

Date: 01-02-2021

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001. 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 – 400051 Tel: 022 - 2659 8235 / 36 / 452 Fax: 022 - 2659 8237/ 38 Email: cmlist@nse.co.in Scrip Code: TCIFINANCE
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Sub: Disclosure of the voting results along with the Scrutinizer's Report of the Extraordinary General Meeting ("EGM") of the Company held on January 30, 2021

Dear Sir/Madam,

This is to inform that the Extraordinary General Meeting ("EGM") of the Company was held on 30th January, 2021 at 12:30 P.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 EGM (by electronic means) as **Annexure-II**;

Please note that the resolution set out in the Notice of EGM was passed as an Ordinary Resolution.

The results alongwith the Scrutinizer's report, will also be available on the website of the Company i.e www.tcifl.in and on the website of National Securities Depository Limited i.e www.evoting.nsdl.com

We request you to kindly take the same on your record.

Thanking You
For TCI Finance Limited

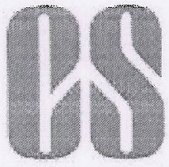

Srishti Soni
Company Secretary



Date of the EGM	TCI FINANCE LIMITED
Total number of shareholders on record date	30-01-2021
No. of shareholders present in the meeting either in person or through proxy:	9247
Promoters and Promoter Group:	NOT APPLICABLE
Public:	NOT APPLICABLE
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	4
Public:	31

Resolution No.	ORDINARY - Re-classification of Gati Limited from "Promoter and Promoter Group" category to "Public" category										
Resolution required: (Ordinary/ Special)	No										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	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	Votes Invalid	Votes Abstained		
Promoter and Promoter Group	E-Voting	31,82,360	100.0000	25,30,131	6,52,229	79.5048	20.4951	0	0		
	Poll		0.0000	0	0	0.0000	0.0000	0	0		
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
Public- Institutions	Total	31,82,360	100.0000	25,30,131	6,52,229	79.5049	20.4951	0	0		
	E-Voting		0.0000	0	0	0.0000	0.0000	0	0		
	Poll		0.0000	0	0	0.0000	0.0000	0	0		
Public- Non Institutions	Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000	0	0		
	Total	0	0.0000	0	0	0.0000	0.0000	0	0		
	E-Voting		0	0	0	0.0000	0.0000	0	0		
Public- Non Institutions	Poll	17,99,893	18.5744	8,41,627	9,58,266	46.7598	53.2401	0	0		
	Postal Ballot (if applicable)	96,90,133	0.0000	0	0	0.0000	0.0000	0	0		
	Total	1,28,72,493	17,99,893	18.5744	8,41,627	9,58,266	46.7598	53.2402	0	0	
Total		49,82,253	38.7046	33,71,758	16,10,495	67.6754	32.3246	0	0		





FORM No. MGT-13

REPORT OF SCRUTINIZER

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

To

The Chairman

**of the Extraordinary General Meeting of the Shareholders of TCI Finance Limited
(CIN: L65910TG1973PLC031293), held on Saturday, January 30, 2021 at 12:30 P.M.
through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")**

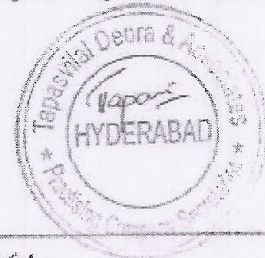
Dear Sir,

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 Extraordinary General Meeting of the shareholders of TCI Finance Limited (CIN: L65910TG1973PLC031293), held on Saturday, January 30, 2021 at 12:30 P.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:

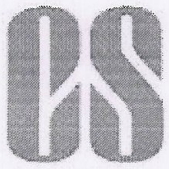
- (i) the votes of e-voting remotely, before the EGM, using an electronic voting system on the dates referred to in the Notice calling the EGM ("**remote e-voting**"); and
- (ii) the votes of e-voting at the EGM through electronic voting system ("**e-voting**").



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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 EGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

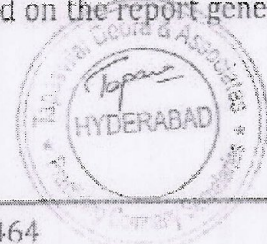
Scrutinizer's Responsibility

My responsibilities as Scrutinizer is restricted to make a Scrutinizers report of the votes cast "in favour" or "against" the resolution stated in the EGM 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 January 22, 2021 were entitled to vote on the resolution as set out in the notice of the Extraordinary General Meeting of the Company.

Remote e-voting Process

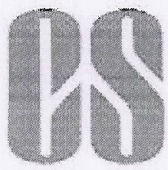
3. The remote e-voting period remained open from January 25, 2021 at 09:00 A.M. and ended on January 29, 2021 at 05:00 P.M.
4. The remote e-voting was blocked at the end of the voting period i.e. on January 29, 2021 at 05:00 P.M. and were unblocked by me on January 30, 2021 at 2:18 P.M. in the presence 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



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by NSDL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

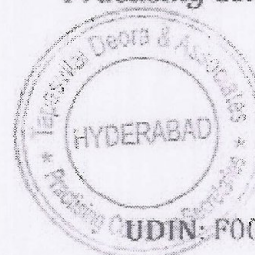
E-voting process at the EGM

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 January 30, 2021 at 2:18 P.M after the conclusion of the EGM 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



Tapas

Tapasvilal Deora

M. No.: F9813

C.P. No.: 13087

UDIN: F009813B002366387

January 30, 2021
Hyderabad

Enclosure - Annexure 1



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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	Re-classification of Gati Limited from "Promoter and Promoter Group" category to "Public" category	Ordinary	76	49,82,253	72	33,71,758	67.68	4	16,10,495	32.32	-	-

The Company Secretary of the Company has confirmed that none of the "persons related to promoter seeking re-classification" as per Reg. 31A (b) of SEBI (LODR) Regulations holds shares in the Company

for Tapasvilal Deora & Associates
Practising Company Secretaries



Tapas

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

January 30, 2021
Hyderabad