

# TAMBOLI CAPITAL LTD.

REGD. OFFICE : MAHAVIR PALACE,  
8-A, KALUBHA ROAD,  
BHAVNAGAR 364002  
GUJARAT, INDIA

TELEPHONE : (91) 886 654 1222  
(91) (278) 252 0065

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WEBSITE : www.tambolicapital.in

CIN : L65993GJ2008PLC053613

## E-filing through BSE Listing Centre

AC/1225/IX

September 26, 2020

The GENERAL MANAGER  
CORPORATE RELATIONSHIP DEPARTMENT  
Bombay Stock Exchange Limited  
1<sup>st</sup> Floor, New Trading Ring, Rotunda Building,  
P.J. Towers, Dalal Street, Fort  
Mumbai 400 001

Dear Sir,

Sub: Submission of Voting Results and Scrutinizer report for 12<sup>th</sup> AGM of the members of the Company held on 24.09.2020 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Ref: Scrip Code No. 533170.

With reference to the above, please find enclosed:

1. Voting results as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for 12<sup>th</sup> AGM of the members of the Company held on September 24, 2020. The meeting was started at 4.00 P.M. and concluded at 4.19 P.M.
2. Consolidated Scrutinizer report of Ashish Shah & Associates, Practicing Company Secretaries dated September 25, 2020 on voting by Remote E-voting and E-voting facility to the members during the 12<sup>th</sup> Annual General Meeting (AGM) of the members of the Company held on Thursday, September 24, 2020 at 4.00 P.M. through Video Conferencing ("VC") /Other Audio Visual Means ("OAVM") in respect of the resolutions (businesses) contained in the Notice dated June 13, 2020.

Please take the above document on record.

Thanking you  
Yours faithfully  
For TAMBOLI CAPITAL LTD



(Vipul H. Pathak)  
CHIEF FINANCIAL OFFICER

Encl: As above

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## Declaration of voting result

Date of Annual General Meeting	September 24, 2020
Total number of shareholders on record date	3001
No. of shareholders present in the meeting either in person or through proxy:	--
Promoters and Promoter Group	--
Public	--
No. of Shareholders attended the meeting through Video Conferencing	31
Promoters and Promoter Group	7
Public	24

The Company has provided e-voting facility to shareholders to enable them to cast their votes electronically on the resolutions (Ordinary/Special) proposed in the notice dated June 13, 2020 for 12<sup>th</sup> Annual General Meeting held on September 24, 2020. The e-voting period commenced on September 20, 2020 (9.00 A.M) and ended on September 23, 2020 (5.00 P.M).

The Company has provided E-voting facility to shareholders during the 12<sup>th</sup> AGM of the Company.

Mr. Ashish Shah, Practicing company secretary (Membership No. 5974) was appointed as the Scrutinizer for the purpose of voting through Remote E-voting and E-voting facility provided to the shareholders during the AGM conducted through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") on September 24, 2020. The Scrutinizer has carried out the scrutiny and has submitted his report on September 25, 2020. The Consolidated report of scrutinizer is attached herewith.

Based on the consolidated report of scrutinizer the result on resolutions of 12<sup>th</sup> Annual General Meeting of the Company is as under:



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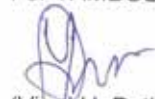
CIN : L65993GJ2008PLC053613

..2.

Item No.	Detail of the Agenda	Type of Resolution	No. of votes in favour	% of votes in favour	No. of votes Against	% of votes Against
<b>Ordinary Business</b>						
1	To receive, consider, approve and adopt the standalone financial statements and consolidated financial statements of the Company for the financial year ended on March 31, 2020, together with the Directors' and Auditors' Reports thereon.	Ordinary	5182467	100%	0	0
2	To declare dividend for the Financial Year 2019-2020.	Ordinary	5182467	100%	0	0
3	To appoint a Director in place of Mr. Vaibhav B. Tamboli (DIN: 00146081), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.	Ordinary	5182467	100%	0	0
<b>Special Business</b>						
4	Appointment of Mr. Anand Bharatkumar Shah (DIN: 00509866) as an Independent Director of the Company, for a period of 5(five) years	Ordinary	5182467	100%	0	0
5	Increase in Authorised Share Capital and alteration of Memorandum of Association.	Ordinary	5182467	100%	0	0

Based on Scrutinizers report, the resolutions as aforesaid as set out in the notice of 12<sup>th</sup> Annual General Meeting of the Company dated June 13, 2020 have been passed as Ordinary resolution(s) with requisite majority.

For TAMBOLI CAPITAL LTD



(Vipul H. Pathak)  
CHIEF FINANCIAL OFFICER

**Consolidated Scrutinizer's Report**

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

To,  
The Chairman,  
12<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
Tamboli Capital Limited  
Mahavir Palace 8-A, Kalubha Road,  
Bhavnagar - 364002.

Subject: Consolidated Scrutinizer's Report on voting by Remote E-Voting and E-Voting facility to the shareholders during the 12<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of Tamboli Capital Limited held on Thursday, September 24, 2020 at 04.00 p.m. through Video Conferencing/ Other Audio Visual Means in respect of the resolutions (businesses) contained in the Notice dated June 13, 2020.

Dear Sir,

1. I, Ashish Shah, Practicing Company Secretary, appointed by the Board of Directors of Tamboli Capital Limited, ("the Company") as Scrutinizer for the purpose of the Voting through Remote E-Voting and E-Voting facility provided to the shareholders during the AGM conducted through Video Conferencing/ Other Audio Visual means ("VC/OAVM") on the below mentioned resolution(s), passed at the 12<sup>th</sup> AGM of the members of the Company held on Thursday, September 24, 2020 at 04.00 p.m. IST, submit my report as under:
2. The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (iii) In terms of the General Circular no. 14/2020, dated 08.04.2020 (EGM Circular - i), General Circular No. 17/2020 dated 13.04.2020 (EGM Circular - ii), General Circular No. 20 /2020 dated 05/05/2020 (AGM Circular - iii) and General Circular No. 22/2020 dated 15/06/2020 (EGM Circular - iv) and (iii) Secretarial Standard-2 on General Meetings issued by the Institute of Company secretaries of India, relating to the E-Voting facility to the shareholders during the AGM and Remote E-Voting. My responsibilities as a Scrutinizer is restricted to give a consolidated report on the Votes cast by the members for the resolutions (Businesses) contained in the Notice dated June 13, 2020, through Remote E-Voting and through E-Voting facility during the AGM.
  - a) The e-voting facility was available to members during AGM & facility was closed after 15 minutes of conclusion of AGM (i.e. at 06.00 p.m.).



- b) The company had appointed National Securities Depository Limited (NSDL) as the Agency for providing E-Voting facility to the shareholders, who had not casted their vote earlier through remote E-Voting facility to voteduring the AGM
- c) We have not found any invalid/incomplete vote in the E-voting system during the AGM.
- d) The remote E-Voting period remained open from Saturday, September 20, 2020, 9.00 A.M. to Wednesday, September 23, 2020, 05.00 P.M.
- e) The shareholders holding shares as on the "cut off" date i.e Thursday, September 17, 2020 were entitled to vote on the proposed resolutions (Items No. 1 to 5 as set out in the Notice of the 12<sup>th</sup> Annual General Meeting of the Company).
- f) The votes were unblocked on September 24, 2020 at around 06:00 P.M. in the presence of two witnesses who were not in the employment of the Company.

The result of voting by Remote E-Voting and through E-Voting facility during the AGM, in respect of resolutions (businesses) contained in notice dated June 13, 2020 is as under:

### Item No. 1 -Ordinary Resolution:

To receive, consider, approve and adopt the standalone financial statements and consolidated financial statements of the Company for the financial year ended on March 31, 2020, together with the Directors' and Auditors' Reports thereon.

(i) Voted in favour of resolution:

Voting Description	Number of Members who voted	Number of Shares for which votes casted	% of total number of valid votes casted
E-Voting by Shareholders through VC/OAVM during AGM	1	400	100
Remote E- voting	32	5182067	100
Total	33	5182467	100



(ii) Voted against the resolution:

Voting Description	Number of Members who voted	Number of Shares for which votes casted	% of total number of valid votes casted
E-Voting by Shareholders through VC/OAVM during AGM	Nil	Nil	Nil
Remote E- voting	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Invalid/Abstain Votes:


Voting Description	Number of Members who voted	Number of shares for which votes casted
E-Voting by Shareholders through VC/OAVM during AGM	Nil	Nil
Remote E- voting	Nil	Nil
Total	Nil	Nil

Item No. 2- Ordinary Resolution

To declare dividend for the Financial Year 2019-2020.

(i) Voted in favour of resolution:

Voting Description	Number of Members who voted	Number of Shares for which votes casted	% of total number of valid votes casted
E-Voting by Shareholders through VC/OAVM during AGM	1	400	100
Remote E- voting	32	5182067	100
Total	33	5182467	100

  
Ashish Shah & Associates  
COP No. 4178  
Company Secretaries

(ii) Voted against the resolution:

Voting Description	Number of Members who voted	Number of Shares for which votes casted	% of total number of valid votes casted
E-Voting by Shareholders through VC/OAVM during AGM	Nil	Nil	Nil
Remote E- voting	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Invalid/Abstain Votes:

Voting Description	Number of Members who voted	Number of shares for which votes casted
E-Voting by Shareholders through VC/OAVM during AGM	Nil	Nil
Remote E- voting	Nil	Nil
Total	Nil	Nil

### Item No. 3- Ordinary Resolution

To appoint a Director in place of Mr. Vaibhav B. Tamboli (DIN: 00146081), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

(i) Voted in favour of resolution:

Voting Description	Number of Members who voted	Number of Shares for which votes casted	% of total number of valid votes casted
E-Voting by Shareholders through VC/OAVM during AGM	1	400	100
Remote E- voting	32	5182067	100
Total	33	5182467	100



(i) Voted against the resolution:

Voting Description	Number of Members who voted	Number of Shares for which votes casted	% of total number of valid votes casted
E-Voting by Shareholders through VC/OAVM during AGM	Nil	Nil	Nil
Remote E- voting	Nil	Nil	Nil
Total	Nil	Nil	Nil

(ii) Invalid/Abstain Votes:



Voting Description	Number of Members who voted	Number of shares for which votes casted
E-Voting by Shareholders through VC/OAVM during AGM	Nil	Nil
Remote E- voting	Nil	Nil
Total	Nil	Nil

Item No. 4- Ordinary Resolution

Appointment of Mr. Anand Bharatkumar Shah (DIN: 00509866) as an Independent Director of the Company.

(i) Voted in favour of resolution:

Voting Description	Number of Members who voted	Number of Shares for which votes casted	% of total number of valid votes casted
E-Voting by Shareholders through VC/OAVM during AGM	1	400	100
Remote E- voting	32	5182067	100
Total	33	5182467	100

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(i) Voted against the resolution:

Voting Description	Number of Members who voted	Number of Shares for which votes casted	% of total number of valid votes casted
E-Voting by Shareholders through VC/OAVM during AGM	Nil	Nil	Nil
Remote E- voting	Nil	Nil	Nil
Total	Nil	Nil	Nil

(ii) Invalid/Abstain Votes:

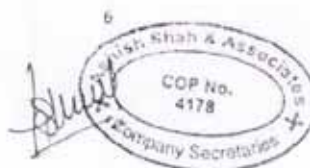
Voting Description	Number of Members who voted	Number of shares for which votes casted
E-Voting by Shareholders through VC/OAVM during AGM	Nil	Nil
Remote E- voting	Nil	Nil
Total	Nil	Nil

### Item No. 5 - Ordinary Resolution

Increase in Authorised Share Capital and alteration of Memorandum of Association.

(i) Voted in favour of resolution:

Voting Description	Number of Members who voted	Number of Shares for which votes casted	% of total number of valid votes casted
E-Voting by Shareholders through VC/OAVM during AGM	1	400	100
Remote E- voting	32	5182067	100
Total	33	5182467	100



(ii) Voted against the resolution:

Voting Description	Number of Members who voted	Number of Shares for which votes casted	% of total number of valid votes casted
E-Voting by Shareholders through VC/OAVM during AGM	Nil	Nil	Nil
Remote E- voting	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Invalid/Abstain Votes:

Voting Description	Number of Members who voted	Number of shares for which votes casted
E-Voting by Shareholders through VC/OAVM during AGM	Nil	Nil
Remote E- voting	Nil	Nil
Total	Nil	Nil

The electronic Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary of the Company for safe keeping.

Thanking you

Yours faithfully,



Ashish Shah  
Practicing Company Secretary- Scrutinizer  
FCS: 5974; COP: 4178



Counter signed by  
Mr. Vaibhav Tamboli  
Chairman

Date: September 25, 2020

Place: Ahmedabad