

July 28, 2023

National Stock Exchange “Exchange Plaza”, C-1, Block G, Bandra- Kurla Complex, Bandra (E), Mumbai – 400 051.	BSE Limited 27th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001.
Scrip Symbol : TTKPRESTIG	Scrip Code : 517506

Dear Sirs,

Re : Submission of Voting Results as per Regulation 44 of the SEBI (LODR) Regulations, 2015 for the 67th Annual General Meeting held on July 27, 2023

We are forwarding herewith the Voting Results as per Regulation 44 of the SEBI (LODR) Regulations, 2015, in respect of the items transacted at the above Annual General Meeting along with the Consolidated Scrutinizer Report relating to e-Voting and Instapoll (conducted at the Meeting).

We request you to kindly take the above documents on record.

We also provide below the outcome of the voting process in respect of the businesses transacted at the above AGM, for your ready reference:

Item No.	Description	Type of Resolution	Result
1.	Adoption of audited financial statements	Ordinary	Carried by Requisite Majority
2.	Declaration of Dividend	Ordinary	Carried unanimously
3.	Appointment of Dr. Mukund T.T (DIN: 07193370) as Director liable to retire by rotation	Ordinary	Carried by Requisite Majority
4.	Appointment of Mr. T T Jagannathan (DIN: 00191522) as Director, liable to retire by rotation	Special	Carried by Requisite Majority

5.	Ratification of Remuneration payable to Cost Auditor for the Financial Year 2023-24	Ordinary	Carried by Requisite Majority
6.	Re-appointment of Mr. Dhruv Moondhra (DIN: 00151532), as an Independent Director of the company.	Special	Carried by Requisite Majority
7.	Approval for payment of remuneration to Non-Executive Directors	Special	Carried by Requisite Majority
8.	Remuneration Payable to Mr. T.T. Jagannathan – Non-Executive Chairman	Special	Carried by Requisite Majority

Thanking you

Yours faithfully,
For TTK Prestige Limited,

K. Shankaran
Wholetime Director & Secretary

Encl. : a/a

Resolution No.	4									
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mr. T T Jagannathan (DIN: 00191522) as director, liable to retire by rotation									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	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	9,75,96,070	9,27,09,230	94.9928	9,27,09,230	0	100.0000	0.0000	0	34,75,040
	Poll		6,00,000	0.6148	6,00,000	0	100.0000	0.0000	0	8,11,800
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9,33,09,230	95.6076	9,33,09,230	0	100.0000	0.0000	0	4286840
Public- Institutions	E-Voting	2,81,14,280	2,70,13,876	96.0860	1,07,03,544	1,63,10,332	39.6223	60.3776	0	0
	Poll		0	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
	Total		2,70,13,876	96.086	1,07,03,544	1,63,10,332	39.6224	60.3776	0	0
Public- Non Institutions	E-Voting	1,29,03,670	6,42,099	4.9761	6,41,745	354	99.9448	0.0551	0	1,039
	Poll		44,434	0.3444	44,434	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,86,533	5.3205	6,86,179	354	99.9484	0.0516	0	1039
Total		13,86,14,020	12,10,09,639	87.2997	10,46,98,953	1,63,10,686	86.5212	13.4788	0	4287879

Resolution No.	6									
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Dhruv Moondhra (DIN: 00151532), as an Independent Director of the company									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	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	9,75,96,070	9,61,84,270	98.5534	9,61,84,270	0	100.0000	0.0000	0	0
	Poll		14,11,800	1.4466	14,11,800	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9,75,96,070	100.0000	9,75,96,070	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	2,81,14,280	2,70,13,876	96.0860	2,68,26,194	1,87,682	99.3052	0.6947	0	0
	Poll		0	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
	Total		2,70,13,876	96.086	2,68,26,194	1,87,682	99.3052	0.6948	0	0
Public- Non Institutions	E-Voting	1,29,03,670	6,42,114	4.9762	6,41,648	466	99.9274	0.0725	0	1,024
	Poll		44,434	0.3444	44,434	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,86,548	5.3206	6,86,082	466	99.9321	0.0679	0	1024
Total	13,86,14,020	12,52,96,494	90.3924	12,51,08,346	1,88,148	99.8498	0.1502	0	1024	

REPORT OF SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman,

67th (Sixty Seventh) Annual General Meeting (AGM) of the Equity Shareholders of TTK Prestige Limited held on Thursday, July 27th, 2023, at 11:00 a.m. through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 67th Annual General Meeting of TTK Prestige Limited held on Thursday, July 27, 2023 at 11.00 a.m. (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

I, Parameshwar G. Hegde, Practicing Company Secretary, at #56, 1st Cross, Silver Oak Street, J P Nagar, 7th Phase, Bengaluru – 560078, appointed as Scrutinizer by the Board of Directors of **TTK Prestige Limited** (the Company) for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 67th Annual General Meeting of the Equity Shareholders of the Company held on Thursday, July 27, 2023 at 11:00 a.m. through VC, submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder and applicable SEBI Regulations relating to voting through electronic means (by remote e-voting) and electronic

voting (e-voting) at the AGM by the shareholders on the resolutions proposed in the Notice of the 67th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through e-voting (remote e-voting) and by electronic voting (e-voting) at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions.

2. The Notice dated May 25, 2023 of the 67th AGM was sent to the shareholders in respect of the below mentioned resolutions to be passed at the AGM through electronic mode whose email addresses are registered with the Company / Depositories, in compliance with the MCA circulars dated May 5, 2020 and January 13, 2021 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5, 2023 and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India.
3. The Company has availed the e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) from KFin Technologies Limited (KFintech).
4. The voting period for remote e-voting commenced on Monday, July 24, 2023 (9:00 a.m. IST) and ended on Wednesday, July 26, 2023 (5:00 p.m. IST) and the KFintech e-voting platform was disabled thereafter.
5. After declaration of voting by the Chairman, the shareholders present at the AGM through VC and who had not voted on remote e-voting, voted through e-voting facility provided by KFintech at the AGM.
6. The Equity Shareholders holding shares as on July 22, 2023, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 67th AGM.
7. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by KFintech had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.

8. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of KFintech. The e-voting data/results downloaded from the e-voting system of KFintech were scrutinized and reviewed.
9. Based on the data downloaded from KFintech e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

a) **Resolution-1: Ordinary Resolution**

To receive, consider and adopt the audited Financial Statements (including the Consolidated Financial Statements) of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
392	12,37,80,747	98.79

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
8	15,16,582	1.21

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

b) **Resolution–2: Ordinary Resolution**

To declare a dividend of Rs. 6/- (Rupees Six Only) per equity share of Face Value of Rs. 1/- each for the financial year ended March 31, 2023.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
400	12,52,97,329	100.00

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

c) **Resolution–3: Ordinary Resolution**

Appointment of Dr. Mukund T.T (DIN: 07193370) as a director liable to retire by rotation.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
344	11,15,55,223	89.03

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
56	1,37,41,271	10.97

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

d) **Resolution-4: Special Resolution**

Appointment of Mr. T. T. Jagannathan (DIN: 00191522) as director, liable to retire by rotation.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
322	10,46,98,953	86.52

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
72	1,63,10,686	13.48

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

e) **Resolution-5: Ordinary Resolution**

Ratification of Remuneration Payable to Cost Auditor for Financial Year 2023-24.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
391	12,52,96,785	99.99

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
8	543	0.01

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

f) **Resolution-6: Special Resolution**

Re-appointment of Mr. Dhruv Moondhra (DIN: 00151532), as an Independent Director of the company.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
388	12,51,08,346	99.85

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
9	1,88,148	0.15

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

g) **Resolution-7: Special Resolution**

Approval for payment of remuneration to Non-Executive Directors.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
297	10,38,15,853	82.86

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
102	2,14,81,475	17.14

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

h) **Resolution–8: Special Resolution**

Remuneration payable to Mr. T. T. Jagannathan–Non-Executive Chairman.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
297	11,05,01,630	91.32

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
100	1,05,08,858	8.68

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

10. All electronic data and relevant records of e-voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 67th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

Place: Bengaluru
Dated: July 28, 2023

PARAMESHWAR
R GANAPATI
HEGDE
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PARAMESHWAR
GANAPATI HEGDE
Date: 2023.07.28 12:08:34
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Parameshwar G. Hegde
FCS 1325, CP No. 640
Scrutinizer
UDIN: F001325E000692510