



T T LIMITED

(CIN NO.-L18101DL1978PLC009241)

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

TEL: 0091 11 45060708

Email - newdelhi@ttlimited.co.in

Website - <http://www.ttlimited.co.in>



DECLARATION OF RESULT OF E-VOTING AND PHYSICAL VOTING AT 39TH ANNUAL GENERAL MEETING

Pursuant to provision of section 108 of Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") including any Statutory modification or re-enactment thereof for the time being in force, consent of the members of the Company was sought by way of Resolutions set out in Notice dated 18th May, 2018 of the 39th (Thirty Ninth) Annual General Meeting held on Wednesday, 08th August, 2018 at 11.00 a.m. at Sri Sathya Sai Auditorium, Lodhi Road, Bhishm Pitamah Marg, New Delhi-110003 by means of e-voting and physical voting.

Electronic copies of the Notice of the meeting along with Annual Report 2017-18 is being send to all the members by 06th July, 2018 to their registered address through permitted mode, and electronically to those members who have registered their e-mail addresses with the Company/Depository Participants. The voting process through remote e-voting commenced from 10.00 a.m. on 04th August, 2018 up to 05.00 p.m. on 07th August, 2018.

Further, the facility of poll was made available at the AGM to the members present in the meeting who could not participate in the e-voting/Ballot paper to cast their vote.

Mr. Deepak Kukreja, practicing Company Secretary, (FCS No. 4140, CP No. 8265) was appointed as Scrutinizer to scrutinize the votes cast through remote e-voting and physical voting at the AGM in a fair and transparent manner.

The Scrutinizer has submitted his Report and on the basis of the report of the Scrutinizer, it is hereby declared, that the Resolutions as set out in the Notice of the 39th AGM dated 18th May, 2018, has been duly passed by the Members of the company with requisite majority.

The details of voting result of the Resolutions passed through e-voting and physical voting at the AGM are reproduced hereunder:-

ORDINARY BUSINESS

Resolution No. 1 – Ordinary Resolution for Adoption of Audited Financial Statement of the Company for the year ended March 31, 2018 on that date together with Directors and Auditors Report thereon

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/Proxies voted – Poll/Ballot Papers	No. of votes cast (Shares) – Poll/Ballot Papers	Total no. of votes cast(shares) through E-voting and poll/Ballot Papers	% of total number of valid votes cast	% age of paid - up shares of the Company
20	12311213	3	802	12312015	99.9975	57.27

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/Proxies voted – Poll/Ballot Papers	No. of votes cast (Shares) – Poll/Ballot Papers	Total no. of votes cast(shares) through E-voting and poll/Ballot Papers	% of total number of valid votes cast	% age of paid - up share capital of the Company
2	205	2	102	307	0.00249	0.00

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/Proxies voted – Poll/Ballot papers	No. of votes cast (Shares) – Poll/Ballot papers	Total no. of votes cast through E-voting and poll/Ballot papers
-	-	1	100	100

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.

Resolution No. 2 – Ordinary Resolution for Re-appointment of Smt. Jyoti Jain as Director (holding DIN No. 01736336) of the Company who retires by rotation and being eligible, offers herself for re-appointment

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll/Ballot Papers	No. of votes cast (Shares) – Poll/Ballot Papers	Total no. of votes cast(shares) through E-voting and poll/Ballot Papers	% of total number of valid votes cast	% age of paid - up shares of the Company
20	12311213	3	802	12312015	99.9975	57.27

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll/Ballot Papers	No. of votes cast (Shares) – Poll/Ballot Papers	Total no. of votes cast(shares) through E-voting and poll/Ballot Papers	% of total number of valid votes cast	% age of paid - up share capital of the Company
2	205	2	102	307	0.00249	0.00

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll/Ballot papers	No. of votes cast (Shares) – Poll/Ballot papers	Total no. of votes cast through E-voting and poll/Ballot papers
-		1	100	100

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.

SPECIAL BUSINESS

Resolution No. 3 – Ordinary Resolution for approve the remuneration of the Cost Auditors for the financial year ending March 31, 2019 of the Company

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll/Ballot Papers	No. of votes cast (Shares) – Poll/Ballot Papers	Total no. of votes cast(shares) through E-voting and poll/Ballot Papers	% of total number of valid votes cast	% age of paid - up shares of the Company
20	12311213	3	802	12312015	99.9975	57.27

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll/Ballot Papers	No. of votes cast (Shares) – Poll/Ballot Papers	Total no. of votes cast(shares) through E-voting and poll/Ballot Papers	% of total number of valid votes cast	% age of paid - up share capital of the Company
2	205	2	102	307	0.00249	0.00

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll/Ballot papers	No. of votes cast (Shares) – Poll/Ballot papers	Total no. of votes cast through E-voting and poll/Ballot papers
-	-	1	100	100

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.

The report of the Scrutinizer is enclosed herewith.

Date: 09th August, 2018
Place: New Delhi



**Thanking You
For T T Limited**

Sunil Mahnot
Director (Finance)
Din No.:06819974

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

**COMBINED SCRUTINIZER REPORT FOR REMOTE E-VOTING & POLL
FOR M/s T T LIMITED**

To,

**The Chairman,
T T Limited**

879, Master Prithvi Nath Marg
Karol Bagh, New Delhi – 110005

Sub: Combined Scrutinizer Report in respect of passing of Resolution(s) through electronic mode and poll conducted at the 39th Annual General Meeting of TT Limited (the Company) held on 8th day of August, 2018.

Dear Sir,

The Board of the Company at its meeting held on 18th May, 2018 had appointed me as Scrutinizer pursuant to section 108 and 109 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 and all other provision as applicable, to conduct the e-voting and voting through ballot paper process for its 39th Annual General Meeting in fair and transparent manner.

The Company had engaged Central Depository Services (India) Limited (CDSL) as the service provider, for extending the facility of electronic voting to the shareholders of the Company. The e-voting process was started on Saturday, the 4th day of August, 2018 from 10.00 A.M. to Tuesday, the 7th day of August, 2018 upto 5.00 P.M. The e-voting results were unblocked by me on 9th August, 2018 at 11:30 A.M. in the presence of two witnesses.

At the 39th Annual General Meeting of the Company held on August 8, 2018, the Chairman of the meeting had suo moto called for a poll to facilitate the members present in the meeting who could not participate in the e-voting/ballot paper to cast their votes.



As on August 1, 2018, the cut-off date there were 21328 Shareholders of the Company which were entitled to vote on the resolutions placed for the approval of the shareholders through e voting/ ballot papers as well as poll conducted at the 39th Annual General Meeting of the Company. The Paid up Share Capital of the Company as on cut-off date was Rs. 214,980,500 divided into 21,498,050 equity shares of Rs. 10/- each.

The result of the E- voting together with that of the poll is as under:

ORDINARY BUSINESS

Resolution No. 1 – Ordinary Resolution for Adoption of Audited Financial Statement of the Company for the year ended March 31, 2018 on that date together with Directors and Auditors Report thereon.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/Proxies voted – Poll/Ballot Papers	No. of votes cast (Shares) – Poll/Ballot Papers	Total no. of votes cast(shares) through E-voting and poll/Ballot Papers	% of total number of valid votes cast	% age of paid - up shares of the Company
20	12311213	3	802	12312015	99.9975	57.27

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/Proxies voted – Poll/Ballot Papers	No. of votes cast (Shares) – Poll/Ballot Papers	Total no. of votes cast(shares) through E-voting and poll/Ballot Papers	% of total number of valid votes cast	% age of paid - up share capital of the Company
2	205	2	102	307	0.00249	0.00

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/Proxies voted – Poll/Ballot papers	No. of votes cast (Shares) – Poll/Ballot papers	Total no. of votes cast through E-voting and poll/Ballot papers
-	-	1	100	100

RESULT

As the number of votes cast in favor 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 favor of the resolution with requisite majority.

Resolution No. 2 – Ordinary Resolution for Re-appointment of Smt. Jyoti Jain as Director (holding DIN No. 01736336) of the Company who retires by rotation and being eligible, offers herself for re-appointment.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll/Ballot Papers	No. of votes cast (Shares) – Poll/Ballot Papers	Total no. of votes cast(shares) through E-voting and poll/Ballot Papers	% of total number of valid votes cast	% age of paid - up shares of the Company
20	12311213	3	802	12312015	99.9975	57.27



(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll/Ballot Papers	No. of votes cast (Shares) – Poll/Ballot Papers	Total no. of votes cast(shares) through E-voting and poll/Ballot Papers	% of total number of valid votes cast	% age of paid - up share capital of the Company
2	205	2	102	307	0.00249	0.00

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll/Ballot papers	No. of votes cast (Shares) – Poll/Ballot papers	Total no. of votes cast through E-voting and poll/Ballot papers
-	-	1	100	100

RESULT

As the number of votes cast in favor 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 favor of the resolution with requisite majority.

SPECIAL BUSINESS

Resolution No. 3 – Ordinary Resolution to approve the remuneration of the Cost Auditors for the financial year ending March 31, 2019 of the Company



(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll/Ballot Papers	No. of votes cast (Shares) – Poll/Ballot Papers	Total no. of votes cast(shares) through E-voting and poll/Ballot Papers	% of total number of valid votes cast	% age of paid - up shares of the Company
20	12311213	3	802	12312015	99.9975	57.27

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll/Ballot Papers	No. of votes cast (Shares) – Poll/Ballot Papers	Total no. of votes cast(shares) through E-voting and poll/Ballot Papers	% of total number of valid votes cast	% age of paid - up share capital of the Company
2	205	2	102	307	0.00249	0.00

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll/Ballot papers	No. of votes cast (Shares) – Poll/Ballot papers	Total no. of votes cast through E-voting and poll/Ballot papers
-	-	1	100	100

RESULT

As the number of votes cast in favor 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 favor of the resolution with requisite majority.

**DEEPAK KUKREJA & ASSOCIATES
COMPANY SECRETARIES**

A Soft copy of record containing a list of equity shareholders who voted in E - voting process/ Ballot papers and Poll Process "**For**"/ "**Against**" and those whose votes were declared invalid for each resolution is enclosed.

The relevant records relating to E -Voting, Ballot Papers and Poll were sealed and shall remain in my safe custody until the Chairman consider, approves and signs the minutes of the Annual General Meeting and the same will be handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking you

Yours Sincerely

**For DEEPAK KUKREJA & ASSOCIATES
COMPANY SECRETARIES**



**DEEPAK KUKREJA
SCRUTINIZER
(Practicing Company Secretary)
31/36, Basement, Old Rajinder Nagar
Delhi - 110060
FCS No: 4140
CP No: 8265**

**Date : 9 August, 2018
Place : New Delhi**

**Signed by Chairman,
Shri Rikhab Chand Jain**