



30th June, 2022

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

Scrip Code – 532513

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1 G Block
Bandra - Kurla Complex, Bandra - (E)
Mumbai - 400 051

Scrip Symbol – TVSELECT

Dear Sir / Madam,

Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Details of Voting Results of the 27th Annual General Meeting.

We wish to inform you that 27th Annual General Meeting of the Company (AGM) was held on 29th June, 2022 through Video Conferencing / Other Audio Visual Means (“VC / OAVM”) and the business items mentioned in the Notice dated 14th May, 2022 convening the AGM were transacted.

In this Connection, we enclose the following:

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

The said results declared by the Chairperson 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 records.

Thanking You,

Yours truly,
For TVS Electronics Limited

K Santosh
Company Secretary

TVS Electronics Limited

“Arihant E-Park”, No.117/1, 9th Floor, L.B. Road, Adyar, Chennai – 600 020. Tel.: +91-44-42005200

Registered Office: 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

TVS Electronics Limited

Disclosure in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the businesses transacted by the Company through Remote E-Voting conducted prior to and at the 27th Annual General Meeting held through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') on 29th June, 2022									
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 for the financial year ended 31st March 2022, together with the reports of the Board of Directors and the Auditors' thereon	Promoter and Promoter Group	E-Voting	11,172,743	11,172,743	100.0000	11,172,743	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		11,172,743	100.0000	11,172,743	0	100.0000	0.0000
	Public-Institutions	E-Voting	65,685	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	7,411,889	87,252	1.1772	87,165	87	99.9003	0.0997
		Poll		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		87,252	1.1772	87,165	87	99.9003	0.0997
		Grand Total	18,650,318	11,259,995	60.3743	11,259,908	87	99.9992	0.0008



Disclosure in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the businesses transacted by the Company through Remote E-Voting conducted prior to and at the 27th Annual General Meeting held through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') on 29th June, 2022									
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	11,172,743	11,172,743	100.0000	11,172,743	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		11,172,743	100.0000	11,172,743	0	100.0000	0.0000
	Public-Institutions	E-Voting	65,686	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	7,411,889	87,252	1.1772	87,115	137	99.8430	0.1570
		Poll		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		87,252	1.1772	87,115	137	99.8430	0.1570
		Grand Total	18,650,318	11,259,995	60.3743	11,259,858	137	99.9988	0.0012



Disclosure in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the businesses transacted by the Company through Remote E-Voting conducted prior to and at the 27th Annual General Meeting held through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') on 29th June, 2022

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
Appointment of M/s. Guru & Jana, Chartered Accountants (FRN: 0068265) as the Statutory Auditors for their first term of five years, from the conclusion of 27th AGM to the conclusion of the 32nd AGM, at a remuneration of Rs.15 Lakhs per annum (plus reimbursement of out of pocket expenses and other applicable taxes)	Promoter and Promoter Group	E-Voting	11,172,743	11,172,743	100.0000	11,172,743	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		11,172,743	100.0000	11,172,743	0	100.0000	0.0000
	Public-Institutions	E-Voting	65,686	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	7,411,889	87,052	1.1745	86,906	146	99.8323	0.1677
		Poll		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		87,052	1.1745	86,906	146	99.8323	0.1677
		Grand Total	18,650,318	11,259,795	60.3732	11,259,649	146	99.9987	0.0013



Disclosure in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the businesses transacted by the Company through Remote E-Voting conducted prior to and at the 27th Annual General Meeting held through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') on 29th June, 2022

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
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 (plus applicable taxes and out of pocket expenses at actuals) payable to Mr. P. Raju Iyer, Practising Cost Accountant (Membership No.6987), Cost Auditor, for the financial year 2022-23	Promoter and Promoter Group	E-Voting	11,172,743	11,172,743	100.0000	11,172,743	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		11,172,743	100.0000	11,172,743	0	100.0000	0.0000
	Public-Institutions	E-Voting	65,686	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	7,411,889	87,052	1.1745	86,564	488	99.4394	0.5606
		Poll		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		87,052	1.1745	86,564	488	99.4394	0.5606
		Grand Total	18,650,318	11,259,795	60.3732	11,259,307	488	99.9957	0.0043



Disclosure in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the businesses transacted by the Company through Remote E-Voting conducted prior to and at the 27th Annual General Meeting held through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') on 29th June, 2022

Resolution No.5	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 increase in remuneration of Mrs. Srilalitha Gopal (DIN:02329790), Managing Director, from Rs.1.50 Crores per annum to Rs. 2 Crores per annum, with effect from 11th May 2022 up to 10th May 2023	Promoter and Promoter Group	E-Voting	11,172,743	11,172,743	100.0000	11,172,743	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		11,172,743	100.0000	11,172,743	0	100.0000	0.0000
	Public-Institutions	E-Voting	65,686	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	7,411,889	87,252	1.1772	86,544	708	99.1886	0.8114
		Poll		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		87,252	1.1772	86,544	708	99.1886	0.8114
	Grand Total		18,650,318	11,259,995	60.3743	11,259,287	708	99.9937	0.0063





Consolidated Scrutiniser's Report

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

30th June 2022

To,

The Chairperson of the 27th Annual General Meeting of
TVS Electronics Limited [CIN: L30007TN1995PLC032941]
249-A, Ambujammal Street,
Off TTK Road, Alwarpet, Chennai – 600 018.

Dear Madam,

**Sub: Scrutiniser's Report on Remote e-voting (prior to and at the AGM) in respect of the
27th Annual General Meeting held on 29th June 2022 through VC / OAVM**

The Board of directors of the Company, pursuant to resolution passed at their meeting held on 14th May 2022 appointed me as the Scrutiniser for the remote e-voting process to be conducted in relation to the 27th Annual General Meeting (AGM) of the Company to be held on 29th June 2022 ('the 27th 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. 2/2022 dated 5th May 2022 issued by the Ministry of Corporate Affairs (MCA), and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May 2022 issued by the Securities and Exchange Board of India (SEBI).
2. The items of business as set out in the notice convening the 27th AGM and covered by the remote e-voting (prior to and at the AGM) are as follows:



TVS ELECTRONICS LIMITED

Consolidated Scrutiniser's report on remote e-voting prior to and at the 27th AGM held on 29th June 2022

Item No.	Nature of business	Type of Resolution	Subject matter
1	Ordinary	Ordinary	Adoption of Audited Financial Statements for the financial year ended 31 st March 2022, 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	Ordinary	Ordinary	Appointment of M/s. Guru & Jana, Chartered Accountants (FRN: 006826S) as the Statutory Auditors for their first term of five years, from the conclusion of 27 th AGM to the conclusion of the 32 nd AGM, at a remuneration of Rs.15 Lakhs per annum (plus reimbursement of out of pocket expenses and other applicable taxes).
4	Special	Ordinary	Ratification of the remuneration of Rs.1.50 lakhs (plus applicable taxes and out of pocket expenses at actuals) payable to Mr. P. Raju Iyer, Practising Cost Accountant (Membership No.6987), Cost Auditor, for the financial year 2022-23.
5	Special	Special	Approval for increase in remuneration of Mrs. Srilalitha Gopal (DIN:02329790), Managing Director, from Rs.1.50 Crores per annum to Rs.2 Crores per annum, with effect from 11 th May 2022 up to 10 th May 2023.

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) 120009** for the remote e-voting process in relation to the 27th AGM. NSDL also provided the web-based platform for conduct of the AGM through VC / OAVM.
4. Notice convening the 27th AGM (along with the Annual Report for the financial year ended 31st March 2022) was sent by NSDL on 7th June 2022 to 39,953 shareholders out of the 45,922 shareholders as on 3rd June 2022 (being the cut-off date for dispatch of the AGM Notice to the shareholders), through e-mail to their e-mail address registered with the Company / Depository Participants. Physical copies of the AGM Notice and Annual Report were not sent to the shareholders in view of the exemption provided by MCA and SEBI vide their Circulars referred to above. However, physical copies of the AGM Notice and Annual Report were sent to some of the shareholders who had requested for the same.



TVS ELECTRONICS LIMITED

Consolidated Scrutiniser's report on remote e-voting prior to and at the 27th AGM held on 29th June 2022

5. The AGM Notice and Annual Report were also sent to the Directors, Auditors and Secretarial Auditors on 7th June 2022 through e-mail, and submitted to NSE and BSE on 7th June 2022 by filing on their online portal.
6. The prescribed particulars relating to the e-voting process for the 27th AGM were advertised on 8th June 2022, and the manner in which shareholders whose e-mail address was not registered could register the same with the Company, was advertised on 3rd June 2022, in "Financial Express" (all India edition) in English, and "Makkal Kural" in Tamil.
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 22nd June 2022, being the cut-off date fixed for determining eligibility to vote in respect of the items of business to be transacted at the 27th 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/- (Rupees ten) each. This included:
 - (a) 23,900 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) 1,76,300 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 27th AGM **commenced on Sunday, 26th June 2022**, at 10:00 A.M. (IST) and **ended on Tuesday, 28th June 2022** at 5:00 P.M. (IST).
10. The **27th AGM** was held on Wednesday, **29th June 2022**, at **10:00 A.M.** (IST), through Video conferencing / other audio-visual means (**VC / OAVM**).
11. Remote e-voting facility provided by NSDL was made available at the AGM, from the time of commencement upto 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, and the meeting concluded at 11:00 A.M. after completion of the E-Voting period. However, no votes were cast through the remote e-voting facility at the AGM.
12. On completion of the remote e-voting at the AGM, I unblocked the votes cast through remote e-voting (prior to and at the AGM) in the presence of two witnesses not in the employment of the Company and obtained the e-voting report from the remote e-voting website of NSDL.



TVS ELECTRONICS LIMITED

Consolidated Scrutiniser's report on remote e-voting prior to and at the 27th AGM held on 29th June 2022

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 in electronic form.
16. The consolidated 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 cast	No. of Ballots	No. of Votes cast	% of valid votes	No. of Ballots	No. of Votes cast	% of valid votes
1.	169	1,12,59,995	157	1,12,59,908	99.9992%	12	87	0.0008%
2.	169	1,12,59,995	156	1,12,59,858	99.9988%	13	137	0.0012%
3.	168	1,12,59,795	156	1,12,59,649	99.9987%	12	146	0.0013%
4.	168	1,12,59,795	152	1,12,59,307	99.9957%	16	488	0.0043%
5.	169	1,12,59,995	149	1,12,59,287	99.9937%	20	708	0.0063%

17. All the 5 (five) resolutions (4 (four) ordinary resolutions and 1 (one) special resolution) set-out in the Notice convening the 27th AGM have been passed with the requisite majority on the date of the AGM, namely, 29th June 2022. You may declare the results accordingly.

Thanking you,
Yours faithfully,


K SRIRAM

Practising Company Secretary (CP No. 2215)

Scrutiniser

UDIN: F006312D000547226

