

Date: 30-12-2021

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001. Tel: 022 - 2272 1233 / 34 Fax: 022 - 2272 2131 / 1072/ 2037 / 2061 / 41 Email: corp.relations@bseindia.com corp.compliance@bseindia.com Scrip Code: 501242	National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 Tel: 022 - 2659 8235 / 36 / 452 Fax: 022 - 2659 8237/ 38 Email: cmist@nse.co.in Scrip Code: TCIFINANCE
-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

Sub: Disclosure of the voting results along with the Scrutinizers Report of the 47th Annual General Meeting held on December 29, 2021.

Dear Sir/Madam,

This is to inform that the 47th Annual General Meeting (AGM) of the Company was held on 29th December, 2021 at 11:00 a.m. through Video Conferencing ("VC")/Other Audio- Visual Means ("OAVM").

In this regard, we hereby submit the following:

- i. Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 as **Annexure – I**;
- ii. The Report of Scrutinizer on remote e-voting and voting at AGM (by electronic means) as **Annexure-II**;

Please note that all the resolutions set out in the Notice of 47th AGM were passed with the requisite majority votes required for passing the resolutions.

You are requested to kindly take above information on your records.

Thanking You

For TCI Finance Limited


Deeksha Verma
Company Secretary





FORM No. MGT-13

REPORT OF SCRUTINIZER

[Pursuant to Section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To

The Chairman

of the 47th Annual General Meeting ("AGM") of the Shareholders of TCI Finance Limited (CIN: L65910TG1973PLC031293), held on Wednesday, December 29, 2021 at 11:00 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

Dear Sir,

I, Tapasvilal Deora, Practising Company Secretary, have been appointed as the Scrutinizer for the purpose of scrutinizing the process of voting through electronic means to be carried out by the Company pursuant to Section 108 of Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, in respect of the resolutions for business transacted at the 47th Annual General Meeting of the shareholders of TCI Finance Limited (CIN: L65910TG1973PLC031293), held on Wednesday, December 29, 2021 at 11:00 A.M. through VC/ OAVM.

Scrutinizer's Role

The said appointment as Scrutinizer is pursuant to the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**"). As the Scrutinizer, I have to scrutinize:

- (i) the votes of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("**remote e-voting**"); and
- (ii) the votes of e-voting at the AGM through electronic voting system ("**e-voting**").



Management's Responsibility

The management of the Company is responsible to ensure the compliances of the Act read with rules, circular and notifications thereof and the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("**LODR**") relating to remote e-voting and e-voting on the resolution contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

My responsibilities as Scrutinizer is restricted to make a Scrutinizers report of the votes cast "in favour" or "against" the resolution stated in the AGM Notice based on the reports generated from the remote e-voting and e-voting systems provided by National Securities Depository Limited ("**NSDL**") engaged by the Company to provide remote e-voting and e-voting facility and documents furnished to me electronically by the Company and NSDL for my verification.

1. The Company has availed facilities offered by NSDL for providing remote e-voting and e-voting facilities to the members of the Company.
2. The members holding shares as on December 22, 2021 were entitled to vote on the resolution as set out in the notice of the AGM of the Company.

Remote e-voting Process

3. The remote e-voting period remained open from December 26, 2021 at 09:30 A.M. and ended on December 28, 2021 at 05:00 P.M.
4. The remote e-voting was blocked at the end of the voting period i.e. on December 28, 2021 at 05:00 P.M. and were unblocked by me on December 29, 2021 in the presence of two witnesses who were not in employment of the Company.
5. Thereafter, the details containing, *interalia*, the list of Equity Shareholders who voted "in favour" or "against" on the resolution that was put to vote, were generated from the e-voting website of NSDL, i.e., <https://www.evoting.nsdl.com>. Based on the report generated by NSDL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.



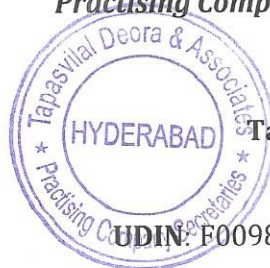
E-voting process at the AGM

6. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NSDL.
7. The e-votes cast were unblocked on December 29, 2021 after the conclusion of the AGM in the presence of two witnesses who were not in employment of the Company.
8. The electronic data and all other relevant records relating to remote e-voting and e-voting were shared with the Chairman.
9. The consolidated results of remote e-voting and e-voting is enclosed as **Annexure 1**.

Restrictions on Use

10. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of NSDL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

**for Tapasvilal Deora & Associates
Practising Company Secretaries**



Tapasvilal

Tapasvilal Deora
M. No.: F9813
C.P. No.: 13087
UDIN: F009813C001998525

December 30, 2021
Hyderabad

Enclosure - Annexure 1

Item No.	Resolution	Type of resolution	Number of Members Voted	Total Valid Votes	In Favour			Against			Invalid	
					Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast	Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast	Number of Members Voted	Number of Votes cast by them
1	To receive, consider and adopt the Audited Financial Statements of the Company for financial year ended March 31, 2021 and the reports of the Director's and Auditor's thereon.	Ordinary	98	50,02,758	90	33,83,233	67.63	8	16,19,525	32.37	-	-
2	To appoint a Director in place of Ms. Meera Madhusudan Singh (DIN: 00415866) who retires from office by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers herself for reappointment.	Ordinary	98	50,02,758	90	33,83,233	67.63	8	16,19,525	32.37	-	-
3	Appointment of Maj Gen Rajesh Kundra(DIN 08959859) as an Independent director of the Company for a period of five consecutive years	Ordinary	98	50,02,758	89	33,83,213	67.63	9	16,19,545	32.37	-	-
4	Appointment of Mr. Amit Kumar Ray as Manager of the Company and fix his remuneration*	Ordinary	98	50,02,758	88	33,81,374	67.59	9	16,19,545	32.37	1	1,839
5	Appointment of Mr. Sri Ram Rajeev Kumar Yeerla (DIN: 08741595) as Director of the Company	Ordinary	98	50,02,758	90	33,83,233	67.63	8	16,19,525	32.37	-	-
6	Appointment of Mr. Rajesh Sharma (DIN: 08539058) as Director of the Company	Ordinary	98	50,02,758	90	33,83,233	67.63	8	16,19,525	32.37	-	-

Mr. Amit Kumar Ray being interested in Item No.4, his votes have been invalidated
The Company has confirmed that, except for Mr. Amit Kumar Ray, no interested party/related party has voted to approve any of the above mentioned resolutions.

for Tapasvial Deora & Associates
Practising Company Secretaries

Tapasvial Deora
M. No.: F9813
C.P. No.: 13067

HYDERABAD

December 30, 2021

Hyderabad



General information about company

Scrip code	501242
NSE Symbol	TCIFINANCE
MSEI Symbol	NOTAPPLICABLE
ISIN	INE911B01018
Name of the company	TCI FINANCE LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-12-2021
Start time of the meeting	11:00 AM
End time of the meeting	11:20 AM

Scrutinizer Details

Name of the Scrutinizer	Mr. Tapasvilal Deora
Firms Name	M/s Tapasvilal Deora & Associates
Qualification	CS
Membership Number	9813
Date of Board Meeting in which appointed	30-06-2021
Date of Issuance of Report to the company	30-12-2021

Voting results	
Record date	22-12-2021
Total number of shareholders on record date	9245
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	9
b) Public	35
No. of resolution passed in the meeting	6
Disclosure of notes on voting results	Textual Information(1)

Text Block

Textual Information(1)

Mahendra Kumar Agarwal, Director of the company and shareholder(Promoter) as well joined as speaker in the meeting.

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To Receive, consider and adopt the Audited Financial Statements of the Company for financial year ended March 31, 2021 and the reports of the Directors and Auditor's 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3182360	3170741	99.6349	2518512	652229	79.4298	20.5702
	Poll							
	Postal Ballot (if applicable)							
	Total		3182360	3170741	99.6349	2518512	652229	79.4298
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	9690133	1832017	18.906	864721	967296	47.2005	52.7995
	Poll							
	Postal Ballot (if applicable)							
	Total		9690133	1832017	18.906	864721	967296	47.2005
Total		12872493	5002758	38.8639	3383233	1619525	67.6274	32.3726
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Ms. Meera Madhusudan Singh(DIN: 00415866) who retire by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible offers herself for reappointment				
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	3182360	3170741	99.6349	2518512	652229	79.4298	20.5702
	Poll							
	Postal Ballot (if applicable)							
	Total	3182360	3170741	99.6349	2518512	652229	79.4298	20.5702
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	9690133	1832017	18.906	864721	967296	47.2005	52.7995
	Poll							
	Postal Ballot (if applicable)							
	Total	9690133	1832017	18.906	864721	967296	47.2005	52.7995
Total		12872493	5002758	38.8639	3383233	1619525	67.6274	32.3726
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Maj Gen Rajesh Kundra(DIN: 08959859) as an Independent Director of the Company for a period of five consecutive years.				
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	3182360	3170741	99.6349	2518512	652229	79.4298	20.5702
	Poll							
	Postal Ballot (if applicable)							
	Total		3182360	3170741	99.6349	2518512	652229	79.4298
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	9690133	1832017	18.906	864701	967316	47.1994	52.8006
	Poll							
	Postal Ballot (if applicable)							
	Total		9690133	1832017	18.906	864701	967316	47.1994
Total		12872493	5002758	38.8639	3383213	1619545	67.627	32.373
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Amit Kumar Ray as Manager of the Company and fix his remuneration				
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	3182360	3170741	99.6349	2518512	652229	79.4298	20.5702
	Poll							
	Postal Ballot (if applicable)							
	Total		3182360	3170741	99.6349	2518512	652229	79.4298
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	9690133	1832017	18.906	864701	967316	47.1994	52.8006
	Poll							
	Postal Ballot (if applicable)							
	Total		9690133	1832017	18.906	864701	967316	47.1994
Total		12872493	5002758	38.8639	3383213	1619545	67.627	32.373
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Sri Ram Rajeev Kumar Yeerla (DIN: 08741595) as 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	3182360	3170741	99.6349	2518512	652229	79.4298	20.5702
	Poll							
	Postal Ballot (if applicable)							
	Total		3182360	3170741	99.6349	2518512	652229	79.4298
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	9690133	1832017	18.906	864721	967296	47.2005	52.7995
	Poll							
	Postal Ballot (if applicable)							
	Total		9690133	1832017	18.906	864721	967296	47.2005
Total		12872493	5002758	38.8639	3383233	1619525	67.6274	32.3726
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Rajesh Sharma (DIN: 08589058) as 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	3182360	3170741	99.6349	2518512	652229	79.4298	20.5702
	Poll							
	Postal Ballot (if applicable)							
	Total		3182360	3170741	99.6349	2518512	652229	79.4298
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	9690133	1832017	18.906	864721	967296	47.2005	52.7995
	Poll							
	Postal Ballot (if applicable)							
	Total		9690133	1832017	18.906	864721	967296	47.2005
Total		12872493	5002758	38.8639	3383233	1619525	67.6274	32.3726
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								