



Tourism Finance Corporation of India Ltd.

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13th Floor
61 Nehru Place
New Delhi - 110019

Tel. : +91-11-26291151
Fax : +91 11 26291152
E-mail : ho@tfcilttd.com
Web : www.tfcilttd.com

CIN : L65910DL1989PLC034812
TF/LISTING/15

September 22, 2015

Bombay Stock Exchange Ltd.,
Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI - 400 001.

Dear Sir,

Sub: Details regarding voting results at AGM of the Company held on Sep 21, 2015

Dear Sir,

In compliance of Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 as amended and compliance of Clause 35A of the Listing Agreement with Stock Exchanges, we are forwarding herewith detailed voting results of Annual General meeting as per format specified under Clause 35A of Listing Agreement in Annexure I along with report of the Scrutinizer. The result of voting has also been hosted on the website of the Company.

This is submitted for information and record.

Yours faithfully,


(Sanjay Ahuja)
Company Secretary


Annexure 1

Sub: Details regarding voting results at the 26th AGM of the Company – Clause 35A of Listing Agreement

As per requirement of Clause 35A of the Listing Agreement with the stock exchanges, given below are the details of voting results at the 26th AGM of the Company held on 21.9.2015.

TOURISM FINANCE CORPORATION OF INDIA LTD	
CIN: L65910DL1989PLC034812	
Date of AGM: Monday 21 st September, 2015	
Total number of shareholders on record date i.e.14 th September , 2015:	60779
No. of shareholders present in the meeting either in Person or through proxy:	384
Promoters and promoter group:----	1
Public:	383
No. of shareholders attended the meeting through video conferencing:	NA
Promoters and Promoter group	
Public:	

----page 2



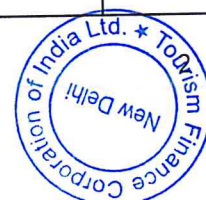
Tourism Finance Corporation of India Ltd.

Item No.1: To consider and adopt the audited financial statements of the Company including the Balance Sheet as at March 31, 2015 and the statement of Profit and Loss Account for the year ended March 31, 2015 and the reports of Board of Directors' and Auditors' thereon.

Ordinary Resolution								
Category	No. of Shares held	Mode of Voting	No. of valid votes	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour over Votes Polled	% of Votes in against over Votes Polled
	1		2	$(3)=(2)/(1)*100$	4	5	$(6)=(4)/(2)*100$	$(7)=(5)/(2)*100$
Promoters and Promoter Group	5,02,37,642	e-voting	3,81,69,795	75.97%	3,81,69,795	0	100	0
		Poll	0	0	0	0	0	0
		Sub-total	3,81,69,795	75.97%	3,81,69,795	0	100	0
Public Institutional	57,31,608	e-voting	2304698	40.21%	2304698	0	100	0
		Poll	2037000	35.54%	2037000	0	100	0
		Sub-total	4341698	75.75%	4341698	0	100	0
Public-others	2,47,47,498	e-voting	2716	0.01%	2516	200	92.64	7.36
		Poll	1050	0.00%	1050	0	100	0
		Sub-total	3766	0.01%	3566	200	94.68	5.32
Total	8,07,16,748		4,25,15,259	52.67%	4,25,15,059	200	99.9995	.0005

Item No.2: To declare dividend on equity shares.

Ordinary Resolution								
Category	No. of Shares held	Mode of Voting	No. of valid votes	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour over Votes Polled	% of Votes in against over Votes Polled
	1		2	$(3)=(2)/(1)*100$	4	5	$(6)=(4)/(2)*100$	$(7)=(5)/(2)*100$
Promoters and Promoter Group	5,02,37,642	e-voting	3,81,69,795	75.97%	3,81,69,795	0	100	0
		Poll	0	0	0	0	0	0
		Sub-total	3,81,69,795	75.97%	3,81,69,795	0	100	0
Public Institutional	57,31,608	e-voting	2304698	40.21%	2304698	0	100	0
		Poll	2037000	35.54%	2037000	0	100	0



		Sub-total	4341698	75.75%	4341698	0	100	0
Public-others	2,47,47,498	e-voting	2716	0.01%	2516	200	92.64	7.36
		Poll	1050	0.00%	1050	0	100	0
		Sub-total	3766	0.01%	3566	200	94.68	5.32
Total	8,07,16,748		4,25,15,259	52.67%	4,25,15,059	200	99.9995	.0005

Item No.3: To appoint a Director in place of Shri Malay Mukherjee (DIN: 02272425), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Ordinary Resolution

Category	No. of Shares held	Mode of Voting	No. of valid votes	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour over Votes Polled	% of Votes in against over Votes Polled
	1		2	$(3)=(2)/(1)*100$	4	5	$(6)=(4)/(2)*100$	$(7)=(5)/(2)*100$
Promoters and Promoter Group	5,02,37,642	e-voting	3,81,69,795	75.97%	3,81,69,795	0	100	0
		Poll	0	0	0	0	0	0
		Sub-total	3,81,69,795	75.97%	3,81,69,795	0	100	0
Public Institutional	57,31,608	e-voting	2304698	40.21%	2304698	0	100	0
		Poll	2037000	35.54%	2037000	0	100	0
		Sub-total	4341698	75.75%	4341698	0	100	0
Public-others	2,47,47,498	e-voting	2716	0.01%	2515	201	92.60	7.40
		Poll	1050	0.00%	1050	0	100	0
		Sub-total	3766	0.01%	3565	201	94.66	5.34
Total	8,07,16,748		4,25,15,259	52.67%	4,25,15,059	200	99.9995	.0005

Item No. 4. To authorise Audit Committee to fix remuneration of the Statutory Auditors of the Company for financial year 2015-16.

Ordinary Resolution

Category	No. of Shares held	Mode of Voting	No. of valid votes	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour over Votes Polled	% of Votes in against over Votes Polled
	1		2	$(3)=(2)/(1)*100$	4	5	$(6)=(4)/(2)*100$	$(7)=(5)/(2)*100$



Promoters and Promoter Group	5,02,37,642	e-voting	3,81,69,795	75.97%	3,81,69,795	0	100	0
		Poll	0	0	0	0	0	0
		Sub-total	3,81,69,795	75.97%	3,81,69,795	0	100	0
Public Institutional	57,31,608	e-voting	2304698	40.21%	2304698	0	100	0
		Poll	2037000	35.54%	2037000	0	100	0
		Sub-total	4341698	75.75%	4341698	0	100	0
Public-others	2,47,47,498	e-voting	2716	0.01%	2516	200	92.64	7.36
		Poll	1050	0.00%	1050	0	100	0
		Sub-total	3766	0.01%	3566	200	94.68	5.32
Total	8,07,16,748		4,25,15,259	52.67%	4,25,15,059	200	99.9995	.0005

Special Business

Item No. 5. To appoint Shri Subrahmoneyan Chandra Sekhar (DIN:00024780), as an Independent Director of the Company not liable to retire by rotation, to hold office for a term upto 3 (Three) consecutive years commencing from March 18, 2015.

Ordinary Resolution

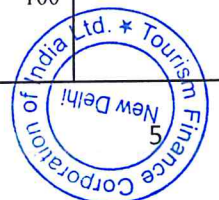
Category	No. of Shares held	Mode of Voting	No. of valid votes	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour over Votes Polled	% of Votes in against over Votes Polled
	1		2	$(3)=(2)/(1)*100$	4	5	$(6)=(4)/(2)*100$	$(7)=(5)/(2)*100$
Promoters and Promoter Group	5,02,37,642	e-voting	3,81,69,795	75.97%	3,81,69,795	0	100	0
		Poll	0	0	0	0	0	0
		Sub-total	3,81,69,795	75.97%	3,81,69,795	0	100	0
Public Institutional	57,31,608	e-voting	2304698	40.21%	2304698	0	100	0
		Poll	2037000	35.54%	2037000	0	100	0
		Sub-total	4341698	75.75%	4341698	0	100	0
Public-others	2,47,47,498	e-voting	2716	0.01%	2516	200	92.64	7.36
		Poll	1050	0.00%	1050	0	100	0
		Sub-total	3766	0.01%	3566	200	94.68	5.32



Total	8,07,16,748		4,25,15,259	52.67%	4,25,15,059	200	99.9995	.0005
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Item No. 6: To approve private placement of bonds/debentures etc.								
Ordinary Resolution								
Category	No. of Shares held	Mode of Voting	No. of valid votes	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour over Votes Polled	% of Votes in against over Votes Polled
	1		2	$(3)=(2)/(1)*100$	4	5	$(6)=(4)/(2)*100$	$(7)=(5)/(2)*100$
Promoters and Promoter Group	5,02,37,642	e-voting	3,81,69,795	75.97%	3,81,69,795	0	100	0
		Poll	0	0	0	0	0	0
		Sub-total	3,81,69,795	75.97%	3,81,69,795	0	100	0
Public Institutional	57,31,608	e-voting	2304698	40.21%	2304698	0	100	0
		Poll	2037000	35.54%	2037000	0	100	0
		Sub-total	4341698	75.75%	4341698	0	100	0
Public-others	2,47,47,498	e-voting	2716	0.01%	2516	200	92.64	7.36
		Poll	1050	0.00%	1050	0	100	0
		Sub-total	3766	0.01%	3566	200	94.68	5.32
Total	8,07,16,748		4,25,15,259	52.67%	4,25,15,059	200	99.9995	.0005

Item No. 7: To appoint Shri AnupSankar Bhattacharya (DIN:02719232), as an Independent Director of the Company not liable to retire by rotation, to hold office for a term upto 3 (Three) consecutive years commencing from August 8, 2015.								
Ordinary Resolution								
Category	No. of Shares held	Mode of Voting	No. of valid votes	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour over Votes Polled	% of Votes in against over Votes Polled
	1		2	$(3)=(2)/(1)*100$	4	5	$(6)=(4)/(2)*100$	$(7)=(5)/(2)*100$
Promoters and Promoter Group	5,02,37,642	e-voting	3,81,69,795	75.97%	3,81,69,795	0	100	0
		Poll	0	0	0	0	0	0
		Sub-total	3,81,69,795	75.97%	3,81,69,795	0	100	0
Public Institutional	57,31,608	e-voting	2304698	40.21%	2304698	0	100	0
		Poll	2037000	35.54%	2037000	0	100	0



		Sub-total	4341698	75.75%	4341698	0	100	0
Public-others	2,47,47,498	e-voting	2716	0.01%	2515	201	92.60	7.40
		Poll	1050	0.00%	1050	0	100	0
		Sub-total	3766	0.01%	3568	200	94.66	5.34
Total	8,07,16,748		4,25,15,259	52.67%	4,25,15,059	200	99.9995	.0005

1. All the above resolutions including special resolutions have been passed by requisite majority.
2. Consolidated Scrutiniser's Report and Scrutiniser's Report on e-voting and in Form No. MGT-13 on voting results are also enclosed.

Yours faithfully

For Tourism Finance Corporation of India Ltd.


Sanjay Ahuja
Company Secretary



Date: September 22, 2015

Consolidated Scrutinizer's Report

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

(CIN L65910DL1989PLC034812)

To,

The Chairman of 26th Annual General Meeting of the Equity Shareholders of Tourism Finance Corporation of India Limited on the 21st September, 2015 at 2.00 p.m. at Air Force Auditorium, Subroto Park, Dhaula Kuan, New Delhi-110010.

Dear Sir,

1. I, A.N.Kukreja of M/S A.N.Kukreja & Co, Company Secretaries, have been appointed as a scrutinizer by the Board of Directors of Tourism Finance Corporation of India Limited (the Company) (CIN:L65910DL1989PLC034812) for the purpose of:

- (i) Scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act,2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules); and
- (ii) Poll through Polling Paper/ballots under the provisions of Section 109 of the Act, read with Rule 21 of the Rules, on the resolutions contained in the notice to the 26th Annual General Meeting (AGM) of the members of the of the Company, held on 21st September, 2015 at Air Force Auditorium Subroto Park, Dhaula Kuan, New Delhi-110010.

2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means (i.e. by remote e-voting and voting by poll using Polling Paper at the AGM) for resolutions contained in the Notice to the 26th AGM of the members of the Company. Our responsibility as scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting) and Poll at the AGM is restricted to making a consolidated scrutinizer's report of the votes case "In favour" or "Against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Ltd, the Agency authorized under the Rules and engaged by the Company to provide e-voting facility for voting through electronic means, and Poll at the AGM.

3. We have issued separate Scrutinizers' Reports dated 21st September, 2015 on the remote e-voting and on the poll, on the resolutions contained in the notice to the AGM. We submit herewith our consolidated scrutinizer's report on the results of voting through electronic means and Poll at the AGM, as under:-



Item number of the Notice	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.	% of total number of valid votes cast (Favour and Against)	
<p>Item No. 1.</p> <p>To consider and adopt the audited financial statements of the Company including the Balance Sheet as at March 31, 2015 and the statement of Profit and Loss Account for the year ended March 31, 2015 and the reports of Board of Directors' and Auditors' thereon.</p> <p>(Ordinary Resolution)</p>	42515059	99.9995	200	0.0005	NIL
<p>Item No.2.</p> <p>To declare dividend on Equity Shares.</p> <p>(Ordinary Resolution)</p>	42515059	99.9995	200	0.0005	NIL
<p>Item No. 3.</p> <p>To appoint a Director in place of Shri Malay Mukherjee (DIN: 02272425), who retires by rotation at this Annual General Meeting and being eligible, offers</p>	42515058	99.9995	201	0.0005	NIL



himself for re-appointment. (Ordinary Resolution)					
Item No. 4: To fix remuneration of the Statutory Auditors of the Company, appointed by the Comptroller and Auditor General for financial year 2015-16. (Ordinary Resolution)	42515059	99.9995	200	0.0005	NIL
Special Business: Item No. 5. To appoint Shri Subrahmoneyan Chandra Sekhar (DIN:00024780), as an Independent Director of the Company not liable to retire by rotation, to hold office for a term upto 3 (Three) consecutive years commencing from March 18, 2015. (Ordinary Resolution)	42515059	99.9995	200	0.0005	NIL




<p>Item No. 6.</p> <p>To approve private placement of bonds/ debentures etc.</p> <p>(Special Resolution)</p>	42515059	99.9995	200	0.0005	NIL
<p>Item No. 7.</p> <p>To appoint Shri Anup Sankar Bhattacharya (DIN:02719232), as an Independent Director of the Company not liable to retire by rotation, to hold office for a term up to 3 (Three) consecutive years commencing from August 8, 2015.</p> <p>(Ordinary Resolution)</p>	42515058	99.9995	201	0.0005	NIL

4. The electronic data and all other relevant records relating to the e-voting and Poll have been handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.


Thanking you,

Yours faithfully,
For A.N.Kukreja & Co.


(A.N.Kukreja)
FCS 1070; CP 2318
Date: Sep 21ST, 2015



Countersigned by
For Tourism Finance Corporation of India Ltd.


(Sanjay Ahuja)
Company Secretary

FORM No. MGT-13

Report of Scrutinizer

(Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014.

To

The Chairman of 26th Annual general Meeting of the members of Tourism Finance Corporation of India Ltd. held on Monday the 21st September, 2015 held at 2.00 PM at Air Force Auditorium, Subroto Park, Dhaula Kuan, New Delhi-110010.

Dear Sir,

I, A. N. Kukreja, of M/s A.N.Kukreja & Co, Company Secretaries, appointed as Scrutinizer for the purpose of the **Poll** taken on the below mentioned resolutions at the 26th Annual General Meeting of the Company (CIN: L6591DL1989PLC034812) held on 21st September, 2015 at 2.00 PM at Air Force Auditorium, Subroto Park, Dhaula Kuan, New Delhi-110010, submit our report as under:

1. After the time fixed for closing of the **poll** by the Chairman, ballot boxes kept for polling were locked in our presence with due identification marks placed by us.
2. The locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agent of the Company and the authorizations/proxies lodged with the company.
3. **I did** not find any poll papers invalid.
4. The result of the Poll is as under:

Item No.1: To consider and adopt the audited financial statements of the Company including the Balance Sheet as at March 31, 2015 and the statement of Profit and Loss Account for the year ended March 31, 2015 and the reports of Board of Directors' and Auditors' thereon.

(Ordinary Resolution)



(i) Voted in favour of the resolution:

Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	2038050	100

(ii) Voted against the resolution:

Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes

Total number of members (in person or by Proxy whose votes were declared invalid)	Total number of votes cast by them
NIL	NIL

Item No.2: To declare dividend on equity shares for 2014-15

(Ordinary resolution)

(i) Voted in favour of the resolution:

Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	2038050	100



(ii)Voted against the resolution:

Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii)Invalid votes

Total number of members (in person or by Proxy whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Item No. 3: To appoint a Director in place of Shri Malay Mukherjee (DIN: 02272425), who retires by rotation at this Annual General Meeting and being eligible, offers himself for appointment.

(Ordinary resolution)

(i)Voted in favour of the Resolution:

Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	2038050	100

(ii)Voted against the resolution:

Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL



(iii)Invalid votes

Total number of members (in person or by Proxy whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Item No.4: To fix remuneration of the Statutory Auditors of the Company, appointed by the Comptroller and Auditor General for financial year 2015-16.

(Ordinary Resolution)

(i)Voted in favour of the resolution:

Number of members present and Voting (in person or by proxy	Number of votes cast by them	% of total number of valid votes cast
23	2038050	100

ii) Voted against the resolution:

Number of members present and Voting (in person or by proxy	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii)Invalid votes

Total number of members (in person or by Proxy whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



Special Business

Item No. 5. To appoint Shri Subrahmoneyan Chandra Sekhar (DIN:00024780), as an Independent Director of the Company not liable to retire by rotation, to hold office for a term upto 3 (Three) consecutive years commencing from March 18, 2015.

(Ordinary Resolution)

(i)Voted in favour of the resolution

Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	2038050	100

(ii)Voted against the resolution:

Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii)Invalid votes:

Total number of members (in person or by Proxy whose votes were declared invalid)	Total number of votes cast by them
NIL	NIL

Item No. 6: To approve private placement of bonds/debentures etc.

(Special Resolution)



(i)Voted in favour of the resolution:

Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	2038050	100

(ii)Voted against the resolution:

Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii)Invalid votes:

Total number of members (in person or by Proxy whose votes were declared invalid)	Total number of votes cast by them
NIL	NIL

Item No. 7: To appoint Shri Anup Sankar Bhattacharya (DIN:02719232), as an Independent Director of the Company not liable to retire by rotation, to hold office for a term up to 3 (Three) consecutive years commencing from August 8, 2015.

(Ordinary Resolution)

(i)Voted in favour of the resolution:

Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	2038050	100



(ii)Voted against the resolution:

Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii)Invalid votes

Total number of members (in person or by Proxy whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

5. A list containing names of equity shareholders who voted "For", "Against" and those whose votes were declared invalid for each resolution has been verified and handed over to Company Secretary.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe custody.

7. Polling box(s) was/were opened in the presence of two persons as witnesses as per Annexure A.

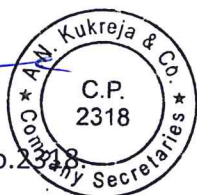
Thanking you,

Yours faithfully,

For A.N.Kukreja & Co.

(A.N.Kukreja)

FCS 1070; CP No. 2318



New Delhi.

September 21ST , 2015

Annexure A

Polling box(s) relating to AGM of TFCI held on 21.9.2015 were opened in our presence. We are not in the employment of the Company.

Witnesses:

1. Signature Nandan

Name and Address: Ms. NANDANI
B-SB, AVANTIKA ENCLAVE,
SECTOR-2, ROHINI, DELHI-110083.
[CS MEMBERSHIP NO. 1-17840]

2. Signature Nishu

Name and Address: Nishu Chandra
D-74-76, 2nd Floor, B.R Dutt Colony
New Delhi 110003
[CS Membership No. FCS 6896]

Place: New Delhi

Date: September 21, 2015.



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Scrutinizer's Report
(E-voting: EVSN: 150907078)

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3) of the Companies (Management and Administration) Rules, 2014.

To,

The Chairman of 26th Annual General Meeting of the members of Tourism Finance Corporation of India Ltd held on 21st September, 2015 at 2.00 PM at Air Force Auditorium, Subroto Park, Dhaula Kuan, New Delhi-110010.

Dear Sir,

1. I, A.N. Kukreja, of M/s A.N.Kukreja and Co, Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of Tourism Finance Corporation of India Limited. (the Company - CIN:L65910DL1989PLC034812) for the purpose of Scrutinizing the voting process through electronic means including remote e-voting, and ascertaining the requisite majority on e-voting carried out as per provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the Resolutions contained in the notice to the 26th Annual General Meeting of the members of the Company held on 21st September, 2015 at 2.00 P.M at Air Force Auditorium, Subroto Park, Dhaula Kuan, New Delhi-110010.
2. Our responsibility as a Scrutinizer for the e-voting process is restricted to making a Scrutinizer's Report for the votes cast 'in "In favour" or "Against" the resolutions contained in the notice stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Ltd, the authorized agency engaged by the Company.
3. Further to the above, we submit our report as under:
 - (a)The e-voting period remained open from September 18, 2015 at 9:00 AM (IST) to September 20, 2015 at 5.00 PM) IST)
 - (b)The members of the Company as on "cut-off date" i.e. September 14, 2015 were entitled to vote on the resolutions (items 1 to 7) as set out in the notice of the 26th AGM.
 - (c) The votes cast were unblocked on September 21, 2015 in the presence of 2 witnesses who are not in the employment of the Company (Annexure A).
 - (d) Thereafter, the details containing inter alia list of equity shareholders who voted "for" or "against" each resolution that were put to vote, were generated from the e-voting website



of Central Depository Services(India) Limited i.e.www.evotingindia.com and based on such reports generated the result of the e-voting is as under:

Item No.1: To consider and adopt the audited financial statements of the Company including the Balance Sheet as at March 31, 2015 and the statement of Profit and Loss Account for the year ended March 31, 2015 and the reports of Board of Directors' and Auditors' thereon.

(Ordinary Resolution)

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
39	40477009	99.9995

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	200	0.0005

(iii) **Invalid** votes

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

Item No.2: To declare dividend on equity shares **(Ordinary resolution)**

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
39	40477009	99.9995



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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	200	0.0005

(iii) **Invalid** votes

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

Item No. 3: To To appoint a Director in place of Shri Malay Mukherjee (DIN: 02272425), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

(Ordinary Resolution)

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
38	40477008	99.9995

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	201	0.0005

(iii) **Invalid** votes

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



Item No.4: To fix remuneration of the Statutory Auditors of the Company, appointed by the Comptroller and Auditor General for financial year 2015-16.

(Ordinary Resolution)

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
39	40477009	99.9995

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	200	0.0005

(iii) **Invalid** votes

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

Special Business

Item No. 5. To appoint Shri Subrahmoneyan Chandra Sekhar (DIN:00024780), as an Independent Director of the Company not liable to retire by rotation, to hold office for a term upto 3 (Three) consecutive years commencing from March 18, 2015.

(Ordinary Resolution)

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
39	40477009	99.9995



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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	200	0.0005

(iii) **Invalid** votes

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

Item No. 6: To approve private placement of bonds/debentures etc.

(Special Resolution)

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
39	40477009	99.9995

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	200	0.0005

(iii) **Invalid** votes

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



Item No. 7: To appoint Shri Anup Sankar Bhattacharya (DIN:02719232), as an Independent Director of the Company not liable to retire by rotation, to hold office for a term up to 3 (Three) consecutive years commencing from August 8, 2015.

(Ordinary Resolution)

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
38	40477008	99.9995

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	201	0.0005


(iii) **Invalid** votes

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

Thanking you,

Yours faithfully,

For A.N.Kukreja & Co.


(A.N.Kukreja)
FCS 1070; CP 2318



Date: September 21ST, 2015

Annexure A

The e-votes cast on resolutions stated in the notice of AGM of TFCI held on 21.9.2015 were unblocked in our presence. We are not in the employment of the Company.

Witnesses:

1. Signature Nandani

Name and Address: Ms. NANDANI,
B-5B, AVANTIKA ENCLAVE,
SECTOR-2, ROHINI, DELHI-110083.
[CS MEMBERSHIP NO. 1-17840]

2. Signature Aishwarya Pohan Gahrana

Name and Address: AISHWARYA POHAN GAHRANA
D-74-76, 2nd Floor, B K Dutt Colony
New Delhi 110003
[CS Membership No. FCS 6896]

Place: New Delhi

Date: September 21, 2015.

