

Date : 24<sup>th</sup> September, 2018

To  
Dept of Corporate Services  
Bombay Stock Exchange Ltd.  
P. J. Tower, Dalal Street,  
Fort, Mumbai – 400 001.

Script Code : 500421

**Subject : Result of 36<sup>th</sup> Annual General Meeting (AGM) and Remote E-voting on resolutions of the Company**

Dear Sir,

In terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we hereby submit the result of Poll at the 36<sup>th</sup> Annual General Meeting of the Company held on 22<sup>nd</sup> September, 2018 as well as results of the remote e-voting.

All the resolutions at the AGM were passed with requisite majority. The Report of M/s Namrata Vyas & Associates, Scrutinizers is enclosed herewith.

This is for your information and record purpose.

Thanking you,  
For TPI India Ltd.

**Bharat Parekh**  
Managing Director

Encl : a/a

**TPI INDIA LTD.**

Date of Annual General Meeting : 22<sup>nd</sup> September, 2017

Total no. of Members on record Date : 6891

No. of members present either through person or proxy : 32

Promoter and Promoter : 8

Public : 24

No. of Resolution passed in the meeting : 3

Resolution (1)									
Resolution required : (ordinary / Special)									
Whether promoter / promoter group are interested in the agenda / resolution									
Adoption of the Financial Statement year ended March 31, 2018									
Category	Mode of Voting	No. of Shares Held	No. of Vote Polled	% of vote polled on outstanding shares	No. of Vote in favour	No. of Vote Against	% of Vote in favour on vote polled	% of Vote against	Invalid vote
Promoter and Promoter Group	E Voting		35628280	88.59	35628280	0	100 %	0	0
	Poll	40216434	2227437	5.54	2227437	0	100 %	0	0
	Postal Ballot		0	0	0	0	0	0	0
	<b>TOTAL</b>	<b>40216434</b>	<b>37855717</b>	<b>94.13</b>	<b>37855717</b>	<b>0</b>	<b>100 %</b>	<b>0</b>	<b>0</b>
Public – Non Institution	E Voting		820	0.03	820	0	100 %	0	0
	Poll	2747036	198060	7.21	198060	0	100 %	0	0
	Postal Ballot		0	0	0	0	0	0	0
	<b>TOTAL</b>	<b>2747036</b>	<b>198880</b>	<b>7.24</b>	<b>198880</b>	<b>0</b>	<b>100 %</b>	<b>0</b>	<b>0</b>
<b>Total</b>		<b>42963470</b>	<b>38054597</b>	<b>88.57</b>	<b>38054597</b>	<b>0</b>	<b>100 %</b>	<b>0</b>	<b>0</b>
Whether resolution passed or not									
Yes									

Resolution (2)										
Resolution required : (ordinary / Special)										
Ordinary										
Whether promoter / promoter group are interested in the agenda / resolution										
No										
Category	Mode of Voting	Description of resolution considered				Reappointment of Shri Bharat Parekh as Director who retire by rotation				Invalid vote
		No. of Shares Held	No. of Vote Polled	% of vote polled on outstanding shares	No. of Vote in favour	No. of Vote Against	% of Vote in favour on vote polled	% of Vote against		
Promoter and Promoter Group	E Voting	40216434	35628280	88.59	35628280	0	100 %	0	0	
	Poll		2227437	5.54	2227437	0	100 %	0	0	
	Postal Ballot	NA	0	0	0	0	0	0	0	
	<b>TOTAL</b>	<b>40216434</b>	<b>37855717</b>	<b>94.13</b>	<b>37855717</b>	<b>0</b>	<b>100 %</b>	<b>0</b>	<b>0</b>	
Public – Non Institution	E Voting	2747036	820	0.03	820	0	100 %	0	0	
	Poll		198060	7.21	198060	0	100 %	0	0	
	Postal Ballot		0	0	0	0	0	0	0	
	<b>TOTAL</b>	<b>2747036</b>	<b>198880</b>	<b>7.24</b>	<b>198880</b>	<b>0</b>	<b>100 %</b>	<b>0</b>	<b>0</b>	
<b>Total</b>		<b>42963470</b>	<b>38054597</b>	<b>88.57</b>	<b>38054597</b>	<b>0</b>	<b>100 %</b>	<b>0</b>	<b>0</b>	
Whether resolution passed or not										Yes

Resolution (3)										
Resolution required : (Ordinary / Special)										
Ordinary										
Whether promoter / promoter group are interested in the agenda / resolution										
No										
Description of resolution considered										
Rectification of Appointment of M/s V R Renuka & Co. as statutory auditor and fix their remuneration										
Category	Mode of Voting	No. of Shares Held	No. of Vote Polled	% of vote polled on outstanding shares	No. of Vote in favour	No. of Vote Against	% of Vote in favour on vote polled	% of Vote against	Invalid vote	
Promoter and Promoter Group	E Voting	40216434	35628280	88.59	35628280	0	100 %	0	0	
	Poll		2227437	5.54	2227437	0	100 %	0	0	
	Postal Ballot	NA	0	0	0	0	0	0	0	
	<b>TOTAL</b>	<b>40216434</b>	<b>37855717</b>	<b>94.13</b>	<b>37855717</b>	<b>0</b>	<b>100 %</b>	<b>0</b>	<b>0</b>	
Public – Non Institution	E Voting	2747036	820	0.03	820	0	100 %	0	0	
	Poll		198060	7.21	198060	0	100 %	0	0	
	Postal Ballot		0	0	0	0	0	0	0	
	<b>TOTAL</b>	<b>2747036</b>	<b>198880</b>	<b>7.24</b>	<b>198880</b>	<b>0</b>	<b>100 %</b>	<b>0</b>	<b>0</b>	
<b>Total</b>		<b>42963470</b>	<b>38054597</b>	<b>88.57</b>	<b>38054597</b>	<b>0</b>	<b>100 %</b>	<b>0</b>	<b>0</b>	
Whether resolution passed or not										Yes

Note : All the aforesaid resolutions were passed with requisite majority.

**Report of Scrutinizer(s)**  
*[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the  
Companies (Management and Administration) Rules, 2014]*

22<sup>nd</sup> Sept, 2018

To,  
The Chairman of  
**TPI India Limited**  
36<sup>th</sup> Annual General Meeting  
of the Equity Shareholders  
Held on 22<sup>nd</sup> September, 2018 at 11.30 A.M.  
Plot No J-61, Additional MIDC Area,  
Murbad, Thane-421401

Dear Sir,

I, refer to my appointment as scrutinizer by the Board of Directors of TPI India Limited, to Scrutinize the remote e-voting and poll process in fair, and transparent manner as per the provision of section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 for the 36<sup>th</sup> Annual General Meeting of the Company held on Saturday, the 22<sup>nd</sup> day of Sept., 2018 at Plot No J-61, Additional MIDC Area, Murbad, Thane-421401

I, have carried out the work as Scrutinizer of the 36<sup>th</sup> Annual General Meeting commenced at 11:30 A.M. and concluded at 01:30 P.M. on Saturday, the 22<sup>nd</sup> day of Sept., 2018 and I had Scrutinized and reviewed the voting through electronic means and poll process and votes tendered therein.

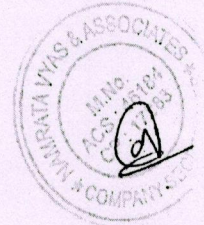
My responsibility as a scrutinizer for the remote e-voting and poll process is restricted to make a consolidated scrutinizers' report of the votes cast in "Favor" or "Against" or "Invalid" for the matters/resolution stated in the Notice of the 36<sup>th</sup> Annual General Meeting based on the reports generated in the e-voting system provided by Central Depository Services (India) Limited, "CDSL" the authorized agency to provide remote e-voting facility and votes casted through poll process at the Annual General Meeting.

I, Namrata G Vyas, Company Secretaries (Membership No. 46184 and COP No. 17283,) appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 36<sup>th</sup> Annual General Meeting of the Equity Shareholders of TPI India Limited, held on Saturday the 22<sup>nd</sup> September, 2018 at 11.30 A.M. at Plot No J-61, Additional MIDC Area, Murbad, Thane-421401.

I, herewith submit the scrutinizer's report on the results of the remote e-voting and Poll process along with the relevant listings.

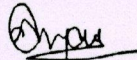
I hereby submit my report as under:

- After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling were locked in my presence with due identification marks placed by me.



- The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- A Compilation of Data containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

*For, Namrata Vyas & Associates.  
Company Secretaries*



*Namrata Vyas  
Proprietor  
(ACS: 46184, COP: 17283)*



**"RESULT OF THE POLL IS AS UNDER"**

**Item No. 1: Ordinary Resolution: To Receive, Consider and Adopt of Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2018 together with the Reports of the Board of Directors and Auditor's thereon.**

(i) Voted in favor of the resolution:

Mode of E-voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	5	35629100	93.63
Voting by ballot	27	2425497	6.37
<b>Total</b>	<b>32</b>	<b>38053777</b>	<b>100</b>

(ii) Voted against the resolution:

Mode of E-voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Voting by ballot	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

**Item No. 2: Ordinary Resolution: To Appoint a Director in place of Mr. Bharat Parekh (DIN: 02650644) who retires by rotation and being eligible offers himself for re-Appointment.**

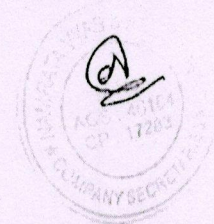
(i) Voted in favor of the resolution:

Mode of E-voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	5	35629100	93.63
Voting by ballot	27	2425497	6.37
<b>Total</b>	<b>32</b>	<b>38053777</b>	<b>100</b>

(ii) Voted against the resolution:

Mode of E-voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Voting by ballot	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

(iii) Invalid votes:



Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

**Item No. 3: Ordinary Resolution: To ratify the appointment of V. R. Renuka & Co, Chartered Accountants, (F.R.N:108826W) as the Statutory Auditor of the Company.**

(i) Voted in favor of the resolution:

Mode of E-voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	5	35629100	93.63
Voting by ballot	27	2425497	6.37
Total	32	38053777	100

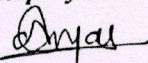
(ii) Voted against the resolution:

Mode of E-voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Voting by ballot	0	0	0
Total	0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

*For, Namrata Vyas & Associates.  
Company Secretaries*



**Namrata Vyas  
Proprietor  
(ACS: 46184, COP: 17283)**



**Date: 22<sup>nd</sup> September, 2018  
Place: Mumbai**