



Tourism Finance Corporation of India Ltd.

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

Tel.: +91-11-4747 2200
Fax: +91 11 2956 1171
E-mail: ho@tfcilt.com
Web : www.tfcilt.com

CIN : L65910DL1989PLC084812

IF/LISTING/211

September 29, 2021

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: 32nd Annual General Meeting— Voting Result

This is to inform you that Shareholders of the Company at 32nd Annual General Meeting (AGM) on Wednesday, September 29, 2021 have considered and approved all the resolutions as contained in the notice of the AGM dated September 3, 2021.

Pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the detailed Voting Results along with the Scrutinizer's Report.

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

Yours faithfully,

(Sanjay Ahuja)

Company Secretary

Resolution (1)

Resolution required: (Ordinary / Special)		Ordinary							
Whether promoter/promoter group are interested in the agenda/resolution?		No							
Description of resolution considered		to consider and adopt the audited stand-alone financial statements and audited consolidated financial statements of the Company for the year ended March 31, 2021 and the reports of Board of Directors and Auditors thereon							
Category	Mode of voting	No. of shares held	No. of votes polled	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		21991903	100.0000	21991903	0	100.0000	0.0000	
	Poll	21991903	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	21991903	21991903	100.0000	21991903	0	100.0000	0.0000	
Public- Institutions	E-Voting		3557042	27.0767	3557042	0	100.0000	0.0000	
	Poll	13136889	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	13136889	3557042	27.0767	3557042	0	100.0000	0.0000	
Public- Non Institutions	E-Voting		8397295	18.4200	8386681	10614	0.0000	0.1264	
	Poll	45587956	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	45587956	8397295	18.4200	8386681	10614	99.8736	0.1264	
	Total	80716748	33946240	42.0560	33935626	10614	99.9687	0.0313	
		Whether resolution is Pass or Not.						Yes	
		Disclosure of notes on resolution				Add Notes			



Resolution (2)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered								
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		21991903	100.0000	21991903	0	100.0000	0.0000
	Poll	21991903	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		21991903	21991903	100.0000	21991903	0	100.0000
Public-Institutions	E-Voting		3557042	27.0767	3557042	0	100.0000	0.0000
	Poll	13136889	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		13136889	3557042	27.0767	3557042	0	100.0000
Public Non Institutions	E-Voting		8397345	18.4201	8387244	10101	99.8797	0.0000
	Poll	45587956	0					
	Postal Ballot (if applicable)		0					
	Total		45587956	8397345	18.4201	8387244	10101	99.8797
	Total	80716748	33946290	42.0561	33936189	10101	99.9702	0.0298
				Whether resolution is Pass or Not.				
				Yes				
				Disclosure of notes on resolution				
				Add Notes				



Resolution (3)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To appoint a Director in place of Shri Shyam Maheshwari (DIN: 01744054), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.						
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		21991903	100.0000	21991903	0	100.0000	0.0000
	Poll	21991903	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		21991903	100.0000	21991903	0	100.0000	0.0000
Public-Institutions	E-Voting		3557042	27.0767	3535513	21529	99.3947	0.6053
	Poll	13136889	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		13136889	3557042	27.0767	3535513	21529	99.3947
Public- Non Institutions	E-Voting		8396245	18.4177	8382368	13877	99.8347	0.1653
	Poll	45587956	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		45587956	8396245	18.4177	8382368	13877	99.8347
Total		80716748	33945190	42.0547	33909784	35406	99.8957	0.1043
		Whether resolution is Pass or Not.						
		Disclosure of notes on resolution						
		Yes						
		Add Notes						



Resolution (4)

Resolution required: (Ordinary / Special)		To appoint Statutory Auditors of the Company						
Whether promoter/promoter group are interested in the agenda/resolution?		Ordinary No						
Description of resolution considered								
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
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)] *100	(7) = [(5)/(2)] *100
Promoter and Promoter Group	E-Voting		21991903	100.0000	21991903	0	100.0000	0.0000
	Poll	21991903	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		21991903	100.0000	21991903	0	100.0000	0.0000
Public- Institutions	E-Voting		3557042	27.0767	3557042	0	100.0000	0.0000
	Poll	13136889	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		13136889	27.0767	3557042	0	100.0000	0.0000
Public- Non Institutions	E-Voting		8397345	18.4201	8386544	10801	99.8714	0.1286
	Poll	45587956	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		45587956	18.4201	8386544	10801	99.8714	0.1286
	Total	80716748	33946290	42.0561	33935489	10801	99.9682	0.0318
		Whether resolution is Pass or Not.						
		Yes						
		Disclosure of notes on resolution						
		Add Notes						



Resolution (5)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Issue of Non-Convertible bond/debentures/other instruments						
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		21991903	100.0000	21991903	0	100.0000	0.0000
	Poll	21991903	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		21991903	100.0000	21991903	0	100.0000	0.0000
Public-Institutions	E-Voting		3557042	27.0767	3557042	0	100.0000	0.0000
	Poll	13136889	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3557042	27.0767	3557042	0	100.0000	0.0000
Public- Non Institutions	E-Voting		8397345	18.4201	8381919	15426	99.8163	0.1837
	Poll	45587956	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		8397345	18.4201	8381919	15426	99.8163	0.1837
	Total	80716748	33946290	42.0561	33930864	15426	99.9546	0.0454
Whether resolution is Pass or Not.					Yes			
Disclosure of notes on resolution					Add Notes			



Resolution (6)

Resolution required: (Ordinary / Special)
 Whether promoter/promoter group are interested in the agenda/resolution?

Special
 No

Description of resolution considered
 Further Issue of Securities through Qualified Institutional Placement

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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		19031259	86.5376	18169732	861527	95.4731	4.5269
	Poll	21991903	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	21991903	19031259	86.5376	18169732	861527	95.4731	4.5269
Public- Institutions	E-Voting		3557042	27.0767	3497461	59581	98.3250	1.6750
	Poll	13136889	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	13136889	3557042	27.0767	3497461	59581	98.3250	1.6750
Public- Non Institutions	E-Voting		8397295	18.4200	8383544	13751	99.8362	0.1638
	Poll	45587956	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	45587956	8397295	18.4200	8383544	13751	99.8362	0.1638
	Total	80716748	30985596	38.3881	30050737	934859	96.9829	3.0171

Whether resolution is Pass or Not.

Yes

Disclosure of notes on resolution

Add Notes



Resolution (7)

Resolution required: (Ordinary / Special)
 Whether promoter/promoter group are interested in the agenda/resolution?

Ordinary
Yes

Approval of Related Party Transaction

Description of resolution considered

Category	Mode of voting	No. of shares held	No. of votes polled	(3)=[(2)/(1)]*100	No. of votes – in favour	No. of votes – against	(6)=[(4)/(2)]*100	% 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		11344626	51.5855	10483099	861527	92.4059	7.5941
	Poll	21991903	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	21991903	11344626	51.5855	10483099	861527	92.4059	7.5941
Public- Institutions	E-Voting		3557042	27.0767	3557042	0	100.0000	0.0000
	Poll	13136889	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	13136889	3557042	27.0767	3557042	0	100.0000	0.0000
Public- Non Institutions	E-Voting		8394845	18.4146	8379606	15239	99.8185	0.1815
	Poll	45587956	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	45587956	8394845	18.4146	8379606	15239	99.8185	0.1815
	Total	80716748	23296513	28.8621	22419747	876766	96.2365	3.7635

Whether resolution is Pass or Not.

Yes

Disclosure of notes on resolution

Add Notes



Resolution (8)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered								
Category	Mode of voting	No. of shares held	No. of votes polled					
		(1)	(2)					
		(3)=[(2)/(1)]*100	(4)					
		(5)	(6)=[(4)/(2)]*100					
		(7)=[(5)/(2)]*100	(8)=[(4)/(2)]*100					
Promoter and Promoter Group	E-Voting		11344626	51.5855	10483099	861527	92.4059	7.5941
	Poll	21991903	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		21991903	11344626	51.5855	10483099	861527	92.4059
Public- Institutions	E-Voting		3557042	27.0767	3557042	0	100.0000	0.0000
	Poll	13136889	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		13136889	3557042	27.0767	3557042	0	100.0000
Public- Non Institutions	E-Voting		8394845	18.4146	8380224	14621	99.8258	0.1742
	Poll	45587956	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		45587956	8394845	18.4146	8380224	14621	99.8258
Total		80716748	23296513	28.8621	22420365	876148	96.2391	3.7609
Whether resolution is Pass or Not.				Yes				
Disclosure of notes on resolution				Add Notes				



Resolution (9)

Resolution required: (Ordinary / Special)		Special No		Reclassification of the authorized share capital of the company						
Whether promoter/promoter group are interested in the agenda/resolution?		Description of resolution considered							% of Votes against on votes polled	
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		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting		21991903	100.0000	21130376	861527	96.0825	3.9175		
	Poll	21991903	0	0.0000	0	0	0	0		
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	Total		21991903	100.0000	21130376	861527	96.0825	3.9175		
Public- Institutions	E-Voting		3557042	27.0767	3557042	0	100.0000	0.0000		
	Poll	13136889	0	0.0000	0	0	0	0		
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	Total		13136889	27.0767	3557042	0	100.0000	0.0000		
Public- Non Institutions	E-Voting		8394845	18.4146	8381081	13764	99.8360	0.1640		
	Poll	45587956	0	0.0000	0	0	0	0		
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	Total		45587956	18.4146	8381081	13764	99.8360	0.1640		
Total		80716748	33943790	42.0530	33068499	875291	97.4214	2.5786		
Whether resolution is Pass or Not.										Yes
Disclosure of notes on resolution										Add Notes



Resolution (10)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Amendment to the memorandum of association of the company						
Category	Mode of voting	No. of shares held	No. of votes polled	No. of votes – in favour	No. of votes – against	% of Votes polled on outstanding shares	% of Votes In favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(4)	(5)	(3)=[(2)/(1)]*100	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		21991903	21130376	861527	100.0000	96.0825	3.9175
	Poll	21991903	0	0	0	0.0000	0	0
	Postal Ballot (if applicable)		0	0	0	0.0000	0	0
	Total		21991903	21130376	861527	100.0000	96.0825	3.9175
Public-Institutions	E-Voting		3557042	3557042	0	27.0767	100.0000	0.0000
	Poll	13136889	0	0	0	0.0000	0	0
	Postal Ballot (if applicable)		0	0	0	0.0000	0	0
	Total		13136889	3557042	3557042	0	27.0767	100.0000
Public- Non Institutions	E-Voting		8396345	8382581	13764	18.4179	99.8361	0.1639
	Poll	45587956	0	0	0	0.0000	0	0
	Postal Ballot (if applicable)		0	0	0	0.0000	0	0
	Total		45587956	8396345	8382581	13764	18.4179	99.8361
Total		80716748	33945290	33069999	875291	42.0548	97.4215	2.5785
		Whether resolution is Pass or Not.			Yes			
		Disclosure of notes on resolution			Add Notes			



Resolution (11)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Alteration to the articles of association of the company						
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		21991903	100.0000	21130376	861527	96.0825	3.9175
	Poll	21991903	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		21991903	100.0000	21130376	861527	96.0825	3.9175
Public-Institutions	E-Voting		3557042	27.0767	3557042	0	100.0000	0.0000
	Poll	13136889	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3557042	27.0767	3557042	0	100.0000	0.0000
Public- Non Institutions	E-Voting		8396345	18.4179	8381381	14964	99.8218	0.1782
	Poll	45587956	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		8396345	18.4179	8381381	14964	99.8218	0.1782
	Total	80716748	33945290	42.0548	33068799	876491	97.4179	2.5821
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								Add Notes



FORM NO. MGT - 13

CONSOLIDATED SCRUTINIZER'S REPORT

(Pursuant to Section 108 of the Companies Act, 2013, read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014, and pursuant to General Circulars - No.14/2020 dated April 8, 2020, No.17/2020 dated April 13, 2020, No.20/2020 dated May 5, 2020, and No. 2/20220 dated January 13, 2021 (collectively referred to as "MCA circulars") relating to the conduct of general meetings through Video Conferencing/ Other Audio Visual Means and Securities Exchange Board of India circular No. SEBI/HO/CFD/CMDI/CIR/P/2020/79 dated May 12, 2020 and No. SEBI/HO/CFD/CMD2/CIR/P/2021/ML dated January 15, 2021.

To,

The Chairman of 32nd Annual General Meeting of Tourism Finance Corporation of India Ltd. (CIN: L65910DL1989PLC034812), held on Wednesday, the 29th September 2021 at 11 .30 A.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

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 (Instapoll/ Venue Voting) in respect of resolutions set forth in notice dated 3.9.2021 of 32nd AGM of the Company, cast by the shareholders of the Tourism Finance Corporation of India Ltd. (the Company) at the AGM held on Wednesday, the 29th September, 2021 at 11.30 AM through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

I submit my report as under:

- I. The compliance with the provisions of the Companies Act, 2013 and the Rules made there under, MCA circulars, SEBI circulars, listing regulations, secured framework and electronic voting systems relating to remote e-voting and e-voting systems (Instapoll/Venue Voting) by shareholders at the 32nd Annual General Meeting, on the resolutions proposed in the Notice dated 3.9.2021 of the Annual General Meeting, is the responsibility of the management.



My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means (remote e-voting) and Instapoll/ venue voting) 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 resolutions, based on the reports generated from the electronic voting system (remote e-voting and Instapoll/venue voting), both facilities provided by the 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 Company/Depository Participants followed by a corrigendum dated 20.9.2021. Public notice by way of advertisement was also published on 8.9.2021 in two newspapers - (1) Financial Express (English daily), and (2) Jansatta (Hindi) specifying details and matters required under the rules.
3. The remote e-voting period commenced at 9.00 AM (IST) on 26.09.2021 and ended on 28.9.2021 at 5 PM (IST). At the end of Remote e-voting period the facility for remote e-voting was blocked by the CDSL.
4. The shareholders of the Company as on the cut-off date (record date) i.e.22.9. 2021 were entitled to avail the facility of remote E-voting as well as Instapoll/ Venue voting at the AGM on the proposed resolutions.
5. The total paid up equity share capital of the Company as on 22.9. 2021 was Rs. 80, 07, 16,748 divided into 8, 07, 16,748 equity shares of Rs. 10/- each fully paid up.
6. Attendance of 49 Members was registered who attended the AGM through VC/OA VM and the Chairman requested for Venue Voting at the AGM as per MCA circulars/guidelines referred to above.
7. The Company provided the facility of e-voting at the AGM only to such members who had participated in the AGM through VC/OVAM and who had not cast their vote through remote e-voting.
8. After the time fixed for closing of the e-voting at the Venue, by the Chairman, the electronic system recording the e-voting was locked by CDSL at 12.17 PM
9. After completion of e-voting and conclusion of the AGM, the e-voting event was unblocked on 29.9.2021 in the presence of two witnesses, who are not in the employment of the Company. Their confirmation in writing is attached as Annexure A.
10. 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).



11. The voting rights were reckoned as on 22.9.2021 (end of day) being the “cut off”/record date for purpose of deciding the entitlement of members at the remote e-voting and Instapoll/venue voting at the AGM.

12. Based on the data provided by CDSL system, the total votes cast in favour or against, through Remote e-voting and Instapoll/venue voting at the AGM, in respect of all resolutions proposed in the notice of the AGM are as under:

Ordinary Business:

Item No. 1: To consider and adopt the audited standalone financial statements and audited consolidated financial statements of the Company for the year ended March 31, 2021 and the reports of Board of Directors and Auditors thereon.

Ordinary Resolution

(i) Voted in favour of Resolution:

Particulars	Remote e-voting	E-voting at the AGM (Instapoll/Venue Voting)	Total
Number of members voting	259	1	260
Number of votes cast by them	33935526	100	33935626
% of total number of Valid votes cast	99.97%	100	99.97%

(ii) Voted against the resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	15	0	15
Number of votes cast by them	10614	0	10614
% of total number of Valid votes cast	0.03%	0	0.03%



(iii) Invalid Votes – NIL

Item No. 2. To consider and declare Dividend on Equity Shares for financial year 2020-21.
Ordinary Resolution

(i) Voted in favour of Resolution:

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	262	1	263
Number of votes cast by them	33936089	100	33936189
% of total number of Valid votes cast	99.97%	100	99.97%

(ii) Voted against the resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	13	0	13
Number of votes cast by them	10101	0	10101
% of total number of Valid votes cast	0.03%	0	0.03%

(iii) Invalid Votes – NIL

Item No. 3: To appoint a Director in place of Shri Shyam Maheshwari (DIN: 01744054), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Ordinary Resolution

(i) Voted in favour of Resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	253	1	254
Number of votes cast by them	33909684	100	33909784
% of total number of Valid votes cast	99.9%	100	99.9%



(ii) Voted against the resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	20	0	20
Number of votes cast by them	35406	0	35406
% of total number of Valid votes cast	0.1%	0	0.1%

iii) Invalid Votes – NIL

Item No. 4: To appoint Statutory Auditors of the Company in terms of the provisions of Section 139 and other applicable provisions of the Companies Act, 2013; read with Reserve Bank of India guidelines and other applicable Rules and Regulations for a period of 3 years effective from financial year 2021-22 and fix their remuneration.

Ordinary Resolution

(i) Voted in favour of Resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	259	1	260
Number of votes cast by them	33935389	100	33935489
% of total number of Valid votes cast	99.97%	100	99.97%

ii) Voted against the resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	16	0	16
Number of votes cast by them	10801	0	10801
% of total number of Valid votes cast	0.03%	0	0.03%



iii) Invalid Votes – NIL

Special Business:

Item No.5: Consent of members pursuant to Sections 42 and 71 of the Companies 2013, other applicable provisions for issue of Non-Convertible Bonds/Debentures/ other instruments for having made and/or making offer(s) or invitation to subscribe to securities, by way of Private Placement in one or more tranches up to an amount not exceeding Rs.750 crore only.

Special Resolution

i) Voted in favour of Resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	254	1	255
Number of votes cast by them	33930764	100	33930864
% of total number of Valid votes cast	99.95%	100	99.95%

ii) Voted against the resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	21	0	21
Number of votes cast by them	15426	0	15426
% of total number of Valid votes cast	0.05%	0	0.05%

iii) Invalid Votes – NIL

Item No. 6: Further Issue of Securities pursuant to Sections 23, 42, 62, 71 and 179 of the Companies Act, 2013 and other applicable provisions through Qualified Institutional Placement of an aggregate amount not exceeding Rs. 200 crore inclusive of such premium as may be fixed on such Securities by offering the Securities at such time or times and such price or prices, permitted under applicable laws, rules and regulations.



Special Resolution

i) Voted in favour of Resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	254	1	255
Number of votes cast by them	30050637	100	30050737
% of total number of Valid votes cast	96.98%	100	96.98%

ii) Voted against the resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	19	0	19
Number of votes cast by them	934859	0	934859
% of total number of Valid votes cast	3.02%	0	3.02%

iii) Invalid Votes – NIL

Item No. 7: Approval of Related Party Transaction under Section 188 of the Companies, Act, 2013.

Ordinary Resolution*

i) Voted in favour of Resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	248	1	249
Number of votes cast by them	22419647	100	22419747
% of total number of Valid votes cast	96.24%	100	96.24%



ii) Voted against the resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	22	0	22
Number of votes cast by them	876766	0	876766
% of total number of Valid votes cast	3.76%	0	3.76%

(iv) Invalid Votes – NIL

***None of the related parties have voted in respect of this resolution.**

Item No. 8: Issue of 96,55,700 fully paid up equity shares of face value of Rs. 10/- at issue price of 67.50/- including a premium of Rs. 57.50/- each by way of preferential allotment on private placement basis to the persons specified in the notice of the meeting.

Special Resolution:*

i) Voted in favour of Resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	246	1	247
Number of votes cast by them	22420265	100	22420365
% of total number of Valid votes cast	96.24%	100	96.24%

ii) Voted against the resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	24	0	24
Number of votes cast by them	876148	0	876148
% of total number of Valid votes cast	3.76%	0	3.76%



(iv) Invalid Votes – NIL

***None of the related parties have voted in respect of this resolution.**

Item No. 9: Reclassification of the authorized share capital.

Special Resolution

(i) Voted in favour of Resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	255	1	256
Number of votes cast by them	33068399	100	33068499
% of total number of Valid votes cast	97.42%	100	97.42%

ii) Voted against the resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	18	0	18
Number of votes cast by them	875291	0	875291
% of total number of Valid votes cast	2.58%	0	2.58%

(iii).Invalid Votes – NIL

Item No. 10. Amendment of Clause V of Memorandum of Association of the company. -

Special Resolution



(i) Voted in favour of Resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting))	Total
Number of members voting	256	1	257
Number of votes cast by them	33069899	100	33069999
% of total number of Valid votes cast	97.42%	100	97.42%

iii) Voted against the resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	18	0	18
Number of votes cast by them	875291	0	875291
% of total number of Valid votes cast	2.58%	0	2.58%

(iii)Invalid Votes – NIL

Item No.11: Alteration of Articles of Association.

Special Resolution



(i) Voted in favour of Resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	255	1	256
Number of votes cast by them	33068699	100	33068799
% of total number of Valid votes cast	97.42%	100	97.42%

iv) Voted against the resolution

Particulars	Remote e-voting	E-voting at the AGM (Instapoll)/Venue Voting)	Total
Number of members voting	19	0	19
Number of votes cast by them	876491	0	876491
% of total number of Valid votes cast	2.58%	0	2.58%

(ii) Invalid Votes –NIL

13. In view of above analysis of total votes cast, the votes cast in favour exceed the votes cast against the resolutions pertaining to the items of business listed above, as required under the Act, the resolutions have been passed with requisite majority in accordance with the provisions of the Companies Act, 2013 and Rules made there under.



14. The list of equity shareholders who voted "For", or "Against" the resolutions (Both through Remote e-voting and Instapoll/Venue Voting at the AGM and all electronic data relating to the AGM has been handed over to the Company Secretary authorized by the Board for safe custody..

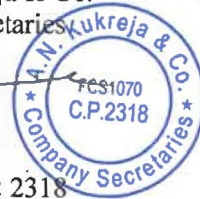
For A.N.Kukreja & Co.
Company Secretaries


(A.N.Kukreja)
Proprietor

FCS: 1070; CP: 2318

ICSI Unique Code: S1995DE014900

UDIN:F001070C001029658



Date: September 29, 2021
New Delhi

Countersigned by
For Tourism Finance Corporation of India Ltd.


Annexure -A

1. Thee-votes cast through Remote e-voting on the resolutions stated in the notice dated 3.9.2021 of the 32nd Annual General Meeting of Tourism Finance Corporation of India Ltd. held on 29.09.2021 at 11.30 AM through Video Conferencing(VC)/Other Audio Visual Means(OAVM) 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, Anantika Enclave,
Sector-2, Rohini, Delhi-110083.

2. Signature -----

Name and Address: Rhatik
E 20 Rafiqi Garden
New Delhi

Date: 29-09-2021

