DEEPAK KUKREJA & ASSOCIATES
COMPANY SECRETARIES

CONSOLIDATED SCRUTINIZER'S REPORT
T T LIMITED

To,

The Chairman,
T T Limited
879, Master PrithviNath Marg,
Karol Bagh,
New Delhi-110005

Sub: Consolidated Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time for the Annual General Meeting of T T Limited held on Wednesday, August 3, 2022 at 11:00 A.M. through video conferencing ('VC') / other audio visual means('OAVM').

Dear Sir,

1) The Board of the Company at its meeting held on May 11, 2022 had appointed me as Scrutinizer pursuant to section 108of the Companies Act, 2013 read with Rule 20of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and all other provision as applicable, to scrutinize the remote e-voting and e-voting conducted at its 43rd Annual General Meeting (**"AGM"**) in fair and transparent manner.

2) The Company had engaged Central Depository Services (India) Limited (**"CDSL"**) and as the service provider, for extending the facility of electronic voting (Remote e-voting and e-voting facility provided during the AGM) to the shareholders of the Company.

3) The Remote e-voting process was started on Saturday, July 30, 2022 at 9:00 AM. and ended on Tuesday, August 2, 2022 at 5.00 PM.

4) On completion of e-voting during the AGM, the report on e-voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked by me in the presence of two witnesses who were not in the employment of the company and were counted.

5) I have scrutinized and reviewed the remote e-voting and e-voting facility provided to shareholders during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system.

6) As on July 27, 2022i.e. the cut-off date, there were 19,712 Shareholders of the Company who were entitled to vote on the resolutions placed for the approval of the shareholders through remote e-voting as well as e- voting facility provided at the AGM of the Company.

7) The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, the Rules and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.

8) My responsibility as Scrutinizer for e-voting process (Remote e-voting and e-voting facility provided during the AGM) is restricted to making Consolidated Scrutinizer's Report of the votes cast "in favor" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by CDSL.

9) I now submit my consolidated Report as under on the result of the remote e-voting and e-voting done during the AGM in respect of the said resolutions.

ORDINARY BUSINESS

RESOLUTION NO. 1 – ORDINARY RESOLUTION

TO RECEIVE, CONSIDER, APPROVE AND ADOPT THE AUDITED FINANCIAL STATEMENT OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022 TOGETHER WITH DIRECTORS AND AUDITORS REPORT THEREON

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
79	12585903	100

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
6	105	negligible

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes(Shares) Cast by them
0	0

RESULT

As the number of votes cast in favor of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

DEEPAK KUKREJA & ASSOCIATES CS C.P. No. 8265 COMPANY SECRETARIES

RESOLUTION NO. 2 –ORDINARY RESOLUTION

TO CONSIDER REAPPOINTMENT OF SH. SANJAY KUMAR JAIN(HOLDING DIN: 01736303) AS DIRECTOR OF THE COMPANY,WHO RETIRES BY ROTATION, AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
79	12585903	100

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
6	105	negligible

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes(Shares) Cast by them
0	0

RESULT

As the number of votes cast in favor of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

DEEPAK KUKREJA & ASSOCIATES C.P. No. 8265 COMPANY SECRETARIES

RESOLUTION NO. 3 – ORDINARY RESOLUTION

TO RE-APPOINT STATUTORY AUDITORS AND AUTHORIZE BOARD OF DIRECTORS TO FIX THEIR REMUNERATION

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
79	12585903	100

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
6	105	negligible

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes(Shares) Cast by them
0	0

RESULT

As the number of votes cast in favor of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed in favor the resolution with requisite majority.

DEEPAK KUKREJA & ASSOCIATES * COMPANY SECRETARIES * C.P. NO. 6265

RESOLUTION NO. 4 – ORDINARY RESOLUTION

TO CONFIRM INTERIM DIVIDEND ALREADY PAID AS FINAL DIVIDEND

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
76	12585503	100

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
9	505	negligible

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes(Shares) Cast by them
0	0

RESULT

As the number of votes cast in favor of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

SPECIAL BUSINESS

RESOLUTION NO. 5 – ORDINARY RESOLUTION

TO APPROVE REMUNERATION OF THE COST AUDITORS FOR THE FINANCIAL YEAR 2022-23

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
79	12585903	100

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
6	105	negligible

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes(Shares) Cast by them
0	0

RESULT

As the number of votes cast in favor of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

DEEPAK KUKREJA & ASSOCIATES
C.P. No. 8265

RESOLUTION NO. 6 – SPECIAL RESOLUTION

APPOINTMENT OF SHRI RAHUL JAIN (DIN: 00618923) AS DIRECTOR AND AS INDEPENDENT DIRECTOR OF THE COMPANY

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
78	12585823	100

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
7	185	negligible

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes(Shares) Cast by them
0	0

RESULT

As the number of votes cast in favor of the resolution were three time more than the number of votes cast against the resolution, we report that the Special Resolution with regard to Item no. 6 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

DEEPAK KUKREJA & ASSOCIATES * COMPANY SECRETARIES * C.P. No. 8265

RESOLUTION NO. 7– SPECIAL RESOLUTION

APPOINTMENT OF SHRI PUNEET VIJAY BOTHRA (DIN:09353464)AS A DIRECTOR AND AS AN INDEPENDENT DIRECTOR OF THE COMPANY

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
78	12585823	100

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
7	185	negligible

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes(Shares) Cast by them
0	0

RESULT

As the number of votes cast in favor of the resolution were three times more than the number of votes cast against the resolution, we report that the Special Resolution with regard to Item no. 7 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

DEEPAK KUKREJA & ASSOCIATES * C.P. No. 8265 * COMPANY SECRETARIES

RESOLUTION NO. 8– SPECIAL RESOLUTION

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

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
79	12585903	100

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
6	105	negligible

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes(Shares) Cast by them
0	0

RESULT

As the number of votes cast in favor of the resolution were three times more than the number of votes cast against the resolution, we report that the Special Resolution with regard to Item no. 8 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

DEEPAK KUKREJA & ASSOCIATES * COMPANY SECRETARIES * C.P. No. 8205

RESOLUTION NO. 9– SPECIAL RESOLUTION

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

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
78	12585823	100

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
7	185	negligible

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes(Shares) Cast by them
0	0

RESULT

As the number of votes cast in favor of the resolution were three times more than the number of votes cast against the resolution, we report that the Special Resolution with regard to Item no. 9 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

DEEPAK KUKREJA & ASSOCIATES * C.P. No. 5265 * COMPANY SECRETARIES

RESOLUTION NO. 10– SPECIAL RESOLUTION

TO CONSIDER TO APPOINT SMT. JYOTI JAIN AS EXECUTIVE DIRECTOR DESIGNATED AS JT. MANAGING DIRECTOR

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
78	12566530	99.85

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
7	19478	0.15

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes(Shares) Cast by them
0	0

RESULT

As the number of votes cast in favor of the resolution were three times more than the number of votes cast against the resolution, we report that the Special Resolution with regard to Item no. 10 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

DEEPAK KUKREJA & ASSOCIATES * C.P. No. 3265 * COMPANY SECRETARIES

10) The electronic data and other relevant records relating to e -voting are under my safe custody until the chairman considers, approves and sign the minutes of AGM and the same will be handed over to the Company Secretary/Director authorized by the Board for safe keeping.

FOR DEEPAK KUKREJA & ASSOCIATES
Company Secretaries

Date: 03.08.2022
Place: New Delhi
UDIN No: F004140D000734639

DEEPAK KUKREJA & ASSOCIATES * COMPANY SECRETARIES * CS C.P. No. 8265

(DEEPAK KUKREJA)
Proprietor
FCS, LLB., ACIS (UK), IP
CP No.8265
FCS No. 4140
Peer Review No. 557 /2017

For TT Limited

Pankaj

(PANKAJ MISHRA)
COMPANY SECRETARY