

TCIEXPRESS

LEADER IN EXPRESS

August 2, 2018

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 10th Annual General Meeting alongwith Consolidated Scrutinizer's Report

Dear Sir/ Madam,

In furtherance to our letter dated August 1, 2018, intimating about the proceedings of the 10th Annual General Meeting of the Company held on Wednesday, August 1, 2018 at 12:00 noon at the Drawing Room, Basement 1, Park Hyatt Hyderabad, Road No 2, Banjara Hills, Hyderabad – 500034, Telangana, we are now pleased to submit the following documents-

- 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**.
- 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 TCI Express Limited


Vinay Gujral
Company Secretary & Compliance Officer
Encl.: As above



TCI Express Limited

CIN: L62200TG2008PLC061781

Corporate Office: TCI House, Plot No. 69, Institutional Area, Sector - 32, Gurugram - 122001, Haryana, India
Tel.: +91-124-2384090-94 • Fax: +91-124-2382113 • Email: info@tcipress.in • Website: www.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

A TCI Company

	TCI EXPRESS LIMITED
Date of the AGM/EGM	01-08-2018
Total number of shareholders on record date	27225
No. of shareholders present in the meeting either in person or through	
Promoters and Promoter Group:	3
Public:	66
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 - To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2018 & the report of 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
Promoter and Promoter Group	E-Voting	25,656,022	24,664,555	96.1355	24,664,555	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		24,664,555	96.1355	24,664,555	0	100.0000	0.0000
Public- Institutions	E-Voting	3,794,316	2,434,351	64.1578	2,434,351	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,434,351	64.1578	2,434,351	0	100.0000	0.0000
Public- Non Institutions	E-Voting	8,860,287	1,535,325	17.3282	1,535,325	0	100.0000	0.0000
	Poll		2,210	0.0249	2,210	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,537,535	17.3531	1,537,535	0	100.0000	0.0000
	Total	38,310,625	28,636,441	74.7480	28,636,441	0	100.0000	0.0000

TCI EXPRESS
[Signature]

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To declare Final Dividend on Equity Shares @25% (Re. 0.50 per equity share of Rs. 2/- each)							
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	25,656,022	24,664,555	96.1355	24,664,555	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		24,664,555	96.1355	24,664,555	0	100.0000	0.0000
Public- Institutions	E-Voting	3,794,316	2,434,351	64.1578	2,434,351	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,434,351	64.1578	2,434,351	0	100.0000	0.0000
Public- Non Institutions	E-Voting	8,860,287	1,535,325	17.3282	1,535,325	0	100.0000	0.0000
	Poll		2,210	0.0249	2,210	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,537,535	17.3531	1,537,535	0	100.0000	0.0000
	Total	38,310,625	28,636,441	74.7480	28,636,441	0	100.0000	0.0000



 FCI EXPRESS LIMITED

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. Phool Chand Sharma, who retires by rotation and being eligible, offers himself for re-appointment.							
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	25,656,022	24,178,128	94.2396	24,178,128	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		24,178,128	94.2396	24,178,128	0	100.0000	0.0000
Public- Institutions	E-Voting	3,794,316	2,434,351	64.1578	2,434,351	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,434,351	64.1578	2,434,351	0	100.0000	0.0000
Public- Non Institutions	E-Voting	8,860,287	1,483,075	16.7385	1,482,895	180	99.9878	0.0121
	Poll		2,210	0.0249	2,210	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,485,285	16.7634	1,485,105	180	99.9879	0.0121
	Total	38,310,625	28,097,764	73.3420	28,097,584	180	99.9994	0.0006



Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Increase in limit of donations to charitable and other funds pursuant to Section 181 of the Companies Act, 2013							
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	25,656,022	24,664,555	96.1355	24,664,555	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		24,664,555	96.1355	24,664,555	0	100.0000	0.0000
Public- Institutions	E-Voting	3,794,316	2,303,852	60.7185	140,509	2,163,343	6.0988	93.9011
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,303,852	60.7185	140,509	2,163,343	6.0989	93.9011
Public- Non Institutions	E-Voting	8,860,287	1,535,315	17.3281	1,535,130	185	99.9879	0.0120
	Poll		2,210	0.0249	2,206	4	99.8190	0.1809
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,537,525	17.353	1,537,336	189	99.9877	0.0123
Total	Total	38,310,625	28,505,932	74.4074	26,342,400	2,163,532	92.4102	7.5898





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

Flat No. 306 & 307, 1-8-271 To 273, 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/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 10th Annual General Meeting (AGM) of the Members of the Company, held on **Wednesday, 01st August, 2018** at 12:00 Noon at Drawing Room, Basement 1, Park Hyatt Hyderabad, Road No. 2, Banjara Hills, Hyderabad - 500 034.
2. The notice dated 25th May, 2018 conveying the 10th 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 01st August, 2018. 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 10th Annual General Meeting (AGM) of the members of the Company, my responsibility is to



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

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

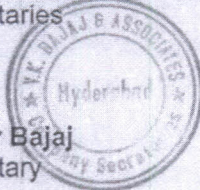
4. Further to the above, I submit my report as under:

- i. The e-voting remained open from Sunday, 29th July, 2018 (10:00 A.M.) to Tuesday, 31st July, 2018 (5:00 P.M.).
- ii. The members of the Company as on the "cut-off" date i.e., Thursday, 26th July, 2018 were entitled to vote on the resolutions as set out in the notice of the 10th 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. Ankita Pashine and Ms. Nisha Jhawar 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
FCS - 6868
CP No. 5827



Date: 02.08.2018
Place: Hyderabad



Annexure - A

RESULTS OF REMOTE E-VOTING & VOTING AT AGM:

Resolution No. 1 of the Notice:

Ordinary Resolution for consideration and adoption of audited financial statements of the Company for the financial year ended 31st March, 2018 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	63	28634231	99.992
Voting at AGM	45	2210	0.008
Total No. of Votes Cast	108	28636441	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	--	--	--
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	--	--	--
Voting at AGM	--	--	--
Total No. of Votes Cast	--	--	--

Resolution No. 2 of the Notice:

Ordinary Resolution for declaration of Final Dividend on Equity Shares @ 25% (₹ 0.50 per equity share of ₹ 2/- each):

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	63	28634231	99.992
Voting at AGM	45	2210	0.008
Total No. of Votes Cast	108	28636441	100.00

TCI Express Limited



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

Resolution No. 3 of the Notice:

Ordinary Resolution for appointment of a Director in place of Mr. Phool Chand Sharma (DIN: 01620437), 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	59	28095374	99.991
Voting at AGM	45	2210	0.008
Total No. of Votes Cast	104	28097584	99.999

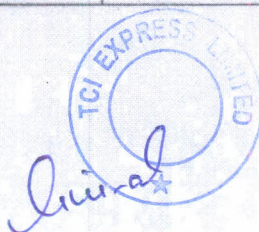
ii) Votes cast against the resolution:

Voting Method	No. of members / proxies voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	2	180	0.001
Voting at AGM	-	-	-
Total No. of Votes Cast	2	180	0.001

iii) Invalid Votes:

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

TCI Express Limited



Resolution No. 4 of the Notice:

Ordinary Resolution for according approval to Board of Directors of the Company for contribution to Charitable Funds under Section 181 of the Companies Act, 2013:

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	33	26340194	92.403
Voting at AGM	44	2206	0.008
Total No. of Votes Cast	77	26342400	92.411

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	28	2163528	7.589
Voting at AGM	1	4	--
Total No. of Votes Cast	29	2163532	7.589

iii) Invalid Votes:

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

