



Tourism Finance Corporation of India Ltd.

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New Delhi -110017

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CIN : L65910DL1989PLC034812

TF/LISTING/24

March 22, 2024

BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 023 Scrip Code : 526650	National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex, Banda (East), Mumbai – 400 051 Scrip Code: TFCILTD
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Dear Sir,

Sub: Extra-Ordinary General Meeting– Voting Result

This is to inform you that Shareholders of the Company at Extra-Ordinary General Meeting (EGM) held on Friday, March 22, 2024 have considered and approved the resolution as contained in the notice of the EGM dated February 26, 2024.

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

End: As stated



Compliance under Regulation 44(3) of the SEBI (LODR) Regulations, 2015

Company Name		Tourism Finance Corporation of India Limited						
Date of EGM		March 22, 2024						
Total Number of shareholders on record date		88841						
No. of shareholders present in the meeting either in person or through proxy:								
Promoter and Promoter Group:		NA						
Public:		NA						
No. of shareholders attended the meeting through Video Conferencing								
Promoter and Promoter Group:		0						
Public:		52						
Resolution (1)								
Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Issuance of Equity Shares by way of Preferential Issue on private placement basis.						
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
Promoter and Promoter Group	E-Voting	7264672	7264672	100.00	6403145	861527	88.1409	11.8591
	Poll		0	0.00	0	0	0.0000	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.0000	0
	Total		7264672	7264672	100.00	6403145	861527	88.1409
Public Institutions	E-Voting	3347135	402258	12.02	402258	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		3347135	402258	12.02	402258	0	100
Public- Non Institutions	E-Voting	79760641	13858759	17.38	13847182	11577	99.9165	0.0835
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		79760641	13858759	17.38	13847182	11577	99.9165
Total		90372448	21525689	23.82	20652585	873104	95.9439	4.0561





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 dated September 25, 2023 and January 13, 2020 read with the Circulars dated April 8, 2020, April 13, 2020, May 5, 2020, December 28, 2022 (collectively referred to as "MCA Circulars"), guidelines relating to the conduct of general meetings through Video Conferencing / Other Audio Visual Means and SEBI circulars No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, Circular No. SEBI/HO/CFD/CFD/PoD-2/P/CIR/2023/167 dated October 7, 2023, Regulation 44 of SEBI (LODR)/regulations, 2015 as amended, and Secretarial Standard on General Meetings (SS-2).

To,

The Chairman of the Extra Ordinary General Meeting of **Tourism Finance Corporation of India Ltd.** (CIN: L65910DL1989PLC034812), held on Friday, the 22nd March 2024 at 11.00 A.M. through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).

Dear Sir,

I, Jyoti Narang, Partner of M/s. Naveen Narang & Associates, 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 the resolution set forth in notice dated 26.02.2024 of the EOGM of the Company, cast by the shareholders of the Tourism Finance Corporation of India Ltd. (the Company) at the EOGM held on Friday, the 22ND March, 2024, at 11.00 AM through Video Conferencing (VC)/ Other Audio Visual Means(OAVM).

I submit my report as under:

1. 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 Extra Ordinary General Meeting, on the resolution proposed in the Notice dated 26.02.2024 of the Extra Ordinary 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 resolution, 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 and dispatch of notices was completed on 28/02/2024. Public notice by way of advertisement was also published on 29/02/2024 in two newspapers - (1) Financial Express (English daily), and (2) Jansatta (Hindi, Delhi Edition) specifying details and matters required under the rules.
3. The remote e-voting period commenced at 9.00 A.M. (IST) on 19.03.2024 and ended on 21.03.2024 at 5.00 P.M. (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., 15.03.2024 were entitled to avail the facility of remote E-voting as well as Instapoll /Venue voting at the EOGM on the proposed resolution.
5. The total paid up equity share capital of the Company as on cut-off date i.e., 15.03.2024 was Rs. 90,37,24,480 divided into 9,03,72,448 equity shares of Rs. 10/- each fully paid up and total number of members on the above date 88841.
6. Attendance of 52 Members was registered who attended the EOGM through VC/OAVM and the Chairman requested for Venue Voting at the EOGM as per MCA circulars/guidelines referred to above.
7. The Company provided the facility of e-voting at the EOGM only to such members who had participated in the EOOM through VC/OVAM and who had not cast their votes through remote e-voting.
8. After the period fixed by the Chairman for closing of the e-voting at the Venue at 11:30 hrs., the electronic system recording the e-voting/venue voting was locked.
9. After completion of e-voting and conclusion of the EOGM, the e-voting event was unblocked on 22.03.2024 at 11:30 hrs. 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 15.03.2024 (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 EOGM.
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 EOGM, in respect of the resolution proposed in the notice of the EOGM are as under.



Special Business:

Item No. 1: Issuance of Equity Shares by way of Preferential Issue on private placement basis.

Special Resolution

(i) Voted in favour of Resolution:

Particulars	Remote e-voting	E-voting at the EOGM (Instapoll/Venue Voting)	Total
Number of members voting	94	2	96
Number of votes cast by them	20652484	101	20652585
% Of total number of Valid votes cast	95.94%	0%	95.94%

(ii) Voted against the resolution

Particulars	Remote e-voting	E-voting at the EOGM (Instapoll/Venue Voting)	Total
Number of members voting	9	0	9
Number of votes cast by them	873104	0	873104
% of total number of Valid votes cast	4.06%	0%	4.06%

(iii) Invalid Votes– NIL



Summary of E-Voting

Category	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
Promoter and Promoter Group	7264672	7264672	100.00	6403145	861527	88.14	11.86
Public Institutions	3347135	402258	12.02	402258	0.00	100.00	0.00
Public-Non Institutions	79760641	13858759	17.38	13847182	11577	99.92	0.08
Total	90372448	21525689	23.82	20652585	873104	95.94	4.06

13. As required under the Act, the resolution has 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 resolution (Both through Remote e-voting and Instapoll /Venue Voting at the EOGM and all electronic data relating to the EOGM has been handed over to the Company Secretary authorized by the Board for safe custody.



For Naveen Narang & Associates
Company Secretaries

Jyoti Narang

Jyoti Narang
Partner

Membership No. 5698

C.PNo. 5199

Peer Review Cer. No. 3434/2023

UDIN:F005698E003621695

Date: March 22, 2024
New Delhi

Counter signed by
For Tourism Finance Corporation of India Ltd.

1. The e-votes cast through remote e-voting and Instapoll /venue voting at the EOGM in respect of the resolution proposed in the notice of the EOGM dated 26.02.2024 of Tourism Finance Corporation of India Limited (CIN: L65910DL1989PLC034812) were unblocked in our presence.
2. We are not in the employment of the Company.

Witnesses:

1. Signature

Name and Address:

Naveen Narang R/o H-3/157, 2nd Floor, Vikaspuri, New Delhi - 110018

2. Signature

Name and Address:

Chanki Baghel R/o JG-3/38C, Vikaspuri, New Delhi 110018

New Delhi

Date: March 22, 2024

