

In compliance with the provisions of Sections 110, 108 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder (the 'Act'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the SEBI Listing Regulations'), the Secretarial Standard on the General Meetings ('SS-2') issued by the Institute of Company Secretaries of India read with the Circulars issued by the Ministry of Corporate Affairs in this regard, and any amendments thereto, the Company had provided facility for voting through electronic means ('e-voting') only, to all the Members of the Company to enable them to cast their votes on the item mentioned in the Notice.

I submit my report as under:

1. On the basis of the register of members/ list of beneficial owners made available by the Registrar and Share Transfer Agent of the Company i.e Alankit Assignments Limited, the company had dispatched the notice of the postal ballot.
2. The Company has completed the electronic transmission of Postal Ballot Notice along with the explanatory statement, on 22 February 2022 to its members whose names appeared in the register of members/ list of beneficial owners as on 18 February 2022 (Cut-off date).
3. The Company has provided to the shareholders the facility of e-voting through e-Voting website of National Securities Depository Limited i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
4. The e-voting period commenced on 25 February 2022 at 09:00 AM and concluded on 26 March 2022 at 5:00 PM.



5. The shareholders holding shares as on the cut-off date i.e. 18 February 2022 were entitled to vote on the proposed resolutions as set out in the Notice of Postal Ballot dated 03 February 2022 of Timex Group India Limited.
6. Particulars of all the votes received from the members have been entered in a separate register maintained for the purpose.
7. For the e-voting, the votes were unblocked at 11:56 A.M on 27 March 2022 in the presence of two witnesses i.e. Ms. Swati Bansal and Mr. Vinay Kumar who are not in the employment of the company and who have signed below in confirmation of the votes being unblocked in their presence.
8. The details of e-voting, inter-alia, containing the list of equity shareholders who voted "For", "Against" on each of the resolutions that were put to vote were generated from the e-voting website i.e., [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
9. A report of the Postal Ballot conducted is given below:

	Resolution Number 1	Resolution Number 2
Total Number of members voted in postal ballot	217	220
Less: Ballot Rejected due to technical reason	0	0
No. of valid ballots	217	220

**RESOLUTION 1:**

**TO APPROVE THE RELATED PARTY TRANSACTIONS**

Category	Mode of Voting	No. of shares held (1)	No. of valid votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	e-Voting	75645500	Abstained from voting due to being a related party for the Resolution					





Public – Institutional holders	e-Voting	29123	0	0	0	0	0	0
Public-Others	e-Voting	25275377	3040054	12.03	3024529	15525	99.49	0.51
<b>Total</b>		<b>100950000</b>	<b>3040054</b>	<b>3.01</b>	<b>3024529</b>	<b>15525</b>	<b>99.49</b>	<b>0.51</b>

**RESOLUTION 2:**

**RE-APPOINTMENT OF MS. SHARMILA SAHAI AS THE MANAGING DIRECTOR OF THE COMPANY AND REVISION OF HER REMUNERATION**

Category	Mode of Voting	No. of shares held (1)	No. of valid votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	e-Voting	75645500	75645500	100	75645500	0	100	0
Public – Institutional holders	e-Voting	29123	0	0	0	0	0	0
Public-Others	e-Voting	25275377	3043094	12.04	3036018	7076	99.77	0.23
<b>Total</b>		<b>100950000</b>	<b>78688594</b>	<b>77.95</b>	<b>78681518</b>	<b>7076</b>	<b>99.99</b>	<b>0.01</b>

On reckoning the voting of the shareholders as above, I report that the Resolutions as contained in item No. 1 and Item no. 2 of the Notice of Postal Ballot dated 03 February 2022 have been passed with requisite majority.

I shall hand over the related papers/ registers and records for the safe custody to the Company once the Chairman considers, approves and signs the minutes of the meeting.

You may accordingly declare the result on the voting by the Postal Ballot.



For NKJ & Associates  
(Company Secretaries)

Place: New Delhi  
Date: 29 March 2022



Neelesh Kr. Jain  
FCS: 5593  
CP No.: 5233  
UDIN: F005593C003254498

**Witness**

1. SWATI BANSAL  
d/o Mr. Rakesh Bansal  
R/o 7/380C Jwala Nagar, Delhi-39

2. VINAY KUMAR   
S/o Late Ramesh Kumar  
H/o 42, SHAKAR PUR KHAS DELHI-99

Countersigned by:

For **TIMEX GROUP INDIA LIMITED**



Dhiraj Kumar Maggo  
VP-Legal, HR & Company Secretary  
On behalf of  
**DAVID THOMAS PAYNE**  
Chairman

**CERTIFIED TRUE COPY  
TIMEX GROUP INDIA LIMITED**

Company Secretary