

22<sup>nd</sup> January 2026

BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001  
**Scrip code: 532343**

National Stock Exchange of India Ltd.,  
Exchange Plaza, 5<sup>th</sup> Floor,  
Bandra-Kurla Complex,  
Bandra (E), Mumbai 400 051  
**Scrip code: TVSMOTOR**

Dear Sirs/Madam,

**Reg : Intimation of the results of Postal Ballot as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI (LODR) 2015)**

Please refer to our letter dated 23<sup>rd</sup> December 2025, informing about the proposal to seek the approval of the shareholders of the Company by way of special resolution, through e-voting for the appointment of Ms Kalpana Unadkat (DIN: 02490816) as a Non-Executive Independent Director of the Company for a period of five consecutive years effective 15<sup>th</sup> December 2025

Pursuant to Regulation 44 and Regulation 30 of the SEBI (LODR) 2015, we enclose the announcement of the results (**Annexure – 1**) and consolidated scrutinizer report (**Annexure – 2**) of the e-voting.

We also wish to inform you that aforesaid resolutions have been approved by the shareholders with requisite majority.

Date and time of event: 22<sup>nd</sup> January 2026 at 08:27 P.M. (IST).

Kindly acknowledge receipt.

Thanking you,

For **TVS MOTOR COMPANY LIMITED**

**K S Srinivasan**  
**Company Secretary**

Voting results	
Record date	15-12-2025
Total number of shareholders on record date	329661
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of resolution passed in the meeting</b>	<b>1</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Ms Kalpana Unadkat (DIN: 02490816) as a Non-Executive Independent Director of the Company for a period of five consecutive years effective 15th December 2025				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on 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	238812786	238782786	99.9874	238782786	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	238812786	238782786	99.9874	238782786	0	100.0000	0.0000
Public- Institutions	E-Voting	195959543	167589293	85.5224	112311481	55277812	67.0159	32.9841
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	195959543	167589293	85.5224	112311481	55277812	67.0159	32.9841
Public- Non Institutions	E-Voting	40314785	2960091	7.3424	2953754	6337	99.7859	0.2141
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	40314785	2960091	7.3424	2953754	6337	99.7859	0.2141
Total		475087114	409332170	86.1594	354048021	55284149	86.4941	13.5059
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	



**B. CHANDRA & ASSOCIATES**  
PRACTISING COMPANY SECRETARIES

AG3 RAGAMALIKA,  
No.26, Kumaran Colony Main Road,  
Vadapalani,  
Chennai – 600026  
REGN NO P2017TN065700

E-mail: bchandraandassociates@gmail.com  
bchandracocecy@gmail.com  
H/P: 9840276313, 9840375053

22.01.2026

**SCRUTINIZER'S REPORT**

To

The Chairman,  
TVS MOTOR COMPANY LIMITED  
Chaitanya, No.12, Khader Nawaz Khan Road,  
Nungambakkam,  
Chennai 600006

**Subject: Passing Special resolution by means of Postal Ballot through E-voting process in terms of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, framed thereunder under Companies Act 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (the Regulations)**

Dear Sir,

Please refer to your resolution dated 15th December 2025 appointing us as the Scrutinizers for the purpose of ascertaining the result of the Postal Ballot through evoting process for passing Special resolution in respect of item mentioned elsewhere in this report pursuant to Section 110 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the Rules) under the Companies Act, 2013 (the Act) and in line with Circular Nos.14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 10/2021 dated June 23, 2021, 03/2022 dated May 5, 2022, 11/2022 dated 28<sup>th</sup> December, 2022, 09/2023 dated 25<sup>th</sup> September 2023, 09/2024 dated 19<sup>th</sup> September 2024 and 03/2025 dated 22nd September 2025 issued by the Ministry of Corporate Affairs.

As per the information furnished by the Company and after carrying out the scrutiny of the e-voting by the Members of the Company, we hereby submit our report as under:

B CHANDRA  
Digitally signed by  
B CHANDRA  
Date: 2026.01.22  
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1.1	The Company on 23 <sup>rd</sup> December 2025 sent the Notice of Postal Ballot dated 15 <sup>th</sup> December 2025 along with explanatory statement with material facts by way of email to its members whose names appeared on the Register of Members/list of beneficial owners provided by the Depositories as on 15th December 2025. Members were given the facility to vote electronically on the e-voting platform, provided by the National Securities Depository Limited (NSDL). For members whose e-mail addresses are not registered, they were requested to send email to Integrated Registry Management Services Pvt. Ltd (RTA).
1.2	The company had given Public Advertisement, which was published on 24 <sup>th</sup> December 2025 in English Newspaper “Business Standard” & in Tamil Newspaper “Makkal Kural” on the same date. In this Notice, Members were informed about the availability of the notice in the Websites of the Company, NSDL and the Stock Exchanges and the facility to write to Integrated Registry Management Services Pvt. Ltd (RTA) to get a copy through E-mail.
1.3	In terms of the Notice, the E-voting commenced on 24th December 2025, at 9:00 A.M. (IST) and ended on 22nd January 2026 at 5:00 P.M. (IST)
1.4	Particulars of all the votes cast electronically have been entered in a register separately maintained for the purpose.
1.5	RTA has confirmed that votes cast by e-voting were matched with the Register of Members of the company/ list of beneficiaries.
1.6	All votes cast through e-voting upto 5.00 PM (IST) on 22nd January 2026, the last date and time fixed by the Company for e-voting were considered for our scrutiny.
1.7	Votes cast by e voting were matched with the Register of Members of the company/ list of beneficiaries. The votes downloaded from the e-Voting system were collated on 22nd January 2026 after 5.00 P.M. (IST)
1.8	As confirmed by RTA of the Company, 15,937 emails had bounced.
1.9	Corporate members who have cast their votes without Board resolutions were invalidated.

S. No	Resolution	Nature of Resolution
1	Approving the appointment of Ms Kalpana Unadkat, (DIN 02490816) as a Non-Executive Independent Director for a period of 5 (five) years effective 15 <sup>th</sup> December 2025.	Special

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CHANDRA

Digitally signed  
by B CHANDRA  
Date: 2026.01.22  
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A summary of the voting by e-voting for the above resolution is given below:

Resolution 1 - Approving the appointment of Ms Kalpana Unadkat, (DIN 02490816) as a Non-Executive Independent Director for a period of 5 (five) years effective 15 <sup>th</sup> December 2025		Voter Count	No of votes	% to total valid votes
E-voting	In favour	1679	354048021	86.49
	Against	646	55284149	13.51
	Invalid	30	599494	100.00
	Valid Votes	2325	409332170	

Since the number of votes cast in favour exceeded three times the number of votes cast against in respect of the resolution no 1, we hereby report that the resolution was duly passed with requisite majority as a Special Resolution.

- 3 You may accordingly declare the result of the voting by Postal Ballot as having been passed with requisite majority which shall be deemed to have been passed on 22<sup>nd</sup> January 2026.
- 4 The e-voting data and all other connected records relating to the aforesaid e-voting process received are under our safe custody and the same, for preserving safely, will be handed over to the Company after the Chairman signs the Minutes.

Thanking you,

Yours faithfully,

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CHANDR  
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Digitally signed  
by B CHANDRA  
Date:  
2026.01.22  
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B Chandra

Partner

B CHANDRA AND ASSOCIATES

Company Secretaries in Practice

CP No. 7859

UDIN A020879G003453099