



8th August, 2023

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

Scrip Code – 532513

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1 G Block
Bandra - Kurla Complex, Bandra - (E)
Mumbai - 400 051

Scrip Symbol – TVSELECT

Dear Sir / Madam,

Sub: Intimation on Disclosure of Voting Results and Scrutinizer's Report of 28th Annual General Meeting (AGM)

With reference to our intimation dated 5th August 2023, the Voting Results and Scrutinizer's Report of the 28th Annual General Meeting are attached herewith. All the proposed resolutions have been passed with the requisite majority on the date of Annual General Meeting. The final dividend will be paid on 14th August 2023.

The Voting Results and the Scrutinizer's Report are also placed on the Company's website and Notice Board.

The video recording of the proceedings of the AGM is also being made available on the Company's website at www.tvs-e.in.

This is for your information and records.

Thanking You,

Yours truly,
For TVS Electronics Limited

K Santosh
Company Secretary

TVS Electronics Limited

"Arihant E-Park", No.117/1, 9th Floor, L.B. Road, Adyar, Chennai – 600 020. Tel.: +91-44-42005200
Registered Office: Greenways Towers, 2nd Floor, No.119, St. Mary's Road, Abhiramapuram, Chennai – 600 018

Corporate Identity Number: L30007TN1995PLC032941

E-mail id: webmaster@tvs-e.in Website: www.tvs-e.in

Annexure I

TVS Electronics Limited - 28th AGM - 5th August 2023

Disclosure of voting results in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015									
Resolution No.1	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
Ordinary resolution			1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Adoption of Audited Financial Statements for the year ended 31st March 2023, together with the reports of the Board of Directors and the Auditors' thereon.	Promoter and Promoter Group	E-Voting	1,11,72,743	1,11,72,743	100.0000	1,11,72,743	0	100.0000	0.0000
		Poll (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		1,11,72,743	100.0000	1,11,72,743	0	100.0000	0.0000
	Public-Institutions	E-Voting	2,600	0	0.0000	0	0	0.0000	0.0000
		Poll (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		0	0.0000	0	0	0.0000	0.0000
	Public-Non-Institutions	E-Voting	74,74,975	86,154	1.1526	86,136	18	99.9791	0.0209
		Poll (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		86,154	1.1526	86,136	18	99.9791	0.0209
		Grand Total	1,86,50,318	1,12,58,897	60.3684	1,12,58,879	18	99.9998	0.0002

TVS Electronics Limited - 28th AGM - 5th August 2023

Disclosure of voting results in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015									
Resolution No.2	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
Ordinary resolution			1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Declaration of Dividend of Rs.2 per equity share, for the financial year ended 31st March 2023.	Promoter and Promoter Group	E-Voting	1,11,72,743	1,11,72,743	100.0000	1,11,72,743	0	100.0000	0.0000
		Poll (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		1,11,72,743	100.0000	1,11,72,743	0	100.0000	0.0000
	Public-Institutions	E-Voting	2,600	0	0.0000	0	0	0.0000	0.0000
		Poll (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		0	0.0000	0	0	0.0000	0.0000
	Public-Non-Institutions	E-Voting	74,74,975	86,094	1.1518	86,081	13	99.9849	0.0151
		Poll (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		86,094	1.1518	86,081	13	99.9849	0.0151
		Grand Total	1,86,50,318	1,12,58,837	60.3681	1,12,58,824	13	99.9999	0.0001

TVS Electronics Limited - 28th AGM - 5th August 2023

Disclosure of voting results in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015									
Resolution No.3	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
Ordinary resolution			1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Re-appointment of Mr. R S Raghavan (DIN: 00260912), Non - Executive Non – Independent Director, who retires by rotation, as a Director.	Promoter and Promoter Group	E-Voting	1,11,72,743	1,11,72,743	100.0000	1,11,72,743	0	100.0000	0.0000
		Poll (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		1,11,72,743	100.0000	1,11,72,743	0	100.0000	0.0000
	Public-Institutions	E-Voting	2,600	0	0.0000	0	0	0.0000	0.0000
		Poll (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		0	0.0000	0	0	0.0000	0.0000
	Public-Non-Institutions	E-Voting	74,74,975	85,944	1.1498	85,536	408	99.5253	0.4747
		Poll (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		85,944	1.1498	85,536	408	99.5253	0.4747
		Grand Total	1,86,50,318	1,12,58,687	60.3673	1,12,58,279	408	99.9964	0.0036

TVS Electronics Limited - 28th AGM - 5th August 2023

Disclosure of voting results in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015									
Resolution No.4	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
Ordinary resolution			1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Ratification of the remuneration of Rs.1.50 lakhs (plus applicable taxes and out of pocket expenses at actuals) payable to Mr. P. Raju Iyer, Practising Cost Accountant (Membership No. 6987), Cost Auditor, for the financial year 2023- 24.	Promoter and Promoter Group	E-Voting	1,11,72,743	1,11,72,743	100.0000	1,11,72,743	0	100.0000	0.0000
		Poll (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		1,11,72,743	100.0000	1,11,72,743	0	100.0000	0.0000
	Public-Institutions	E-Voting	2,600	0	0.0000	0	0	0.0000	0.0000
		Poll (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		0	0.0000	0	0	0.0000	0.0000
	Public-Non-Institutions	E-Voting	74,74,975	85,944	1.1498	85,725	219	99.7452	0.2548
		Poll (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		85,944	1.1498	85,725	219	99.7452	0.2548
		Grand Total	1,86,50,318	1,12,58,687	60.3673	1,12,58,468	219	99.9981	0.0019



K SRIRAM, B.Com, ACA, FCS
Practising Company Secretary

Consolidated Scrutiniser's Report

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

8th August 2023

To,
The Chairman,
TVS Electronics Limited
[CIN: L30007TN1995PLC032941]
Greenways Towers, No.119, 2nd Floor,
St. Mary's Road, Abhiramapuram,
Chennai – 600 018.

Dear Sir,

Sub: Scrutinizer's Report on Remote e-voting (Prior to and at the AGM), and Tab based e-voting at the AGM venue in respect of the 28th Annual General Meeting of the Company held on 5th August 2023 at The Music Academy, Kasturi Srinivasan Hall, 168, T.T.K Road, Royapettah, Chennai – 600014 with an option for the members to participate in the meeting through VC/OAVM (Hybrid mode).

The Board of directors of the Company, pursuant to resolution passed at their meeting held on 6th May 2023 appointed me as the Scrutiniser for the remote e-voting process (prior to and at the AGM) and voting through electronic voting system (Tab based e-voting) at the AGM venue, in respect of the said AGM.

I submit my consolidated report as under:

1. Since the Equity shares of the Company are listed on the National Stock Exchange of India Limited (**NSE**) and BSE Limited (**BSE**), **the Company has provided e-voting facility**, in terms of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (**the Act**) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**SEBI LODR**).
2. The items of business as set out in the notice convening the 28th AGM and covered by the remote e-voting (prior to and at the AGM) and Tab based e-voting at the AGM venue, are as follows:

KRISHNAMUR
THY SRIRAM

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KRISHNAMURTHY SRIRAM
Date: 2023.08.08 14:04:20
+05'30'

“SHRESHTAM”, Old No.17, New No.16, Pattammal Street, Mandaveli, Chennai – 600 028.
(044) 42074012/ 24611440 sriram.krishnamurthy@rediffmail.com

28th AGM of TVS ELECTRONICS LIMITED held on 5th August 2023 (through Hybrid mode)

***Consolidated Scrutiniser's report on remote e-voting (prior to and at the AGM) and
Tab based e-voting at the AGM venue***

Item No.	Nature of business	Type of resolution	Subject-matter
1	Ordinary	Ordinary	Adoption of Audited Financial Statements for the year ended 31 st March 2023, together with the reports of the Board of Directors and the Auditors' thereon.
2	Ordinary	Ordinary	Declaration of Dividend of Rs.2 per equity share, for the financial year ended 31 st March 2023.
3	Ordinary	Ordinary	Re-appointment of Mr. R S Raghavan (DIN: 00260912), Non-Executive Non-Independent Director, who retires by rotation, as a Director.
4	Special	Ordinary	Ratification of the remuneration of Rs.1.50 lakhs (plus applicable taxes and out of pocket expenses at actuals) payable to Mr. P. Raju Iyer, Practising Cost Accountant (Membership No. 6987), Cost Auditor, for the financial year 2023-24.

3. The remote e-voting facility (prior to and at the AGM) and Tab based e-voting facility at the AGM venue was provided by National Securities Depository Limited (NSDL). **NSDL** allotted E-Voting Event Number **(EVEN) 124391** for the Tab based e-voting and remote e-voting process in relation to the 28th AGM. **NSDL also provided the web-based platform to facilitate the members for attending the AGM through VC/OAVM.**
4. **Notice convening the 28th AGM** (along with the Annual Report for the financial year ended 31st March 2023) was **sent** by NSDL on **14th July 2023** to 40,575 shareholders out of the 45,784 shareholders as on 7th July 2023 (being the **cut-off date for dispatch** of the AGM Notice to the shareholders), **through e-mail** to their e-mail address registered with the RTA/ the Depositories in terms of the circulars issued by Ministry of Corporate Affairs (**MCA**) vide General Circular No.10/2022 dated 28th December 2022 and by Securities and Exchange Board of India (**SEBI**) vide Circular No. SEBI/HO/CFD/PoD2/P/CIR/2023/4 dated 5th January 2023. Physical copies of the AGM Notice and Annual Report were sent to those shareholders who had specifically requested for the same.
5. Notice convening the 28th AGM (along with the Annual Report for the financial year ended 31st March 2023) was also sent to the Directors and the Auditors on 14th July 2023 and submitted to NSE and BSE on 14th July 2023 by filing on their online portal in compliance with

28th AGM of TVS ELECTRONICS LIMITED held on 5th August 2023 (through Hybrid mode)

***Consolidated Scrutiniser's report on remote e-voting (prior to and at the AGM) and
Tab based e-voting at the AGM venue***

the Act and SEBI LODR. The Notice and Annual Report were also uploaded in the Company's website on 14th July 2023.

6. The prescribed particulars relating to the e-voting process for the 28th AGM were advertised in "Financial Express" (all India edition) in English, and "Makkal Kural" in Tamil, on 15th July 2023. The advertisement also stated the manner in which shareholders whose e-mail address was not registered could register the same with the Company.
7. Integrated Registry Management Services Private Limited, the Registrar and Share transfer agents of the Company ('the RTA') provided the list of 46,080 shareholders as on **29th July 2023**, being the cut-off date fixed for determining eligibility to vote in respect of the items of business to be transacted at the 28th AGM ('the cut-off date').
8. As on the cut-off date, the paid-up Equity share capital of the Company comprised of **1,86,50,318 Equity shares of Rs.10/- each**. This included:
 - (a) **23,900 Equity shares** lying in the TVS Electronics Limited - Unclaimed Suspense Account ('**Unclaimed Suspense Account**'), on which voting rights were frozen in terms of Schedule VI of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
 - (b) **1,76,050 Equity shares** transferred to and lying in the demat account of the Investor Education and Protection Fund Authority, Ministry of Corporate Affairs ('**IEPF Authority**'), in terms of Section 124(6) of the Companies Act, 2013.
9. The **remote e-voting** facility prior to the 28th AGM **commenced on Wednesday, 2nd August 2023, at 9:00 AM (IST) and ended on Friday, 4th August 2023 at 5:00 PM (IST)**.
10. The **AGM was held** on Saturday, the **5th August 2023 at 10.00 AM** at The Music Academy, Kasturi Srinivasan Hall, 168, T.T.K Road, Royapettah, Chennai – 600014, **with an option for the members to participate in the meeting through VC/OAVM (Hybrid mode)**. Members participated in the AGM physically at the AGM venue and through VC/OAVM.
11. **The proceedings of the 28th AGM started at 10.00 AM (IST) on Saturday, the 5th August 2023 and concluded at 11.56 AM (IST)**.
12. NSDL provided the facility for Tab based e-voting at the AGM venue / Remote e-voting facility for members attending the AGM through VC/OAVM from **10.00 AM (IST) (the time of commencement of the 28th AGM) to 11.56 AM (IST)** [30 (Thirty) minutes after conclusion of the business proceedings], to enable the members attending the AGM physically at the AGM

28th AGM of TVS ELECTRONICS LIMITED held on 5th August 2023 (through Hybrid mode)

***Consolidated Scrutiniser's report on remote e-voting (prior to and at the AGM) and
Tab based e-voting at the AGM venue***

venue and also through VC/OAVM and who had not cast their vote through remote e-voting prior to the AGM to exercise their voting rights.

13. On completion of the e-voting at the AGM (Remote e-voting / Tab based voting at AGM venue), I unblocked the votes cast through through remote e-voting (prior to and at the AGM) in the presence of two witnesses not in the employment of the Company and obtained the e-voting report from the remote e-voting website of NSDL. E-voting report in respect of the Tab based e-voting at the AGM venue was provided by NSDL.
14. I have **scrutinized all the votes** cast electronically through remote e-voting (prior to and at the AGM) and Tab based e-voting at the AGM venue and validated the same with the list of shareholders and their shareholding as on the cut-off date.
15. I have verified the identity of the shareholders who voted through Tab based voting at the AGM venue based on the signature on their attendance slips, at the time of their e-voting at the AGM venue, and subsequently verified the same with their specimen signature as registered with the Depository Participants (for holdings in demat form) / the Registrar and Share transfer agent (for holdings in physical form).
16. I have also verified and confirmed that no voting rights were exercised in respect of the equity shares lying in the Unclaimed Suspense Account or with the IEPF Authority.
17. I observed that **46,078 shareholders were entitled to vote on an aggregate of 1,84,50,368 Equity Shares** on each of the resolutions.
18. 136 members voted through remote e-voting (prior to and at the AGM). 23 members voted through the Tab based e-voting at the AGM venue, out of which votes of 15 members have been considered as invalid for the reasons stated below:
 - a) Signature on the attendance slip not matching with the specimen signature on record – 3 members.
 - b) Attendance slips not available – 10 members.
 - c) Incorrect DP ID/Client ID mentioned in the attendance slip – 2 members.
19. I have recorded the particulars relating to the votes cast through remote e-voting (prior to and at the AGM) and Tab based e-voting at the AGM venue in a separate register maintained in electronic form.

28th AGM of TVS ELECTRONICS LIMITED held on 5th August 2023 (through Hybrid mode)

***Consolidated Scrutiniser's report on remote e-voting (prior to and at the AGM) and
Tab based e-voting at the AGM venue***

20. The consolidated results of remote e-voting (prior to and at the AGM) and Tab based e-voting at the AGM venue are as under:

Item No.	Total valid ballots/votes		Valid ballots/ votes in favour of the resolution			Valid ballots/ votes against the resolution		
	No. of Ballots	No. of Votes cast	No. of Ballots	No. of Votes cast	% of valid votes	No. of Ballots	No. of Votes cast	% of valid votes
1	144	1,12,58,897	140	1,12,58,879	99.9998%	4	18	0.0002%
2	142	1,12,58,837	139	1,12,58,824	99.9999%	3	13	0.0001%
3	142	1,12,58,687	135	1,12,58,279	99.9964%	7	408	0.0036%
4	142	1,12,58,687	134	1,12,58,468	99.9981%	8	219	0.0019%

21. **I observe that all the 4 (four) ordinary resolutions set-out in the Notice convening the 28th AGM have been passed with the requisite majority on the date of the AGM, namely, 5th August 2023.**

You may declare the results accordingly.

Thanking you,

Yours faithfully,

KRISHNAMU  Digitally signed by
KRISHNAMURTHY SRIRAM
RTHY SRIRAM Date: 2023.08.08 14:11:34
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K. SRIRAM

Practising Company Secretary (C.P. No.2215)

Scrutiniser

UDIN: F006312E000761759