

29th January, 2024

To,

Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street - Mumbai- 400001

Listing Department
National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E) Mumbai – 400 051

Scrip Code: 532349

Scrip Symbol: TCI

Sub: Voting Results along with Scrutinizer's Report- Postal Ballot Notice dated 20th December, 2023

Dear Sir/ Madam,

In furtherance to our letter dated 22nd December, 2023 intimating about the postal ballot notice dated 20th December, 2023 for seeking approval of the Members of the Company by way of special resolution for appointment of Mr. Avinash Gupta (DIN: 02783217) as an Independent Director of the Company.

In this regard, we hereby submit the following:

- I. Voting Results in the format prescribed under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 attached as **Annexure I**.
- II. Report of the Scrutinizer on E-voting attached as **Annexure II**.

Further, the said resolution has been passed with requisite majority on 27th January, 2024.

Hope you shall find the above in order & request you to take it on records.

Thanking you,

For Transport Corporation of India Limited

Archana Pandey
Company Secretary & Compliance Officer

Encl.: As Above

Transport Corporation of India Limited

Corporate Office : TCI House, 69, Institutional Area, Sector-32, Gurugram -122001, Haryana (India)
Ph. No.: +91 124-2381603, Fax.: +91 124-2381611 E-mail : corporate@tcil.com Web : www.tcil.com

Regd. Office:- Flat Nos. 306 & 307, I-8-271 to 273, Third Floor, Ashoka Bhoopal Chambers, S P Road, Secunderabad - 500 003 (Telangana)


Tel: +91 40 27840104 Fax: +91 40 27840163

CIN : L70109TG1995PLC019116

	TRANSPORT CORPORATION OF INDIA LIMITED
Date of the AGM/EGM	Not applicable (resolution passed through postal ballot on January 27, 2024)
Total number of shareholders on record date	41684
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1									
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mr. Avinash Gupta (DIN: 02783217) 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	53,527,371	52,935,992	98.8952	52,935,992	0	100.0000	0.0000	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		52,935,992	98.8952	52,935,992	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	11,991,206	11,366,337	94.7889	11,307,486	58,851	99.4822	0.5177	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		11,366,337	94.7889	11,307,486	58,851	99.4822	0.5178	0	0
Public- Non Institutions	E-Voting	12,152,348	608,160	5.0045	607,915	245	99.9597	0.0402	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		608,160	5.0045	607,915	245	99.9597	0.0403	0	0
Total	Total	77,670,925	64,910,489	83.5712	64,851,393	59,096	99.9090	0.0910	0	0

For Transport Corporation of India Ltd.


 (D.P. Agarwal)
 Chairman & Managing Director

SCRUTINIZER'S REPORT

(Section 108 of the Companies Act read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 and any amendment thereof)

To

The Chairman

TRANSPORT CORPORATION OF INDIA LIMITED

Q No 306/307 3RF Floor 1-8-271-273 & 301

Ashok Bhoopal Chambers, SP Road,

Sec'bad - 500 003, Telangana, India,

Sub: Scrutinizer's Report on Postal Ballot through e-voting pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 110 and Section 108 of the Companies Act, 2013 ("the Act") read with the Companies (Management and Administration) Rules, 2014 as amended from time to time.

Dear Sir,

I, Rashmi Sahni, Practicing Company Secretary, have been appointed as Scrutinizer by the Board of Directors of M/s. **TRANSPORT CORPORATION OF INDIA LIMITED** ("the Company") for the purpose of scrutinizing the votes casted through electronic means for postal ballot process and the vote cast in respect of the Resolution set out in the Postal Ballot Notice dated December 20, 2023 ("Notice").

Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirements of (i) the Companies Act, 2013 and the rules made thereunder; (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR"); and (iii) Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 followed by Circular No. 20/2020 dated May 05, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No.33/2020 dated September 28,2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 08, 2021, Circular No. 03/2022 dated May 05, 2022, circular No. 11/2022 dated December 28, 2022 and Circular No. 9/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) ("SEBI Listing Regulations"), the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India.

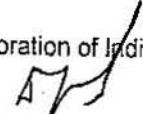
Scrutinizer's Responsibility

My responsibility as the Scrutinizer is restricted to ascertaining the voting processes and to make Scrutinizer's Report on the votes cast in favour or against the resolutions contained in the Notice of Postal Ballot, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL") for the postal ballot conducted in a fair and transparent manner.

Cut-off date

The Equity Shareholders of the Company as on the "cut-off" date, i.e., Thursday, December 21, 2023 were entitled to vote on the resolutions as set out in the Notice of Postal Ballot.

For Transport Corporation of India Ltd.



(D.P. Agarwal)
Chairman & Managing Director


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Remote e-voting process: -

1. In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms.
2. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by listed companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.
3. The Voting through Postal Ballot via Remote electronic voting (e-voting) commenced from Friday, December 29, 2023 (9:00 a.m.) (IST) and ended on Saturday, January 27, 2024 (5:00 p.m.) (IST).
4. The votes casted were unblocked on Monday, January 29, 2024 in the presence of two witnesses Ms. Sonali Saini and Ms. Ritu Mahajan who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

a. Name: Sonali Saini


Signature:

b. Name Ms. Ritu Mahajan


Signature:

5. Thereafter, the details containing, inter alia, the list of Equity Shareholders, who voted "for" or "against" each of the resolutions that was put to vote, were generated from the e-voting website of NDSL, i.e., <https://www.evoting.nsdl.com/>

Voting Results:

I have scrutinized the voting in a fair & transparent manner based on the data downloaded from the NSDL, remote e-voting platform.

Based on the result downloaded, following no. of valid votes were observed:

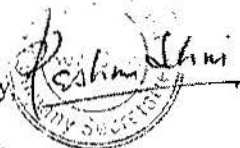
- a) 312 members have validly casted their vote for item no.1 through remote e-voting offered;

I hereby enclose the Voting Results pursuant to Rule (20)(4)(xii) of the Companies (Management & Administration) Rules, 2014 as amended on all the resolutions contained in the notice to Postal Ballot.

All relevant records shall be handed over to the Chairman/Company Secretary of the Company for safe keeping.

Thanking You,

Yours Faithfully,


Rashmi Sahni
Company Secretary in Practice
ACS: 25681
COP: 10493
PRC NO.: 1614/2021

For Transport Corporation of India Ltd.


(D.P. Agarwal)
Chairman & Managing Director

Date: 29-01-2024

Place: Delhi

UDIN: A025681E003319831

VOTING RESULTS


Item No.	1
Subject Matter of Resolution	Appointment of Mr. Avinash Gupta (DIN: 02783217) as an Independent Director of the Company
Type of Resolution	Special

Particulars	Remote E-Voting		Percentage %
	Number of Members	Number of votes contained in	
Assent/ For/ Favour	298	64851393	99.9090
Dissent/ Against	14	59096	0.0910
Total	312	64910489	100

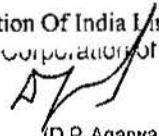
Invalid Votes	0	0
Abstained Votes	0	0

Summary of Votes Cast

Based on the aforesaid results, as the number of votes cast in favour of the resolutions was more than the number of votes cast against, I report that the Special Resolution with regard to Item no. 1 as set out in the Notice of the Postal Ballot dated December 20, 2023 have been passed with requisite majority.


Rashmi Sahni
Company Secretary in Practice
ACS: 25681
COP: 10493
PRC NO.: 1614/2021

Countersigned by:
For Transport Corporation Of India Limited
For transport Corporation of India Ltd.


(D.P. Agarwal)
DHARMPAL AGARWAL & Managing Director
Chairman & Managing Director
DIN: 00084105

Date: 29-01-2024
Place: Delhi
UDIN: A025681E003319831