

TCI EXPRESS

LEADER IN EXPRESS

July 25, 2020

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

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

Scrip Code: 540212

Scrip Symbol: TCIEXP

Sub: Disclosure of the voting results of the 12th Annual General Meeting alongwith Consolidated Scrutinizer's Report

Dear Sir/ Madam,

In furtherance to our letter dated July 24, 2020, intimating about the proceedings of the 12th Annual General Meeting (AGM) of the Company held on Friday July 24, 2020 at 10.30 A.M through Video Conferencing / Other Audio Visual Means.

In this regard, we hereby submit the following:

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

All the resolutions were passed with the requisite majority by the Shareholders.

- II. Consolidated Report of the Scrutinizer on the remote e-voting and e-voting during the 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 and request you to take it on records.

Thanking you,

Yours faithfully,

For TCI Express Limited



Priyanka
Company Secretary & Compliance Officer
Encl.: As above



TCI Express Limited

CIN: L62200TG2008PLC061781

Corporate Office: TCI House, Plot No. 69, Sector 32, Institutional Area, Gurugram - 122001, India

Tel.: +91-124-2384090-94 • Email: info@tciexpress.in

Registered Office: Flat Nos. 306 & 307, 1-8-273, Third Floor, Ashoka Bhoopal Chambers, S. P. Road, Secunderabad – 500003 • Tel.: +91 40 27840104
Website: www.tciexpress.in

FORMAT FOR VOTING RESULTS

Date of the AGM	24.07.2020
Total number of shareholders on record date	27856
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	N.A
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	12 25

Agenda- wise disclosure (to be disclosed separately for each agenda item)

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Standalone Financial Statement of the Company for the financial year ended March 31, 2020, along with the report of the Board of Director's and Auditor's 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	25,672,180	25,672,180	100.0000	25,672,180	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		25,672,180	100.0000	25,672,180	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	4,472,492	3,769,689	84.2861	3,769,689	0	100.0000	0.0000	0	2,815
	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		3,769,689	84.2861	3,769,689	0	100.0000	0.0000	0	2815
Public- Non Institutions	E-Voting	8,210,728	1,078,235	13.1320	1,078,235	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,078,235	13.132	1,078,235	0	100.0000	0.0000	0	0
Total		38,355,400	30,520,104	79.5719	30,520,104	0	100.0000	0.0000	0	2815



Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. Vineet Agarwal DIN-00380300, who retires by rotation and being eligible, offers himself for reappointment.									
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	25,672,180	25,672,180	100.0000	25,672,180	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		25,672,180	100.0000	25,672,180	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	4,472,492	3,772,504	84.3490	3,713,215	59,289	98.4283	1.5716	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		3,772,504	84.349	3,713,215	59,289	98.4284	1.5716	0	0
Public- Non Institutions	E-Voting	8,210,728	1,078,235	13.1320	1,078,185	50	99.9953	0.0046	0	0
	Poll		0	0.0000	0	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,078,235	13.132	1,078,185	50	99.9954	0.0046	0	0
Total		38,355,400	30,522,919	79.5792	30,463,580	59,339	99.8056	0.1944	0	0



Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To re-appoint Ms. R.S. Agarwala Co., Chartered Accountants, ICAI Firm Registration No. 304045E, as the Statutory Auditors of the Company for a second term of five 5 years.									
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	25,672,180	25,672,180	100.0000	25,672,180	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		25,672,180	100.0000	25,672,180	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	4,472,492	2,999,659	67.0691	2,264,517	735,142	75.4924	24.5075	0	772,845
	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		2,999,659	67.0691	2,264,517	735,142	75.4925	24.5075	0	772,845
Public- Non Institutions	E-Voting	8,210,728	1,078,235	13.1320	1,078,232	3	99.9997	0.0002	0	0
	Poll		0	0.0000	0	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,078,235	13.132	1,078,232	3	99.9997	0.0003	0	0
Total		38,355,400	29,750,074	77.5642	29,014,929	735,145	97.5289	2.4711	0	772,845





VK Bajaj & Associates

Company Secretaries

Consolidated Report of Scrutinizer

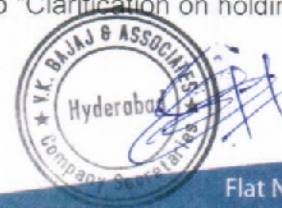
[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
TCI Express 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 **TCI Express 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 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 on the resolutions contained in the notice (hereinafter referred to as "the resolutions") of the 12th Annual General Meeting (AGM) of the Members of the Company, held on **Friday, 24th July, 2020** at 10:30 A.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

In view of the outbreak of the COVID-19 pandemic, the Annual General Meeting of the Company was held on **Friday, 24th July, 2020** at 10.30 AM through two-way video conferencing (VC) or other audio visual means (OAVM) and the voting for items has been transacted as per the Notice of this AGM was only through remote e-voting process and e-voting at the AGM, in compliance with applicable provisions of the Companies Act, 2013 (the Act) (including any statutory modification or re-enactment thereof) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the Rules) as amended from time to time and the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020 in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19 and General Circular No. 20/2020 dated May 5, 2020 in relation to "Clarification on holding of



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Annual General Meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM) all issued by the Ministry of Corporate Affairs, Government of India (the MCA Circulars) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Circular dated May 12, 2020 in relation to "Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Covid 19 Pandemic.

2. Further pursuant to the MCA and SEBI Circulars, the Notice of the AGM along with the Annual Report for FY 2019-20 was sent in electronic form only to those Members whose email addresses are registered with Company/Depositories. Since this AGM was held pursuant to the MCA Circulars through VC or OAVM, physical attendance of Members had been dispensed with. Accordingly, in terms of the above-mentioned MCA and SEBI circulars, the facility for appointment of proxies by the members was also dispensed with.
3. Members attended the meeting through VC or OAVM also had been counted for the purposed of reckoning the quorum under Section 103 of the Companies Act, 2013.
4. 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 Twelfth Annual General Meeting of the Equity Shareholders dated May 8, 2020. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolution stated in the notice of the AGM, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited ('CDSL'), the Agency Authorized under the Rules and engaged by the Company to provide remote e-voting process and e-voting at the AGM.
5. Further to the above, I submit my report as under:
 - i. The remote e-voting remained open from **Tuesday, 21st July, 2020** (09:00 A.M.) to **Thursday, 23rd July, 2020** (5:00 P.M.).
 - ii. The members of the Company as on the "cut-off" date i.e., **Friday, 17th July, 2020** were entitled to vote on the resolutions as set out in the notice of the 12th Annual General Meeting (AGM) of the Company through the facility of remote e-voting / e-voting at the AGM.



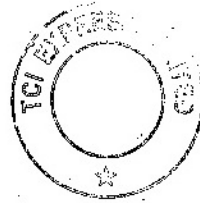
- iii. The votes cast under remote e-voting facility were thereafter unblocked in the presence of 2 witnesses, who are not in the employment of the Company after completion of casting of votes at Annual General Meeting. I have scrutinized and reviewed the remote e-voting and votes tendered at venue therein based on the data downloaded from the Central Depository Services (India) Limited ('CDSL').
- iv. The results of the e-voting is enclosed as Annexure - A

Thanking you

For **V K Bajaj & Associates**
Company Secretaries



Vasanth Kumar Bajaj
Company Secretary
FCS 6868
CP No. 5827
UDIN: F006868B000504090



Chairman
TCI Express Limited

Date: 25.07.2020
Place: Hyderabad

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 standalone financial statements of the Company 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	94	3,05,20,102	100.00
E- Voting at AGM	2	2	0.00
Total No. of Votes Cast	96	3,05,20,104	100.00

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	-	-	-
E- Voting at AGM	-	-	-
Total No. of Votes Cast	-	-	-

iii) Invalid Votes:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	Remarks
Remote E-Voting	-	-	-
E- Voting at AGM	-	-	-
Total No. of Votes Cast	-	-	-

Resolution No. 2 of the Notice:

Ordinary Resolution for appointment of a Director in place of Mr. Vineet Agarwal (DIN: 00380300), 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
Remote E-Voting	93	3,04,63,578	99.81
E- Voting at AGM	2	2	0.00
Total No. of Votes Cast	95	3,04,63,580	99.81

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	2	59,339	0.19
E- Voting at AGM	-	-	-
Total No. of Votes Cast	2	59,339	0.19



iii) Invalid Votes:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	Remarks
Remote E-Voting	-	-	-
E- Voting at AGM	-	-	-
Total No. of Votes Cast	-	-	-

Resolution No. 3 of the Notice:

Ordinary Resolution for re-appointment of M/s. R.S. Agarwala & Co. Chartered Accountants, (ICAI Firm Registration No. 304045E), as the Statutory Auditors of the Company for a second term of five years:

i) Votes cast in favour of the resolution:

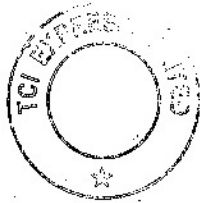
Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	78	2,90,14,927	97.53
E- Voting at AGM	2	2	0.00
Total No. of Votes Cast	80	2,90,14,929	97.53

i) 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	11	7,35,145	2.47
E- Voting at AGM	-	-	-
Total No. of Votes Cast	11	7,35,145	2.47

ii) Invalid Votes:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	Remarks
Remote E-Voting	-	-	-
E- Voting at AGM	-	-	-
Total No. of Votes Cast	-	-	-



[Handwritten Signature]

Chairman
TCI Express Limited

