



T T LIMITED

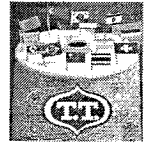
"T T GARMENT PARK"

879, MASTER PRITHVI NATH MARG
OPP: AJMAL KHAN PARK, KAROL BAGH,
NEW DELHI - 110 005, INDIA

TEL: 0091 11 45060708 (30 Lines) FAX: 0091 11 45060741,

EMAIL: export@tttextiles.com

WEBSITE: <http://www.tttextiles.com>



December 23, 2013

BOMBAY STOCK EXCHANGE LIMITED

FLOOR 25, P. J. TOWERS

DALAL STREET

MUMBAI 400001

Fax. : 022-22722061/41/39/37

Reg. :- Scrip Code - 514142

Sub.:- Announcement of Result of Postal Ballot

Dear Sir,


Company has sought permission of shareholder under section 180(1) (a) of the Companies Act, 2013 through Postal Ballot vide notice dated 13th November, 2013 for disposal of Company's Wind Mills located at Tamil Nadu.

Scrutinizer appointed for conducting Postal Ballot has submitted his report with postal ballot summary as under:-

	No. of Postal Ballots & E- Voting	No. of Shares	% of Total Paid up Equity Shares
Total Postal Ballot Forms received within the prescribed time	405	12063089	56.12
Add: Total Electronic voting received	11	2475	
Less: Invalid Postal Ballot Forms (as per register)	70	49401	0.23
Net Valid Postal Ballot Forms including voting through E-voting process (as per register)	346	1201613	55.89

Contd...p/2

FOR T T LIMITED


SUNIL MAHNOT
VICE PRESIDENT (FINANCE) &
COMPANY SECRETARY

	ITEM 1		
	No. of Postal Ballot Forms & E- Voting	No. of Shares	% of Total Paid up Equity Shares
Postal Ballot Forms including E-Voting in favour of the Resolutions	327	12013978	55.88 % representing 99.98% Of the total valid votes
Postal Ballot Forms including E-Voting against the Resolutions	19	2185	0.01 % representing 0.02 % Of the total valid votes
Total	346	12016163	

Accordingly Chairman has declared result as resolution passed with overwhelming majority.

Certify true copy of resolution passed through Postal Ballot alongwith Scrutinizer Report are enclosed for your reference and record.

Kindly take the same on your record and do the needful.

Thanking You

**Cordially Yours
For T T Limited**



**Sunil Mahnot
Vice President (Finance) &
Company Secretary**



T T LIMITED

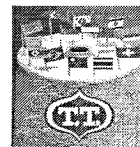
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CERTIFIED TRUE COPY OF RESOLUTION PASSED BY SHAREHOLDERS THROUGH POSTAL BALLOT DATED 23.12.2013

“Resolved that pursuant to the provisions of Section 180 (1) (a), of the Companies Act, 2013 and Section 293 (1) (a) and 192A of the Companies Act, 1956 read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011 and other applicable provisions, if any, and of the Articles of Association of the Company and subject to such approvals, consent, permissions and sanctions as may be necessary from the concerned authorities and subject to such terms and conditions as may be imposed by them, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board” which expression shall also include a Committee thereof) to sell, transfer or otherwise dispose off, the whole of the Company’s Wind Power Business which consists of 3 nos. Wind Turbine Generator based power plants located at Tamil Nadu together with their associated assets, equipments, infrastructure, facilities, auxiliaries and utilities attached thereto as going concern (s)’ on ‘as is where is’ basis by way of slump-sale or otherwise, for a lump sum consideration, to any suitable party/parties on such terms and conditions and in such form and manner with effect from such date as the Board of Directors deem fit and to do all such acts, deeds and things as may be necessary to implement the same.

Resolved Further that the Board be and is hereby authorized to complete the transaction with such modification(s) as may be required by any of the concerned authority(ies) or which the Board may deem appropriate to be in the best interest of the Company and to do all such acts, matters, deeds and things, as may be necessary, without further referring to the Members of the Company, including finalising the terms and conditions, sale consideration, methods, timings and modes in respect thereof and executing necessary documents, schemes, agreements, deeds of assignment/conveyance and such other documents, deeds, writings and papers as may be necessary of expedient in its own discretion and in the best interest of the Company including the power to sub-delegate to any committee of Directors or any executive of the Company, to give effect to this resolution.”

CERTIFIED TRUE COPY

FOR T T LIMITED


SUNIL MAHNOT
VICE PRESIDENT (FINANCE) &
COMPANY SECRETARY

DEEPAK KUKREJA & ASSOCIATES
C O M P A N Y S E C R E T A R I E S

SCRUTINIZER'S REPORT

To,

The Board of Directors,
M/s T.T. LIMITED
879, Master Prithvi Nath Marg,
Opp. Ajmal Khan Park,
Karol Bagh,
New Delhi-110 005

Dear Sirs,

The Board of Directors of the Company at its meeting held on November 13, 2013 has appointed me as Scrutinizer for conducting the postal ballot voting process in respect of the Special Resolution to be passed under section 180(1)(a) of the Companies Act, 2013 (section 293(1)(a) of erstwhile Companies Act, 1956) for disposal of the Company's Wind Mill located at Tamil Nadu.

I SUBMIT MY REPORT AS UNDER:

- 1.1 The Company has completed the dispatch of postal ballot forms on November 20, 2013 along with postage prepaid business reply envelope to its Members whose name(s) appeared on the Register of Members/List of Beneficiaries as on November 15, 2013.
- 1.2 Particulars of all the postal ballot forms received from the Members have been entered in a register separately maintained for the purpose.
- 1.3 The postal ballot forms were kept under safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
- 1.4 The ballot boxes were opened on December 21, 2013 in my presence.



**DEEPAK KUKREJA & ASSOCIATES
COMPANY SECRETARIES**

- 1.5 The postal ballot forms were duly opened in my presence and scrutinized and the shareholdings were matched / confirmed with the Register of Members of the Company/ list of beneficiaries as on November 15, 2013.
- 1.6 All postal ballot forms received upto the close of working hours (5 PM) on Friday, December 20, 2013, the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.
- 1.7 All postal ballot forms received after December 20, 2013 were also considered for my scrutiny. The number of said postal ballot forms are 19 which have been received after said date, details for the same are entered in the register maintained for the purpose with remarks "received after due date".
- 1.8 I did not find any defaced or mutilated ballot paper.
- 1.9 To our information there were 1476 envelopes containing postal ballot forms which were returned undelivered.
2. The following business is conducted by passing of resolutions through Postal Ballot:

Item No.	Description
Item No. 1	Special Resolution under section 180(1)(a) of the Companies Act, 2013 (section 293(1)(a) of erstwhile Companies Act, 1956) for disposal of the Company's Wind Mill located at Tamil Nadu

- 3.1 A summary of the postal ballot forms and E-Voting received is given below:

	No. of Postal Ballots & E- Voting	No. of Shares	% of Total Paid up Equity Shares
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Add: Total Electronic voting received	11	2475	



**DEEPAK KUKREJA & ASSOCIATES
COMPANY SECRETARIES**

Less: Invalid Postal Ballot Forms (as per register)	70	49401	0.23
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	ITEM 1		
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Postal Ballot Forms including E-Voting in favour of the resolution	327	12013978	55.88 % representing 99.98% Of the total valid votes
Postal Ballot Forms including E-Voting against the resolution	19	2185	0.01 % representing 0.02 % Of the total valid votes
Total	346	12016163	

4. I have on reckoning the voting rights of shareholders on the basis of the paid –up value of the shares registered in their names as on November 15, 2013 found that the total percentage of assent is **99.98(%)** in respect of Special Resolution under section 180 (1) (a) of the Companies Act, 2013 (section 293(1)(a) of erstwhile Companies Act, 1956) for disposal of the Company’s Wind Mill located at Tamil Nadu.



**DEEPAK KUKREJA & ASSOCIATES
COMPANY SECRETARIES**

5. I have handed over the postal ballot forms and other related papers/registers and records for safe custody to Mr. Sunil Mahnot, Vice President (Finance) & Company Secretary of the Company (who has been authorized by the Board to supervise the postal ballot process).

6. You may accordingly declare the result of the voting by Postal Ballot.

Thanking you,

Yours sincerely,

**FOR DEEPAK KUKREJA & ASSOCIATES
COMPANY SECRETARIES**



**(DEEPAK KUKREJA)
FCS, LL.B, ACIS (UK)
SCRUTINIZER**

Place : New Delhi

Date : 23.12.2013