



T T LIMITED
 (CIN NO.-L18101DL1978PLC009241)
 879, MASTER PRITHVI NATH MARG
 OPP: AJMALKHANPARK, KAROL BAGH,
 NEW DELHI – 110 005, INDIA
 TEL: 0091 11 45060708
 EMAIL: newdelhi@ttlimited.com
 WEBSITE: <http://www.ttlimited.co.in>



NOTICE TO THE MEMBERS DECLARATION OF RESULT OF POSTAL BALLOT

Pursuant to Section 110 and other applicable provisions of the Companies Act, 2013 ("the Act"), if any, read together with Rule 22 of the Companies (Management and Administration) Rules, 2014, and read with regulation 44(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") including any Statutory modification or re-enactment thereof for the time being in force, consent of the Members of the Company was sought by way of Resolution as set out in the Postal Ballot Notice dated 13th December, 2017 by means of physical Ballot Forms and voting through electronic means (e-voting).

Postal Ballot Notice containing the Resolutions together with the explanatory statement annexed to the Notice was sent to all the Members of the Company and the last date of receipt of Postal Ballot Form, either through physical submission of Postal Ballot Forms by the Members of the Company in postage pre-paid self addressed envelope or through e-voting was Thursday, 01st March, 2018. Mr. Deepak Kukreja, Practising Company Secretary, (Membership No. FCS 4140 and CP No 8265) was appointed as Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

The Scrutinizer has submitted his Report and on the basis of the report of the Scrutinizer, it is hereby declared, that the Resolutions as set out in the Postal Ballot Notice dated 13th December, 2017, has been duly passed by the Members of the company with requisite majority.

The details of voting result of the Resolutions passed through Postal Ballot process (including e-voting) are reproduced hereunder:-

Date of declaration of Postal Ballot Results	Saturday, 03 rd March, 2018
Total number of Shareholders on cut-off date	21660 equity shareholders (as on 22 nd December, 2017)
No. of Shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended in the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	
Public:	

For T T LIMITED

SUNIL MAHNOT
 DIRECTOR (FINANCE)
 DIN 06819974

Agenda

Resolution No.1: Re-appointment of Sh. Rikhab Chand Jain as an Executive Chairman of the Company for a period of five years and remuneration payable to him.

Resolution required: (Ordinary/Special)			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution			Yes					
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of Votes-in favor	No. of Votes-against	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)] *100
Promoter and Promoter group	E-voting	12293525	12293525	100	12293525	0	100	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total	12293525	12293525	100	12293525	0	100	0
Public Institutions	E-voting	1500	0	0	0	0	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total	1500	0	0	0	0	0	0
Public-Non Institutions	E-voting	9203025	16537	0.18	16437	100	99.40	0.60
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	*Postal Ballot		21390	0.23	21390	0	100	0.00
	Total	9203025	37927	0.41	37827	100	99.74	0.26
Total		21498050	12331452	57.36	12331352	100	99.9992	0.00081

Result: Resolution passed by requisite majority

Resolution No.2: Re-appointment of Sh. Sanjay Kumar Jain as Managing Director of the Company for a period of five years and remuneration payable to him.

Resolution required: (Ordinary/Special)		Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution		Yes					

For T T LIMITED



SUNIL MAHNOT
DIRECTOR (FINANCE)
DIN 06819974

Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of Votes-in favor	No. of Votes-against	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	12293525	12293525	100	12293525	0	100	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total		12293525	100	12293525	0	100	0
Public Institutions	E-voting	1500	0	0	0	0	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total		1500	0	0	0	0	0
Public-Non Institutions	E-voting	9203025	16537	0.18	16437	100	99.40	0.60
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	*Postal Ballot		21040	0.23	20940	100	99.52	0.48
	Total		9203025	0.41	37377	200	99.47	0.53
Total		21498050	12331102	57.36	12330902	200	99.9984	0.00162

Result: Resolution passed by requisite majority

Resolution No.3: Alteration of Articles of Association.

Resolution required: (Ordinary/Special)		Special Resolution						
Whether promoter/promoter group are interested in the agenda/resolution		Yes						
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of Votes-in favor	No. of Votes-against	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	12293525	12293525	100	12293525	0	100	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total		12293525	100	12293525	0	100	0

For T T LIMITED

SUNIL MAHNOT
DIRECTOR (FINANCE)
DIN 06819974

Public Institution ns	E- voting	1500	0	0	0	0	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total	1500	0	0	0	0	0	0
Public- Non Institution ns	E- voting	9203025	16537	0.18	16437	100	99.40	0.60
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	*Postal Ballot		21040	0.23	21040	0	100.00	
	Total	9203025	37577	0.41	37477	100	99.73	0.27
Total		21498050	12331102	57.36	12331002	100	99.9992	0.00081

*Excludes Invalid Votes

Result: Resolution passed by requisite majority

The report of the Scrutinizer is enclosed herewith.

Date: 03rd March, 2018
Place: New Delhi



**Thanking You
For T T Limited**

[Signature]

Sunil Mahnot
Director Finance
Din No.:06819974

DEEPAK KUKREJA & ASSOCIATES

C O M P A N Y S E C R E T A R I E S

To,

The Chairman
M/s T T Limited
879 MASTER PRITHVI NATH MARG
KAROL BAGH
NEW DELHI 110005

SUB: SCRUTINIZER REPORT ON RESULT OF POSTAL BALLOT AND E - VOTING

Dear Sir,

The Board of M/s T T Limited at its meeting held on 13th December, 2017 has appointed us as Scrutinizer pursuant to section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations , 2015 to conduct the Postal Ballot process and E voting in a fair and transparent manner with respect to the resolutions for approval form members as set out in the Postal Ballot Notice.

WE SUBMIT OUR REPORT AS UNDER:

1. The Company has completed the dispatch of all postal ballot notice(s) and postal ballot forms by 30th January, 2018 along with self address postage prepaid envelope to its Members, whose name appeared on the Register of Members/List of Beneficiaries as on 22nd December, 2017.
2. In compliance to provisions of Rule 20 and 22 of the Companies (Management and Administration) rules, 2014 read with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company has provided e-Voting facility to all its Members to enable them to cast their votes electronically. The E voting started on Wednesday January 31, 2018 at 10:00 A.M. and ended on Thursday March 01, 2018 at 5:00 P.M.
3. The Company has engaged Central Depository Services Limited (CDSL) as the service provider, for extending the facility of electronic voting to the Members of the Company.
4. The e-voting were unblocked immediately after the end of E-voting period in the presence of two witness who were not in the employment of the company.
5. The ballot boxes containing the physical ballots were opened in our presence in due course of the scrutiny on 01st March, 2018 at 05:30 P.M. Also we have downloaded the



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COMPANY SECRETARIES

E-voting report from the website of Central Depository Services Limited (CDSL) in respect of members, who voted through e-voting on 01st March, 2018.

6. The Particulars of all the postal ballot forms received from the Members in physical forms(s) and electronic ballot report generated from website of Central Depository Services Limited (CDSL) have been entered in a register separately maintained for the purpose.
7. The postal ballot forms were kept under safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
8. All the postal ballot forms and e-votes received up to 5:00 pm on 01st March, 2018 i.e. last date and time fixed by the company for receipt of the same, were considered.
9. The Postal ballot forms were matched with Register of members of the Company/ list of beneficiaries as on 22nd December, 2017.
10. The Electronic votes matched with Register of members of the Company/ list of beneficiaries as on 22nd December, 2017.
11. There were 337 envelopes containing postal ballot form along with Postal Ballot notice, which were returned undelivered. These envelopes have not been opened and are kept separately.
12. We did not find any defaced or mutilated ballot paper.
13. The Members has given the facility to exercise their voting either by electronic or physical mode.
14. The total paid up shares capital of the Company as on cut-off date, was Rs. 2, 14,980,500/- divided into 21,498,050 equity shares of Rs. 10/- each.
15. After our scrutiny, the summary of postal ballot forms and E voting is given below:-

S. No	Particulars	No. of members voted in Physical postal ballot forms	No. of votes Cast (Shares)- Physical Ballot forms	No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting
1.	Total postal ballot received	29	22590	23	12310062



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COMPANY SECRETARIES**

2.	Less: invalid votes	4	1000	0	0
3.	Net valid votes	25	21590	23	12310062
4.	With Assent	25	RESOLUTION	22	RESOLUTION
			I 21390	II 20940	III 21040
					(I, II & III) 12309962
5.	With dissent	1	RESOLUTION	1	RESOLUTION
			I 0	II 100	III 0
					(I, II & III) 100

16. Based on above the combined result is as under

1.) RESOLUTION NO.1 : SPECIAL RESOLUTION

**RE-APPOINTMENT OF SH. RIKHAB CHAND JAIN AS EXECUTIVE
CHAIRMAN FOR PERIOD OF 5 YEARS AND REMUNERATION PAYABLE
TO HIM.**

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted in E- voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Postal ballot	No. of votes cast (Shares) – Postal ballot	Total no. of votes cast (shares) through E- voting and Postal ballot	% of total number of valid votes cast	% of total no. of shares of the Company
22	12309962	25	21390	12331352	99.9992%	57.36%



(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Postal ballot	No. of votes cast (Shares) – Postal ballot	Total no. of votes cast (shares) through E-voting and Postal ballot	% of total number of valid votes cast	% of total no. of shares of the Company
1	100	0	0	100	0.00081%	0.00046%

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Postal ballot	No. of votes cast (Shares) – Postal ballot	Total no. of votes cast through E-voting and postal ballot
0	0	4	1000	1000

RESULT

As the number of votes cast in Favour of the resolution was three times more than the number of votes cast against, we report that the Special Resolution as set out in the Notice is passed in Favour of the resolution with requisite majority.

2.) RESOLUTION NO.2 : SPECIAL RESOLUTION

**RE-APPOINTMENT OF SH. SANJAY KUMAR JAIN AS MANAGING
DIRECTOR FOR PERIOD OF 5 YEARS AND REMUNERATION PAYABLE TO
HIM.**

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Postal ballot	No. of votes cast (Shares) – Postal ballot	Total no. of votes cast (shares) through E-voting and Postal ballot	% of total number of valid votes cast	% of total no. of shares of the Company
22	12309962	25	20940	12330902	99.9984%	57.36%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Postal ballot	No. of votes cast (Shares) – Postal ballot	Total no. of votes cast (shares) through E-voting and Postal ballot	% of total number of valid votes cast	% of total no. of shares of the Company
1	100	1	100	200	0.00162%	0.00093%

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Postal ballot	No. of votes cast (Shares) – Postal ballot	Total no. of votes cast through E-voting and postal ballot
0	0	4	1000	1000

RESULT

As the number of votes cast in Favour of the resolution was three times more than the number of votes cast against, we report that the Special Resolution as set out in the Notice is passed in Favour of the resolution with requisite majority.

3.) RESOLUTION NO.3 : SPECIAL RESOLUTION

ALTERATION OF ARTICLES OF ASSOCIATION

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Postal ballot	No. of votes cast (Shares) – Postal ballot	Total no. of votes cast (shares) through E-voting and Postal ballot	% of total number of valid votes cast	% of total no. of shares of the Company
22	12309962	25	21040	12331002	99.9992%	57.36%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Postal ballot	No. of votes cast (Shares) – Postal ballot	Total no. of votes cast (shares) through E-voting and Postal ballot	% of total number of valid votes cast	% of total no. of shares of the Company
1	100	0	0	100	0.00081%	0.00046%

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Postal ballot	No. of votes cast (Shares) – Postal ballot	Total no. of votes cast through E-voting and postal ballot
0	0	4	1000	1000

RESULT

As the number of votes cast in Favour of the resolution was three times more than the number of votes cast against, we report that the Special Resolution as set out in the Notice is passed in Favour of the resolution with requisite majority.

17. The Register of Postal Ballot maintained in electronic form containing details of e-voting and physical voting separately.



**DEEPAK KUKREJA & ASSOCIATES
COMPANY SECRETARIES**

18. The register, all other papers and relevant records relating to Postal Ballot and e-voting shall remain in safe custody until the authorized director consider, approves and sign the minutes of postal ballot process and the same will be handed over to Mrs Reetika Mahendra Rathore, Company Secretary of the Company (who has been authorized by the Board to supervise the postal ballot process) for safe keeping.
19. You may accordingly declare the result of the voting by Postal Ballot.

Thanking you

Yours Sincerely

**For DEEPAK KUKREJA & ASSOCIATES
COMPANY SECRETARY**



**DEEPAK KUKREJA
SCRUTINIZER
(Practicing Company Secretary)
31/36, Basement, Old Rajinder Nagar
Delhi - 110060
FCS No: 4140
CP No: 8265**

**Date : March 03, 2018
Place : New Delhi**

For TT Limited



**Sunil Mahnot
Director (Finance)
DIN: 06819974**