

4<sup>th</sup> August, 2017

To,

**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: 532349**

**Scrip Symbol: TCI**

**Sub: Voting Results alongwith Consolidated Scrutinizer's Report of the 22<sup>nd</sup> Annual General Meeting**

Dear Sir/ Madam,

In furtherance to our letter dated 02<sup>nd</sup> August, 2017 intimating about the proceedings of the 22<sup>nd</sup> Annual General Meeting of the Company held on Wednesday 02<sup>nd</sup> August, 2017 at 10:00 a.m. at Salon II & III, Basement 1, Park Hyatt Hyderabad, Road No 2, Banjara Hills, Hyderabad – 500034, Telangana, we are now pleased to submit the following documents-

- i. Consolidated Voting Results (Remote E-voting & Poll) in the format prescribed under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 attached as **Annexure I**.
- ii. Consolidated Report of the Scrutinizer on the Remote E-voting and Poll conducted at 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 & request you to take it on records.

Thanking you,

Yours faithfully,

**For Transport Corporation of India Limited**

  
**Archana Pandey**  
**Company Secretary & Compliance Officer**  
Encl: a/a



**Transport Corporation of India Ltd.**

**Corporate Office :** TCI House, 69 Institutional Area, Sector 32, Gurgaon-122 207, Haryana, India [www.tcil.com](http://www.tcil.com)  
Tel : 0124-2381-603 - 07 Fax : 0124-2381611 [corporate@tcil.com](mailto:corporate@tcil.com)  
**Regd. Office :** Flat Nos. 306 & 307, I-8-273, Third Floor, Ashoka Bhoopal Chambers, S P Road, Secunderabad - 500 003  
Tel : 040-27840104 Fax : 040-27340163

CIN : L70109TG1995PLC019, 16

## Results of E-voting and polling at the 22nd Annual General Meeting of the Company

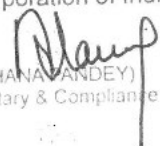
Date of the AGM/EGM	:	02-08-2017
Total number of shareholders on record date	:	33540
No. of shareholders present in the meeting either in person or through proxy:	:	
Promoters and Promoter Group	:	4
Public	:	56
No. of Shareholders attended the meeting through Video Conferencing	:	
Promoters and Promoter Group	:	Not Applicable
Public	:	Not Applicable

**Resolution No. 1**

Resolution required: (Ordinary/Special)	Ordinary Resolution - Adoption of Financial Statements (Standalone & Consolidated) for the Financial Year ended 31st March, 2017 together with the Reports of Directors and Auditors 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
Promoter and Promoter Group	E-Voting	50627390	48682182	96.1578	48682182	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		48682182	96.1578	48682182	0	100	0
Public- Institutions	E-Voting	4719762	4524038	95.8531	4524038	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		4524038	95.8531	4524038	0	100	0
Public- Non Institutions	E-Voting	21230298	2724434	12.8328	2724434	0	100.0000	0.0000
	Poll		1995	0.0094	1995	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		2726429	12.8422	2726429	0	100	0
	Total	76577450	55932649	73.0406	55932649	0	100.0000	0.0000

Certified True Copy  
For Transport Corporation of India Ltd.


  
(ARCHANA PANDEY)  
Company Secretary & Compliance Officer

**Resolution No. 2**

<b>Resolution required: (Ordinary/ Special)</b>	<b>Ordinary Resolution</b> - To appoint a Director in place of Mr. M P Sarawagi, who retires by rotation and, being eligible, offers himself for re-appointment.
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	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	50627390	48682182	96.1578	48682182	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>48682182</b>	<b>96.1578</b>	<b>48682182</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Institutions	E-Voting	4719762	2675434	56.6858	699692	1975742	26.1524	73.8475
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>2675434</b>	<b>56.6858</b>	<b>699692</b>	<b>1975742</b>	<b>26.1525</b>	<b>73.8475</b>
Public- Non Institutions	E-Voting	21230298	2463386	11.6032	1634586	828800	66.3552	33.6447
	Poll		1995	0.0094	1995	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>2465381</b>	<b>11.6126</b>	<b>1636581</b>	<b>828800</b>	<b>66.3825</b>	<b>33.6175</b>
	<b>Total</b>	<b>76577450</b>	<b>53822997</b>	<b>70.2857</b>	<b>51018455</b>	<b>2804542</b>	<b>94.7893</b>	<b>5.2107</b>

Certified True Copy  
For Transport Corporation of India Ltd.

  
(ARCHANA PANDEY)  
Company Secretary & Compliance Officer

**Resolution No. 3**

<b>Resolution required: (Ordinary/ Special)</b>	<b>Ordinary Resolution - To appoint a Director in place of Mr. Chander Agarwal, Director who retires by rotation and, being eligible, offers himself for reappointment.</b>
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	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	50627390	5026254	9.9279	5026254	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>5026254</b>	<b>9.9279</b>	<b>5026254</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public-Institutions	E-Voting	4719762	4524038	95.8531	4511314	12724	99.7187	0.2812
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>4524038</b>	<b>95.8531</b>	<b>4511314</b>	<b>12724</b>	<b>99.7187</b>	<b>0.2813</b>
Public-Non Institutions	E-Voting	21230298	2463386	11.6032	1634586	828800	66.3552	33.6447
	Poll		1995	0.0094	1995	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>2465381</b>	<b>11.6126</b>	<b>1636581</b>	<b>828800</b>	<b>66.3825</b>	<b>33.6175</b>
	<b>Total</b>	<b>76577450</b>	<b>12015673</b>	<b>15.6909</b>	<b>11174149</b>	<b>841524</b>	<b>92.9964</b>	<b>7.0036</b>

# Mr. Chander Agarwal is related to Mr. D P Agarwal, Vice Chairman & Managing Director, Mr. Vineet Agarwal, Managing Director and Mrs. Urmila Agarwal, Director.

Certified True Copy  
For Transport Corporation of India Ltd.  
For Transport Corporation of India Ltd.  
(ARCHANA PANDEY)  
Company Secretary & Compliance Officer

**Resolution No. 4**

<b>Resolution required: (Ordinary/ Special)</b>	<b>Ordinary Resolution</b> - To consider and appoint M/s Brahmayya & Co., Chartered Accountants, (Firm Registration Number 0005115), in place of M/s R. S. Agarwala & Co., the retiring Statutory Auditors, to hold office from the conclusion of this meeting until conclusion of the 27 <sup>th</sup> Annual General Meeting and to fix their remuneration
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	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	50627390	48682182	96.1578	48682182	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		48682182	96.1578	48682182	0	100	0
Public-Institutions	E-Voting	4719762	4524038	95.8531	4524038	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		4524038	95.8531	4524038	0	100	0
Public- Non Institutions	E-Voting	21230298	2724434	12.8328	2724434	0	100.0000	0.0000
	Poll		1995	0.0094	1995	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		2726429	12.8422	2726429	0	100	0
	<b>Total</b>	76577450	55932649	73.0406	55932649	0	100.0000	0.0000

Certified True Copy  
For Transport Corporation of India Ltd.

(ARCHANA PANDEY)  
Company Secretary & Compliance Officer



**Resolution No. 5**

<b>Resolution required: (Ordinary/ Special)</b>	<b>Ordinary Resolution - To appoint Mr. Vijay Sankar as an Independent Director of the Company</b>
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	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	50627390	48682182	96.1578	48682182	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		48682182	96.1578	48682182	0	100	0
Public-Institutions	E-Voting	4719762	4524038	95.8531	4524038	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		4524038	95.8531	4524038	0	100	0
Public- Non Institutions	E-Voting	21230298	2724434	12.8328	2724434	0	100.0000	0.0000
	Poll		1995	0.0094	1995	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		2726429	12.8422	2726429	0	100	0
	<b>Total</b>	76577450	55932649	73.0406	55932649	0	100.0000	0.0000

Certified True Copy  
For Transport Corporation of India Ltd.

  
(ARCHANIA PANDEY)  
Company Secretary & Compliance Officer

**Resolution No. 6**

Resolution required: (Ordinary/ Special)	Special Resolution - To approve the Employee Stock Option Plan – 2017
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	50627390	48682182	96.1578	48682182	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		48682182	96.1578	48682182	0	100	0
Public- Institutions	E-Voting	4719762	3824346	81.0284	00	3824346	0.0000	100.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		3824346	81.0284	0	3824346	0	100
Public- Non Institutions	E-Voting	21230298	2463426	11.6034	1636302	827124	66.4238	33.5761
	Poll		1995	0.0094	1995	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		2465421	11.6128	1638297	827124	66.451	33.549
	Total	76577450	54971949	71.7861	50320479	4651470	91.5385	8.4615

Certified True Copy  
For Transport Corporation of India Ltd.

  
(ARCHANA PANDEY)  
Company Secretary & Compliance Officer

**Resolution No. 7**

<b>Resolution required: (Ordinary/ Special)</b>	<b>Special Resolution</b> - To extend the benefits of Employees Stock Option Plan 2017 to the employees of the subsidiary Company(ies)
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	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	50627390	48682182	96.1578	48682182	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>48682182</b>	<b>96.1578</b>	<b>48682182</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Institutions	E-Voting	4719762	3824346	81.0284	00	3824346	0.0000	100.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>3824346</b>	<b>81.0284</b>	<b>0</b>	<b>3824346</b>	<b>0</b>	<b>100</b>
Public- Non Institutions	E-Voting	21230298	2463426	11.6034	1636277	827149	66.4228	33.5771
	Poll		1995	0.0094	1995	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>2465421</b>	<b>11.6128</b>	<b>1638272</b>	<b>827149</b>	<b>66.45</b>	<b>33.55</b>
	<b>Total</b>	<b>76577450</b>	<b>54971949</b>	<b>71.7861</b>	<b>50320454</b>	<b>4651495</b>	<b>91.5384</b>	<b>8.4616</b>

Certified True Copy  
For Transport Corporation of India Ltd.

(ARCHANA PANDEY)  
Company Secretary & Compliance Officer





# 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  
**Transport Corporation of India Limited**  
# 1-8-271-273 & 301, Flat No. 306/307,  
3<sup>rd</sup> Floor, Ashoka Bhopal 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 **Transport Corporation of India Limited** (The Company) as a Scrutinizer for the purpose of Scrutinizing the remote e-voting/voting at 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 22<sup>nd</sup> Annual General Meeting (AGM) of the Members of the Company, held on **Wednesday, 02<sup>nd</sup> August, 2017** at 10:00 A.M. at Salon II & III, Basement 1, Park Hyatt Hyderabad, Road No. 2, Banjara Hills, Hyderabad - 500 034.
2. The notice dated 16<sup>th</sup> May, 2017 convening the 22<sup>nd</sup> Annual General Meeting (AGM) of the Company along with statement setting out material facts under section 102 of the Companies Act, 2013 was sent to the shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the Company held on 02<sup>nd</sup> August, 2017. The Company has also provided voting option to the shareholders present at this Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.
3. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and ballot voting at AGM on the resolutions contained in the notice to the 22<sup>nd</sup> Annual General Meeting (AGM) of the members of the Company, my responsibility is to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on reports generated from the e-voting system provided by Karvy Computershare



Flat No. 205, Gupta Towers  
H.No. 3-5-1111/5 to 13  
Kachiguda X Road, Hyderabad - 500 029  
Tel / Fax : 91 - 40 66665933  
E-mail : info@vkbajajassociates.com


Private Limited ("Karvy"), the authorised agency to provide e-voting facilities, engaged by the Company and based on physical ballots submitted by shareholders at AGM.

4. Further to the above, I submit my report as under:

- i. The e-voting remained open from Sunday, 30<sup>th</sup> July, 2017 (10:00 A.M.) to Tuesday, 1<sup>st</sup> August, 2017 (5:00 P.M.).
- ii. The members of the Company as on the "cut-off" date i.e., Thursday, 27<sup>th</sup> July, 2017 were entitled to vote on the resolutions as set out in the notice of the 22<sup>nd</sup> Annual General Meeting (AGM) of the Company.
- iii. The votes cast under remote e-voting facility were thereafter unblocked in the presence of 2 witnesses, Ms. Jyothi Sarda and Ms. Divya Daga who are not in the employment of the Company after completion of counting of votes cast at Annual General Meeting.
- iv. Thereafter the consolidated details containing *inter alia*, list of equity shareholders, who voted "for", and "against" on each of the resolutions that were put to vote, were generated from the e-voting website of Karvy Computershare Private Limited ("Karvy") i.e., <https://evoting.karvy.com/>.
- v. 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  
CP No. 5827



Date: 03.08.2017  
Place: Hyderabad

Annexure - A

**RESULTS OF REMOTE E-VOTING & VOTING AT AGM:**

**Resolution No. 1 of the Notice:**

Ordinary Resolution for Adoption of Financial Statements (Standalone & Consolidated) for the Financial Year ended 31st March, 2017 together with the Reports of Directors and 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	106	55930654	99.996
Voting at AGM	33	1995	0.004
<b>Total No. of Votes Cast</b>	<b>139</b>	<b>55932649</b>	<b>100.00</b>

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	0	0	0
Voting at AGM	0	0	0
<b>Total No. of Votes Cast</b>	<b>0</b>	<b>0</b>	<b>0</b>

iii) Invalid Votes:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	0	0	0
Voting at AGM	0	0	0
<b>Total No. of Votes Cast</b>	<b>0</b>	<b>0</b>	<b>0</b>

**Resolution No. 2 of the Notice:**

Ordinary Resolution for appointment of a director in place of Mr. M. P. Sarawagi 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	81	51016460	94.785
Voting at AGM	33	1995	0.004
<b>Total No. of Votes Cast</b>	<b>114</b>	<b>51018455</b>	<b>94.789</b>



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	22	2804542	5.211
Voting at AGM	0	0	0.00
<b>Total No. of Votes Cast</b>	<b>22</b>	<b>2804542</b>	<b>5.211</b>

iii) Invalid Votes:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	0	0	0
Voting at AGM	0	0	0
<b>Total No. of Votes Cast</b>	<b>0</b>	<b>0</b>	<b>0</b>

Resolution No. 3 of the Notice:

Ordinary Resolution for appointment of a Director in place of Mr. Chander Agarwal who retires by rotation and being eligible offers herself 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	77	11172154	92.980
Voting at AGM	33	1995	0.017
<b>Total No. of Votes Cast</b>	<b>110</b>	<b>11174149</b>	<b>92.997</b>

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	15	841524	7.003
Voting at AGM	0	0	0.00
<b>Total No. of Votes Cast</b>	<b>15</b>	<b>841524</b>	<b>7.003</b>

iii) Invalid Votes:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	Remarks
Remote E-Voting	0	0	-
Voting at AGM	0	0	-
<b>Total No. of Votes Cast</b>	<b>0</b>	<b>0</b>	<b>-</b>



**Resolution No. 4 of the Notice:**

Ordinary Resolution for Appointment of M/s. Brahmayya & Co., Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration:

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	106	55930654	99.996
Voting at AGM	33	1995	0.004
<b>Total No. of Votes Cast</b>	<b>139</b>	<b>55932649</b>	<b>100.00</b>

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	0	0	0
Voting at AGM	0	0	0
<b>Total No. of Votes Cast</b>	<b>0</b>	<b>0</b>	<b>0</b>

iii) Invalid Votes:

Voting Method	No. of members / proxies voted	No. of Votes cast (Shares)	Remarks
Remote E-Voting	0	0	-
Voting at AGM	0	0	-
<b>Total No. of Votes Cast</b>	<b>0</b>	<b>0</b>	-

**Resolution No. 5 of the Notice:**

Ordinary Resolution to Appoint Mr. Vijay Sankar as a Non-Executive Independent Director of the Company, not liable to retire by rotation:

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	106	55930654	99.996
Voting at AGM	33	1995	0.004
<b>Total No. of Votes Cast</b>	<b>139</b>	<b>55932649</b>	<b>100.00</b>





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	0	0	0
Voting at AGM	0	0	0
<b>Total No. of Votes Cast</b>	<b>0</b>	<b>0</b>	<b>0</b>

iii) Invalid Votes:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	Remarks
Remote E-Voting	0	0	0
Voting at AGM	0	0	0
<b>Total No. of Votes Cast</b>	<b>0</b>	<b>0</b>	<b>0</b>

**Resolution No. 6 of the Notice:**

**Special Resolution for approval of Employee Stock Option Plan 2017:**

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	50318484	91.535
Voting at AGM	33	1995	0.004
<b>Total No. of Votes Cast</b>	<b>111</b>	<b>50320479</b>	<b>91.539</b>

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	24	4651470	8.461
Voting at AGM	0	0	0.00
<b>Total No. of Votes Cast</b>	<b>24</b>	<b>4651470</b>	<b>8.461</b>

iii) Invalid Votes:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	Remarks
Remote E-Voting	0	0	-
Voting at AGM	0	0	-
<b>Total No. of Votes Cast</b>	<b>0</b>	<b>0</b>	<b>-</b>



**Resolution No. 7 of the Notice:**

**Special Resolution for approval of extension of benefits of Employee Stock Option Plan 2017 to the employees of the Subsidiary Company(ies):**

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	77	50318459	91.534
Voting at AGM	33	1995	0.004
<b>Total No. of Votes Cast</b>	<b>110</b>	<b>50320454</b>	<b>91.538</b>

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	25	4651495	8.462
Voting at AGM	0	0	0.00
<b>Total No. of Votes Cast</b>	<b>25</b>	<b>4651495</b>	<b>8.462</b>

iii) Invalid Votes:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	Remarks
Remote E-Voting	0	0	-
Voting at AGM	0	0	-
<b>Total No. of Votes Cast</b>	<b>0</b>	<b>0</b>	<b>-</b>

Date: 03.08.2017  
Place: Hyderabad



For V K Bajaj & Associates  
Company Secretaries

Vasanth Kumar Bajaj  
Company Secretary  
CP No. 5827

For Transport Corporation of India Ltd.

(ARCHANA PANDEY)  
Company Secretary & Compliance Officer

TCI Limited