

5<sup>th</sup> August, 2021

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 along with Consolidated Scrutinizer's Report of the 26<sup>th</sup> Annual General Meeting**

Dear Sir/ Madam,

In furtherance to our letter dated 3<sup>rd</sup> August, 2021 intimating about the proceedings of the 26<sup>th</sup> Annual General Meeting of the Company held on Tuesday, 3<sup>rd</sup> August, 2021 at 11:00 AM through Video Conferencing/ Other Audio Visual Means

In this regard, we hereby submit the following:

- I. Consolidated Voting Results (Remote E-voting & E voting during AGM) 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 E-voting during 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 Ltd.

  
Archana Pandey  
Company Secretary & Compliance Officer



Encl.: As Above

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**Transport Corporation of India Limited**

Corporate Office : TCI House, 69, Institutional Area, Sector-32, Gurugram -122001, Haryana (India)

Ph. No.: +91 124-2381603, Fax: +91 124-2381611 E-mail : corporate@tcil.com Web : www.tcil.com

Regd. Office:- Flat Nos. 306 & 307, I-8-271 to 273, Third Floor, Ashoka Bhoopal Chambers, S P Road, Secunderabad - 500 003 (Telangana)

Tel: +91 40 27840104 Fax: +91 40 27840163

CIN : L70109TG1995PLC019116

	TRANSPORT CORPORATION OF INDIA LIMITED
Date of the AGM/EGM	03-08-2021
Total number of shareholders on record date	29937
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	NA
Public:	NA
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	12
Public:	52

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To, consider and adopt the Financial Statement (Standalone and Consolidated) for the FY ended 31st March, 2021, together with the report of the Board 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	5,14,29,393	5,14,29,393	100.0000	5,14,29,393	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		5,14,29,393	100.0000	5,14,29,393	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	1,12,73,917	97,75,779	86.7115	97,75,779	0	100.0000	0.0000	0	43,547
	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		97,75,779	86.7115	97,75,779	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	1,45,82,690	7,64,720	5.2440	7,64,720	0	100.0000	0.0000	0	0
	Poll		11,001	0.0754	11,001	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,75,721	5.3194	7,75,721	0	100.0000	0.0000	0.0000	0
Total		7,72,86,000	6,19,80,893	80.1968	6,19,80,893	0	100.0000	0.0000	0	43547

For Transport Corporation of India Ltd.

(ARCHANA PANDEY)  
Company Secretary & Compliance Officer

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To consider and approve payment of final dividend for FY 2020 2021, if any.									
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	5,14,29,393	5,14,29,393	100.0000	5,14,29,393	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		5,14,29,393	100.0000	5,14,29,393	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,12,73,917	98,19,326	87.0977	98,19,326	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		98,19,326	87.0977	98,19,326	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,45,82,690	7,64,720	5.2440	7,64,720	0	100.0000	0.0000	0	0
	Poll		11,001	0.0754	11,001	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,75,721	5.3194	7,75,721	0	100.0000	0.0000	0	0
<b>Total</b>		<b>7,72,86,000</b>	<b>6,20,24,440</b>	<b>80.2531</b>	<b>6,20,24,440</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. D. P. Agarwal, Chairman Managing Director, (DIN-00084105) who retires by rotation and, being eligible, offers himself for re-appointment									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	5,14,29,393	3,46,04,733	67.2859	3,46,04,733	0	100.0000	0.0000	0	1,68,24,660
	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		3,46,04,733	67.2859	3,46,04,733	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	1,12,73,917	98,19,326	87.0977	97,93,419	25,907	99.7361	0.2638	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		98,19,326	87.0977	97,93,419	25,907	99.7362	0.2638	0	0
Public- Non Institutions	E-Voting	1,45,82,690	7,64,720	5.2440	7,64,719	1	99.9998	0.0001	0	0
	Poll		11,001	0.0754	11,001	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,75,721	5.3194	7,75,720	1	99.9999	0.0001	0	0
<b>Total</b>		<b>7,72,86,000</b>	<b>4,51,99,780</b>	<b>58.4838</b>	<b>4,51,73,872</b>	<b>25,908</b>	<b>99.9427</b>	<b>0.0573</b>	<b>0</b>	<b>1,68,24,660</b>

For Transport Corporation of India Ltd.

NA PANDEY  
R. Co. Officer

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. S N Agarwal, Director, (DIN-0011187) who retires by rotation and, being eligible, offers himself for re-appointment.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	5,14,29,393	4,35,86,014	84.7492	4,35,86,014	0	100.0000	0.0000	0	78,43,379
	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		4,35,86,014	84.7492	4,35,86,014	0	100.0000	0.0000	0	7843379
Public- Institutions	E-Voting	1,12,73,917	98,19,326	87.0977	90,29,059	7,90,267	91.9519	8.0480	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		98,19,326	87.0977	90,29,059	7,90,267	91.9519	8.0481	0	0
Public- Non Institutions	E-Voting	1,45,82,690	7,64,720	5.2440	7,64,719	1	99.9998	0.0001	0	0
	Poll		11,001	0.0754	11,001	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,75,721	5.3194	7,75,720	1	99.9999	0.0001	0	0
Total		7,72,86,000	5,41,81,061	70.1046	5,33,90,793	7,90,268	98.5414	1.4586	0	7843379

Resolution No.	5									
Resolution required: (Ordinary/ Special)	SPECIAL - To consider and approve re-appointment of Mr. Vijay Sankar (DIN-00007875) as Non-Executive Independent Director for a 2nd term of five consecutive years effective from 4th November, 2021									
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	5,14,29,393	5,14,29,393	100.0000	5,14,29,393	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		5,14,29,393	100.0000	5,14,29,393	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,12,73,917	98,19,326	87.0977	98,19,326	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		98,19,326	87.0977	98,19,326	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,45,82,690	7,64,720	5.2440	7,64,719	1	99.9998	0.0001	0	0
	Poll		11,001	0.0754	11,001	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,75,721	5.3194	7,75,720	1	99.9999	0.0001	0	0
Total		7,72,86,000	6,20,24,440	80.2531	6,20,24,439	1	100.0000	0.0000	0	0

For Transport Corporation of India Ltd.

(ARCHANA BANDEY)  
Company Secretary & Compliance Officer

Resolution No.	6									
Resolution required: (Ordinary/ Special)	SPECIAL - To consider and approve the appointment of Mr. Vikrampati Singhania (DIN 00040659), as Non- Executive Independent Director									
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	5,14,29,393	5,14,29,393	100.0000	5,14,29,393	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		5,14,29,393	100.0000	5,14,29,393	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,12,73,917	98,19,326	87.0977	97,80,063	39,263	99.6001	0.3998	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		98,19,326	87.0977	97,80,063	39,263	99.6001	0.3999	0	0
Public- Non Institutions	E-Voting	1,45,82,690	7,64,720	5.2440	7,64,719	1	99.9998	0.0001	0	0
	Poll		11,001	0.0754	11,001	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,75,721	5.3194	7,75,720	1	99.9999	0.0001	0	0
Total		7,72,86,000	6,20,24,440	80.2531	6,19,85,176	39,264	99.9367	0.0633	0	0

Resolution No.	7									
Resolution required: (Ordinary/ Special)	SPECIAL - To consider and approve payment of remuneration to Non-Executive Directors by way of commission for a period of five years effective from FY 2021-22									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	5,14,29,393	4,77,44,540	92.8351	4,77,44,540	0	100.0000	0.0000	0	36,84,853
	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		4,77,44,540	92.8351	4,77,44,540	0	100.0000	0.0000	0	36,84,853
Public- Institutions	E-Voting	1,12,73,917	98,19,326	87.0977	98,19,326	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		98,19,326	87.0977	98,19,326	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,45,82,690	7,64,718	5.2440	7,64,707	11	99.9985	0.0014	0	2
	Poll		11,001	0.0754	11,001	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,75,719	5.3194	7,75,708	11	99.9986	0.0014	0	2
Total		7,72,86,000	5,83,39,585	75.4853	5,83,39,574	11	100.0000	0.0000	0	36,84,853

For Transport Corporation of India Ltd.

ARCHANA PANDEY  
Secretary & Compliance Officer

Resolution No.	8										
Resolution required: (Ordinary/ Special)	SPECIAL - Authorize Borrowings by way of Issuance of Non- Convertible Debentures/Bonds/Other similar Instruments.										
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	5,14,29,393	5,14,29,393	100.0000	5,14,29,393	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		5,14,29,393	100.0000	5,14,29,393	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	1,12,73,917	98,19,326	87.0977	98,19,326	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		98,19,326	87.0977	98,19,326	0	100.0000	0.0000	0	0	
Public- Non Institutions	E-Voting	1,45,82,690	7,64,720	5.2440	7,64,719	1	99.9998	0.0001	0	0	
	Poll		11,001	0.0754	11,001	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		7,75,721	5.3194	7,75,720	1	99.9999	0.0001	0	0	
Total		7,72,86,000	6,20,24,440	80.2531	6,20,24,439	1	100.0000	0.0000	0	0	

For Transport Corporation of India Ltd.

(ARCHANA PANDEY)  
 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 To 273, Flat No. 306 & 307,  
3<sup>rd</sup> 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 **Transport Corporation of India 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 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 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 & 02/2021 dated January 13, 2021 in relation to "Clarification on holding of 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 and January 15, 2021 in relation to "Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Covid 19 Pandemic on the resolutions contained in the notice (hereinafter referred to as "the resolutions") of the 26<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company, held on **Tuesday, 03<sup>rd</sup> August, 2021** at 11:00 A.M. through Video Conferencing (VC) and Other Audio Visual Means (OAVM).
2. Further pursuant to the MCA and SEBI Circulars, the Notice of the AGM along with the Annual Report for FY 2020-21 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.

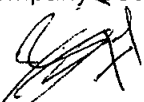


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3. The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of the 26<sup>th</sup> Annual General Meeting dated 25<sup>th</sup> May, 2021. 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.
4. Further to the above, I submit my report as under:
- i. The remote e-voting remained open from **Saturday, 31st July, 2021 (09:00 A.M ) to Monday, 2<sup>nd</sup> August, 2021 (5:00 P.M.)**.
  - ii. The members of the Company as on the "cut-off" date i.e., **Wednesday, 28<sup>th</sup> July, 2021** were entitled to vote on the resolutions as set out in the notice of the 26<sup>th</sup> 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 / e-voting at Annual General Meeting (AGM) 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**

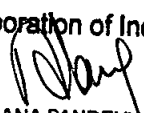
Thanking you

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

  
**Vasanth Kumar Bajaj**  
Company Secretary  
FCS 6868  
CP No. 5827  
UDIN: F006868C000736817



For **Transport Corporation of India Ltd.**

  
(**ARCHANA PANDEY**)  
Company Secretary & Compliance Officer

Date: 04.08.2021  
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 financial statements (Standalone and Consolidated) for the financial year ended 31<sup>st</sup> March, 2021 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	129	6,19,69,892	99.98
E- Voting at AGM	3	11,001	0.02
<b>Total No. of Votes Cast</b>	<b>132</b>	<b>6,19,80,893</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	-	-	-
E- Voting at AGM	-	-	-
<b>Total No. of Votes Cast</b>	<b>-</b>	<b>-</b>	<b>-</b>

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

Ordinary Resolution for consideration and approval of payment of Final Dividend for FY 2020-21, if any:

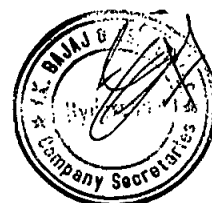
i) Votes cast in favour of the resolution:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	130	6,20,13,439	99.98
E- Voting at AGM	3	11,001	0.02
<b>Total No. of Votes Cast</b>	<b>133</b>	<b>6,20,24,440</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	-	-	-
E- Voting at AGM	-	-	-
<b>Total No. of Votes Cast</b>	<b>-</b>	<b>-</b>	<b>-</b>

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**Resolution No. 3 of the Notice:**

Ordinary Resolution for appointment of a Director in place of Mr. D. P. Agarwal, Chairman & Managing Director, (DIN-00084105), 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	115	4,51,62,871	99.92
E- Voting at AGM	3	11,001	0.02
<b>Total No. of Votes Cast</b>	<b>118</b>	<b>4,51,73,872</b>	<b>99.94</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	4	25,908	0.06
E- Voting at AGM	-	-	-
<b>Total No. of Votes Cast</b>	<b>4</b>	<b>25,908</b>	<b>0.06</b>

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

Ordinary Resolution for appointment of a Director in place of Mr. S N Agarwal, Director, (DIN-00111187), who retires by rotation and being eligible, offers himself for re-appointment:

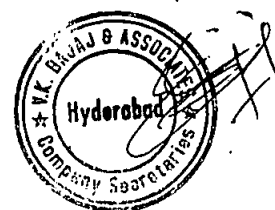
i) Votes cast in favour of the resolution:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	117	5,33,79,792	98.52
E- Voting at AGM	3	11,001	0.02
<b>Total No. of Votes Cast</b>	<b>120</b>	<b>5,33,90,793</b>	<b>98.54</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	10	790268	1.46
E- Voting at AGM	-	-	-
<b>Total No. of Votes Cast</b>	<b>10</b>	<b>790268</b>	<b>1.46</b>

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

**Special Resolution** for appointment of Mr. Vijay Sankar (DIN-00007875) as Non-Executive Independent Director for a 2<sup>nd</sup> term of five consecutive years effective from 4th November, 2021:

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	129	6,20,13,438	99.98
E- Voting at AGM	3	11,001	0.02
<b>Total No. of Votes Cast</b>	<b>132</b>	<b>6,20,24,439</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	1	1	0.00
E- Voting at AGM	-	-	-
<b>Total No. of Votes Cast</b>	<b>1</b>	<b>1</b>	<b>0.00</b>

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

**Special Resolution** for appointment of Mr. Vikrampati Singhania (DIN: 00040659), as Non-Executive Independent Director:

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	124	6,19,74,175	99.92
E- Voting at AGM	3	11,001	0.02
<b>Total No. of Votes Cast</b>	<b>127</b>	<b>6,19,85,176</b>	<b>99.94</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	6	39264	0.06
E- Voting at AGM	-	-	-
<b>Total No. of Votes Cast</b>	<b>6</b>	<b>39264</b>	<b>0.06</b>

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

**Special Resolution** approval of payment of remuneration to Non-Executive Directors by way of commission for a period of five years effective from FY 2021-22:

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	125	5,83,28,573	99.98
E- Voting at AGM	3	11,001	0.02
<b>Total No. of Votes Cast</b>	<b>128</b>	<b>5,83,39,574</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	2	11	0.00
E- Voting at AGM	-	-	-
<b>Total No. of Votes Cast</b>	<b>2</b>	<b>11</b>	<b>0.00</b>

**Resolution No. 8 of the Notice:**

**Special Resolution** to authorize Borrowings by way of Issuance of Non-Convertible Debentures/Bonds/Other similar Instruments:

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	129	6,20,13,438	99.98
E- Voting at AGM	3	11,001	0.02
<b>Total No. of Votes Cast</b>	<b>132</b>	<b>6,20,24,439</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	1	1	0.00
E- Voting at AGM	-	-	-
<b>Total No. of Votes Cast</b>	<b>1</b>	<b>1</b>	<b>0.00</b>

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