



Tourism Finance Corporation of India Ltd.

4th Floor, Tower-1,
NBCC Plaza, Pushp Vihar
Sector-5, Saket,
New Delhi-110017

Tel. : +91-11-4747 2200
Fax : +91 11 2956 1171
E-mail : ho@tfcilt.com
Web : www.tfcilt.com

CIN: TFC034812

August 11, 2018

National Stock Exchange of India Ltd.
Exchange Plaza,
Bandra-Kurla Complex,
Bandra (E),
Mumbai- 400 051

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 August 10, 2018**

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 Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 we are forwarding herewith detailed voting results of Annual General meeting as per format specified 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**

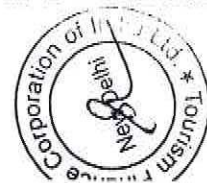
Format for Voting Results

Date of the AGM	10 th August, 2018
Total number of shareholders on record date	57751
No. of shareholders present in the meeting either in person or through proxy:	51
Promoters and Promoter Group	Nil
Public	51
No. of Shareholders attended the meeting through Video Conferencing	NIL
Promoters and Promoter Group:	NIL
Public	NIL

AGENDA WISE DISCLOSURE**Resolution No. 1**

To consider and adopt the audited financial statements of the Company including the Balance Sheet as at March 31, 2018 and the statement of Profit and Loss for the year ended March 31, 2018 and the report of the Board of Directors' and Auditors' thereon.

Resolution required: (Ordinary/ Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		None of the Directors, KMP or their relatives are concerned or interested in the resolution except to the extent of their shareholding in the Company.						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7162616	7162616	100.00	7162616	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)							
	Total		7162616	100.00	7162616	0	100	0
Public-Institutions	E-Voting	10867846	3942733	36.28	3942733	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		3942733	36.28	3942733	0	100	0
Public-Non Institutions	E-Voting	62686286	12785127	20.40	12783627	1500	99.99	0.01
	Poll		1111	6.27	1111	0	100	0.00
	Postal Ballot (if applicable)							
	Total	8,07,16,748	12786238	26.67	12784738	1500	99.99	0.01
	Total		23891587	29.60	23890087	1500	99.99	0.01



Resolution No. 2

To declare Dividend on Equity Shares.

Resolution required: (Ordinary/ Special)		Ordinary Resolution													
Whether promoter/ promoter group are interested in the agenda/resolution?		None of the Directors, KMP or their relatives are concerned or interested in the resolution except to the extent of their shareholding in the Company.													
Category	Mode of Voting	No. of shares held	(1)	No. of Votes polled	(2)	% of Polled outstanding shares	(3)=[(2)/(1)]*100	No. of Votes in favour	(4)	No. of Votes – against	(5)	% of favour polled	(6)=[(4)/(2)]*100	% of Votes against on votes polled	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7162616		7162616		100.00		7162616		0				100	0
	Poll			0		0.00		0		0				0	0
	Postal Ballot (if applicable)														
Public-Institutions	Total			7162616		100.00		7162616		0				100	0
	E-Voting	10867846		3942733		36.28		3942733		0				100	0
	Poll			0		0		0		0				0	0
Public-Non Institutions	Postal Ballot (if applicable)			0		0		0		0				0	0
	Total			3942733		36.28		3942733		0				100	0
	E-Voting	62686286		12785127		20.40		12783627		1500				99.99	0.01
Total	Poll			1111		6.27		1111		0				100	0.00
	Postal Ballot (if applicable)														
	Total	8,07,16,748		12786238		26.67		12784738		1500				99.99	0.01
				23891587		29.60		23890087		1500				99.99	0.01



Resolution No. 3

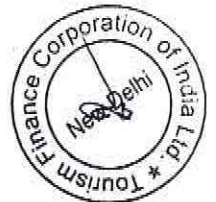
To appoint a Director in place of Shri Niraj Agarwal (DIN: 06483526) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Resolution required: (Ordinary/ Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		None of the other Directors, KMP or their relatives are concerned or interested in the resolution except to the extent of their shareholding in the Company.						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Polled outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7162616	7162616	100.00	7162616	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)							
	Total		7162616	100.00	7162616	0	100	0
Public-Institutions	E-Voting	10867846	3942733	36.28	3942733	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3942733	36.28	3942733	0	100	0
Public-Non Institutions	E-Voting	62686286	12785127	20.40	12783477	1650	99.99	0.01
	Poll		1111	6.27	861	250	100	22.50
	Postal Ballot (if applicable)							
	Total		12786238	26.67	12784338	1900	99.99	0.01
Total		8,07,16,748	23891587	29.60	23889687	1900	99.99	0.01

Resolution No. 4

To approve appointment of Shri Bapi Munshi (DIN: 02470242) as an Independent Director of the Company not liable to retire by rotation, to hold office for a term upto 5 (Five) consecutive years commencing from February 1, 2018 upto January 31, 2023.

Resolution required: (Ordinary/ Special)		Ordinary Resolution													
Whether promoter/ promoter group are interested in the agenda/resolution?		None of the Directors, KMP or their relatives are concerned or interested in the resolution except to the extent of their shareholding in the Company.													
Category	Mode of Voting	No. of shares held	(1)	No. of votes polled	(2)	% of Polled 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
Promoter and Promoter Group	E-Voting Poll	7162616		7162616		100.00		7162616		0		100		0	
	Postal Ballot (if applicable)			0		0.00		0		0		0		0	
	Total			7162616		100.00		7162616		0		100		0	
Public-Institutions	E-Voting Poll	10867846		3942733		36.28		3942733		0		100		0	
	Postal Ballot (if applicable)			0		0		0		0		0		0	
	Total			3942733		36.28		3942733		0		100		0	
Public-Non Institutions	E-Voting Poll	62686286		12785127		20.40		12783627		1500		99.99		0.01	
	Postal Ballot (if applicable)			1111		6.27		861		250		100		22.50	
	Total			12786238		26.67		12784488		1750		99.99		0.01	
Total		8,07,16,748		23891587		29.60		23889837		1750		99.99		0.01	



Resolution No. 5

To approve appointment of Shri S.C.Sekhar (DIN (00024780) as an Independent Director of the Company not liable to retire by rotation, to hold office for second term w.e.f. March 18, 2018 upto February 28, 2013.

Resolution required: (Ordinary/ Special)		Special Resolution													
Whether promoter/ promoter group are interested in the agenda/resolution?		None of the other Directors, KMP or their relatives are concerned or interested in the resolution except to the extent of their shareholding in the Company.													
Category	Mode of Voting	No. of shares held	(1)	No. of votes polled	(2)	% of Polled 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
Promoter and Promoter Group	E-Voting	7162616		7162616		100.00		7162616		0		100.00		0.00	
	Poll			0		0.00		0		0		0.00		0.00	
	Postal Ballot (if applicable)														
	Total			7162616		100.00		7162616		0		100.00		0.00	
Public-Institutions	E-Voting	10867846		3942733		36.28		3597300		345433		91.24		8.76	
	Poll			0		0		0		0		0.00		0.00	
	Postal Ballot (if applicable)			0		0		0		0		0.00		0.00	
	Total			3942733		36.28		3597300		345433		91.24		8.76	
Public-Non Institutions	E-Voting	62686286		12785127		20.40		12783477		1650		99.99		0.01	
	Poll			1111		6.27		861		250		100.00		22.50	
	Postal Ballot (if applicable)														
	Total			12786238		26.67		12784338		1900		99.99		0.01	
Total		8,07,16,748		23891587		29.60		23544254		347333		98.55		1.45	



Resolution No. 6

To approve appointment of Shri K.B.N. Murthy (DIN (00359864) as an Independent Director of the Company not liable to retire by rotation, to hold office for second term w.e.f. January 22, 2019 to December 31, 2023.

Resolution required: (Ordinary/ Special)		Special Resolution													
Whether promoter/ promoter group are interested in the agenda/resolution?		None of the other Directors, KMP or their relatives are concerned or interested in the resolution except to the extent of their shareholding in the Company.													
Category	Mode of Voting	No. of shares held	(1)	No. of votes polled	(2)	% of Polled outstanding shares	(3)=[(2)/(1)]*100	No. of Votes in favour	(4)	No. of Votes – against	(5)	% of favour on votes polled	(6)=[(4)/(2)]*100	% of Votes against on votes polled	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7162616		7162616	100.00			7162616	0	0	100				0
	Poll			0	0.00			0	0	0					0
	Postal Ballot (if applicable)														
Public-Institutions	Total			7162616	100.00			7162616	0	0	100				0
	E-Voting	10867846		3942733	36.28			3942733	0	0	100				0
	Poll			0	0			0	0	0					0
Public-Non Institutions	Postal Ballot (if applicable)			0	0			0	0	0					0
	Total			3942733	36.28			3942733	0	0	100				0
	E-Voting	62686286		12785127	20.40			12783477	1650	✓	99.99				0.01
Total	Poll			1111	6.27			861	250	✓	100				22.50
	Postal Ballot (if applicable)														
	Total	8,07,16,748		12786238	26.67			12784338	1900	✓	99.99				0.01
				23891587	29.60			23889687	1900	✓	99.99				0.01

6



Resolution No. 7

To approve appointment and remuneration of Shri Satpal Kumar Arora (DIN:00061420) as Managing Director for further period from April 1, 2018 to May 15, 2018.

Resolution required: (Ordinary/ Special)		Ordinary Resolution													
Whether promoter/ promoter group are interested in the agenda/resolution?		None of the other Directors, KMP or their relatives are concerned or interested in the resolution except to the extent of their shareholding in the Company.													
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
Promoter and Promoter Group	E-Voting	7162616		7162616		100.00		7162616		0		100		0	
	Poll			0		0.00		0		0		0		0	
	Postal Ballot (if applicable)														
Public-Institutions	Total	10867846		7162616		100.00		7162616		0		100		0	
	E-Voting			3942733		36.28		3942733		0		100		0	
	Poll			0		0		0		0		0		0	
Public-Non Institutions	Postal Ballot (if applicable)			0		0		0		0		0		0	
	Total			3942733		36.28		3942733		0		100		0	
	E-Voting	62686286		12785127		20.40		12783477		1650		99.99		0.01	
Total	Poll			1111		6.27		861		250		100		22.50	
	Postal Ballot (if applicable)														
	Total	8,07,16,748		12786238		26.67		12784338		1900		99.99		0.01	
				23891587		29.60		23889687		1900		99.99		0.01	



Resolution No. 8

To approve appointment of Shri B.M.Gupta, Executive Director as the Manager of the Company w.e.f. May 16, 2018 till the joining of the Managing Director of the Company.

Resolution required: (Ordinary/ Special)		Ordinary Resolution						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Polled outstanding shares	No. of Votes in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting Poll Postal Ballot (if applicable) Total	7162616	7162616 0 0	100.00 0.00	7162616 0 0	0 0 0	100 0 0	0 0 0
Public-Institutions	E-Voting Poll Postal Ballot (if applicable) Total	10867846	7162616 3942733 0 0	100.00 36.28	7162616 3942733 0 0	0 0 0 0	100 100 0 0	0 0 0 0
Public-Non Institutions	E-Voting Poll Postal Ballot (if applicable) Total	62686286	12785127 1111	20.40 6.27	12783627 861	1500 250	99.99 100	0.01 22.50
Total		8,07,16,748	23891587	29.60	12784488	1750	99.99	0.01
			23891587	29.60	23889837	1750	99.99	0.01



Resolution No.9

To approve amendment of the Articles of Association of the Company.

Resolution required: (Ordinary/ Special)		Special Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		None of the other Directors, KMP or their relatives are concerned or interested in the resolution except to the extent of their shareholding in the Company.						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Polled 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
Promoter and Promoter Group	E-Voting	7162616	7162616	100.00	7162616	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)							
Public-Institutions	Total	10867846	7162616	100.00	7162616	0	100	0
	E-Voting		3942733	36.28	3942733	0	100	0
	Poll		0	0	0	0	0	0
Public-Non Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3942733	36.28	3942733	0	100	0
	E-Voting	62686286	12785127	20.40	12783627	1500	99.99	0.01
Total	Poll		1111	6.27	861	250	100	22.50
	Postal Ballot (if applicable)							
	Total	8,07,16,748	23891587	29.60	23889837	1750	99.99	0.01



9

Resolution No.10

To approve private placement of bond/debentures etc.

Resolution required: (Ordinary/ Special)		Special Resolution						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Polled outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting Poll Postal Ballot (if applicable) Total	7162616	7162616	100.00	7162616	0	100	0
Public-Institutions	E-Voting Poll Postal Ballot (if applicable) Total	10867846	7162616 3942733	100.00 36.28	7162616 3942733	0 0	100 100	0 0
Public-Non Institutions	E-Voting Poll Postal Ballot (if applicable) Total	62686286	3942733 12785127 1111	36.28 20.40 6.27	3942733 12783527 1111	0 1600 0	100 99.99 100	0 0.01 0.00
Total		8,07,16,748	12786238 23891587	26.67 29.60	12784638 23889987	1600 1600	99.99 99.99	0.01 0.01



FORM No. MGT-13

(Pursuant to Sections 108/ 109 of the Companies Act, 2013 read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended.

(CIN L65910DL1989PLC034812)

Consolidated Scrutinizer's Report

To

The Chairman of 29th Annual General Meeting of the members of
Tourism Finance Corporation of India Ltd. held on Friday the 10th August, 2018
At 11.00AM at IFCI Tower, 61 Nehru Place, New Delhi-110019.

Dear Sir,

I, A. N. Kukreja, of M/s A. N. Kukreja & Co, Company Secretaries, was appointed as Scrutinizer, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 for the purpose of scrutinizing the remote e-voting process and voting by poll taken at the 29th Annual General Meeting of Equity Shareholders of Tourism Finance Corporation of India Ltd. held on Friday August 10, 2018 at 11.00 AM , at IFCI Tower, Nehru Place, New Delhi-110019.

We submit our report as under:

A. Relating to E-Voting:

1. The remote E-Voting period remained open from 9.00 AM on August 7, 2018 to August 9, 2018 at 5.00 PM.
2. The Annual Report containing the Notice was sent by electronic mode to those members whose email ids were registered with the Depository Participants and for other members hard copy of Annual Report containing the Notice was sent by courier/speed post.
3. The e-voting event was unblocked on August 10, 2018 in the presence of two witnesses, who are not in the employment of the Company. Their confirmation in writing is attached as Annexure I.

