TCI
LEADERS IN LOGISTICS

14th August, 2020

To,

**Listing Department**
**BSE Limited**
Phiroze Jeejeebhoy Towers
Dalal Street - Mumbai- 400001

**Scrip Code: 532349**

**Listing Department**
**National Stock Exchange of India Ltd.,**
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E) Mumbai – 400 051

**Scrip Symbol: TCI**

**Sub: Voting Results alongwith Consolidated Scrutinizer's Report of the 25th Annual General Meeting**

Dear Sir/ Madam,

In furtherance to our letter dated 13th August, 2020 intimating about the proceedings of the 25th Annual General Meeting of the Company held on Wednesday, August 12, 2020 at 03:00 PM through Video Conferencing/ Other Audio Visual Means.

In this regard, we hereby submit the following:

I. Consolidated Voting Results (Remote E-voting & E voting during AGM) in the format prescribed under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 attached as **Annexure I.**

II. Consolidated Report of the Scrutinizer on the Remote E-voting and E voting during AGM pursuant to Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 attached as **Annexure II**.

Further, the referred documents are also being uploaded on our website.

Hope you shall find the above in order & request you to take it on records.

Thanking you,

Yours faithfully,
For **Transport Corporation of India Ltd.**

TRANSPORT CORPORATION OF INDIA LTD. Corporate Office

**Archana Pandey**
**Company Secretary & Compliance Officer**

Transport Corporation of India Limited
**Corporate Office** : TCI House, 69, Institutional Area, Sector-32, Gurugram -122001, Haryana (India)
Ph. No.: +91 124-2381603, Fax.: +91 124-2381611 E-mail : corporate@tcil.com Web : www.tcil.com
**Regd. Office:-** Flat Nos. 306 & 307, 1-8-271 to 273, Third Floor, Ashoka Bhoopal Chambers, S P Road, Secunderabad - 500 003 (Telangana)
Tel: +91 40 27840104 Fax: +91 40 27840163
CIN : L70109TG1995PLC019116

Annexure-1

| | |
|---|---|
| | TRANSPORT CORPORATION OF INDIA LIMITED |
| **Date of the AGM/EGM** | 12-08-2020 |
| **Total number of shareholders on record date** | 26902 |
| **No. of shareholders present in the meeting either in person or through proxy:** | |
| **Promoters and Promoter Group:** | N.A. |
| **Public:** | N.A. |
| **No. of Shareholders attended the meeting through Video Conferencing** | |
| **Promoters and Promoter Group:** | 13 |
| **Public:** | 38 |

| | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| Resolution No. | 1 | | | | | | | | | |
| Resolution required: (Ordinary/ Special) | ORDINARY - To consider and adopt of Financial Statements (Standalone & Consolidated) for the financial year ended 31st March, 2020 together with the Reports of Directors and Auditors thereon. | | | | | | | | | |
| 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 | Votes Abstained |
| Promoter and Promoter Group | E-Voting | 51,384,393 | 51,384,393 | 100.0000 | 51,384,393 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 51,384,393 | 100.0000 | 51,384,393 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| Public- Institutions | E-Voting | 9,225,713 | 8,222,095 | 89.1215 | 8,019,742 | 202,353 | 97.5389 | 2.4610 | 0 | 32,454 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 8,222,095 | 89.1215 | 8,019,742 | 202,353 | 97.5389 | 2.4611 | 0 | 32454 |
| Public- Non Institutions | E-Voting | 16,340,719 | 3,071,656 | 18.7976 | 3,071,624 | 32 | 99.9989 | 0.0010 | 0 | 0 |
| | Poll | | 775,012 | 4.7428 | 775,012 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 3,846,668 | 23.5404 | 3,846,636 | 32 | 99.9992 | 0.0008 | 0 | 0 |
| | Total | 76,950,825 | 63,453,156 | 82.4594 | 63,250,771 | 202,385 | 99.6810 | 0.3190 | 0 | 32454 |

Certified True Copy
For Transport Corporation of India Ltd

(ARCHANA PANDEY)
Company Secretary & Compliance Officer

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| Resolution No. | 2 |
| Resolution required: (Ordinary/ Special) | ORDINARY - To appoint a Director in place of Ms. Urmila Agarwal, who retires by rotation and, being eligible, offers herself for re-appointment. |
| Whether promoter/ promoter group are | |

| Resolution No. | 4 | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| Resolution required: (Ordinary/ Special) | ORDINARY - Appointment of Mr. Ravi Uppal as Non-Executive Independent Director | | | | | | | | | |
| 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 | Votes Abstained |
| Promoter and Promoter Group | E-Voting | 51,384,393 | 51,384,393 | 100.0000 | 51,384,393 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 51,384,393 | 100.0000 | 51,384,393 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| Public- Institutions | E-Voting | 9,225,713 | 8,254,549 | 89.4733 | 8,254,549 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 8,254,549 | 89.4733 | 8,254,549 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| Public- Non Institutions | E-Voting | 16,340,719 | 3,071,656 | 18.7976 | 3,071,154 | 502 | 99.9836 | 0.0163 | 0 | 0 |
| | Poll | | 775,012 | 4.7428 | 775,012 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 3,846,668 | 23.5404 | 3,846,166 | 502 | 99.9869 | 0.0131 | 0 | 0 |
| | Total | 76,950,825 | 63,485,610 | 82.5015 | 63,485,108 | 502 | 99.9992 | 0.0008 | 0 | 0 |

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| Resolution No. | 6 |

Annexure -11

# VK Bajaj & Associates

Company Secretaries

## Consolidated Report of Scrutinizer

*[Pursuant to section 108 of the Companies Act 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014]*

To
The Chairman
**Transport Corporation of India Limited**
#1-8-271 To 273, Flat No. 306 & 307,
3rd Floor, Ashoka Bhoopal Chambers
S P Road,
Secunderabad – 500 003

Dear Sir,

1 I, Vasanth Kumar Bajaj, Company Secretary in Practice, have been appointed by the Board of Directors of **Transport Corporation of India Limited** (the Company) as a Scrutinizer for the purpose of Scrutinizing the remote e-voting/ e-voting at Annual General Meeting (AGM) for ascertaining the requisite majority on voting carried out as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20(3)(xi) of the Companies (Management and Administration) Rules 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Regulation

3 The management of the Company is responsible to ensure compliance with the requirement of the Companies Act 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of the 25th Annual General Meeting dated June, 02, 2020. My responsibility as a Scrutinizer for the voting process of [illegible]

# Annexure - A

## RESULTS OF REMOTE E-VOTING & E-VOTING AT AGM.

### Resolution No. 1 of the Notice:

**Ordinary Resolution** for consideration and adoption of audited financial statements (Standalone and Consolidated) for the financial year ended 31st March 2020 and the report of the Board of Directors' & Auditors thereon

i) Votes cast in **favour** of the resolution.

| Voting Method | No. of members / proxies voted | No of Votes cast (Shares) | % of Total No. of Valid Votes Cast |
|---|---|---|---|
| Remote E-Voting | 124 | 6 24 75 759 | 98 46 |
| E- Voting at AGM | 4 | 7 75 012 | 1 22 |
| **Total No. of Votes Cast** | **128** | **6,32,50,771** | **99.68** |

ii) Votes cast **against** the resolution

| Voting Method | No. of members / proxies voted | No of Votes cast (Shares) | % of Total No. of Valid Votes Cast |
|---|---|---|---|
| Remote E-Voting | 3 | 2 02.385 | 0 32 |
| E- Voting at AGM | - | - | - |
| **Total No. of Votes Cast** | **3** | **2,02,385** | **0.32** |

### Resolution No. 2 of the Notice:

**Ordinary Resolution** for appointment of a Director in place of Ms Urmila Agarwal (DIN 00818165), who retires by rotation and being eligible, offers herself for re-appointment

i) Votes cast in **favour** of the resolution

| Voting Method | No. of members / proxies voted | No of Votes cast (Shares) | % of Total No. of Valid Votes Cast |
|---|---|---|---|
| Remote E-Voting | 112 | 4 57 51,092 | 98 33 |
| E- Voting at AGM | 4 | 7,75,012 | 1 67 |
| **Total No. of Votes Cast** | **116** | **4,65,26,104** | **100.00** |

ii) Votes cast **against** the resolution.

Resolution No. 3 of the Notice:

**Ordinary Resolution** for appointment of a Director in place of Mr. Chander Agarwal (DIN 00818139), who retires by rotation and being eligible, offers himself for re-appointment

i) Votes cast in **favour** of the resolution.

| Voting Method | No. of members / proxies voted | No of Votes cast (Shares) | % of Total No. of Valid Votes Cast |
|---|---|---|---|

Resolution No. 5 of the Notice:

**Special Resolution** for continuation of appointment of Mr. D P Agarwal (DIN-00084105) as Chairman & Managing Director:

i) Votes cast in **favour** of the resolution

| Voting Method | No. of members / proxies voted | No of Votes cast (Shares) | % of Total No. of Valid Votes Cast |
|---|---|---|---|
| Remote E-Voting | 111 | 4,57,11,758 | 98.25 |
| E- Voting at AGM | 4 | 7,75,012 | 1.67 |
| **Total No. of Votes Cast** | **115** | **4,64,86,770** | **99.92** |

ii) Votes cast **against** the resolution

| Voting Method | No. of members / |
|---|---|