TULSYAN NEC LTD



Date: 27th September, 2019

To, **The BSE Limited**,
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Dear Sir/Madam,

Sub: Disclosure of Voting Results of the 72nd Annual General Meeting of the Company held on September 26th, 2019 pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: Scrip Code: 513629

The 72nd Annual General Meeting (AGM) of the Company was held on Thursday, September 26, 2019 at 04.00 p.m. at "MUSIC ACADEMY MINI HALL", No. 168, TT Krishnamachari Road, Royapettah, Pudupet, Gopalapuram, Chennai-600014, Tamil Nadu.

As per Regulation 44 of the SEBI (LODR) Regulations 2015, the details regarding the voting results of the business transacted at the aforesaid AGM are enclosed along with Scrutinizer's Report dated 27th September, 2019.

The voting results along with the scrutinizer's report is also made available on the Company's website at www.tulsyannec.co.in and on the website of Central Depository Services (India) Limited i.e. https://www.evotingindia.com

This is for your information and record.

Thanking you,

Yours faithfully, For Tulsyan NEC Limited

Sanjay Tulsyan Managing Director DIN: 00632802

Encl: As below



Registered Office: Apex Plaza, 1st Floor, No.3, Nungambakkam High Road, Chennai - 600 034. Tamil Nadu. Ph: +91 44 6199 1060 / 6199 1045, Fax: +91 44 6199 1066 | Email: info@tulsyannec.in | www.tulsyannec.in GSTIN 33AABCT3720E1ZW | CIN L28920TN1947PLC007437











NAME OF THE COMPANY: TULSYAN NEC LTD

1.ORDINARY BUSINESS: To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon

Resolution Required:(Ordinary/Special)				Ordinary Resolution					
Whether promoter/ promoter groups are interest	ested in the agenda/resolution?			No					
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED	
		(1)	` ' ` ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' '		(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100	
PROMOTER AND PROMOTER~GROUP	E-VOTING	10567415	10567415	100	10567415	0	100	0	
	POLL		0	0	0	0	0	0	
	POSTAL_BALLOT	_	0	0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	0	
	SUB TOTAL	10567415	10567415	100	10567415	0	100	0	
PUBLIC-NON INSTITUTIONS	E-VOTING	4432585	200	0	200	0	100	0	
	POLL		23	0	0	23	0	100	
	POSTAL_BALLOT		0	0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	0	
SUB TOTAL		4432585	223	0.01	200	23	89.69	10.31	
GRAND TOTAL		15000000	10567638	70.45	10567615	23	100	0	

2.ORDINARY BUSINESS: To appoint a director in place of Mr. Sanjay Agarwalla (DIN: 00632864), Whole Time Director, who retires by rotation and being eligible offers himself for reappointment

TI								
Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interest	ested in the agenda/resolution?			No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	10567415	10567415	100	10567415	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT] [0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL	10567415	10567415	100	10567415	0	100	0
PUBLIC-NON INSTITUTIONS	E-VOTING	4432585	200	0	200	0	100	0
	POLL] [23	0	0	23	0	100
	POSTAL_BALLOT] [0	0	0	0	0	0
	VENUE-VOTING]	0	0	0	0	0	0
	SUB TOTAL	4432585	223	0.01	200	23	89.69	10.31
GRAND TOTAL		15000000	10567638	70.45	10567615	23	100	0

3.SPECIAL BUSINESS: To ratify the remuneration payable to M/s. Murthy & Co. LLP, Cost Auditors of the Company, for the financial year 2019-2020

Resolution Required:(Ordinary/Special)		•		Ordinary Resolution				
Whether promoter/ promoter groups are interest	ested in the agenda/resolution?			No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	10567415	10567415	100	10567415	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL	10567415	10567415	100	10567415	0	100	0
PUBLIC-NON INSTITUTIONS	E-VOTING	4432585	200	0	200	0	100	0
	POLL		23	0	0	23	0	100
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL	4432585	223	0.01	200	23	89.69	10.31

NAME OF THE COMPANY: TULSYAN NEC LTD

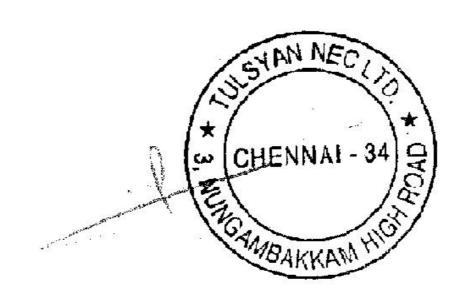
GRAND TOTAL

GRAND IOTAL		13000000	10307030	70.43	10307013		100	
	pointment of Mr. Manogyanathan Parthasarathy	7						
(DIN: 08277111), Independent Director of th Resolution Required:(Ordinary/Special)	e Company			Ordinary Resolution				
•		1		· ·				
Whether promoter/ promoter groups are inter-				No			,	
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	10567415	10567415	100	10567415	C	100	
	POLL		0	0	0	C	0	
	POSTAL_BALLOT		0	0	0	C	0	
	VENUE-VOTING		0	0	0	C	0	
	SUB TOTAL	10567415			10567415	C		
PUBLIC-NON INSTITUTIONS	E-VOTING	4432585	200		200	C	100	
	POLL	⅃	23	0	0	23	0	10
	POSTAL_BALLOT	⅃	0	0	0	C	0	
	VENUE-VOTING		0	0	0	C		
	SUB TOTAL	4432585			200			10.3
GRAND TOTAL		15000000	10567638	70.45	10567615	23	100	
5.SPECIAL BUSNIESS: To approve re-apportude of the second				Special Resolution				
	. 1. 1	1		1				
Whether promoter/ promoter groups are inter-	ested in the agenda/resolution?		Yes					
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	10567415	0	0	0	C	0	
	POLL		0	0	0	C	0	
	POSTAL_BALLOT	_	0	0	0	C	0	
	VENUE-VOTING		0	0	0	C	0	
	SUB TOTAL	10567415			0			
PUBLIC-NON INSTITUTIONS	E-VOTING	4432585			200		100	
	POLL	」	23	0	0	23	0	10
	POSTAL_BALLOT	_	0	0	0	C	0	
	VENUE-VOTING		0	0	0	C	· · · · · · · · · · · · · · · · · · ·	
	SUB TOTAL	4432585			200	23		10.3
GRAND TOTAL		15000000	223	0	200	23	89.69	10.3
Managing Director of the Company	intment of Mr. Sanjay Tulsyan (DIN: 00632802) as			Ia				
Resolution Required:(Ordinary/Special)		1		Special Resolution				
Whether promoter/ promoter groups are inter-				Yes				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINS' ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	10567415	0	0	0	C	0	
	POLL	_	0	0	0	C	0	
	POSTAL_BALLOT	_	0	0	0	С	<u> </u>	
	VENUE-VOTING		0	0	0	С	0	
	SUB TOTAL	10567415		0	0	C	· · · · · · · · · · · · · · · · · · ·	
PUBLIC-NON INSTITUTIONS	E-VOTING	4432585			200	C	100	
	Inoxx	1	1 22	23 0 0		23	0	10
	POLL	_		<u> </u>	•		•	
	POSTAL_BALLOT	_	0	0	0	0	0	
		4432585	0	0	0 0 200	0	0	10.

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NAME OF THE COMPANY: TULSYAN NEC LTD

GRAND TOTAL		15000000	223	0	200	23	89.69	10.31
		<u>-</u>						
	intment of Mr. Sanjay Agarwalla (DIN: 00632864)							
as Whole-time Director of the Company				,				
Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are inter-	ested in the agenda/resolution?			No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES	% OF SHARES POLLED ON	NO OF VOTES IN	NO OF VOTES	% OF VOTES IN FAVOUR	% OF VOTES AGAINST
			POLLED	OUTSTANDING SHARES	FAVOUR	AGAINST	ON VOTES POLLED	ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	10567415	10567415	100	10567415	0	100	0
	POLL]	0	0	0		0	0
	POSTAL_BALLOT	0		0	0 0		0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL	10567415	10567415	100	10567415	0	100	0
PUBLIC-NON INSTITUTIONS	E-VOTING	4432585	200	0	200	0	100	0
	POLL]	23	0	0	23	0	100
	POSTAL_BALLOT]	0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL	4432585	223	0.01	200	23		10.31
GRAND TOTAL		15000000	10567638	70.45	10567615	23	100	0





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CONSOLIDATED SCRUTINIZER'S REPORT

(REMOTE E-VOTING & BALLOT PAPER)

Form No. MGT 13

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 and the provisions of Regulation 44 of the SEBI (LODR) Regulations, 2015]

To,

The **Chairman** of 72nd Annual General Meeting ("AGM") of the Equity Shareholders of M/s TULSYAN NEC LIMITED (CIN: L28920TN1947PLC007437) held on Thursday, the 26th September, 2019 at 04.00 P.M at "MUSIC ACADEMY MINI HALL", No. 168, TT Krishnamacnari Road, Royapettah, Pudupet, Gopalapuram, Chennai-600014.

Dear Sir,

- 1. We, M Damodaran & Associates LLP, Company Secretaries in Practice, having office at New No. 6, Old No. 12, Appavoc Gramani, $1^{\rm st}$ Street, Mandaveli, Chennai 600028, have been appointed as Scrutinizer by the Board of Directors of M/s TULSYAN NEC LIMITED ("the company") for the purpose of :
- (i) Scrutinizing the e-voting process ("e- voting") under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and the provisions of Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and
- (ii) Voting through ballot paper under the provisions of Section 109 of the Act read with Rule 21 of the Rules, on the resolutions contained in the notice to the 72nd AGM of the Equity Shareholders of the Company, held on Thursday the 26th September, 2019 at 04.00 P.M at "MUSIC ACADEMY MINI HALL", No. 168, TT Krishnamachari Road, Royapettah, Pudupet, Gopalapuram, Chennai 600 014.

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2. The management of the Company is responsible to ensure the compliance with the requirement of the Act and Rules relating to voting through electronic means [i.e. by evoting and voting through Ballot paper at the AGM] for the resolutions contained in the Notice to the 72nd AGM of the Equity Shareholders of the company. Our responsibility as a scrutinizer for the voting process of voting through electronic means (i.e by e-voting and voting through Ballot Paper at the AGM) is restricted to make a consolidated scrutinizer's report of the vote casted "in favor "or "against" the resolution stated above, based on the report generated from the e-voting system provided by Central Depository Services Limited (CDSL), the Agency authorized under the Rules and engaged by the company to provide e-voting facilities for voting through electronic means.











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Item No: 1

Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon.

Passed as an Ordinary Resolution as follows:

	Total valid Ballot		Favor					
Mode of Voting	Paper received & valid e-voting casted (3)+(6)	Number of Ballot Paper & e- voting	Number of shares Voted	%	Number of Ballot Paper & e-voting	Number of shares Voted	%	Total % of valid Votes in Favor & Against (5)+(8)
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
E- Voting	9	9	10567615	100.00	0	0	0.00	100.00
Ballot Paper	3	0	0	0.00	3	23	100.00	100.00
Total	12	9	10567615	100.00	3	23	0.00	100.00

Mode of Voting	Total number of members whose votes were abstained	Total number of votes abstained
E-Voting	0	0
Ballot Paper	0	0
Total	0	0
Total	0	0











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Item No: 2

Appointment of Shri Sanjay Agarwalla (DIN: 00632864), Whole Time Director, who retires by rotation and being eligible offers himself for re-appointment.

Passed as an Ordinary Resolution as follows:

	Total valid Ballot		Favor					
Mode of Voting	Paper received & valid e-voting casted (3)+(6)	Number of Ballot Paper & e- voting	Number of shares Voted	%	Number of Ballot Paper & e-voting	Number of shares Voted	%	Total % of valid Votes in Favor & Against (5)+(8)
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
E- Voting	9	9	10567615	100.00	0	0	0.00	100.00
Ballot Paper	3 .	0	0	0.00	3	23	100.00	100.00
Total	12	9	10567615	100.00	3	23	0.00	100.00

Mode of Voting	Total number of members whose votes were abstained	Total number of votes abstained
E-Voting	0	0
Ballot Paper	0	0
Total	0	0
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Special Business:

Item No: 3

Ratification of the remuneration payable to M/S. Murthy & Co. LLP, Cost Auditors of the Company, for the financial year 2019-2020.

Passed as an Ordinary Resolution as follows:

	Total valid Ballot		Favor					
Mode of Voting	Paper received & valid e-voting casted (3)+(6)	Number of Ballot Paper & e- voting	Number of shares Voted	%	Number of Ballot Paper & e-voting	Number of shares Voted	%	Total % of valid Votes in Favor & Against (5)+(8)
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
E- Voting	9	9	10567615	100.00	0	0	0.00	100.00
Ballot Paper	3	0	0	0.00	3	23	100.00	100.00
Total	12	9	10567615	100.00	3	23	0.00	100.00

Details of Abstained votes:

Mode of Voting	Total number of members whose votes	Total number of votes
	were abstained	abstained
E-Voting	0	0
Bailot Paper	0	0
Total	0	0

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Item No: 4

Regularization of the appointment of Mr. Manogyanathan Parthasarathy (DIN: 08277111), Independent Director of the Company, for a period of 5 (five) consecutive years w.e.f. 13th November, 2018.

Passed as an Ordinary Resolution as follows:

	Total valid Ballot		Favor					
Mode of Voting	Paper received & valid e-voting casted (3)+(6)	Number of Ballot Paper & e- voting	Number of shares Voted	%	Number of Ballot Paper & e-voting	Number of shares Voted	%	Total % of valid Votes in Favor & Against (5)+(8)
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
E- Voting	9	9	10567615	100.00	0	0	0.00	100.00
Ballot Paper	3	0	0	0.00	3	23	100.00	100.00
Total	12	9	10567615	100.00	3	23	0.00	100.00

Mode of Voting	Total number of members whose votes were abstained	Total number of votes abstained
E-Voting	0	0
Ballot Paper	0	0
Total	0	0
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Item No: 5

Re-appointment of Mr. Lalit Kumar Tulsyan (DIN: 00632823), as Managing Director designated as "Executive Chairman" of the Company for a further period of 3 (three) years w.e.f. 12th July, 2019.

Passed as a Special Resolution as follows:

Total valid Ballot		Favor			Against			
Mode of Voting	Paper received & valid e-voting casted (3)+(6)	Number of Ballot Paper & e- voting	Number of shares Voted	%	Number of Ballot Paper & e-voting	Number of shares Voted	%	Total % of valid Votes in Favor & Against (5)+(8)
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
E- Voting	1	1	200	100.00	0	0	0.00	100.00
Ballot Paper	3	0	0	0.00	3	23	100.00	100.00
Total	4	1	200	89.69	3	23	10.31	100.00

Mode of Voting	Total number of members whose votes were abstained	Total number of votes abstained	
E-Voting	8	10567415	
Ballot Paper	0	0	
Total	8	10567415	A COLUMN TO THE PARTY OF THE PA
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Item No: 6

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Re-appointment of Mr. Sanjay Tulsyan (DIN: 00632802) as Managing Director of the Company for a further period of 3 (three) years w.e.f. 01st October, 2019.

Passed as a Special Resolution as follows:

Total valid Ballot		Favor			Against			
Mode of Voting	Paper received & valid e-voting casted (3)+(6)	Number of Ballot Paper & e- voting	Number of shares Voted	%	Number of Ballot Paper & e-voting	Number of shares Voted	%.	Total % of valid Votes in Favor & Against (5)+(8)
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
E- Voting	1	1	200	100.00	0	0	0.00	100.00
Ballot Paper	3	0	0	0.00	3	23	100.00	100.00
Total	4	1	200	89.69	3	23	10.31	100.00

Mode of Voting	Total number of members whose votes were abstained	Total number of votes abstained
E-Voting	8	10567415
Ballot Paper	0	0
Total	8	10567415
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Item No: 7

Re-appointment of Mr. Sanjay Agarwalla (DIN: 00632864) as Whole-time Director of the Company for a further period of 3 (three) years w.e.f. 22nd September, 2019.

Passed as a Special Resolution as follows:

Total valid Ballot		Favor			Against			
Mode of Voting	Paper received & valid e-voting casted (3)+(6)	Number of Ballot Paper & e- voting	Number of shares Voted	%	Number of Ballot Paper & e-voting	Number of shares Voted	%	Total % of valid Votes in Favor & Against (5)+(8)
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
E- Voting	9	9	10567615	100.00	0	0	0.00	100.00
Ballot Paper	3	0	0	0.00	3	23	100.00	100.00
Total	12	9	10567615	100.00	3	23	0	100.00

Mode of Voting	Total number of members whose votes were abstained	Total number of votes abstained	
E-Voting	0	0	
Ballot Paper	0	0	
Total	0	0	Sull 8
	L	9	Jen *









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Note: There were no invalid votes cast for the above said resolutions.

3. The electronic data and all other relevant records relating to e-voting is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

Yours faithfully,

For M Damodaran & Associates LLP

M. Damdearan Managing Partner

Membership No: 5837

CP No: 5081

Place: Chennai Date: 27.09.2019



