



ISO 9001:2015

www.tuv.com
ID 910506112115th August, 2021

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

Ref: Scrip Code - 532513

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
C/1, Block G, Bandra – Kurla Complex,
Bandra (E), Mumbai - 400 051

Ref: Scrip Code - TVSELECT

Dear Sirs,

Sub: Intimation on the Outcome of the Proceedings of 26th Annual General Meeting (AGM), Disclosure of Voting Results

We wish to inform you that the 26th Annual General Meeting of the Company (AGM) was held on 14th August 2021 through Video Conferencing / Other Audio Visual Means ("VC/OAVM") and the business items mentioned in the Notice dated 22nd May 2021 convening the 26th AGM was transacted.

In this connection, we enclose the following:

Summary of proceedings of AGM in compliance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Annexure – I
Voting Results of AGM in compliance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Annexure – II
Scrutinizer's Report in compliance with Rule 20 of the Companies (Management and Administration) Rules, 2014.	Annexure – III

The said results declared by the Chairman of the meeting and the report submitted by the scrutinizer are also placed on the Company's Website and Notice board.

This is for your information and record.

Thanking you,

For TVS Electronics Limited

K Santosh

Company Secretary

**TVS Electronics Limited**

"Arihant E-Park", No.117/1, 8th & 9th Floor, L.B.Road, Adyar, Chennai - 600 020. Tel.: + 91-44-4200 5200

Registered office : No.249A, Ambujammal Street, Off TTK Road, Alwarpet, Chennai-600 018.

Corporate Identity Number : L30007TN1995PLC032941

E-mail id : webmaster@tvs-e.in Website: www.tvs-e.in

Annexure I

Summary of proceedings of 26th Annual General Meeting held through Video Conferencing/Other Audio Visual Means on 14th August, 2021.

The 26th Annual General Meeting (AGM) of TVS Electronics Limited ('the Company') was held on Saturday, the 14th August 2021, at 10.00 A.M. through Video Conferencing / Other Audio Visual Means ('VC/OAVM').

Mr. K Santosh, Company Secretary of the Company welcomed the members of the Company and briefed the members that the members who had not cast their votes through Remote E-Voting may cast their votes through E-Voting platform provided by NSDL anytime during the meeting. He further explained the various options which were given to the shareholders for asking the questions/queries as mentioned in the notice of the 26th AGM. He then informed that the members who have missed to pre-register themselves to speak at the AGM or to send the questions in advance can ask their questions through the question box and the answers for those questions will be posted on the website of the Company within two working days from the date of the meeting.

Mr. Gopal Srinivasan, Chairman of the Company then welcomed the members to the meeting. The requisite quorum being present, the Chairman called the meeting to order.

He introduced the Directors who had participated from various locations through electronic mode. The Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee were present at the meeting.

The Chairman thereafter proceeded to deliver his speech to the Members, giving an overview of the economy, the Impact of Covid-19, CSR Activities and other related matters. He then invited Mrs. Srilalitha Gopal, Managing Director to update business performance for the Financial Year 2020-21 which she presented.

The Chairman then mentioned that the Annual Report which includes AGM Notice, Board's Report and Financial Statements for the Financial Year 2020-21 were circulated through email and also made available on the website of the Company. The AGM Notice, Auditors Report and Secretarial Auditors Report were taken as read. The Chairman informed that both the Statutory Auditors Report and Secretarial Audit Report were free from any qualification / observation or other remarks.

The following business items, as per the notice of 26th AGM were transacted at the meeting:

S.No.	Business transacted
	Ordinary Business – Ordinary Resolution
1.	To adopt the audited financial statement for the year ended March 31, 2021, along with the report of the Board of Directors and Auditors thereon:
2.	To appoint Mr. R S Raghavan (DIN No: 00260912), who retires by rotation, as a Director of the Company:
	Special Business – Ordinary Resolution
3.	To ratify the remuneration payable to the Cost Auditor for the Financial Year ending March 31, 2022:
	Special Business – Special Resolution
4.	To approve payment of minimum remuneration to Managing Director for remaining tenure of her appointment:



Subsequently, Chairman requested the Company Secretary to invite the esteemed speaker shareholders for expressing their views/ ask questions. Company Secretary then invited Speaker shareholders who were registered to speak at the meeting to raise their queries. Clarifications were provided to the queries raised by the Speaker shareholders at the meeting and to the questions received in advance through email.

The Chairman then thanked the shareholders for participating and informed that the facility to vote on the resolutions contained in the Notice of the meeting through E-Voting platform shall remain open for around 15 minutes.

The Chairman then informed that Mr K Sriram, Practicing Company Secretary, Chennai was appointed as the scrutiniser.

The Chairman informed that the consolidated results of e-voting would be announced within 48 hours from the conclusion of the Annual General Meeting and will be intimated to the stock exchanges and will also be posted on the website and notice board of the Company. He further informed that the proceedings of the 26th AGM will also be posted on the website of the Company.

The Chairman then thanked the members who participated in the meeting and informed that the meeting shall be closed after completion of 15 minutes of E-voting time period.

The meeting concluded at 11.17 A.M.



Annexure II

TVS Electronics Limited – 26th AGM – 14th August, 2021

Disclosure of voting results in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Resolution No.1	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
Ordinary Resolution			1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Adoption of audited financial statements of the Company for the financial year ended 31 st March 2021, together with the reports of the Board of Directors and the Auditors' thereon	Promoter and Promoter Group	E-Voting	1,11,60,093	1,11,60,093	100.0000	1,11,60,093	0	100.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		1,11,60,093	100.0000	1,11,60,093	0	100.0000	0.0000
	Public- Institutions	E-Voting	2,600	0	0.0000	0	0	0.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		0	0.0000	0	0	0.0000	0.0000
	Public- Non Institutions	E-Voting	74,87,625	1,30,591	1.7441	1,29,591	1,000	99.2343	0.7657
		Poll		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		1,30,591	1.7441	1,29,591	1,000	99.2343	0.7657
	TOTAL			1,86,50,318	1,12,90,684	60.5388	1,12,89,684	1,000	99.9911



Resolution No.2	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
Ordinary Resolution			1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Re-appointment of Mr. R S Raghavan (DIN: 00260912), who retires by rotation, as a Director	Promoter and Promoter Group	E-Voting	1,11,60,093	1,11,60,093	100.0000	1,11,60,093	0	100.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		1,11,60,093	100.0000	1,11,60,093	0	100.0000	0.0000
	Public-Institutions	E-Voting	2,600	0	0.0000	0	0	0.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		0	0.0000	0	0	0.0000	0.0000
	Public- Non Institutions	E-Voting	74,87,625	1,31,091	1.7508	1,29,738	1,353	98.9679	1.0321
		Poll		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		1,31,091	1.7508	1,29,738	1,353	98.9679	1.0321
	TOTAL		1,86,50,318	1,12,91,184	60.5415	1,12,89,831	1,353	99.9880	0.0120



Resolution No.3	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
Ordinary Resolution			1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Ratification of the remuneration of Rs.1.50 lakhs payable to Mr. P. Raju Iyer, Practising Cost Accountant (Membership No.6987), Cost Auditor, for the financial year 2021-22	Promoter and Promoter Group	E-Voting	1,11,60,093	1,11,60,093	100.0000	1,11,60,093	0	100.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		1,11,60,093	100.0000	1,11,60,093	0	100.0000	0.0000
	Public- Institutions	E-Voting	2,600	0	0.0000	0	0	0.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		0	0.0000	0	0	0.0000	0.0000
	Public- Non Institutions	E-Voting	74,87,625	1,30,591	1.7441	1,29,270	1,321	98.9884	1.0116
		Poll		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		1,30,591	1.7441	1,29,270	1,321	98.9884	1.0116
	TOTAL		1,86,50,318	1,12,90,684	60.5388	1,12,89,363	1,321	99.9883	0.0117



Resolution No.4	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
Special Resolution			1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Approval for continuation of payment of remuneration of Rs.150 lakhs per annum to Mrs. Srilalitha Gopal (DIN: 02329790), Managing Director, even in the case of loss or inadequate profits of the Company, for the remaining tenure of her appointment upto 10 th May 2023, on the existing terms and conditions approved by the shareholders at the 23 rd AGM held on 9 th August 2018.	Promoter and Promoter Group	E-Voting	1,11,60,093	1,11,60,093	100.0000	1,11,60,093	0	100.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		1,11,60,093	100.0000	1,11,60,093	0	100.0000	0.0000
	Public-Institutions	E-Voting	2,600	0	0.0000	0	0	0.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		0	0.0000	0	0	0.0000	0.0000
	Public- Non Institutions	E-Voting	74,87,625	1,30,591	1.7441	1,26,426	4,165	96.8107	3.1893
		Poll		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		1,30,591	1.7441	1,26,426	4,165	96.8107	3.1893
TOTAL			1,86,50,318	1,12,90,684	60.5388	1,12,86,519	4,165	99.9631	0.0369





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

Scrutiniser's Report

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

14th August 2021

To,
The Chairman,
TVS ELECTRONICS LIMITED
[CIN: L30007TN1995PLC032941]
249-A, Ambujammal Street,
Off TTK Road, Alwarpet, Chennai – 600 018.

Dear Sir,

Sub: **Remote e-voting** (prior to and at the AGM) in respect of your Company's **26th Annual General Meeting (AGM) held on 14th August 2021** through VC / OAVM – **Submission of Scrutiniser's report**

The Board of directors of your Company, pursuant to resolution passed at their meeting held on 22nd May 2021 appointed me as the Scrutiniser for the remote e-voting process to be conducted in relation to the 26th Annual General Meeting (AGM) of the Company to be held on 14th August 2021 ('the 26th AGM') through Video-conferencing / Other audio-visual means (VC / OAVM).

I submit my 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, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, General Circular No.20/2020 dated 5th May 2020 and General Circular No.02/2021 dated 13th January 2021 issued by the Ministry of Corporate Affairs (MCA), and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021 issued by the Securities and Exchange Board of India (SEBI).
2. The items of business as set-out in the notice convening the 26th AGM and covered by the remote e-voting (prior to and at the AGM) are as follows:



TVS ELECTRONICS LIMITED

Scrutiniser's report - 26th AGM held on 14th August 2021

Item No.	Nature of business	Type of resolution	Subject-matter
1	Ordinary	Ordinary	Adoption of audited financial statements of the Company for the financial year ended 31 st March 2021, together with the reports of the Board of Directors and the Auditors' thereon.
2	Ordinary	Ordinary	Re-appointment of Mr. R S Raghavan (DIN: 00260912), who retires by rotation, as a Director.
3	Special	Ordinary	Ratification of the remuneration of Rs.1.50 lakhs payable to Mr. P. Raju Iyer, Practising Cost Accountant (Membership No.6987), Cost Auditor, for the financial year 2021-22.
4	Special	Special	Approval for continuation of payment of remuneration of Rs.150 lakhs per annum to Mrs. Srilalitha Gopal (DIN: 02329790), Managing Director, even in the case of loss or inadequate profits of the Company, for the remaining tenure of her appointment upto 10 th May 2023, on the existing terms and conditions approved by the shareholders at the 23 rd AGM held on 9 th August 2018.

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**) **116342** for the remote e-voting process in relation to the 26th AGM.
4. Notice convening the 26th AGM (along with the Annual Report for the financial year ended 31st March 2021) was sent by NSDL on 21st July 2021 to 32,193 shareholders out of the 39,589 shareholders as on 16th July 2021 (being the cut-off date for despatch 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 the Annual Report were not sent to the shareholders in view of the exemption provided by MCA and SEBI vide their Circulars referred to above.
5. Notice convening the 26th AGM was also sent to the Directors and the Auditors on 21st July 2021, and submitted to NSE and BSE on 21st July 2021.



TVS ELECTRONICS LIMITED

Scrutiniser's report - 26th AGM held on 14th August 2021

6. The prescribed particulars relating to the e-voting process for the 26th AGM were advertised in "Business Standard" in English, and in "Makkal Kural" in Tamil, on 22nd July 2021. The advertisement also stated the manner in which shareholders whose e-mail address were 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 7th August 2021, being the cut-off date fixed for determining eligibility to vote in respect of the items of business to be transacted at the 26th AGM ('the cut-off date').
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) 24,400 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 (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
 - (b) 1,78,100 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 Companies Act, 2013.
9. The remote e-voting facility prior to the 26th AGM commenced on Wednesday, 11th August 2021 (9:00 A.M.) and ended on Friday, 13th August 2021 (5:00 P.M.).
10. The 26th AGM was held on Saturday, 14th August 2021, at 10:00 A.M., through Videoconferencing / Other audio-visual means (VC / OAVM).
11. Remote e-voting facility provided by NSDL was made available at the AGM for a period of about 15 (fifteen) minutes after conclusion of the proceedings, to enable the members attending the AGM who had not cast their vote through remote e-voting prior to the AGM to exercise their voting rights.
12. On completion of the remote e-voting at the 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.
13. I have scrutinised the votes cast through remote e-voting (prior to and at the 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 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 AGM) in a separate register maintained by me in electronic form.



TVS ELECTRONICS LIMITED

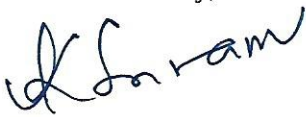
Scrutiniser's report - 26th AGM held on 14th August 2021

16. The combined results of remote e-voting (prior to and at the AGM) 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	No. of Ballots	No. of Votes cast	% of valid votes	No. of Ballots	No. of Votes cast	% of valid votes
1	223	1,12,90,684	216	1,12,89,684	99.9911%	7	1,000	0.0089%
2	224	1,12,91,184	209	1,12,89,831	99.9880%	15	1,353	0.0120%
3	223	1,12,90,684	210	1,12,89,363	99.9883%	13	1,321	0.0117%
4	223	1,12,90,684	198	1,12,86,519	99.9631%	25	4,165	0.0369%

17. **All the 4 (four) resolutions (3 (three) ordinary resolutions and 1 (one) special resolution) set-out in the Notice convening the 26th AGM have been passed with the requisite majority on the date of the AGM namely, 14th August 2021. You may declare the results accordingly.**

Thanking you,
Yours faithfully,



K SRIRAM

Practising Company Secretary (CP No. 2215)

Scrutiniser

UDIN: F006312C000788225