



**TI Financial Holdings Limited**  
(Formerly known as Tube Investments of India Limited)  
Dare House, 234, N.S.C. Bose Road, Chennai 600 001, India  
Tel: 91.44.4217 7770-5 Fax: 91.44.4211 0404  
Website: www.tifhl.com CIN:L65100TN1949PLC002905

August 1, 2018

The Manager  
Listing Department  
National Stock Exchange of India Ltd  
Exchange Plaza, 5th Floor  
Plot No.C-1, Block G  
Bandra-Kurla Complex  
Bandra (E)  
Mumbai 400 051

BSE Limited  
1st Floor  
New Trading Ring, Rotunda Building  
P J Towers, Dalal Street  
Fort  
Mumbai 400 001

Dear Sirs,

**Sub: Voting results - 69<sup>th</sup> Annual General Meeting (AGM)**

The 69<sup>th</sup> AGM of the Company was held at 3.00 PM on Tuesday, July 31, 2018.

In this regard, we enclose the following:

- Voting results under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Report of scrutinizer dated August 1, 2018 pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014.

Kindly take the above on record.

Thanking you,

Yours faithfully,  
for TI FINANCIAL HOLDINGS LIMITED.,  
(Formerly Tube Investments of India Ltd)

  
E KRITHIKA  
COMPANY SECRETARY

Encl : As above

	TI FINANCIAL HOLDINGS LIMITED
Date of the AGM/EGM	31-07-2018
Total number of shareholders on record date	23638
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	2176
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)	ORDINARY - Adoption of financial statements (including consolidated financial statements) together with the board's report and auditor's report thereon for the financial year ended 31 March, 2018								
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
Promoter and Promoter Group	E-Voting	9,15,09,699	9,08,21,880	99.2484	9,08,21,880	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		9,08,21,880	99.2484	9,08,21,880	0	100.0000	0.0000	0
Public- Institutions	E-Voting	5,57,97,988	3,89,34,553	69.7777	3,89,34,553	0	100.0000	0.0000	60,000
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		3,89,34,553	69.7777	3,89,34,553	0	100.0000	0.0000	60,000
Public- Non Institutions	E-Voting	4,03,29,139	17,727	0.0440	17,727	0	100.0000	0.0000	0
	Poll		25,352	0.0629	25,248	104	99.5897	0.4102	2
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		43,079	0.1069	42,975	104	99.7586	0.2414	2
Total		18,76,36,826	12,97,99,512	69.1759	12,97,99,408	104	99.9999	0.0001	60,002



Resolution No.	2								
Resolution required: (Ordinary/ Special)	ORDINARY - To confirm the interim dividend paid on equity shares and approval of final dividend for the year ended 31 March, 2018								
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
Promoter and Promoter Group	E-Voting	9,15,09,699	9,08,21,880	99.2484	9,08,21,880	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		9,08,21,880	99.2484	9,08,21,880	0	100.0000	0.0000	0
Public- Institutions	E-Voting	5,57,97,988	3,89,34,553	69.7777	3,89,34,553	0	100.0000	0.0000	60,000
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		3,89,34,553	69.7777	3,89,34,553	0	100.0000	0.0000	60,000
Public- Non Institutions	E-Voting	4,03,29,139	17,727	0.0440	17,727	0	100.0000	0.0000	0
	Poll		25,352	0.0629	25,248	104	99.5897	0.4102	2
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		43,079	0.1069	42,975	104	99.7586	0.2414	2
Total		18,76,36,826	12,97,99,512	69.1759	12,97,99,408	104	99.9999	0.0001	60,002

Resolution No.	3								
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Mr. N. Srinivasan, Director retiring 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
Promoter and Promoter Group	E-Voting	9,15,09,699	9,08,21,880	99.2484	9,08,21,880	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		9,08,21,880	99.2484	9,08,21,880	0	100.0000	0.0000	0





Public- Institutions	E-Voting	5,57,97,988	3,78,08,247	67.7592	3,77,81,761	26,486	99.9299	0.0700	60,000
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		3,78,08,247	67.7592	3,77,81,761	26,486	99.9299	0.0701	60,000
Public- Non Institutions	E-Voting	4,03,29,139	17,727	0.0440	15,467	2,260	87.2510	12.7489	0
	Poll		25,352	0.0629	25,248	104	99.5897	0.4102	2
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		43,079	0.1069	40,715	2,364	94.5124	5.4876	2
Total		18,76,36,826	12,86,73,206	68.5757	12,86,44,356	28,850	99.9776	0.0224	60,002

Resolution No.	4								
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of appointment of M/s S.R. Batliboi & Associates LLP, Chartered Accountants as statutory auditors and fixing their remuneration.								
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
Promoter and Promoter Group	E-Voting	9,15,09,699	9,08,21,880	99.2484	9,08,21,880	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		9,08,21,880	99.2484	9,08,21,880	0	100.0000	0.0000	0
Public- Institutions	E-Voting	5,57,97,988	3,89,34,553	69.7777	3,89,34,553	0	100.0000	0.0000	60,000
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		3,89,34,553	69.7777	3,89,34,553	0	100.0000	0.0000	60,000
Public- Non Institutions	E-Voting	4,03,29,139	17,727	0.0440	15,467	2,260	87.2510	12.7489	0
	Poll		25,352	0.0629	25,248	104	99.5897	0.4102	2
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		43,079	0.1069	40,715	2,364	94.5124	5.4876	2
Total		18,76,36,826	12,97,99,512	69.1759	12,97,97,148	2,364	99.9982	0.0018	60,002



Resolution No.	5								
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. M M Murugappan as a Director of the company								
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes								
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
Promoter and Promoter Group	E-Voting	9,15,09,699	9,08,21,880	99.2484	9,08,21,880	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		9,08,21,880	99.2484	9,08,21,880	0	100.0000	0.0000	0
Public- Institutions	E-Voting	5,57,97,988	3,78,08,247	67.7592	3,60,34,960	17,73,287	95.3097	4.6902	60,000
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		3,78,08,247	67.7592	3,60,34,960	17,73,287	95.3098	4.6902	60,000
Public- Non Institutions	E-Voting	4,03,29,139	17,727	0.0440	15,467	2,260	87.2510	12.7489	0
	Poll		25,352	0.0629	25,248	104	99.5897	0.4102	2
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		43,079	0.1069	40,715	2,364	94.5124	5.4876	2
Total		18,76,36,826	12,86,73,206	68.5757	12,68,97,555	17,75,651	98.6200	1.3800	60,002



**Consolidated Scrutinizer's Report**

1<sup>st</sup> August, 2018

The Chairman

**TI Financial Holdings Limited,**  
**(formerly Tube Investments of India Limited)**

Dare House, 234, N S C Bose Road,  
Chennai - 600 001

**Ref:69<sup>th</sup> Annual General Meeting (AGM) of the members of TI Financial Holdings Limited**

Dear Sir,

We, R.Sridharan & Associates, Company Secretaries, have been appointed as the Scrutinizer by:

The Board of Directors of **TI Financial Holdings Limited (formerly Tube Investments of India Limited)** vide resolution dated 10<sup>th</sup> May, 2018, pursuant to the provisions of Sections 108 and 109 of the Companies Act, 2013 read with Rule 20 (as amended) and Rule 21 of the Companies (Management and Administration) Rules, 2014 to conduct the remote e-voting process held between Thursday, July 26, 2018 (9.00 AM) (IST) to Monday, July 30, 2018 (5.00 PM) (IST) and to conduct the voting process through electronic voting system (Insta Poll) relating to the resolutions set out in the notice of the 69<sup>th</sup> AGM of the members of the Company, held on Tuesday, 31<sup>st</sup> July, 2018 at 3.00 p.m. (IST) at T T K Auditorium, The Music Academy, New No 168, (Old No.306), TTK Road, Chennai - 600 014.

We now submit our consolidated Report as under:

1. The Company has availed remote e-voting system and electronic voting system at the AGM Venue (Insta Poll) from Karvy Computershare Private Limited for enabling the members to cast their vote under the provisions of the said sections and the Rules made there under.
2. We have scrutinized and reviewed the remote e-voting system, electronic voting system at the AGM Venue (Insta Poll) at the conclusion of AGM. We had unblocked the list of members who had exercised the votes through remote e-voting after 5.00 P.M. on July 30, 2018. Further, we have unblocked the votes cast by the members at the AGM venue through electronic voting system (Insta Poll) in the presence of Mr K Satheesh and Ms Srinidhi Sridharan, who are the witnesses and not in the employment of the Company. The votes tendered therein in respect of the remote e-voting system and voting at the AGM venue (Insta Poll) are based on the data downloaded from the official website of Karvy Computershare Private Limited.
3. Based on the data downloaded from the Official website of Karvy Computershare Private Limited for the remote e-voting system and on the basis of the report furnished to us by them on the electronic voting system (Insta Poll) conducted at the AGM Venue, we now submit our consolidated report (Remote e-voting, Electronic Voting System (Insta Poll)) as under:

**69<sup>TH</sup> AGM – CONSOLIDATED SCRUTINIZER'S REPORT – TI FINANCIAL HOLDINGS LIMITED**





**Item No. 1 - Adoption of Audited Standalone and Consolidated Financial Statements, Reports of the Board of Directors' & Auditors for the financial year ended 31<sup>st</sup> March, 2018 (Ordinary Resolution)**

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

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
<b>198</b>	<b>129774160</b>	<b>46</b>	<b>25248</b>	<b>129799408</b>	<b>99.9999</b>

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

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
<b>0</b>	<b>0</b>	<b>2</b>	<b>104</b>	<b>104</b>	<b>0.0001</b>

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E- Voting and Poll
<b>1</b>	<b>60000</b>	<b>1</b>	<b>2</b>	<b>60002</b>

**RESULT:**

**As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.**



**Item No. 2 – Confirmation of interim dividend paid on equity shares and approval of final dividend for the year ended 31<sup>st</sup> March, 2018 (Ordinary Resolution)**

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

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
<b>198</b>	<b>129774160</b>	<b>46</b>	<b>25248</b>	<b>129799408</b>	<b>99.9999</b>

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

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
<b>0</b>	<b>0</b>	<b>2</b>	<b>104</b>	<b>104</b>	<b>0.0001</b>

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E- Voting and Poll
<b>1</b>	<b>60000</b>	<b>1</b>	<b>2</b>	<b>60002</b>

**RESULT:**

**As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority**







**Item No. 3 – Re-appointment of Mr. N.Srinivasan (DIN:00123338) Director retire by rotation (Ordinary Resolution)**

(i) Votes In **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
<b>194</b>	<b>128619108</b>	<b>46</b>	<b>25248</b>	<b>128644356</b>	<b>99.9776</b>

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

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
<b>2</b>	<b>28746</b>	<b>2</b>	<b>104</b>	<b>28850</b>	<b>0.0224</b>

(ii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E- Voting and Poll
<b>1</b>	<b>60000</b>	<b>1</b>	<b>2</b>	<b>60002</b>

**RESULT:**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



**Item No. 4- Ratification of appointment of S R Batliboi & Associates LLP (Firm Reg No. 101049W), Chartered Accountants as Statutory Auditors (Ordinary Resolution)**

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

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
<b>197</b>	<b>129771900</b>	<b>46</b>	<b>25248</b>	<b>129797148</b>	<b>99.9982</b>

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

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
<b>1</b>	<b>2260</b>	<b>2</b>	<b>104</b>	<b>2364</b>	<b>0.0018</b>

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E- Voting and Poll
<b>1</b>	<b>60000</b>	<b>1</b>	<b>2</b>	<b>60002</b>

**RESULT:**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.





**Item No. 5 – Appointment of Mr. M M Murugappan (DIN:00170478) as Director of the Company (Ordinary Resolution)**

(i) Votes in favour of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
<b>161</b>	<b>126872307</b>	<b>46</b>	<b>25248</b>	<b>126897555</b>	<b>98.6200</b>

(ii) Votes against the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
<b>35</b>	<b>1775547</b>	<b>2</b>	<b>104</b>	<b>1775651</b>	<b>1.3800</b>

(iii) Invalid Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E- Voting and Poll
<b>1</b>	<b>60000</b>	<b>1</b>	<b>2</b>	<b>60002</b>

**RESULT:**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.






4. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" and "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

5. The electronic data relating to remote e-voting and all other relevant records is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman of the meeting considers, approves and signs the minutes of the Annual General Meeting.

Thanking you,  
Yours faithfully,

For R. Sridharan & Associates  
Company Secretaries

  
CS R. Sridharan  
CP No. 3239  
FCS No. 4775

