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1st July 2017

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

Ref: 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

Ref: Scrip Code - TVSELECT

Dear Sirs,

Sub: 22nd Annual General Meeting voting results

Ref: (1) Our letter dated 30th June, 2017, intimating outcome of AGM
(2) Our letter dated 1st July, 2017, sending the proceedings

We are sending herewith the following in connection with the 22nd Annual General Meeting of the Company held on 30th June, 2017:

- (1) The details of the consolidated voting results (both remote e-voting and voting through ballot paper at the AGM) on all the resolutions as set out in Notice of AGM in the prescribed format, pursuant to Regulation 44 of SEBI (LODR) Regulations, 2015
- (2) Report of the Scrutiniser dated 1st July, 2017, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, given by Mr. K Sriram, Practising Company Secretary.

We request you to take the above on record.

Thanking you,

Yours truly,
For TVS Electronics Limited

S Nagalakshmi
Company Secretary

TVS Electronics Limited

South Phase 7A, Second Floor, Industrial Estates, Guindy, Chennai-600 032. Tel.: + 91-44-4200 5200 Fax : +91(44)2225 7577

Registered Office: Jayalakshmi Estate, New No.29, (Old No.8), Haddows Road, Chennai- 600 006.

Corporate Identity Number : L30007TN1995PLC032941

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

TVS Electronics Limited
22nd Annual General meeting (AGM) Voting Results

Date of AGM	30th June, 2017
Total number of Shareholders on record date	28,555
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	1
Public	2,197
No. of shareholders attended the meeting through Video:	
Promoters and Promoter Group	Nil
Public	Nil

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 (standalone and consolidated) for the financial year ended 31st March, 2017	Promoter and Promoter Group	E-Voting	1,11,60,093	1,11,60,093	100.00	1,11,60,093	-	100.00	-	
		Poll		-	-	-	-	-	-	
		Postal Ballot (if applicable)		-	-	-	-	-	-	
	Public- Institutions	E-Voting	54,337	54,337	-	-	-	-	-	-
		Poll		-	-	-	-	-	-	
		Postal Ballot (if applicable)		-	-	-	-	-	-	
	Public- Non Institutions	E-Voting	73,98,388	73,98,388	6,023	0.08	6,023	-	100.00	-
		Poll		8,93,842	12.08	8,93,842	-	100.00	-	
		Postal Ballot (if applicable)		-	-	-	-	-	-	
TOTAL			1,86,12,818	1,20,59,958	64.79	1,20,59,958	-	100.00	-	

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.0.50 per equity share for the financial year ended 31st March, 2017	Promoter and Promoter Group	E-Voting	1,11,60,093	1,11,60,093	100.00	1,11,60,093	-	100.00	-	
		Poll		-	-	-	-	-	-	
		Postal Ballot (if applicable)		-	-	-	-	-	-	
	Public- Institutions	E-Voting	54,337	54,337	-	-	-	-	-	-
		Poll		-	-	-	-	-	-	
		Postal Ballot (if applicable)		-	-	-	-	-	-	
	Public- Non Institutions	E-Voting	73,98,388	73,98,388	6,052	0.08	6,052	-	100.00	-
		Poll		8,93,842	12.08	8,93,782	60	99.99	0.01	
		Postal Ballot (if applicable)		-	-	-	-	-	-	
TOTAL			1,86,12,818	1,20,59,987	64.79	1,20,59,927	-	100.00	-	



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. D Sundaram (DIN 00016304) as Director	Promoter and Promoter Group	E-Voting	1,11,60,093	1,11,60,093	100.00	1,11,60,093	-	100.00	-	
		Poll		-	-	-	-	-	-	
		Postal Ballot (if applicable)		-	-	-	-	-	-	
	Public-Institutions	E-Voting	54,337	-	-	-	-	-	-	-
		Poll			-	-	-	-	-	-
		Postal Ballot (if applicable)			-	-	-	-	-	-
	Public- Non Institutions	E-Voting	73,98,388	-	6,037	0.08	5,737	300	95.03	4.97
		Poll			8,93,842	12.08	8,93,842	-	100.00	-
		Postal Ballot (if applicable)			-	-	-	-	-	-
TOTAL		1,86,12,818	1,20,59,972	64.79	1,20,59,672	300	100.00	0.00		

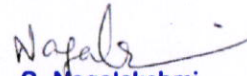
Resolution No 4	Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	
Ordinary Resolution			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Appointment of M/s. Deloitte Haskins and Sells, Chartered Accountants, Chennai, (FRN 008072S) as Statutory Auditors for 5 years (upto the conclusion of the 27th AGM) and fixing their remuneration, subject to ratification at each intervening AGM	Promoter and Promoter Group	E-Voting	1,11,60,093	1,11,60,093	100.00	1,11,60,093	-	100.00	-	
		Poll		-	-	-	-	-	-	
		Postal Ballot (if applicable)		-	-	-	-	-	-	
	Public-Institutions	E-Voting	54,337	-	-	-	-	-	-	-
		Poll			-	-	-	-	-	-
		Postal Ballot (if applicable)			-	-	-	-	-	-
	Public- Non Institutions	E-Voting	73,98,388	-	6,036	0.08	6,036	-	100.00	-
		Poll			8,93,842	12.08	8,93,842	-	100.00	-
		Postal Ballot (if applicable)			-	-	-	-	-	-
TOTAL		1,86,12,818	1,20,59,971	64.79	1,20,59,971	-	100.00	-		



Resolution No 5	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 Cost Auditors Remuneration	Promoter and Promoter Group	E-Voting	1,11,60,093	1,11,60,093	100.00	1,11,60,093	-	100.00	-
		Poll	-	-	-	-	-	-	-
		Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Public-Institutions	E-Voting	54,337	-	-	-	-	-	-
		Poll	-	-	-	-	-	-	-
	Public- Non Institutions	E-Voting	73,98,388	5,941	0.08	5,880	61	99.99	0.01
		Poll	-	8,93,841	12.08	8,93,841	-	100.00	-
		Postal Ballot (if applicable)	-	-	-	-	-	-	-
	TOTAL		1,86,12,818	1,20,59,875	64.79	1,20,59,814	61	100.00	0.00

Resolution No 6	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
Approval of Managerial Remuneration for 2016-17	Promoter and Promoter Group	E-Voting	1,11,60,093	1,11,60,093	100.00	1,11,60,093	-	100.00	-
		Poll	-	-	-	-	-	-	-
		Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Public-Institutions	E-Voting	54,337	-	-	-	-	-	-
		Poll	-	-	-	-	-	-	-
	Public- Non Institutions	E-Voting	73,98,388	5,999	0.08	5,403	596	99.99	0.01
		Poll	-	8,93,841	12.08	8,93,841	-	100.00	-
		Postal Ballot (if applicable)	-	-	-	-	-	-	-
	TOTAL		1,86,12,818	1,20,59,933	64.79	1,20,59,337	596	100.00	0.00

For TVS Electronics Limited


S. Nagalakshmi
Company Secretary



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

Scrutiniser's Report

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

1st July 2017

To,
The Chairman,
TVS Electronics Limited
"Jayalakshmi Estates", 29, Haddows Road,
Chennai - 600 006

Dear Sir,

Sub: Remote e-voting and ballot process in respect of your company's 22nd Annual General meeting (AGM) on 30th June 2017 - submission of Scrutiniser's report.

I have, vide resolution passed by your Board of Directors on 12th May 2017, been appointed to act as the Scrutiniser for the remote e-voting and poll processes, in connection with the said AGM. I submit my report as under:

1. National Securities Depository Limited (NSDL), the agency selected by your company to provide the e-voting platform for the remote e-voting process, allotted E-voting Event Number (EVEN) 106183 for the same.
2. Notice convening the AGM (along with the Annual report for the year ended 31st March 2017) was sent to 28,240 members (including shareholders whose shares were lying in TVS Electronics Limited unclaimed suspense account) of the Company as on 26th May 2017, in the manner set out below:
 - (a) Through e-mail (sent by NSDL) to 15,924 members on 6th June 2017.
 - (b) Through registered parcel/ speed post (sent by Sundaram-Clayton Limited, the share transfer agent) to 12,316 members, on 6th June 2017.
 - (c) Through e-mail (wherever available) as well as through registered parcel / speed post, in the case of 2,762 members residing in Chennai [included in both (a) and (b) above].
 - (d) Through registered parcel / speed post, in the case of 11 members on their request [included in both (a) and (b) above].
 - (e) Through registered parcel to 1,421 members, in respect of whom the e-mails sent by NSDL were returned undelivered, on 17th June 2017.
3. Notice convening the 22nd AGM (along with the Annual report for the year ended 31st March 2017) was also sent to the Directors, Auditors, Secretarial Auditors and Cost Auditor on 7th June 2017.
4. The prescribed particulars with regard to the remote e-voting process were duly advertised in Business Standard (in English) and Makkal Kural (in Tamil) on 8th June 2017.
5. **23rd June 2017** was fixed by the Company as the **cut-off date** for the purpose of determining the eligibility of members to participate in the said e-voting/ poll processes.

Page 1 of 3



TVS Electronics Limited- 22nd AGM on 30th June 2017
Scrutiniser's report on remote e-voting and ballot process

6. As on the cut-off date, the Company's paid-up equity share capital consisted of 1,86,12,818 equity shares of Rs.10/- each. This included 91,932 equity shares (of 633 equity shareholders) lying in TVS Electronics Limited Unclaimed Shares Suspense Account on which voting rights were frozen in terms of Schedule VI of the Securities and Exchange Board of India (Listing obligations and Disclosure Requirements), Regulations, 2015. Accordingly, 27,923 members were eligible to vote on an aggregate of 1,85,20,886 equity shares.
7. The remote e-voting facility was made available for the eligible members **from 10.00 A.M. on 27th June 2017 to 5.00 P.M. on 29th June 2017.**
8. The **AGM was held on Friday the 30th June, 2017 at 10.00 A.M.** at 'Narada Gana Sabha' (Sadhguru Gnanananda Hall), 314 (Old No.254), T.T.K. Road, Alwarpet, Chennai - 600 018.
9. Ballot process was carried out at the AGM venue by distributing ballot papers to enable those members attending the AGM in person or through proxy, who had not voted through remote e-voting, to exercise their voting rights.
10. The two empty ballot boxes used for the ballot process were displayed at the meeting venue before commencement of voting and locked in my presence.
11. On the completion of the ballot process:
 - (a) I opened both the ballot boxes in the presence of two witnesses not in the employment of the company.
 - (b) I also unblocked the votes cast through remote e-voting in the presence of two witnesses not in the employment of the company.
12. I have **scrutinized the votes cast** through remote e-voting (in the NSDL platform) and in the ballot process (at the AGM venue), and validated the same with the list of members and their holding as on the cut-off date.
13. I have also verified and confirmed that:
 - (a) No voting rights were exercised in respect of the 91,932 equity shares lying in TVS Electronics Limited unclaimed shares suspense account.
 - (b) No member who had exercised their vote through remote e-voting facility participated in the ballot process at the AGM.
14. I have recorded particulars of the votes cast through remote e-voting and ballot process in a separate register maintained in electronic form.
15. The participation of the members in the voting was as follows:
 - (a) 44 members participated in the remote e-voting process; and
 - (b) 33 members participated in the ballot process.
16. Out of the 33 ballot papers, 16 ballot papers were treated as invalid for the following reasons:
 - (a) Eleven (11) ballot papers did not indicate the number of shares in respect of which voting rights were exercised;
 - (b) In one (1) ballot paper the client id mentioned could not be traced in the master;
 - (c) One (1) ballot paper was signed by an unregistered proxy; and
 - (d) Signatures on three (3) ballot papers did not match with the specimen signatures on record.



TVS Electronics Limited- 22nd AGM on 30th June 2017
Scrutiniser's report on remote e-voting and ballot process

17. The items of business set out in the notice convening the 22nd AGM and covered by the remote e-voting/ ballot process were:

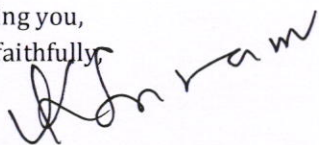
Item No.	Type of resolution	Subject matter
1	Ordinary	Adoption of stand-alone and consolidated financial statements and reports of the Board of Directors and the Auditors for the financial year ended 31 st March 2017
2	Ordinary	Declaration of dividend for the financial year ended 31 st March, 2017
3	Ordinary	Re-appointment of Mr. D Sundaram (DIN 00016304), who retires by rotation, as a director.
4	Ordinary	Appointment of M/s. Deloitte Haskins and Sells, Chartered Accountants, Chennai (FRN: 008072S), as Statutory Auditors for 5 (five) years (from the conclusion of the 22 nd AGM to the conclusion of the 27 th AGM) and authorizing the Board of Directors to fix their remuneration, subject to ratification at each intervening AGM.
5	Ordinary	Ratification of the remuneration of Rs.1.50 lakhs fixed for Mr. P Raju Iyer, Cost Accountant (Membership No.6987) to conduct the cost audit for the financial year 2017-18.
6	Ordinary	Approval of the Managerial Remuneration of Mr. K E Ranganathan (DIN 00058980), who was the Managing Director upto 30 th June 2016, in excess of 5% of the net profits of the Company but not exceeding 11% of the net profits of the Company for the financial year ended 31 st March 2017.

18. The combined results of voting through remote e-voting and ballot process 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		
	Ballots	Votes cast	Ballots	Votes cast	% of votes	Ballots	Votes cast	% of votes
1.	61	12059958	61	12059958	100	-	-	-
2.	61	12059987	60	12059927	99.9995	1	60	0.0005
3.	61	12059972	59	12059672	99.9975	2	300	0.0025
4.	60	12059971	60	12059971	100	-	-	-
5.	58	12059875	53	12059814	99.9995	5	61	0.0005
6.	60	12059933	53	12059337	99.9950	7	596	0.0049

19. All the six (6) ordinary resolutions have been passed with the requisite majority on the date of the AGM, namely 30th June 2017. You may declare the results accordingly.

Thanking you,
Yours faithfully,


K. Sriram,
 Practising Company Secretary (CP No: 2215),
 Scrutiniser.

