



TCI INDUSTRIES LIMITED

Regd. & Corp. Off.: N. A. Sawant Marg, Near Colaba Fire Brigade, Colaba, Mumbai – 400 005.
CIN : L74999MH1965PLC338985

Tel. : 022-2282 2340/5581
Telefax : 022-2282 5561
E-mail : tcil@mtnl.net.in
Web : www.tcil.in

Ref. No.: TCIL/BSE/028/20-21

September 11, 2020

Electronic Filing

To,

Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

Security ID: TCIIND; **Security Code:** 532262.

Sub.: Declaration of Voting Results of the 55th Annual General Meeting (AGM) of the Company held on September 10, 2020.

Ma'am/ Dear Sir,

This has reference to our letter dated September 10, 2020, regarding intimation of proceedings of the 55th Annual General Meeting (AGM) of the Company held on September 10, 2010 at 2:00 PM through Video Conferencing / Other Audio Visual Means. With reference to the captioned matter, we are submitting herewith following:

1. Consolidated Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed as "Annexure I"; and
2. Consolidated Report of the Scrutinizer on the Remote E-Voting and voting conducted at the AGM as per the provisions of Section 108 & 109 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, enclosed as "Annexure II".

This is for your information and records.

Thanking You.

For **TCI Industries Limited**

Amit Chavan
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by Amit Chavan
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Amit A. Chavan
Company Secretary & Compliance Officer

Encl.: As above.

ANNEXURE I**TCI INDUSTRIES LIMITED****VOTING RESULTS**

Date of the Annual General Meeting	September 10, 2020
Record date	September 03, 2020
Total number of Shareholders on record date	2304
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	22 11

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Chavan

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Agenda-wise disclosure:**Resolution No. 1**

To receive, consider and adopt the Audited Balance Sheet as at March 31, 2020 and the Statement of Profit & Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.

Resolution required: (Ordinary/Special)				Ordinary				
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
Promoter and Promoter Group	E-Voting	672419	639093	95.04	639093	-	100.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (If applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	672419	639093	95.04	639093	-	100.00	0.00
Public-Institutions	E-Voting	695	-	0.00	-	-	0.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (If applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	695	-	0.00	-	-	0.00	0.00
Public-Non Institutions	E-Voting	223677	32214	14.40	32214	-	100.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (If applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	223677	32214	14.40	32214	-	100.00	0.00
Total		896791	671307	74.86	671307	0	100.00	0.00

Details of Invalid Votes

Category	No. of votes
Promoter and Promoter Group	-
Public Institutions	-
Public-Non Institutions	-

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Resolution No. 2

To appoint a Director in place of Dr. Ashok Kumar Agarwal (DIN: 01237294), who retires by rotation and being eligible, offers himself for re-appointment as a Director.

Resolution required: (Ordinary/Special)				Ordinary				
Whether Promoter/promoter group are interested in the agenda/resolution?				Yes				
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	672419	639093	95.04	639093	-	100.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (If applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	672419	639093	95.04	639093	-	100.00	0.00
Public-Institutions	E-Voting	695	-	0.00	-	-	0.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	695	-	0.00	-	-	0.00	0.00
Public-Non Institutions	E-Voting	223677	32214	14.40	32214	-	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	223677	32214	14.40	32214	-	100.00	0.00
Total		896791	671307	74.86	671307	0	100.00	0.00

Details of Invalid Votes

Category	No. of votes
Promoter and Promoter Group	-
Public Institutions	-
Public-Non Institutions	-

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Resolution No. 3

To appoint a Director in place of Shri Siddhartha Agarwal (DIN: 00225871), who retires by rotation and being eligible, offers himself for re-appointment as a Director.

Resolution required: (Ordinary/Special)				Ordinary				
Whether Promoter/promoter group are interested in the agenda/resolution?				Yes				
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	672419	631907	93.98	631907	0	100.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (If applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	672419	631907	93.98	631907	0	100.00	0.00
Public-Institutions	E-Voting	695	-	0.00	-	-	0.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	695	-	0.00	-	-	0.00	0.00
Public-Non Institutions	E-Voting	223677	32214	14.40	32214	0	100.00	0.00
	Poll		-	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	223677	32214	14.40	32214	-	100.00	0.00
Total		896791	664121	74.06	664121	0	100.00	0.00

Details of Invalid Votes

Category	No. of votes
Promoter and Promoter Group	-
Public Institutions	-
Public-Non Institutions	-

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Resolution No. 4

To appoint a Director in place of Shri Utsav Agarwal (DIN: 03444844), who retires by rotation and being eligible, offers himself for re-appointment as a Director.

Resolution required: (Ordinary/Special)				Ordinary				
Whether Promoter/promoter group are interested in the agenda/resolution?				Yes				
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	672419	635113	94.45	635113	0	100.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (If applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	672419	635113	94.45	635113	-	100.00	0.00
Public-Institutions	E-Voting	695	-	0.00	-	-	0.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	695	-	0.00	-	-	0.00	0.00
Public-Non Institutions	E-Voting	223677	32214	14.40	32214	0	100.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (If applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	223677	32214	14.40	32214	0	100.00	0.00
Total		896791	667321	74.41	667327	0	100.00	0.00

Details of Invalid Votes

Category	No. of votes
Promoter and Promoter Group	-
Public Institutions	-
Public-Non Institutions	-

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Resolution No. 5

Re-appointment of Shri Ravishanker Jhunjhunwala (holding DIN: 00231379) as an Independent Director.

Resolution required: (Ordinary/Special)				Special				
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
Promoter and Promoter Group	E-Voting	672419	639093	95.04	639093	0	100.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (If applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	672419	639093	95.04	639093	0	100.00	0.00
Public-Institutions	E-Voting	695	-	0.00	-	-	0.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (If applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	695	-	0.00	-	-	0.00	0.00
Public-Non Institutions	E-Voting	223677	32214	14.40	32214	0	100.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (If applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	223677	32214	14.40	32214	0	100.00	0.00
Total		896791	671307	74.86	671307	0	100.00	0.00

Details of Invalid Votes

Category	No. of votes
Promoter and Promoter Group	-
Public Institutions	-
Public-Non Institutions	-

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Resolution No. 6

Re-appointment of Shri Siddharth Mehta (DIN: 03072352) as an Independent Director.

Resolution required: (Ordinary/Special)				Special				
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
Promoter and Promoter Group	E-Voting	672419	639093	95.04	639093	0	100.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (If applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	672419	639093	95.04	639093	0	100.00	0.00
Public-Institutions	E-Voting	695	-	0.00	-	-	0.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	695	-	0.00	-	-	0.00	0.00
Public-Non Institutions	E-Voting	223677	32214	14.40	32214	0	100.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (If applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	223677	32214	14.40	32214	0	100.00	0.00
Total		896791	671307	74.86	671307	0	100.00	0.00

Details of Invalid Votes

Category	No. of votes
Promoter and Promoter Group	-
Public Institutions	-
Public-Non Institutions	-

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Note:

1. Voting Rights are in proportion to shares held as on the cut-off date viz., September 03, 2020.
2. Based on the consolidated results of remote e-Voting and e-Voting during the AGM in respect of item nos. 1 to 6 of the Notice of the 55th AGM, all the resolutions were passed by the Members with requisite majority.



Chandanbala O. Mehta
Practicing Company Secretary

Consolidated Scrutinizer's Report

[Pursuant to Section 108 / 109 of the Companies Act, 2013 and Rule 20(3)(xi) / 21 (2) of the Companies (Management and Administration) Rules, 2014]

To,
 The Chairman of Fifty Fifth Annual General Meeting
 of the Shareholders of
TCI Industries Limited held on
 Thursday, September 10, 2020 at 02:00 p.m. at,
 N. A. Sawant Marg, Near Colaba Fire Brigade,
 Colaba, Mumbai- 400 005 (Deemed Venue)

Dear Sir,

I, Chandanbala O. Mehta, a Practicing Company Secretary having Office at No.3, 1st Floor, 20/24 Morarji Velji Bldg., Dr. M.B. Velkar Street (Kolbhat Lane), Chira Bazar, Mumbai 400 002, was appointed as Scrutinizer for the Fifty Fifth Annual General Meeting (AGM) of the Shareholders of TCI Industries Limited ("the Company") pursuant to the provisions of Companies Act, 2013 and Rule 20 (3) (xi) of the Companies (Management and Administration) Rules, 2014, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with General Circular No. 14/2020, 17/2020 and 20/2020 dated April 08, 2020, April 13, 2020 and May 05, 2020 respectively, issued by the Ministry of Corporate Affairs (collectively "MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR /P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India ("SEBI Circular") permitting the Companies to hold General Meetings without the physical presence of Members at a common venue.

The Company had provided the electronic voting process (remote e-voting and e-voting during the AGM) in respect of the resolutions set out in the Notice dated June 26, 2020 convening the Fifty Fifth Annual General Meeting of the Shareholders of TCI Industries Limited, held on Thursday, September 10, 2020 at 02:00 p.m. through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means (remote e-voting) on the resolutions contained in the Notice to the Fifty Fifth Annual General Meeting of the Members of the Company. My responsibility as a scrutinizer for the e-voting process (remote e-voting) as well as venue voting as on the date of the AGM is restricted to make a Scrutinizer report of the Votes Cast "in favour" or "against" the resolutions as stated below, based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorised agency engaged by the Company to provide e-voting facilities (remote e-voting and e-voting during the AGM).

Correspondence Office :
 #3, 1st Floor, 20/24 Morarji Velji Bldg.,
 Dr. M.B. Velkar Street, Kolbhat Lane,
 Kalbadevi Road, Mumbai 400 002.

Head Office :
 D-606, Simla House, 6th Floor, L J Marg,
 Off Nepeansea Road, Near PDP Garden
 & Hyderabad Estates, Mumbai - 400 026.

T : +91 22 4004 4344
 M : +91 98212 85437
 E : jainchandonbola@gmail.com
 jainchandon13@yahoo.co.in



Chandanbala O. Mehta
Practicing Company Secretary

As prescribed in the rules, the remote e-voting was kept open from Monday, September 07, 2020 at 9:00 a.m. (IST) and ends on Wednesday, September 09, 2020 at 5:00 p.m. (IST) and the NSDL e-Voting platform was blocked thereafter.

At the Fifty Fifth AGM of the Company held on September 10, 2020, the Company has provided e-Voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

On completion of e-Voting during the AGM, the votes cast through remote e-voting process were unblocked by me in the presence of Ms. Ruksana Khan and Ms. Shahana Memon, on September 10, 2020 at 03:25 p.m.

I have scrutinized and reviewed the remote e-voting prior and e-voting during the AGM and votes cast therein based on the data downloaded from the NSDL e-Voting system.

I submit herewith my Consolidated Scrutinizer's Report on the results of e-voting (remote e-voting and e-voting during the AGM).

- (a) Resolution No.1 (Ordinary Resolution): To receive, consider and adopt the audited Balance Sheet as at March 31, 2020 and the Statement of Profit & Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.**

Particulars	Number of Shares (through Remote e-Voting)	Number of Shares (through e-Voting at the AGM)	Total No. of Shares	% of total Net valid votes (in percentage)	Result
Total No. of votes received	671307	0	671307	Not Applicable	Passed by Requisite Majority
Less: No. of Invalid votes	0	0	0		
Net valid votes	671307	0	671307		
Votes in favour of the resolution	671307	0	671307	100.00	
Votes against the resolution	0	0	0	0.00	
Total				100.00	



Chandanbala O. Mehta
Practicing Company Secretary

- (b) **Resolution No.2 (Ordinary Resolution): To appoint a Director in place of Dr. Ashok Kumar Agarwal (DIN: 01237294), who retires by rotation and being eligible, offers himself for re-appointment as a Director.**

Particulars	Number of Shares (through Remote e-Voting)	Number of Shares (through e-Voting at the AGM)	Total No. of Shares	% of total Net valid votes (in percentage)	Result
Total No. of votes received	671307	0	671307	Not Applicable	Passed by Requisite Majority
Less: No. of Invalid votes	0	0	0		
Net valid votes	671307	0	671307		
Votes in favour of the resolution	671307	0	671307	100.00	
Votes against the resolution	0	0	0	0.00	
Total				100.00	

- (c) **Resolution No.3 (Ordinary Resolution): To appoint a Director in place of Shri Siddhartha Agarwal (DIN: 00225871), who retires by rotation and being eligible, offers himself for re-appointment as a Director.**

Particulars	Number of Shares (through Remote e-Voting)	Number of Shares (through e-Voting at the AGM)	Total No. of Shares	% of total Net valid votes (in percentage)	Result
Total No. of votes received	664121	0	664121	Not Applicable	Passed by Requisite Majority
Less: No. of Invalid votes	0	0	0		
Net valid votes	664121	0	664121		
Votes in favour of the resolution	664121	0	664121	100.00	
Votes against the resolution	0	0	0	0.00	
Total				100.00	



Chandanbala O. Mehta
Practicing Company Secretary

- (d) **Resolution No.4 (Ordinary Resolution):** To appoint a Director in place of Shri Utsav Agarwal (DIN: 03444844), who retires by rotation and being eligible, offers himself for re-appointment as a Director.

Particulars	Number of Shares (through Remote e-Voting)	Number of Shares (through e-Voting at the AGM)	Total No. of Shares	% of total Net valid votes (in percentage)	Result
Total No. of votes received	667327	0	667327	Not Applicable	Passed by Requisite Majority
Less: No. of Invalid votes	0	0	0		
Net valid votes	667327	0	667327		
Votes in favour of the resolution	667327	0	667327	100.00	
Votes against the resolution	0	0	0	0.00	
Total				100.00	

- (e) **Resolution No.5 (Special Resolution):** Re-appointment of Shri Ravishanker Jhunjhunwala (DIN: 00231379) as an Independent Director.

Particulars	Number of Shares (through Remote e-Voting)	Number of Shares (through e-Voting at the AGM)	Total No. of Shares	% of total Net valid votes (in percentage)	Result
Total No. of votes received	671307	0	671307	Not Applicable	Passed by Requisite Majority
Less: No. of Invalid votes	0	0	0		
Net valid votes	671307	0	671307		
Votes in favour of the resolution	671307	0	671307	100.00	
Votes against the resolution	0	0	0	0.00	
Total				100.00	



Chandanbala O. Mehta
Practicing Company Secretary

(f) Resolution No.6 (Special Resolution): Re-appointment of Shri Siddharth Mehta (DIN: 03072352) as an Independent Director.

Particulars	Number of Shares (through Remote e-Voting)	Number of Shares (through e-Voting at the AGM)	Total No. of Shares	% of total Net valid votes (in percentage)	Result
Total No. of votes received	671307	0	671307	Not Applicable	Passed by Requisite Majority
Less: No. of Invalid votes	0	0	0		
Net valid votes	671307	0	671307		
Votes in favour of the resolution	671307	0	671307	100.00	
Votes against the resolution	0	0	0	0.00	
Total				100.00	

The electronic data and relevant records relating to e-voting process (remote e-voting and e-voting during the AGM) shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.

Thanking you.

Yours faithfully,

**CHANDAN
BALA OJAS
MEHTA**

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DN: cn=Personal, postalCode=400026,
o=Mehta OJAS,
2.5.4.20=8E84611028A963E8D26C256078
330A013A8F7F8A435002839F46A,
serialNumber=FA27EAD1C497A92B01D048
33F6A60228AC21,
serialNumber=218775311309618206C99F1
8836A9832A7E2A2689F916C3116e05ea
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Date: 2020.09.10 21:13:10 +05'30'

Chandanbala O. Mehta
Practicing Company Secretary
CP No. 6400 (FCS 6122)

Date: September 10, 2020
Place: Mumbai

UDIN: F006122B000693776

Correspondence Office :
#3, 1st Floor, 20/24 Morarji Velji Bldg.,
Dr. M.B. Velkar Street, Kolbhat Lane,
Kalbadevi Road, Mumbai 400 002.

Head Office :
D-606, Simla House, 6th Floor, L J Marg,
Off Nepeansea Road, Near PDP Garden
& Hyderabad Estates, Mumbai - 400 026.

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jainchandan13@yahoo.co.in