



T.T. LIMITED

(CIN: L18101DL1978PLC009241)

879, Master Prithvi Nath Marg, Opp. Ajmal Khan Park, Karol Bagh, New Delhi, 110005, INDIA

☎ 0091 11 45060708 | 📞 1800 1035 681 | ✉ newdelhi@ttlimited.co.in | 🌐 www.ttlimited.co.in

TTL/SEC/2024-25

7th June, 2024

M/s National Stock Exchange of India Ltd.” Exchange Plaza” Plot No. C/1, G Block Bandra Kurla Complex Bandra (E), Mumbai-400051 Ph.: 022-26598100-8114	Bombay Stock Exchange Limited Floor 35, P.J.Towers Dalal Street Mumbai-400001 Fax-022-22722061/41/39/37
Scrip Code: TTL	Scrip Code: 514142

Dear Sir/Madam,

Sub: Voting Result and the Scrutinizer’s Report of Postal Ballot

This is in reference to our letter dated 6th May, 2024 through which we had submitted the Postal Ballot Notice dated 29th April, 2024 sent to the shareholders for their approval (through electronic means) for the following resolutions:

1. Re-appointment of Shri Ankit Gulgulia (DIN: 08383546) as an Independent Director of the Company
2. Re-appointment of Sh. Sunil Mahnot (DIN: 06819974) as Whole Time Director cum Chief Financial Officer of the Company and remuneration payable to him

The last date for casting of vote through E-voting was 6th June, 2024, 17: 00 Hrs. IST. The voting had been conducted by means of E-voting. The Scrutinizer M/s Deepak Kukreja & Associates has submitted his consolidated Report on 7th June, 2024 and based on the Report of the Scrutinizer, the Resolutions as set out in the Notice of Postal Ballot as aforesaid have been duly approved by the Shareholders with requisite majority.

In this regard, please find enclosed the Voting Results of the E-voting as required under Regulation 44(3) of the Listing Regulations and the Scrutinizer’s Report thereon dated 7th June, 2024

The Results of the Postal Ballot along with the Scrutinizer’s Report are being placed on the Company’s website at www.ttlimited.co.in.

Please take the same on record.

Thanking You

For or on behalf of
T.T. LIMITED

Pankaj Mishra
Company Secretary

Voting results	
Record date	26-04-2024
Total number of shareholders on record date	15330
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

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Shri Ankit Gulgulia (DIN: 08383546) as an 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12616151	12606139	99.9206	12606139	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		12616151	12606139	99.9206	12606139	0	100.0000
Public-Institutions	E-Voting	1117419	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1117419	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	7764480	63346	0.8158	63265	81	99.8721	0.1279
	Poll							
	Postal Ballot (if applicable)							
	Total		7764480	63346	0.8158	63265	81	99.8721
Total		21498050	12669485	58.9332	12669404	81	99.9994	0.0006

Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Sh. Sunil Mahnot (DIN: 06819974) as Whole Time Director cum Chief Financial Officer of the Company and remuneration payable to him				
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	12616151	12606139	99.9206	12606139	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		12616151	12606139	99.9206	12606139	0	100.0000
Public-Institutions	E-Voting	1117419	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1117419	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	7764480	63346	0.8158	63265	81	99.8721	0.1279
	Poll							
	Postal Ballot (if applicable)							
	Total		7764480	63346	0.8158	63265	81	99.8721
Total		21498050	12669485	58.9332	12669404	81	99.9994	0.0006

DEEPAK KUKREJA & ASSOCIATES

COMPANY SECRETARIES

SCRUTINIZERS REPORT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
TT LIMITED
CIN: L18101DL1978PLC009241
879, Master Prithvi Nath Marg
Karol Bagh New Delhi -110005

Sub: SCRUTINIZER'S REPORT ON RESULT OF POSTAL BALLOT (REMOTE E-VOTING)

Dear Sir,

The Board of Directors of M/s TT Limited ("the Company") vide their resolution dated April 29, 2024 has appointed CS Deepak Kukreja, Practicing Company Secretary (Membership No. F4140 & CP No. 8265), Proprietor of M/s. Deepak Kukreja & Associates, Company Secretaries, New Delhi to act as the Scrutinizer pursuant to section 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time read with SEBI circular no. CIR/CFD/CMD/8/2015 dated November 04, 2015, to conduct the Postal Ballot process and Electronic Voting (i.e. "e-voting") in a fair and transparent manner with respect to the resolutions proposed for approval from members through postal ballot notice dated April 29, 2024 ("Notice") relating to:

1. Re-appointment of Shri Ankit Gulgulia (DIN: 08383546) as an Independent Director of the Company
2. Re-appointment of Sh. Sunil Mahnot (DIN: 06819974) as Whole Time Director cum Chief Financial Officer of the Company and remuneration payable to him.

WE SUBMIT OUR REPORT AS UNDER:

- 1) The Company has sent postal ballot notice electronically to all those Members whose name appeared in the Register of Members/List of Beneficiaries and whose e-mail id(s) were registered with the Company and/or their depositories as on cut-off date i.e. April 26, 2024 ("Cut off Date").
- 2) In accordance with General Circulars No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020



- dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 03/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 issued by Ministry of Corporate Affairs, Government of India (hereinafter referred "MCA circulars"), the Company has sent the Notice in electronic form only and no physical copy of the Notice, postal ballot form and pre-paid business reply envelope has been sent to the Members. Accordingly, the communication of the Assent or Dissent of the Members took place through remote e-Voting system only instead of physical Postal Ballot forms.
- 3) In compliance with provisions of Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided e-Voting facility to all its members to enable them to cast their votes electronically. The e-Voting started on Wednesday 8th May, 2024 at 9.00 A.M.(IST) and ended on 05:00 P.M. (IST) on Thursday, 6th June, 2024. The Members of the Company holding equity shares, as on the Cut Off Date were entitled to vote on the proposed resolutions as set out in the Notice through remote e- Voting only.
 - 4) The Company had engaged Central Depository Services (India) Ltd (CDSL) as the service provider, for extending the facility of electronic voting to all Members of the Company.
 - 5) We have monitored the process of e-Voting through the Scrutinizer's secured link provided by CDSL through its designated website.
 - 6) The votes cast through remote e-voting was unblocked by us immediately after the end of e-voting period in the presence of two witnesses, who are not in the employment of the Company and we have downloaded the E-voting report from the website of CDSL in respect of members, who voted through remote e-voting.
 - 7) The Management of the Company is responsible to ensure compliance with the requirement of the relevant provisions of Companies Act, 2013 and rules made thereunder, including MCA Circulars and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to Postal Ballot process through voting by electronic means.
 - 8) Our responsibility as Scrutinizer for Postal Ballot through e-voting process is restricted to making Scrutinizer's Report of the votes cast "in favour" or "against" the resolution contained in the Notice, based on the reports generated from the e-voting system provided by CDSL i.e. www.evotingindia.com in respect of remote e voting.
 - 9) The total paid up equity shares capital of the Company as on Cut-off Date was Rs.21,49,80,500/- (Rupees Twenty One Crore Forty Nine Lakh Eighty Thousand Five Hundred Only) divided into 2,14,98,050 equity shares of Re. 10/- (Rupees Ten only) each.
 - 10) After our scrutiny, the summary of remote e-Voting is given below:-



S. No.	Particulars	No. of Members voted in Physical ballot forms	No. of votes Cast through Physical Ballot forms	No. of Members voted in e-Voting	No. of votes Cast through e-Voting
Resolution No. 1					
1.	Total votes received	NA	NA	76	12669485
2.	Less: invalid votes	NA	NA	Nil	Nil
3.	Net valid votes	NA	NA	76	12669485
4.	With Assent	NA	NA	69	12669404
5.	With dissent	NA	NA	7	81
Resolution No. 2					
1.	Total votes received	NA	NA	76	12669485
2.	Less: invalid votes	NA	NA	Nil	Nil
3.	Net valid votes	NA	NA	76	12669485
4.	With Assent	NA	NA	69	12669404
5.	With dissent	NA	NA	7	81

Based on above, the result is as under:

SPECIAL BUSINESS

RESOLUTION NO. 1-SPECIAL RESOLUTION

Re- appointment of Shri Ankit Gulgulia (DIN: 08383546) as an Independent Director of the Company

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted through e-Voting	Total no. of votes cast through e-Voting	% of total number of valid votes cast
69	1,26,69,404	99.9994

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted through e-Voting	Total no. of votes cast through e-Voting	% of total number of valid votes cast



7	81	0.0006
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(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in e-Voting	No. of votes Cast through e- Voting
0	0

RESULT

As the number of votes cast in favor of the resolution was more than three times of the number of votes cast against the resolution, we report that the Special Resolution with regard to Item no. 1 as set out in the Notice of the Postal Ballot is passed in favor of the resolution with requisite majority.

RESOLUTION NO. 2 –SPECIAL RESOLUTION

Re-appointment of Sh. Sunil Mahnot (DIN: 06819974) as Whole Time Director cum Chief Financial Officer of the Company and remuneration payable to him.

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted through e-Voting	Total no. of votes cast through e-Voting	% of total number of valid votes cast
69	1,26,69,404	99.9994

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted through e-Voting	Total no. of votes cast through e-Voting	% of total number of valid votes cast
7	81	0.0006

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in e-Voting	No. of votes Cast through e- Voting
0	0

RESULT



As the number of votes cast in favor of the resolution was more than three times of the number of votes cast against the resolution, we report that the Special Resolution with regard to Item no. 2 as set out in the Notice of the Postal Ballot is passed in favor of the resolution with requisite majority.

- 11) The electronic data and other relevant records relating to e-voting are under our safe custody until the chairman considers, approves and sign the minutes and the same will be handed over to the Company Secretary/Director authorized by the Board for safe keeping.
- 12) You may accordingly declare the result of thee-voting of Postal Ballot Process.

Thanking you
Yours Sincerely

**For DEEPAK KUKREJA & ASSOCIATES
COMPANY SECRETARIES**

Place : New Delhi
Date : 07.06.2024
UDIN: F004140F000542876



A handwritten signature in blue ink, appearing to read 'Deepak Kukreja'.

**(DEEPAK KUKREJA)
PROPRIETOR
FCS, LLB., ACIS (UK), IP.
CPNo.8265
FCSNo. 4140
Peer Review No. 2667/2022**

For TTLIMITED

**SIGNED BY DIRECTOR FINANCE AND CFO,
SHRI SUNIL MAHNOT**