



December 6, 2023

To,
The General Manager,
Deptt of Corporate Services,
BSE Limited,
P.J. Tower, Dalal Street,
Mumbai – 400001

To,
The Vice President,
National Stock Exchange of India Limited,
Exchange Plaza,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400051

Equity Scrip code: 543249
Debt Scrip Code: 973928

Scrip Symbol: TARC

Sub.: Details of Voting Results along with Scrutinizer's Report of Extra-ordinary General Meeting

Dear Sir/Madam,

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed herewith the details regarding the voting results along with Scrutinizer's Report of Extra-ordinary General Meeting of the Company held on December 6, 2023.

Kindly take the same on record.

Thanking you.

For TARC Limited

Amit Narayan
Company Secretary
A20094



Encl.: As above



**DETAILS OF VOTING RESULTS
AT THE EXTRA-ORDINARY GENERAL MEETING OF THE COMPANY**

Date of EGM	December 6, 2023
Total number of shareholders on record date cut-off date i.e. December 1, 2023	57,033
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group Public	Not Applicable
No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group Public	3 77



AGENDA-WISE DISCLOSURE:

ITEM NO. 1: To consider and approve advancing of loan(s), guarantee(s) or provide security in connection with a loan(s) to any other body corporate including subsidiary companies or person or make investment by way of subscription, purchase or otherwise, the securities of any body corporate under Section 186 of the Companies Act, 2013.

Resolution required: (Ordinary / Special)	Special
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
Promoters and Promoter Group	E-Voting	191707722	191707722	100.0000	191707722	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		191707722	191707722	100.0000	191707722	0	100.0000
Public – Institutions	E-Voting	7498106	5326627	71.0396	3038390	2288237	57.0415	42.9585
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7498106	5326627	71.0396	3038390	2288237	57.0415
Public – Non Institutions	E-Voting	95890507	1758551	1.8339	1756651	1900	99.8920	0.1080
	Poll		3	0.0000	3	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		95890507	1758554	1.8339	1756654	1900	99.8920
Total		295096335	198792903	67.3654	196502766	2290137	98.8480	1.1520

The Resolution No. 1 is approved with requisite majority



ITEM NO. 2: Issue of Non-Convertible Debentures (NCDs) on a Private Placement basis.

Resolution required: (Ordinary / Special)	Special
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
Promoters and Promoter Group	E-Voting	191707722	191707722	100.0000	191707722	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		191707722	191707722	100.0000	191707722	0	100.0000
Public – Institutions	E-Voting	7498106	5326627	71.0396	3776197	1550430	70.8928	29.1072
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7498106	5326627	71.0396	3776197	1550430	70.8928
Public – Non Institutions	E-Voting	95890507	1758451	1.8338	1757341	1110	99.9369	0.0631
	Poll		3	0.0000	3	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		95890507	1758454	1.8338	1757344	1110	99.9369
Total		295096335	198792803	67.3654	197241263	1551540	99.2195	0.7805

The Resolution No. 2 is approved with requisite majority





P K MISHRA & ASSOCIATES
(Company Secretaries)

Mobile No. : +91 9560994490

CONSOLIDATED SCRUTINIZER'S REPORT

{Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015}

To

**The Chairman
TARC Limited**

CIN: L70100DL2016PLC390526

2nd Floor, C-3, Qutab Institutional Area, Katwaria Sarai,
New Delhi-110016

Subject: Passing of Resolution through electronic voting at the Extra-Ordinary General Meeting of Members of TARC Limited held on Wednesday, December 6, 2023 at 11.00 A.M. (IST) by means of Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).

Dear Sir,

I, Pawan Kumar Mishra, Company Secretary in practice, Proprietor of P. K. Mishra & Associates, had been appointed as Scrutinizer by the Board of Directors of **TARC Limited** (the Company) at the meeting of Board of Directors of the Company held on Thursday, November 9, 2023 for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated 9th November, 2023 ("**Notice**") issued in accordance with General Circular No.14/2020, 3/2022, 11/2022 and 09/2023 dated 8 April 2020, 5 May, 2022, 28 December 2022 and 25 September 2023 respectively issued by Ministry of Corporate Affairs ("MCA"), Government of India (hereinafter referred to as "**MCA Circulars**"), and Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 issued by Securities and Exchange Board of India ("SEBI") (hereinafter collectively referred to as the "**Circulars**"), calling the Extra Ordinary General Meeting of its Equity Shareholders ("**the Meeting**"/EGM"). The EGM was convened on Wednesday, December 6, 2023 at 11.00 A. M. (IST) through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM").



1 | Page

13, Community Centre, 2nd Floor, East of Kailash, New Delhi - 110065
E-mail : pkmishra59@yahoo.com

The said appointment as Scrutinizer is 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 read with amendments made thereto and applicable circulars on the business contained in the Notice of EGM of the Company held on Wednesday, December 6, 2023 at 11.00 A.M. (IST) through Video Conferencing (VC) Other Audio Visuals Means (OAVM). As Scrutinizer, I have to scrutinize:

- (i) process of e-voting remotely, before EGM, using an electronic voting system on the dates referred to in the Notice calling the EGM ("remote e-voting"); and
- (ii) process of e-voting at the Meeting through electronic voting system ("Insta Poll").

Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the rules made there under; (ii) the MCA Circulars and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the EGM. The management of the Company is responsible for ensuring a secured frame work and robustness of the electronic voting systems.

Scrutinizer's Responsibility

My responsibility as Scrutinizer for e-voting process (i.e., by remote e-voting and Insta Poll at the EGM) is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting systems provided by National Securities Depository System Limited (NSDL) engaged by the Company to provide e-voting facility and attendance papers / documents produced to me for my verification.

The Equity Shareholders of the Company as on the "cut-off" date, i.e., Friday, 1 December, 2023 were entitled to vote on the resolutions (item nos. 1 to 2 as set out in the Notice calling the EGM).

Remote e-voting process:

- i. The remote e-voting period remained open from Sunday, 3rd December, 2023 (9.00 A. M. IST to Tuesday, December 5, 2023 (5.00 P.M. IST).
- ii. The Votes cast were unblocked on Wednesday, 6th December, 2023 after the conclusion of the EGM.
- iii. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each resolution that was put to vote was generated and relied upon by me. Data regarding the remote e-voting was scrutinized by me on test check basis.

I am enclosing herewith the consolidated scrutinizer report.



Report on consolidated results of e-voting and poll through VC

Based on result of e-voting and Poll cast through VC at the Extra Ordinary General Meeting (EGM) of the members of the **TARC Limited** held on Wednesday, December 6, 2023 at 11.00 A.M. (IST), Consolidated Results of each item of the agenda as set out in the notice of EGM dated November 9, 2023 is narrated here-in-below:

Item No. 1

To consider and approve advancing of loan(s), guarantee(s) or provide security in connection with a loan(s) to any other body corporate including subsidiary companies or person or make investment by way of subscription, purchase or otherwise, the securities of anybody corporate under Section 186 of the Companies Act, 2013.

(As a Special Resolution).

(i) Voted in favour of the resolution:

	Number of Members Voted through Electronic voting System	Number of votes Cast in favour of Resolution	% of total number of valid votes cast
Remote E-voting	139	19,65,02,763	98.8480
E-voting at EGM	3	3	0.0000
Total	142	19,65,02,766	98.8480

(ii) Voted against the resolution:

	Number of Members Voted through Electronic voting System	Number of votes Cast against Resolution	% of total number of valid votes cast
Remote E-voting	11	22,90,137	1.1520
E-voting at EGM	0	0	0.0000
Total	11	22,90,137	1.1520



(iii) Invalid Votes:

Total number of members whose votes were Declared invalid	Total numbers of votes cast by Them
0	0

Item No. 2

Issue of Non-Convertible Debentures (NCDs) on a Private Placement basis.

(As Special Resolution)

(i) Voted in favour of the resolution:

	Number of Members Voted through Electronic voting System	Number of votes Cast in favour of Resolution	% of total number of valid votes cast
Remote E-voting	145	19,72,41,260	99.2195
E-voting at EGM	3	3	0.0000
Total	148	19,72,41,263	99.2195

(ii) Voted against the resolution:

	Number of Members Voted through Electronic voting System	Number of votes Cast against Resolution	% of total number of valid votes cast
Remote E-voting	4	15,51,540	0.7805
E-voting at EGM	0	0	0.0000
Total	4	15,51,540	0.7805

(iii) Invalid Votes:

Total number of members whose votes were Declared invalid	Total numbers of votes cast by Them
0	0



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P K MISHRA & ASSOCIATES

(Company Secretaries)

Continuation Sheet

Since the votes cast in favour of the special resolutions for Item no.1 and 2 are more than 3 times of the votes cast against the special resolutions. The said Special Resolutions are deemed to be passed with special majority.

1. The poll papers and all other relevant records relating to electronic voting shall remain in my safe custody until the Chairman signs the minutes of the Extra Ordinary General Meeting of the Company and same will be handed over to the Company Secretary of the Company for safe keeping thereafter.

2. Restriction on use

The report has been issued at the request of the Company for (i) submission to the Stock Exchanges, (ii) to be placed on the website of the Company, (iii) website of NSDL (E-voting Agency) and (iv) any other regulatory purposes. This report is not to be used for any other purpose or to be distributed to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior permission.

You may accordingly declare the result of the Remote e-voting and e-voting at EGM.

Thanking you,

Yours faithfully,

For P. K. Mishra & Associates

Company Secretaries

Firm's Registration No. S2016DE382600

Peer Review Certificate No.: 2656/2022

CS PAWAN KUMAR MISHRA

Proprietor

(Scrutinizer)

M. No. FCS-4305

COP No.16222

Date: December 6, 2023

Place: New Delhi

UDIN: F004305E002849785



Countersigned by

For and behalf of TARC Limited

Amit Narayan

Company Secretary

