

Office: 102, Atlanta, 10th Floor, Nariman Point, Mumbai - 400 021. INDIA

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• Fax: +91-22-2287 4479

E-mail: tpi@vsnl.com

· Website: tpiindia.in

CIN: L28129MH1982PLC026917



25th September, 2017

To, Department of Corporate Services, The BSE Limited, 1st Floor, New Trading Ring, Rotunda Building, P. J. Towers, Dalal Street, Fort, Mumbai - 400 001

Ref: - TPINDIA/500421

Sub: - Regulation 30 and Regulation 44 (3) of SEBI (Listing Obligations and Disclosures Requirements), Regulations, 2015 - Proceedings and voting results of 35th Annual General Meeting respectively

Dear Sir,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we are submitting herewith the details regarding the proceedings of 35th Annual General Meeting of the Company held on Saturday, 23rd September, 2017 at 11.30 a.m. and concluded at 4.00 p.m. at Plot no. J-61, Additional MIDC, Murbad, District Thane – 421401.

Further, pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we are submitting herewith the details regarding the voting results of the business transacted at the AGM in the prescribed format.

We are enclosing herewith the consolidated report of the Scrutinizer on remote E-voting and voting by poll at Annual General Meeting. The above are also being uploaded on the Company's website www.tpiindia.in and on the website of National Securities Depository Limited www.evoting .nsdl.com

Request you to kindly take the same on record.

Thanking You,

Yours Faithfu For TPI India Limited 150 00p

Bharat Parek

Managing Directo

Encl: As Above

Factory: Plot No. J-61, Additional M.I.D.C. Murbad, Dist. Thane-421 401, Maharashtra, INDIA. Phones: +952524 - 222714 • Fax : +952524 - 222241 • E-mail:tpi@vsnl.com • Website : tpiindia.in



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Details of the Proceedings of AGM

Sr. No.	Particulars	Details
1	Date of AGM	23 rd September, 2017, Saturday
2	Total Number of Shareholders as on Cut - off date	
3	No. of Shareholders present in the meeting either in person or through proxy Promoter and Promoter's Group Public	9
4	No. of shareholders attended meeting through video-conferencing	Not Applicable



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Results of Annual General Meeting

Item No.	Agenda	Resolution Required (Ordinary/ Special)	Mode of Voting	Remarks
1	To receive, consider and adopt i.e. a. the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2017, together with the Reports of the Directors and the Auditors thereon;	Ordinary	Remote E- voting and Voting by Poll at AGM	Passed with requisite majority
2	To appoint a Director in place of Mrs. Darshana Parekh (DIN 07171160) who retires by rotation and being eligible, offers herself for appointment	Ordinary	Remote E- voting and Voting by Poll at AGM	Passed with requisite majority
3	Appointment of Statutory Auditor – M/s. V. R. Renuka & Co.	Ordinary	Remote E- voting and Voting by Poll at AGM	Passed with requisite majority
4	Appointment of Independent Director - Mr. Ravindra Shukla	Ordinary	Remote E- voting and Voting by Poll at AGM	Passed with requisite majority



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Whether promoter / promoter group are interested in the agenda / resolution? Sr. No. Resolution Required (Ordinary/ Special) To receive, consider and adopt i.e. a. the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2017, together with theReports of the Directors and the Auditors thereon; 2 **Promoter and Promoter Group** Public - Others Category Total Poll Postal Ballot (If applicable)
Total Postal Ballot (If applicable)
Total Poll Postal Ballot (If applicable)
Total E-Voting E-Voting Poll E-Voting Mode of Voting shares held (1) Total No. of Votes polled 40216214 42963470 2747256 Ordinary (2) 590680 38097166 38687846 38210116 38800796 Resolution No. 1 590680 112950 112950 shares (3)=[(2)/(1)]* outstanding % of Votes Polled on 94.73 0.00 96.20 0.00 **90.31** 88.94 1.47 0.00 4.11 0.00 4.11 1.37 favour No. of Votes - in 38687846 38097166 38800796 38210116 590680 590680 112950 112950 4 No. of Votes against (5) (6)=[(4)/(2)]*1 (7)=[(5)/(2)]*1 % of Votes in votes polled favour on 00 100.00 0.00 100.00 100.00 100.00 0.00 100.00 0.00 0.00 votes polled against on % of Votes 0.00 0.00 0.00 0.00 0.00 0.00 Invalid Votes (8) 0 (9)=[(8)/(2)]*1 Invalid Votes % of Votes Polled on 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00



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						2			+	-				Sr. No.	iculai pi	other pr	Resolutio		
	IOCAI	Total				Public - Others			and richitotti diode	Promoter and Promoter Group				Category	Alleriei holiorei / holiorei Broth ale llitelesten III die ageina / resolution:	omotor / promotor group are into	Resolution Required (Ordinary/ Special)	Toa	
Total	Postal Ballot (If applicable)	Poll	E-Voting	lotal	Postal Ballot (If applicable)	Poll	E-Voting	Total	Postal Ballot (If applicable)	Poll	E-Voting			Mode of Voting	iesten III nie aßeilna / iesolnti	rocted in the agenda / recoluti		To appoint a Director in place of Mrs. Darshana Parekh (DIN 07171160) who retires by rotation and being eligible, offers herself for appointment	
42963470				2/4/256				40216214						Total No. of shares held (1)		200		rs. Darshana Par	
38800796	0	38210116	590680	112950	0	112950	0	38687846	0	38097166	590680		:	No. of Votes polled (2)		O	Ordinary	ekh (DIN 07171160) v	Resolution No. 2
90.31	0.00	88.94	1.37	4.11	0.00	4.11	0.00	96.20	0.00	94.73	1.47	shares (3)=[(2)/(1)]* 100	outstanding	% of Votes Polled on				vho retires by ro	on No. 2
388007	0	38210116	590680	112950		112950	0	38687846	0	38097166	590680			No. of Votes – in favour (4)				tation and being elig	
0	0	0	0	0	0	0	0	0	0	0	0		(5)	No. of Votes – against				ible, offers hersel	
1		100.00	100.00	100.00		10	0.00	100.00	0.00	100.00	100.00	(6)=[(4)/(2)]*1 00	votes polled	% of Votes in favour on				for appointmen	
	0.00	0.00	0.00	0.00			0.00	0.00	0.00	0.00	0.00	(6)=[(4)/(2)]*1 (7)=[(5)/(2)]*1 00 00	votes polled	% of Votes				nt	
0	0	0	0	0	0	0	0	0	0	0	0		(8)	Invalid					
0.00	0.00	0.00	0.00	0.00			0.00	0.00	0.00	0.00	0.00	(9)=[(8)/(2)]** 100	Invalid Votes	% of Votes					



				Resoluti	Resolution No. 3						
			200000000000000000000000000000000000000	Appointment of comment of control of the control of	and my or with	Training of Co.					
Resoluti	Resolution Required (Ordinary/ Special)			Ordinary							7
Whether p	Whether promoter / promoter group are interested in the agenda / resolution?	rested in the agenda / resoluti		NO							
Sr. No.	Category	Mode of Voting	Total No. of	No. of Votes polled	% of Votes	No. of Votes - in	No. of Votes -	% of Votes in	% of Votes	Invalid	% of Votes
			shares held (1)	(2)	Polled on	favour (4)	against	favour on	against on	Votes	Polled on
					outstanding		(5)	votes polled	votes polled	(8)	Invalid Votes
					shares			(6)=[(4)/(2)]*1	(6)=[(4)/(2)]*1 $(7)=[(5)/(2)]*1$		(9)=[(8)/(2)]*1
					(3)=[(2)/(1)]*			00	00		00
					100						
		E-Voting		590680	1.47	590680	0	100.00	0.00	0	0.00
_	Promoter and Promoter Group	Poll		38097166	94.73	38097166	0	100.00	0.00	0	0.00
,		Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total	40216214	38687846	96.20	38687846	0	100.00	0.00	0	0.00
		E-Voting		0	0.00	0	0	0.00	0.00	0	0.00
2	Public - Others	Poll		112950	4.11	112950	0	100.00	0.00	0	0.00
,	Concession of the contest of the con	Postal Ballot (If applicable)	`	0	0.00	0	0	0.00	0.00	0	0.00
		Total	2747256	112950	4.11	112950	0	100.00	0.00	0	0.00
		E-Voting		590680	1.37	590680	0	100.00	0.00	. 0	0.00
	Total	Poll		38210116	88.94	38210116	0	100.00	0.00	0	0.00
		Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total	42963470	38800796	90.31	38800796	0	100.00	0.00	0	0.00



								T						10	1			
					1	2				-	1			Sr. No.	hether p	Resolution		
		Total			Color	Public - Others				rioniotei and rioniotei ologo	Promotor and Promotor Group			Category	Whether promoter / promoter group are interested in the agenda / resolution?	Resolution Required (Ordinary/ Special)		
Total	Postal Ballot (If applicable)	Poll	E-Voting	Total	Postal Ballot (If applicable)	Poll	E-Voting	iotai	Total	Postal Ballot (If applicable)	Poll	E-Voting		Mode of Voting	erested in the agenda / resolu			
42963470				2747256				41701704	10016011				shares held (1)	Total No. of			Appointm	
38800796	0	38210116	590680	112950	0	112950	0	3000/040	20607076	0	38097166	590680	polled (2)	No. of Votes	NO	Ordinary	Appointment of Independent Director - Mr. Ravindra Shukla	Resolut
90.31	0.00	88.94	1.37	4.11	0.00	4.11	0.00	20.20	06.30	0.00	94.73	1.47	Polled on outstanding shares (3)=[(2)/(1)]*	% of Votes			Director - Mr. Ra	Resolution No. 4
38800796	0	38210116	590680	112950	, 0	112950	0	3000/040		0	38097166	590680	favour (4)	No. of Votes - in			vindra Shukla	
0	0	0	0	0	0	0	0			0	0	0	against (5)	No. of Votes -				
100.00	0.00	100.00	100.00	100.00	0.00	100.00	0.00		10	0.00	100.00	100.00	favour on votes polled (6)=[(4)/(2)]* 100	% of Votes in				
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	against on votes polled (7)=[(5)/(2)]*	% of Votes				
0	0	0	0	0	0	0	0			0	0	0	Votes (8)	Invalid				
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	Polled on Invalid Votes (9)=[(8)/(2)]*1	% of Votes				



GIRISH MURARKA & CO.

Company Secretaries Ground Floor, Wing "A", Flat No. 001, Bharateeya Kala Mandal C/2, Co-op. Hsg. Soc. Ltd. Om Nagar, Andheri (East), Mumbai 400 099

Phone (O): 2839 2294

Email: girishmurarka@gmail.com

REPORT OF SCRUTINIZER

[Pursuant to section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rule 2014]

The Chairman

TPI INDIA LIMITED

Plot No. J-61,

Additional MIDC Area,

Murbad,

District Thane 421 401

THIRTY FIFTH ANNUAL GENERAL MEETING OF THE MEMBERS OF TPI INDIA LIMITED HELD ON SATURDAY, 23RD DAY OF SEPTEMBER, 2017 AT 11.30 A.M. AT PLOT NO. J-61, ADDITIONAL MIDC AREA, MURBAD, DISTRICT THANE 421 401

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 and voting by poll at 35th Annual General Meeting.

Dear Sir,

I Mr. Girish Murarka, Proprietor of M/S Girish Murarka & Co., Practicing Company Secretaries having Membership No. 7036 and Certificate of Practice No. 4576 appointed as Scrutinizer pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015 and Regulation 44 of the SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 for the purpose of remote voting as well as voting by poll taken by taken on the resolution proposed at Thirty Fifth Annual General Meeting of the of the Company held on Saturday, 23rd day of September, 2017 at 11.30 a.m., submit my report as under:

The Company had appointed National Securities Depository Limited (NSDL) for the purpose of providing the facility of remote e-voting to the Members of the Company

NSDL has set up an electronic voting facility on their website www.evoting.nsdl.com and Company had uploaded all the item of business to be transacted at the AGM on the website of NSDL and also its own website – www.tpiindia.in

The Notice clearly indicate the process and manner of voting by electronic means including stepwise procedure for voting in a secure manner.

At the venue of the Thirty Fifty Annual General Meeting of the Company on 23rd September, 2017, the facility to vote through ballot paper was provided to those members' presents in person or by Proxy and who did not participate through remote e-voting.

The Cut-off date for purpose of identification of Members who is entitled to vote on the resolution was 16th September, 2017.

The Remote e - voting period commenced on Wednesday, 20th September, 2017 at 9.00 am and end on Friday, 22nd September, 2017 at 5.00 pm and the same were blocked thereafter.

After the closure of the meeting on 23rd September, the e – voting results were unblocked by me in the presence of two witnesses Mr. Pankaj Shukla and Mr. Milind Ballal and the poll papers were diligently scrutinized. The Poll papers were reconciled with the record maintained by the RTA.

No poll paper was found defective or invalid.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and voting by Poll at AGM. My responsibility as Scrutinizer for the remote e-voting and voting by poll process is restricted to make Scrutinizer's Report of the votes cast in favour or against the resolutions.

The consolidated results of remote e-voting and voting by poll are as under:

Item No. 1 - ORDINARY BUSINESS -

Adoption of Audited Standalone Financial Statements of the company for the financial year March 31, 2017 together with reports of Board of Directors' and Auditors' thereon

Type of Voting	No. of Members Voted	No. of Vote casted	In favor	Against	Invalid	% of Vote
Remote E-voting	1	590680	590680	0	0	1.37
Voting by Poll	30	38210116	38210116	0	0	88.94
Total	31	38800796	38800796	0	0	90.31



The Resolution as set out in the Notice of Thirty Fifth Annual General Meeting are passed unanimously as Ordinary Resolution

Item No. 2 - ORDINARY BUSINESS -

Re-Appointment of Ms. Darshana Parekh (Din 07171160), who retires by rotation

Type of Voting	No. of Members Voted	No. of Vote casted	In favor	Against	Invalid	% of Vote
Remote E-voting	1	590680	590680	0		
Voting by Poll	30			0	0	1.37
Total		38210116	38210116	0	0	88.94
Total	31	38800796	38800796	0	0	90.31

The Resolution as set out in the Notice of Thirty Fifth Annual General Meeting are passed unanimously as Ordinary Resolution

Item No. 3 – ORDINARY BUSINESS –

Appointment of M/s V. R. Renuka & Co. Chartered Accountant (firm registration no. 108826W) as Statutory Auditor

Type of Voting	No. of Members Voted	No. of Vote casted	In favor	Against	Invalid	% of Vote
Remote E-voting	1	590680	590680	0	0	
Voting by Poll	30				0	1.37
		38210116	38210116	0	0	88.94
Total	31	38800796	38800796	0	0	90.31

The Resolution as set out in the Notice of Thirty Fifth Annual General Meeting are passed unanimously as Ordinary Resolution

Item No. 4 – SPECIAL BUSINESS-

Appoint Mr. Ravindra Shukla, who was appointed as additional director at the meeting of the board of director held on August 14, 2017, as an Independent Director of the Company

Type of Voting	No. of Members Voted	No. of Vote casted	In favor	Against	Invalid	% of Vote
Remote E-voting	1	590680	590680	0	0	4.07
Voting by Poll	30	38210116	38210116		0	1.37
Total	31	38800796		0	0	88.94
		30000790	38800796	10	0	90.31

The Resolution as set out in the Notice of Thirty Fifth Annual General Meeting are passed unanimously as Ordinary Resolution

The Pen drive containing the list of equity shareholders who voted for / against and also The Poll Paper, other relevant records will be sealed and handed over to the Director, for safe keeping.

Thanking You

For Girish Murarka & Co.
Company Secretaries

Girish Murarka Proprietor ACS – 7036 COP – 4576

Place: Mumbai

Date: 25th September, 2017