



Tourism Finance Corporation of India Ltd.

4th Floor, Tower-1,
NBCC Plaza, Pushp Vihar
Sector-5, Saket,
New Delhi-110017

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E-mail : ho@tfcilt.com
Web: www.tfcilt.com
CIN : L65910DL1989PLC034812

TF/LISTING/20
July 3, 2020

National Stock Exchange of India Ltd. Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai- 400 051	Bombay Stock Exchange Ltd., Phiroze Jeejeebhoy Towers, Dalal Street, MUMBAI - 400 001
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Dear Sir,


Sub: Extra Ordinary General Meeting– Voting Result

Further to our letter dated June 9, 2020, this is to inform you that Shareholders of the Company have considered and approved the resolution for reclassification of Redkit Capital Private Limited as Public Shareholder in terms of Regulation 31A of SEBI (LODR) Regulation 2015.

Pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the detailed Voting Results of the Members of the Company along with the Scrutinizer's Report on postal ballot including e-voting.

We request you that the above information may please be taken on record.

Yours faithfully,


(Sanjay Ahuja)
Company Secretary

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered		Re-classification of Redkite Capital Private Limited from 'Promoter' category to 'Public' category						
Category	Mode of voting	No. of shares held	No. of votes polled	No. of votes polled	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		15380259	76.6167	15380259	0	100.0000	0.0000
	Poll	20074285	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	20074285	15380259	76.6167	15380259	0	100.0000	0.0000
Public- Institutions	E-Voting		3756203	50.5784	3756203	0	100.0000	0.0000
	Poll	7426499	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7426499	3756203	50.5784	3756203	0	100.0000	0.0000
Public- Non Institutions	E-Voting		13716899	25.7759	13716618	281	99.9980	0.0020
	Poll	53215964	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	53215964	13716899	25.7759	13716618	281	99.9980	0.0020
Total		80716748	32853361	40.7020	32853080	281	99.9991	0.0009
		Whether resolution is Pass or Not.				Yes		



SANJAY AHUJA

Vice President & Company Secretary
Tourism Finance Corporation of India Limited
4th Floor, Tower-1 NBCC Plaza, Sector-V,
Pushp Vihar, Saket, New Delhi-110 017

FORM NO. MGT - 13

CONSOLIDATED SCRUTINIZER'S REPORT

(Pursuant to Section 108 of the Companies Act, 2013, Rule 20 (4) and Rule 21 of the Companies (Management and Administration) Rules, 2014, read with General Circular Nos.14/2020, 17/2020 and 20/2020 dated April 8, 2020, April 13, 2020 and May 5, 2020, respectively relating to the conduct of general meetings for urgent business through Video Conference/ other Audio Video Visual Means.

To,

The Chairman of
EGM of Tourism Finance Corporation of India Ltd.
(CIN: L65910DL1989PLC034812)
4th Floor, Tower I, NBCC Plaza, Sector V,
Pushp Vihar, Saket, New Delhi-110017.

Dear Sir,

I, A. N. Kukreja, of M/s A. N. Kukreja & Co, Company Secretaries, was appointed as Scrutinizer, pursuant to Section 108 of the Companies Act, 2013 read with Rules 20 and 21 of Companies (Management and Administration) Rules, 2014, and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 for the purpose of scrutinizing the remote e-voting and e-voting (Venue Voting) cast by the shareholders of the Tourism Finance Corporation of India Ltd. (the Company) held on Friday, the 3rd July, 2020 at 11.00 AM, at 4th Floor, Tower I, NBCC Plaza, Sector V, Pushp Vihar, Saket, New Delhi -110017, through Video Conference (VC)/ Other Audio Visual Means (OAVM).

We submit our report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to remote e-voting and e-voting system (Venue Voting) by shareholders at the Extraordinary General Meeting (EGM) on the resolution proposed in the Notice dated 8.6.2020 of the Extraordinary General Meeting is the responsibility of the management. Our responsibility as a Scrutinizer is to ensure that the voting process both through electronic means (remote e-voting) and voting at the venue are conducted in a fair and transparent manner and render a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman on the resolution, based on the reports generated from the electronic voting system (remote e-voting and venue voting), both facilities provided by Central Depository Services Limited (CDSL).



2. The Notice of the meeting was sent by electronic mode to those members whose email ids were registered with the Depository Participants. Public notice by way of advertisement was also published on 11.6.2020 in two newspapers - (1) Jansatta (Hindi) and (2) Financial Express (English) specifying details and matters required under the rules.
3. The remote e-voting period commenced at 9.00 AM (IST) on 30.06.2020 and ended on 2.7.2020 at 5 PM (IST).
4. The shareholders of the Company as on the cut-off date (record date) i.e. June 26, 2020 were entitled to avail the facility of remote e-voting as well as venue voting at the EGM on the proposed resolution.
5. The total paid up equity share capital of the Company as on Friday June 26, 2020 was Rs. 80,07,16,748 divided into 8,07,16,748 equity shares of Rs. 10/- each fully paid up.
6. Attendance of 38 Members was registered who attended the EGM through VC/OAVM and the Chairman requested for Venue Voting at the EGM as per MCA circulars/guidelines referred to above.
7. After completion of e-voting and conclusion of the EGM, the e-voting event was unblocked on 3.7.2020 in the presence of two witnesses, who are not in the employment of the Company. Their confirmation in writing is attached as Annexure A.
8. Thereafter the details of equity shareholders who voted "For" or "Against" were downloaded from the e-voting website of Central Depository Services Ltd (www.evotigindia.com).
9. The voting rights were reckoned as on 26.6.2020 (end of day) being the "cut off" (record date) for purpose of deciding the entitlement of members at the remote e-voting and venue voting at the EGM.
10. The details of remote e-voting and venue e-voting, as well as, consolidated result thereof on the following resolution are as under:

Ordinary resolution:

"RESOLVED THAT pursuant to Regulation 31A and all other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendments made thereto) (hereinafter referred to as "Listing Regulations") and other applicable laws, and subject to necessary approvals from the Stock Exchanges and other appropriate statutory authorities, as may be necessary, the consent of the shareholders of the Company be and is hereby accorded for re-classification of Redkite Capital Private Limited, currently classified as one of the 'Promoter Shareholders' of the Company



holding 7955382 equity shares aggregating to 9.86% of paid up capital of the Company, from 'Promoter' category to 'Public' category.

'RESOLVED FURTHER THAT any of the Managing Director & CEO or Whole Time Director or the Company Secretary of the Company, be and are hereby severally or jointly authorized to submit application for reclassification to the Stock Exchange(s) wherein securities of the Company are listed or any other regulatory body as may be required and to take such steps expedient or desirable to give effect to this resolution.'

"RESOLVED FURTHER THAT upon receipt of approval from the Stock Exchange(s) on application made by the Company for reclassification of Redkite Capital Private Limited, the Company shall effect such reclassification in the shareholding pattern from the immediate succeeding quarter under Regulation 31 of Listing Regulations and in compliance with Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and other applicable provisions."

"RESOLVED FURTHER THAT a copy of the above resolution certified by any one of the Directors or Company Secretary is submitted to the concerned authorities and they be requested to act upon the same."

Details:

A1.Voting through Remote E-voting:

Particulars	No. of e-voters	No. of equity shares	Paid up value of equity shares
a)Total votes received	64	32853208	328532080
b)Less invalid votes	0	0	0
c) Net valid votes	64	32853208	328532080
d)Votes with Assent	62	32852927	328529270
e)Votes with dissent	2	281	2810



A2.Venue Voting at EGM

Particulars	No. of votes	No. of equity shares	Paid up value of equity shares
a) Total votes received	2	153	1530
b) Less invalid votes	0	0	0
c) Net valid votes	2	153	1530
d) Votes with Assent	2	153	1530
e) Votes with dissent	0	0	0

Consolidated Summary of Result:

Particulars	Number of valid votes			Percentage
	Remote voting	e- Venue voting	Total	
Assent	62	2	64	96.97%
Dissent	2	0	2	3.03%
Total	64	2	66	100.00%

It is stated that in accordance with Listing Regulations, Redkite Capital Private Ltd has not voted in the voting process of the EGM.

In view of the fact that number of votes cast in favour exceed the votes cast against the resolution, the ordinary resolution set out in the notice of the EGM has been approved by requisite majority, as required under the Companies Act, 2013.

Electronic data containing list of equity shareholders who voted "For", "Against" and all relevant records relating to EGM were handed over to Company Secretary authorized by the Board for safe custody.

For A.N.Kukreja & Co.

(A.N.Kukreja)

Proprietor

FCS: 1070; CP: 2318

ICSI Unique Code: S1995DE014900

UDIN: F001070B000409885.



July 3, 2020
New Delhi

Annexure -A

1. The e-votes cast on the resolution stated in the notice dated 8.6.2020 of the Extraordinary General Meeting of TFCI Ltd held on 03.07.2020 at 11 AM at Tower I, NBCC Plaza, Sector V, Pushp Vihar, Saket New Delhi-110017 through video conference/other audio visual means were unblocked in our presence.
2. We are not in the employment of the Company.

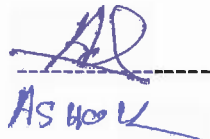
Witnesses:

1. Signature

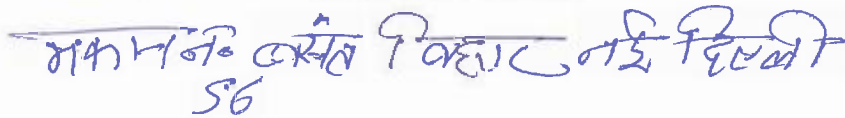


Name and Address: Ms. Nandani
B-5B, Avantika Enclave,
Sector-2, Rohini, Delhi.

2. Signature



Name and Address:





Date: 03-07-2020