

30th July 2021

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001.
Scrip code: 532343

National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor,
Bandra-Kurla Complex,
Bandra (E), Mumbai 400 051.
Scrip code: TVSMOTOR

Dear Sir,

Sub : Intimation on the Outcome of the Proceedings of Annual General Meeting (AGM), Disclosure of Voting Results

We wish to inform you that the 29th Annual General Meeting of the Company (AGM) was held on 29th July 2021 through Video Conferencing and the businesses mentioned in the Notice dated 27th April 2021 convening the AGM were transacted.

In this connection, we enclose the following:

Proceedings of AGM in compliance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Annexure - I
Voting Results of AGM in compliance with Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Annexure - II
Scrutinizer's Report in compliance with Rule 20 of the Companies (Management and Administration) Rules, 2014.	Annexure - III

The said results declared by the Chairman of the meeting and the report submitted by the scrutinizer are also placed on the Company's Website and Notice board.

This is for your information and record.

Thanking You,

Yours faithfully
For TVS MOTOR COMPANY LIMITED



K S Srinivasan
Company Secretary
Encl: a/a

Annexure -I

Summary of Proceedings of the 29th Annual General Meeting

The 29th Annual General Meeting (AGM) of the members of TVS Motor Company Limited ("the Company") was held on Thursday, July 29, 2021 at 01.30 P.M. (IST) through Video Conferencing. Mr Venu Srinivasan, Chairman and Managing director occupied the chair. The requisite quorum being present, the Chairman called the meeting to order with a prayer. Chairman noted that all directors were present except Mr. Prince Asirvatham who had expressed his inability to be present at the meeting due to personal reasons. Other directors present at the meeting identified themselves to the shareholders. Mr C R Dua, Mr R Gopalan, Mr T Kannan, Mr H K Singh and confirmed their designations as chairman of the Nomination and Remuneration Committee, Audit Committee, Risk Management Committee, Stakeholders Relationship Committee and respectively. Chairman then delivered his speech.

Notice, Auditors Report and Secretarial Auditors Report were taken as read as all the above were available with the shareholders. The Chairman informed that both the Statutory Auditors Report and Secretarial Auditors Report were free from any qualifications / observations or other remarks.

The following items of business, as per the Notice of 29th AGM were transacted:

1. Adoption of the Audited Financial Statements (standalone & consolidated) of the Company for the year ended 31st March 2021 and the reports of the Board of Directors and the Auditors;
2. Re-appointment of Mr Sudarshan Venu as a director, liable to retire by rotation
3. Re-appointment of Mr K N Radhakrishnan as a director, liable to retire by rotation;
4. Appointment of Prof. Sir Ralf Dieter Speth as a Non- Executive Director of the Company;
5. Appointment of Mr Kuok Meng Xiong as an Independent Director of the Company for a period of five years; and
6. Ratifying the remuneration payable to cost auditor for the financial year 2021-22.



Subsequently, Chairman requested those shareholders who were registered to speak at the meeting to raise their queries. Five members requested clarifications on certain operational/ strategic areas of the Company. Clarifications were provided to the queries raised by the members by Chairman, Mr Sudarshan Venu, Joint Managing Director and Mr K N Radhakrishnan, Director & CEO of the Company.

Chairman then thanked the shareholders for participating through e-voting and informed that the facility to vote on the resolutions contained in the Notice of the meeting shall remain open upto 15 minutes from the conclusion of the meeting.

Chairman informed the members that the results of e-voting would be announced on or before 31st July 2021 and he further informed that the same would be intimated to the stock exchanges and posted on the website of the Company and NSDL.

Chairman then thanked the members who participated in the meeting and declared the meeting as closed.

The meeting was concluded at 02.25 P.M (IST).

oOo



Voting results	
Record date	22-07-2021
Total number of shareholders on record date	160088
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	1
b) Public	85
No. of resolution passed in the meeting	6



Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of audited financial statements (both standalone and consolidated) of the Company for the financial year ended 31st March 2021 together with the reports of the Board of Directors' and Auditors' thereon				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		248282786	100.0000	248282786	0	100.0000	0.0000
	Poll	248282786	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	248282786	248282786	100.0000	248282786	0	100.0000	0.0000
Public-Institutions	E-Voting		166809316	91.9245	166809316	0	100.0000	0.0000
	Poll	181463440	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	181463440	166809316	91.9245	166809316	0	100.0000	0.0000
Public- Non Institutions	E-Voting		4290186	9.4621	4289235	951	99.9778	0.0222
	Poll	45340888	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	45340888	4290186	9.4621	4289235	951	99.9778	0.0222
Total		475087114	419382288	88.2748	419381337	951	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	



Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Sudarshan Venu as a director, who retires by rotation.				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		248282786	100.0000	248282786	0	100.0000	0.0000
	Poll	248282786	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	248282786	248282786	100.0000	248282786	0	100.0000	0.0000
Public- Institutions	E-Voting		165790766	91.3632	161187914	4602852	97.2237	2.7763
	Poll	181463440	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	181463440	165790766	91.3632	161187914	4602852	97.2237	2.7763
Public- Non Institutions	E-Voting		4290031	9.4617	4287815	2216	99.9483	0.0517
	Poll	45340888	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	45340888	4290031	9.4617	4287815	2216	99.9483	0.0517
Total		475087114	418363583	88.0604	413758515	4605068	98.8993	1.1007
Whether resolution is Pass or Not.							Yes	



Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. K N Radhakrishnan as a director, who retires by rotation.				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		248282786	100.0000	248282786	0	100.0000	0.0000
	Poll	248282786	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	248282786	248282786	100.0000	248282786	0	100.0000	0.0000
Public-Institutions	E-Voting		165790766	91.3632	165121899	668867	99.5966	0.4034
	Poll	181463440	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	181463440	165790766	91.3632	165121899	668867	99.5966	0.4034
Public- Non Institutions	E-Voting		4289849	9.4613	4287263	2586	99.9397	0.0603
	Poll	45340888	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	45340888	4289849	9.4613	4287263	2586	99.9397	0.0603
Total		475087114	418363401	88.0604	417691948	671453	99.8395	0.1605
Whether resolution is Pass or Not.							Yes	



Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Prof. Sir Ralf Dieter Speth as a Non- Executive Director of the Company				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		248282786	100.0000	248282786	0	100.0000	0.0000
	Poll	248282786	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	248282786	248282786	100.0000	248282786	0	100.0000	0.0000
Public- Institutions	E-Voting		165390366	91.1425	159478263	5912103	96.4254	3.5746
	Poll	181463440	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	181463440	165390366	91.1425	159478263	5912103	96.4254	3.5746
Public- Non Institutions	E-Voting		4289959	9.4616	4287597	2362	99.9449	0.0551
	Poll	45340888	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	45340888	4289959	9.4616	4287597	2362	99.9449	0.0551
Total		475087114	417963111	87.9761	412048646	5914465	98.5849	1.4151
Whether resolution is Pass or Not.							Yes	



Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr Kuok Meng Xiong as an Independent Director of the Company for a period of five years				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		248282786	100.0000	248282786	0	100.0000	0.0000
	Poll	248282786	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	248282786	248282786	100.0000	248282786	0	100.0000	0.0000
Public-Institutions	E-Voting		165390366	91.1425	165390366	0	100.0000	0.0000
	Poll	181463440	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	181463440	165390366	91.1425	165390366	0	100.0000	0.0000
Public- Non Institutions	E-Voting		4289858	9.4613	4287172	2686	99.9374	0.0626
	Poll	45340888	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	45340888	4289858	9.4613	4287172	2686	99.9374	0.0626
Total		475087114	417963010	87.9761	417960324	2686	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	



Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration payable to Mr A N Raman, Practising Cost Accountant as Cost Auditor for the financial year 2021-22				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		248282786	100.0000	248282786	0	100.0000	0.0000
	Poll	248282786	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	248282786	248282786	100.0000	248282786	0	100.0000	0.0000
Public-Institutions	E-Voting		166809316	91.9245	166809316	0	100.0000	0.0000
	Poll	181463440	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	181463440	166809316	91.9245	166809316	0	100.0000	0.0000
Public- Non Institutions	E-Voting		4289942	9.4615	4287211	2731	99.9363	0.0637
	Poll	45340888	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	45340888	4289942	9.4615	4287211	2731	99.9363	0.0637
Total		475087114	419382044	88.2748	419379313	2731	99.9993	0.0007
Whether resolution is Pass or Not.							Yes	





K SRIRAM, B.Com, ACA, FCS
Practising Company Secretary
Scrutiniser's Report

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies
(Management and Administration) Rules, 2014]

29th July 2021

To,

The Chairman

TVS MOTOR COMPANY LIMITED

[CIN: L35921TN1992PLC022845]

"Chaitanya", No.12, Khader Nawaz Khan Road,
Nungambakkam, Chennai - 600 006.

Dear Sir,

Sub: Remote e-voting (prior to and at the AGM) in respect of the 29th Annual General Meeting of the Company held on 29th July 2021 through VC / OAVM - Submission of Scrutiniser's Report

The Board of directors of the Company, pursuant to resolution passed at their meeting held on 27th April 2021 appointed me as the Scrutiniser for the remote e-voting process to be conducted in relation to the 29th Annual General Meeting (AGM) of the Company to be held on 29th July 2021 ('the 29th AGM') through Video-conferencing / Other audio-visual means (VC / OAVM).

I submit my report as under:

1. Since the Equity shares of the Company are listed on the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE), the Company has provided **e-voting facility**, in terms of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration Rules), 2014, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, General Circular No.20/2020 dated 5th May 2020 and General Circular No.02/2021 dated 13th January 2021 issued by the Ministry of Corporate Affairs (MCA), and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021 issued by the Securities and Exchange Board of India (SEBI).
2. The items of business as set-out in the notice convening the 29th AGM and covered by the remote e-voting (prior to and at the AGM) are as follows:

"SHRESHTAM", Old No.17, New No.16, Pattammal Street, Mandaveli, Chennai - 600 028.

(044) 42074012/ 24611440 sriram.krishnamurthy@rediffmail.com



TVS MOTOR COMPANY LIMITED

Scrutiniser's Report – 29th AGM held on 29th July 2021

Item No.	Nature of business	Type of Resolution	Subject-matter
1	Ordinary	Ordinary	Adoption of standalone and consolidated audited financial statements for the year ended 31 st March 2021, together with the Directors' Report and the Auditors' Report thereon.
2	Ordinary	Ordinary	Re-appointment of Mr. Sudarshan Venu (DIN: 03601690), who retires by rotation, as a Director.
3	Ordinary	Ordinary	Re-appointment of Mr. K N Radhakrishnan (DIN: 02599393), who retires by rotation, as a Director.
4	Special	Ordinary	Appointment of Prof. Sir Ralf Dieter Speth (DIN: 03318908) who was appointed as an Additional Director (Non-Executive, Non-Independent), as a Director liable to retire by rotation.
5	Special	Ordinary	Appointment of Mr. Kuok Meng Xiong (DIN: 09117910) who was appointed as an Additional Director (Non-Executive, Independent), as a Non-Executive Independent Director, not liable to retire by rotation, for a term of 5 (five) consecutive years with effect from 24 th March 2021.
6	Special	Ordinary	Ratification of the remuneration of Rs.6 lakhs payable to Mr. A N Raman, Practising Cost Accountant (Membership No.5359), Cost Auditor, for the year 2021-22.

3. The remote e-voting facility (prior to and at the AGM) was provided by National Securities Depository Limited (NSDL). NSDL allotted E-Voting Event Number (EVEN) 116267 for the remote e-voting process in relation to the 29th AGM.
4. Notice convening the 29th AGM (along with the Annual Report for the financial year ended 31st March 2021) was sent by NSDL on 5th July 2021 to 1,35,105 shareholders out of the 1,50,182 shareholders as on 30th June 2021 (being the cut-off date for despatch of the AGM Notice to the shareholders), through e-mail to their e-mail address registered with the RTA / the Depositories. Physical copies of the AGM Notice and the Annual Report were not sent to the shareholders in view of the exemption provided by MCA and SEBI vide their Circulars referred to above.
5. Notice convening the 29th AGM was also sent to the Directors and the Auditors on 5th July 2021, and submitted to NSE and BSE on 5th July 2021.



TVS MOTOR COMPANY LIMITED

Scrutiniser's Report – 29th AGM held on 29th July 2021

6. The prescribed particulars relating to the e-voting process at the 29th AGM were advertised in "Business Standard" (all India edition) in English, and "Hindu Tamil" in Tamil, on 6th July 2021. The advertisement also stated the manner in which shareholders whose e-mail address were not registered could register the same with the Company.
7. Integrated Registry Management Services Private Limited, the Registrar and Share transfer agents of the Company ('the RTA') provided the list of shareholders as on 22nd July 2021, being the cut-off date fixed for determining eligibility to vote in respect of the items of business to be transacted at the 29th AGM ('the cut-off date').
8. As on the cut-off date, the paid-up Equity share capital of the Company comprised of 47,50,87,114 Equity shares of Re.1/- each. This included:
 - (a) 1,01,209 shares lying in the TVS Motor Company Limited - Unclaimed Suspense Account ('Unclaimed Suspense Account'), on which voting rights were frozen in terms of Schedule VI of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
 - (b) 14,86,722 shares transferred to and lying in the demat account of the Investor Education and Protection Fund Authority, Ministry of Corporate Affairs ('IEPF Authority'), in terms of Section 124(6) of the Companies Act, 2013.
9. The remote e-voting facility prior to the 29th AGM commenced on Monday, 26th July 2021 (9:00 A.M.) and ended on Wednesday, 28th July 2021 (5:00 P.M.).
10. The 29th AGM was held on Thursday, 29th July 2021, at 1:30 P.M., through Video-conferencing / other audio-visual means (VC / OAVM).
11. Remote e-voting facility provided by NSDL was made available at the AGM for a period of 15 (fifteen) minutes after conclusion of the proceedings, to enable the members attending the AGM who had not cast their vote through remote e-voting prior to the AGM to exercise their voting rights.
12. On completion of the remote e-voting at the AGM, I unblocked the votes cast through remote e-voting (prior to and at the AGM) in the presence of two witnesses not in the employment of the Company.
13. I have scrutinised the votes cast through remote e-voting (prior to and at the AGM) on the e-voting platform provided by NSDL and validated the same with the list of shareholders and their shareholding as on the cut-off date.
14. I have also verified and confirmed that no voting rights were exercised in respect of the shares lying in the Unclaimed Suspense Account or with the IEPF Authority.
15. I have recorded the particulars relating to the votes cast through remote e-voting (prior to and at the AGM) in a separate register maintained in electronic form.



TVS MOTOR COMPANY LIMITED

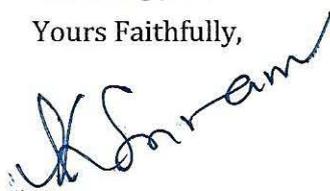
Scrutiniser's Report - 29th AGM held on 29th July 2021

16. The combined results of remote e-voting (prior to and at the AGM) are as under:

Item No.	Total valid ballots / votes		Valid ballots / votes in favour of the Resolution			Valid ballots / votes against the Resolution		
	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes cast	% of valid votes	No. of Ballots	No. of Votes cast	% of valid votes
1	887	41,93,82,288	872	41,93,81,337	99.9998%	15	951	0.0002%
2	886	41,83,63,583	823	41,37,58,515	98.8993%	63	46,05,068	1.1007%
3	882	41,83,63,401	850	41,76,91,948	99.8395%	32	6,71,453	0.1605%
4	884	41,79,63,111	814	41,20,48,646	98.5849%	70	59,14,465	1.4151%
5	880	41,79,63,010	850	41,79,60,324	99.9994%	30	2,686	0.0006%
6	885	41,93,82,044	858	41,93,79,313	99.9993%	27	2,731	0.0007%

17. **All the 6 (six) ordinary resolutions** set-out in the Notice convening the 29th AGM **have been passed with the requisite majority on the date of the AGM namely, 29th July 2021.** You may declare the results accordingly.

Thanking you,
Yours Faithfully,




K SRIRAM

Practising Company Secretary (C.P. No.2215)

Scrutiniser

UDIN: **F006312C000708673**