March 25, 2020

The Secretary
BSE Ltd.
PJ Towers, Rotunda Bldg.,
Dalal Street, Fort
Mumbai- 400 001

Scrip Code: 500414

Subject: Submission of result of voting by Postal Ballot as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Further to our letter dated February 20, 2020, we wish to inform you that the members of the Company have approved, by way of voting done by Postal Ballot and e-voting, the resolution proposed in the Postal Ballot Notice dated January 30, 2020 with requisite majority.

The details of the voting results are enclosed in the format prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

A certified copy of the Scrutinizer Report is also attached.

You are requested to take the above information on record and acknowledge.

Thanking you,
For Timex Group India Limited

Sd/-
Dhiraj Kumar Maggo
GM-Legal, HR & Company Secretary

Enclosures: as above
Date of AGM/EGM/Postal Ballot Notice dated January 30, 2020
(Voting start date: February 24, 2020
Voting end date: March 24, 2020)

Date of declaration of Postal Ballot Results March 25, 2020

Total number of shareholders on record date
45007 equity shareholders as on January 31, 2020

No. of shareholders present in the meeting either in person or through proxy Promoter and Promoter Group: Not Applicable

No. of shareholders attended the meeting through Video Conferencing: Promoter and Promoter Group: Not Applicable

---

**RESOLUTION NO. 1** - To approve related party transactions

<table>
<thead>
<tr>
<th>Category</th>
<th>Mode of Voting</th>
<th>No. of shares held (1)</th>
<th>No. of votes polled (2)</th>
<th>% of Votes Polled on outstanding shares (3)=([2]/[1])*100</th>
<th>No. of Votes in favour (4)</th>
<th>No. of Votes against (5)</th>
<th>% of Votes in favour on votes polled (6)=([4]/[2])*100</th>
<th>% of Votes against on votes polled (7)=([5]/[2])*100</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Promoter and Promoter Group</strong></td>
<td>E-Voting</td>
<td>75645100</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td></td>
<td>Poll</td>
<td></td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td></td>
<td>Postal Ballot</td>
<td></td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td></td>
<td>Total</td>
<td></td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td><strong>Public Institution</strong></td>
<td>E-Voting</td>
<td>32523</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td></td>
<td>Poll</td>
<td></td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td></td>
<td>Postal Ballot</td>
<td></td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td></td>
<td>Total</td>
<td></td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td><strong>Public-Non Institution</strong></td>
<td>E-Voting</td>
<td>25272377</td>
<td>2382802</td>
<td>9.43</td>
<td>2381564</td>
<td>1238</td>
<td>99.95</td>
<td>.05</td>
</tr>
<tr>
<td></td>
<td>Poll</td>
<td></td>
<td>162699</td>
<td>.64</td>
<td>162029</td>
<td>670</td>
<td>99.59</td>
<td>.41</td>
</tr>
<tr>
<td></td>
<td>Postal Ballot</td>
<td></td>
<td>2545501</td>
<td>10.07</td>
<td>2543593</td>
<td>1908</td>
<td>99.93</td>
<td>.07</td>
</tr>
<tr>
<td></td>
<td>Total</td>
<td></td>
<td>100950000</td>
<td>2545501</td>
<td>2.52</td>
<td>2543593</td>
<td>1908</td>
<td>99.93</td>
</tr>
</tbody>
</table>
SCRUTINIZER'S REPORT

To,

The Chairman,
Timex Group India Limited
106-107, Ambadeep, 14, Kasturba Gandhi Marg,
New Delhi 110001

Dear Sir,

I, Neelesh Kumar Jain, Company Secretary in Practice (FCS:5593/ CP No. 5233), have been appointed as the Scrutinizer pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 by the Board of Directors of Timex Group India Limited ('Company') vide its resolution dated 30 January 2020 to conduct the postal ballot and e-voting process of the company in connection with passing of the resolution for the Business stated in the notice of Postal Ballot/e-Voting dated 30 January 2020.

I submit my report as under:

1. On the basis of the register of members/ list of beneficial owners made available by the Registrar and Share Transfer Agent of the Company i.e Alankit Assignments Limited, the company had dispatched the notice of the postal ballot/e-voting.

2. The Company has completed the electronic transmission and physical dispatch of Postal Ballot Notice along with the explanatory statement, the Postal Ballot Form and the pre-paid business reply envelope on 18 February 2020 to its members whose names appeared in the register of members/ list of beneficial owners as on 31 January 2020.

3. The Company has also provided to the shareholders the facility of e-voting through e-Voting website of National Securities Depository Limited i.e. www.evoting.nsdl.com.

4. The voting period commenced on 24 February 2020 at 10:00 AM and concluded on 24 March 2020 at 5:00 PM for voting through physical postal ballot form as well through e-voting.

5. The shareholders holding shares as on the cut-off date i.e. 31 January 2020 were entitled to vote on the proposed resolution as set out in the Notice of Postal Ballot dated 30 January 2020 of Timex Group India Limited.
6. The Postal Ballot Forms received were kept under safe custody before commencing the scrutiny of such Postal Ballot Forms.

7. Particulars of all the Postal Ballot Forms received from the members have been entered in a separate register maintained for the purpose.

8. I did not find any defaced or mutilated Ballot Papers.

9. Also for the e-voting, the votes were unblocked at 5:04 PM on 24 March 2020 in the presence of two witnesses Ms. Ashi Jain and Ms. Anuja Jain who are not in the employment of the company and who have signed below in confirmation of the votes being unblocked in their presence.

10. The details of e-voting, inter-alia, containing the list of equity shareholders who voted “For”, “Against” on each of the resolution that were put to vote were generated from the e-voting website i.e., www.evoting.nsdl.com.

11. A combined report of the Postal Ballot and e-Voting conducted is given below:

<table>
<thead>
<tr>
<th>No. of Total Ballots recd. by scrutinizer</th>
<th>Physical</th>
<th>Electronic</th>
</tr>
</thead>
<tbody>
<tr>
<td>Less: Ballots Rejected due to technical reason*</td>
<td>18</td>
<td>0</td>
</tr>
<tr>
<td>No. of valid Ballots</td>
<td>120</td>
<td>64</td>
</tr>
</tbody>
</table>

*Number of ballots rejected are for 3,02,006 votes (shareholder category - Public-others) which includes 3,00,025 votes of two shareholders who have casted their votes in Electronic and Physical mode both

**Resolution 1: To approve related party transaction**

<table>
<thead>
<tr>
<th>Category</th>
<th>Mode of Voting</th>
<th>No. of shares held (1)</th>
<th>No. of valid votes polled (2)</th>
<th>% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100</th>
<th>No. of Votes - in favour (4)</th>
<th>No. of Votes - against (5)</th>
<th>% of Votes in favour on votes polled (6)= [(4)/(2)]*100</th>
<th>% of Votes against on votes polled (7)= [(5)/(2)]*100</th>
</tr>
</thead>
<tbody>
<tr>
<td>Promoter and Promoter Group</td>
<td>e-Voting</td>
<td>Postal Ballot</td>
<td>7,56,45,100</td>
<td>Abstain from voting as being a related party for the Resolution</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Public</td>
<td>e-Voting</td>
<td></td>
<td>32523</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
</tbody>
</table>
On reckoning the voting of the shareholders as above, I report that the Resolution as contained in item No. 1 of the Notice of Postal Ballot/e-Voting dated have been passed with requisite majority.

I shall hand over the Postal Ballot Forms and other related papers/registers and records for the safe custody to the Company once the Chairman considers, approves and signs the minutes of the meeting.

You may accordingly declare the result on the voting by the Postal Ballot.

For NKJ & Associates
(Company Secretaries)

Place: Delhi  
Date: 25.03.2020

Witness

1. ASHI CHAKRESH JAIN  
   Daughter of CHAKRESH R. JAIN  
   R/o HIMADRI HOSTEL, IIT DELHI  
   NEW DELHI

2. ANUJA JAIN  
   D/o MAHENDRA KUMAR JAIN  
   R/o ANANDLOK APP. MAYUR VIHAR PH.I  
   DELHI
Countersigned by:

For TIMEX GROUP INDIA LIMITED

Sharmila Sahai
Managing Director
On behalf of
DAVID THOMAS PAYNE
Chairman