

**TULSYAN NEC LTD**



To,  
**The BSE Limited,**  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400001

Date: March 23, 2023

Dear Sir/Madam,

**Sub: Voting Results and Scrutinizers' Report of the (1/2022-23) Extra Ordinary General Meeting ("EGM") of Tulsyannec Limited ("the Company") held on March 23, 2023**

**Ref: Scrip Code: 513629**

We wish to inform you that the (1/2022-23) EGM of the Company was held on Thursday, March 23, 2023 through video conferencing, to transact the business as stated in the EGM Notice dated February 25, 2023 read with Corrigendum to the EGM Notice dated March 16, 2023.

In this regard, please find attached the following:

- 1) Voting results pursuant to Regulation 44(3) of SEBI Listing Regulations;
- 2) Scrutinizer's Report pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014;

The voting results along with Scrutinizer's Report of the EGM of the Company are also made available on the Company's website at [www.tulsyannec.in](http://www.tulsyannec.in) and also 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 **Tulsyannec Limited**

**Parvati Soni**  
**Company Secretary & Compliance Officer**

*Encl: As above*

**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](mailto:info@tulsyannec.in) | [www.tulsyannec.in](http://www.tulsyannec.in)  
GSTIN 33AABCT3720E1ZW | CIN L28920TN1947PLC007437



**NAME OF THE COMPANY: TULSYAN NEC LIMITED**

1.SPECIAL BUSINESS: Approval of raising of funds aggregating upto INR 269,00,00,000 (Indian Rupees Two Hundred Sixty Nine Crores) through issuance of unlisted, unrated, secured and redeemable Non-Convertible Debentures on a Private Placement basis

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are interested 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	10423347	98.64	10423347	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
	<b>SUB TOTAL</b>		<b>10567415</b>	<b>10423347</b>	<b>98.64</b>	<b>10423347</b>	<b>0</b>	<b>100</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	4432585	44812	1.01	44812	0	100	0
	POLL		0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>4432585</b>	<b>44812</b>	<b>1.01</b>	<b>44812</b>	<b>0</b>	<b>100</b>
<b>GRAND TOTAL</b>		<b>15000000</b>	<b>10468159</b>	<b>69.79</b>	<b>10468159</b>	<b>0</b>	<b>100</b>	<b>0</b>

2. SPECIAL BUSINESS: Approval of raising of funds aggregating upto INR 6,00,00,000 (Indian Rupees Six Crores) through issuance of Equity Shares on a preferential allotment basis

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are interested 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	10423347	98.64	10423347	0	100	0
	POLL		0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>10567415</b>	<b>10423347</b>	<b>98.64</b>	<b>10423347</b>	<b>0</b>	<b>100</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	4432585	44812	1.01	44812	0	100	0
	POLL		0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>4432585</b>	<b>44812</b>	<b>1.01</b>	<b>44812</b>	<b>0</b>	<b>100</b>
<b>GRAND TOTAL</b>		<b>15000000</b>	<b>10468159</b>	<b>69.79</b>	<b>10468159</b>	<b>0</b>	<b>100</b>	<b>0</b>

3.SPECIAL BUSINESS: Reclassification of Authorised Share Capital and Alteration of Capital Clause of Memorandum of Association of the Company

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are interested 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	10423347	98.64	10423347	0	100	0
	POLL		0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>10567415</b>	<b>10423347</b>	<b>98.64</b>	<b>10423347</b>	<b>0</b>	<b>100</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	4432585	44812	1.01	44812	0	100	0
	POLL		0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>4432585</b>	<b>44812</b>	<b>1.01</b>	<b>44812</b>	<b>0</b>	<b>100</b>
<b>GRAND TOTAL</b>		<b>15000000</b>	<b>10468159</b>	<b>69.79</b>	<b>10468159</b>	<b>0</b>	<b>100</b>	<b>0</b>

For Tulsyan NEC Limited

*Sanjay Agarwalla*  
**Sanjay Agarwalla**  
 Whole Time Director  
 (DIN: 00632864)





## M DAMODARAN & ASSOCIATES LLP

www.mdassociates.co.in

### CONSOLIDATED SCRUTINIZER'S REPORT (Remote e-voting & e-voting at the EGM) Form No. MGT 13

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

To,

The **Chairman** of (1/2022-23) Extra-Ordinary General Meeting ("EGM") of the Equity Shareholders of M/s. TULSYAN NEC LIMITED (CIN: L28920TN1947PLC007437) held on Thursday, 23<sup>rd</sup> March, 2023 at 11.00 A.M (IST) through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM').

Dear Sir,

I, M. Damodaran, Managing Partner of M Damodaran & Associates LLP, Practicing Company Secretaries had been appointed as a Scrutinizer by the Board of Directors of TULSYAN NEC LIMITED ("the Company") for scrutinizing the remote e-voting and e-voting at the EGM pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ("Rules") and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and as per MCA Circular No. 11/2022 dated December 28, 2022 in respect of the below mentioned resolutions proposed at the EGM of the Equity Shareholders of the Company held on Thursday, 23<sup>rd</sup> March, 2023 at 11.00 A.M (IST) through VC, submit my report as under:

1. 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 remote e-voting and e-voting at the EGM] for the resolutions contained in the Notice of the EGM of the Equity Shareholders of the Company. My responsibility as a Scrutinizer for the process of voting through electronic means [i.e by remote e-voting and e-voting at the EGM] is restricted to make a consolidated Scrutinizer's Report of the votes cast "in favor" or "against" the resolutions stated in the notice of the EGM, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), engaged by the Company to provide the facilities of voting through electronic means [i.e by remote e-voting and e-voting at the EGM].

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2. The remote e-voting commenced on March 20, 2023 (Monday) at 09.00 A.M (IST) and ended on March 22, 2023 (Wednesday) at 05.00 P.M. (IST).
3. The Equity Shareholders holding shares as on March 16, 2023 (Thursday), i.e. cut-off date, were entitled to vote on the resolutions stated in the Notice of the EGM of the Company.
4. As per the information given by the Company, the names of the Equity Shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those Equity Shareholders who had attended the EGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system at the EGM.
5. There was no e-voting casted during the EGM, hence the votes cast through remote e-voting was unblocked and downloaded on Thursday, March 23, 2023 at 11.35 A.M (IST) in presence of two witnesses who are not in the employment of the Company. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared.
6. Based on the data downloaded from CDSL e-voting system, the total votes cast in favor or against for all the resolutions proposed in the Notice of the EGM are as under:





**CONSOLIDATED RESULTS OF REMOTE E-VOTING AND E-VOTING AT THE EGM OF  
M/S. TULSYAN NEC LIMITED**

**Special Business:**

**Item No: 1**

**Approval of raising of funds aggregating upto INR 269,00,00,000 (Indian Rupees Two Hundred Sixty Nine Crores) through issuance of unlisted, unrated, secured and redeemable Non-Convertible Debentures on a Private Placement basis.**

**Passed as a Special Resolution as follows:**

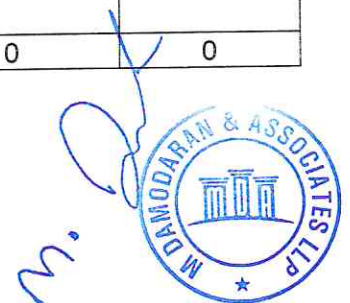
Mode of e-Voting	Total valid e-voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	39	39	10468159	100	0	0	0	100
e-voting at the EGM	0	0	0	0	0	0	0	0
<b>Total</b>	<b>39</b>	<b>39</b>	<b>10468159</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>100</b>

**Details of Abstained Votes:**

Mode of e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-Voting	0	0
e-Voting at the EGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

**Details of Invalid Votes:**

Mode of e-Voting	Total number of members cast invalid votes	Total invalid votes
Remote e-Voting	0	0
e-Voting at the EGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>



**Item No: 2**

**Approval of raising of funds aggregating upto INR 6,00,00,000 (Indian Rupees Six Crores) through issuance of Equity Shares on a preferential allotment basis.**

Passed as a **Special Resolution** as follows:

Mode of e-Voting	Total valid e-voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	39	39	10468159	100	0	0	0	100
e-voting at the EGM	0	0	0	0	0	0	0	0
<b>Total</b>	<b>39</b>	<b>39</b>	<b>10468159</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>100</b>

Details of Abstained Votes:

Mode of e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-Voting	0	0
e-Voting at the EGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

Details of Invalid Votes:

Mode of e-Voting	Total number of members cast invalid votes	Total invalid votes
Remote e-Voting	0	0
e-Voting at the EGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

**Item No: 3**

**Reclassification of Authorised Share Capital and Alteration of Capital Clause of Memorandum of Association of the Company.**

Passed as a **Special Resolution** as follows:

Mode of e-Voting	Total valid e-voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	39	39	10468159	100	0	0	0	100
e-voting at the EGM	0	0	0	0	0	0	0	0
<b>Total</b>	<b>39</b>	<b>39</b>	<b>10468159</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>100</b>

Details of Abstained Votes:

Mode of e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-Voting	0	0
e-Voting at the EGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

Details of Invalid Votes:

Mode of e-Voting	Total number of members cast invalid votes	Total invalid votes
Remote e-Voting	0	0
e-Voting at the EGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

7. The electronic data and all other relevant records relating to remote e-voting and e-voting at the EGM are under my safe custody and will be handed over to the Company Secretary of the Company for preserving safely after the Chairman considers, approves and signs the minutes of the EGM.

Thanking You,

Yours faithfully,

For **M Damodaran & Associates LLP**



M. Damodaran  
Managing Partner  
Membership No.: 5837  
COP No.: 5081  
FRN: L2019TN006000  
PR 1374/2021  
ICSI UDIN: F005837D003310259

Place: Chennai  
Date: 23.03.2023