



TIMES GUARANTY

Times Guaranty Limited. The Times of India Building, Dr. D.N. Road, Mumbai - 400 001.
Tel.: 2273 1386 • E-mail: corporate.secretarial@timesofindia.com
•Website: www.timesguarantylimited.com • CIN: L65920MH1989PLC054398

1st October, 2024

To,
BSE Limited,
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001
Scrip Code : 511559

To,
National Stock Exchange of India Ltd.,
Exchange Plaza,
C-1, G-Block,
Bandra Kurla Complex, Bandra (East),
Mumbai 400 051.
Scrip Code : TIMESGTY

Dear Sir/Madam,

Sub: Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Details of the Voting Results of the 34th Annual General Meeting (AGM)

In continuation to our letter dated 30th September, 2024 wherein we had submitted the outcome of the 34th Annual General Meeting ('AGM') of the Company, we wish to inform you that all the resolutions have been passed by the Members with the requisite majority. Please find enclosed herewith the following:

1. The Scrutinizer's Consolidated Report dated 1st October, 2024 on e-voting during the AGM issued by Aabid & Co., Practicing Company Secretaries, in respect of the 34th AGM of the Company.
2. Details regarding the voting results of the businesses transacted at the said meeting pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

A copy of the above will be available on the website of the Company at <https://www.timesguarantylimited.com/>.

Kindly take the above intimation on your records.

Thanking you,
Yours faithfully

For Times Guaranty Limited

Muskaan Tinwala
Company Secretary

Encl: As above



AABID & CO.

COMPANY SECRETARIES

CONSOLIDATED SCRUTINIZER'S REPORT

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

To,
The Chairman,
34th Annual General Meeting of the
Times Guaranty Limited,
5th Floor, Times Tower, Kamala Mills Compound,
Senapati Bapat Marg, Lower Parel,
Mumbai - 400013.

Sub.: Consolidated Scrutinizer's Report on remote e-voting and e-voting at the 34th Annual General Meeting ("AGM") of Times Guaranty Limited held on Monday, September 30, 2024, from 11:30 a.m. onwards conducted through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM') ("said AGM")

I, Mohammed Aabid, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of Times Guaranty Limited ("*the Company*"), for the purpose of scrutinizing the e-voting process i.e. remote e-voting process and e-voting at the said AGM (*hereinafter collectively referred to as "e-voting"*), pursuant to Section 108 of the Companies Act, 2013 (*hereinafter referred to as "the Act"*) read with Rule 20 of The Companies (Management and Administration) Rules, 2014 (*hereinafter referred to as "the Rules"*) and pursuant to Ministry of Corporate Affairs General Circular Nos. 14/2020, 17/2020, 20/2020 and 10/2022 issued on April 08, 2020, April 13, 2020, May 05, 2020 and December 28, 2022 respectively (*hereinafter referred to as "MCA Circulars"*) & Securities Exchange Board of India circular SEBI/HO/CFD/CMDI/CIR/P/2020/79 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 issued on May 12, 2020 and January 5, 2023 ("*SEBI Circulars*") respectively & Secretarial Standard-2 issued by the Institute of Company Secretaries of India.

I, hereby submit my report as under:

1. The management of the Company is responsible to ensure the compliance with the requirements of the Act relating to voting through electronic means on the resolutions contained in the Notice for the said AGM. My responsibility as a Scrutinizer for the e-voting process is restricted to ensure that the e-voting process is conducted in a fair and transparent manner and make a Scrutinizer's report of the votes cast "in favor" or "against" or "invalid votes", to the Chairman of the said AGM or the Company Secretary, as authorized by the Chairman, on the resolutions with respect to all the items of the business enumerated in the Notice of said AGM.
2. **Dispatch of Notice convening the AGM:**

The Company had dispatched the Notice dated September 5, 2024 along with the Statement stating out material facts under Section 102 of the Act via e-mail to the members, who have registered their email IDs with the Company/ Link Intime India Private Limited the Registrar and Transfer Agents of the Company ("*RTA*").

The Company had also uploaded the Notice of the said AGM on its website i.e., www.timesguarantylimited.com, and on the websites of the RTA and Stock Exchanges viz. BSE

Page | 1



Limited and National Stock Exchange of India Limited to facilitate the members to cast their votes through remote e-voting.

Advertisement prior to sending of Notice:

Pursuant to clause IV of the MCA Circular dated May 5, 2020, the Company had published an advertisement in the 'The Economics Times' (English newspaper) and 'The Maharashtra Times' (Regional newspaper) on September 6, 2024 specifying the required information as provided under clause IV (a) to (f) of the said circular.

Advertisement post sending of Notice:

Pursuant to clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has also published 21 days before the date of the AGM, an advertisement in 'The Economics Times' (English newspaper) and 'The Maharashtra Times' (Regional newspaper) on September 7, 2024 specifying the required information as provided under the said rule.

3. Cut-off date

The members of the company holding shares as on the cut-off date i.e., Monday, September 23, 2024, were entitled to vote on the resolutions as set out in the Notice of the said AGM and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

4. E-Voting

a. Agency

- i. The Company engaged the services of Central Depository Services (India) Limited (CDSL) as the Service Provider, for the purpose of extending the facility of remote e-voting and e-voting at the AGM by facilitating via its website, <https://www.evotingindia.com/> CDSL to the Members of the Company.
- ii. The Service Provider had through CDSL provided a system for recording the votes of the Members, cast electronically through remote e-voting as well as e-voting at the AGM, on all the items of the business sought to be transacted as set out in the Notice of the said AGM held on Monday, September 30, 2024 at 11:30 a.m.

b. Remote e-voting

The remote e-voting platform was open from Friday, September 27, 2024 (9:00 a.m. IST) to Sunday, September 29, 2024 (5:00 p.m. IST) and members holding shares in physical form and dematerialized form were required to cast their votes electronically through CDSL. The remote e-voting module was disabled for voting thereafter by the Service Provider.

c. E-voting at the AGM

The members who had not cast their vote by remote e-voting and who were present at the AGM through VC/OAVM facility, were provided the facility of e-voting at the AGM via (CDSL). Detailed instructions to use the facility were explained in the Notice of the said AGM.

The facility of e-voting remained enabled till 12:15 p.m. IST (i.e., for 15 minutes post conclusion of the AGM) and was disabled thereafter by the Service Provider.

5. Completion of e-voting and counting process

After the closure of the e-voting at the AGM, the votes cast through CDSL at the AGM and through remote e-voting prior to the date of the AGM were unblocked and downloaded from the facility made



available by the RTA. The e-voting data/ results downloaded were scrutinized and reviewed, the votes were counted and the results were prepared in the presence of two witnesses of Ms Neha Garg and Ms Nirvi Todi neither of whom are in the employment of the Company.

6. The Corporate members who had participated in the remote e-voting had provided scanned copy of the resolution passed by their board of directors authorizing them to exercise their votes through e-voting.

As a Scrutinizer, I, based on the reports generated from the e-voting system and e-voting conducted at the said AGM provided by RTA, have scrutinized the votes cast through e-voting and present herewith the Consolidated Scrutinizer's Report on the votes cast "in favor" or "against" or "invalid votes", with respect to each item on the agenda as set out in the Notice of the said AGM.

The particulars of all the electronic votes cast by the members through the e-voting process have been recorded in a register separately maintained for the purpose.

The result of the remote voting & e-voting is as per the **Annexure-1** is attached herewith.

The Register and all other papers and relevant records relating to e-voting are maintained and kept in my safe custody.

Conclusion:

All the resolutions as per the Notice of AGM as stated above, are considered to have been passed having secured requisite majority of votes as per the details below.

Item No. 1: Ordinary Resolution

TO RECEIVE CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31 ST MARCH, 2024 INCLUDING THE AUDITED BALANCE SHEET AS AT 31 ST MARCH, 2024, THE STATEMENT OF PROFIT AND LOSS AND CASH FLOW STATEMENT FOR THE YEAR ENDED ON THAT DATE AND THE REPORTS OF THE BOARD AND AUDITORS THEREON.							
Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated Voting Results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who Voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Votes in favor of the resolution	59	6739194	1	50	60	6739244	99.99%
Votes against the resolution	2	932	0	0	2	932	0.01%
Invalid Votes/Abstained	0	0	0	0	0	0	0

The above resolution has been passed by requisite majority.



Item No. 2: Ordinary Resolution

TO APPOINT A DIRECTOR IN PLACE OF MR. SIVAKUMAR SUNDARAM (DIN: 00105562), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT							
Particulars	Remote e-voting		Voting electronic through system at the venue of the AGM		Consolidated Voting Results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who Voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Votes in favor of the resolution	60	6740077	1	50	61	6740127	100%
Votes against the resolution	1	49	0	0	1	49	0.00%
Invalid Votes/Abstained	0	0	0	0	0	0	0

The above resolution has been passed by requisite majority.

Item no. 3: Special resolution

APPOINTMENT OF MR. VIKESH WALLIA AS NON-EXECUTIVE/ INDEPENDENT DIRECTOR OF THE COMPANY.							
Particulars	Remote e-voting		Voting electronic through system at the venue of the AGM		Consolidated Voting Results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who Voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Votes in favor of the resolution	60	6740077	1	50	61	6740127	100%
Votes against the resolution	1	49	0	0	1	49	0.00%
Invalid Votes/Abstained	0	0	0	0	0	0	0

The above resolution has been passed by requisite majority.



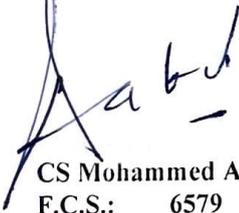
Item no. 4: Ordinary resolution

APPOINTMENT OF MR. M LAKSHMINARAYANAN AS NON-EXECUTIVE DIRECTOR OF THE COMPANY.							
Particulars	Remote e-voting		Voting through electronic system at the venue of the AGM		Consolidated Voting Results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who Voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Votes in favor of the resolution	59	6740076	1	50	60	6740126	100%
Votes against the resolution	2	50	0	0	2	50	0.00%
Invalid Votes/Abstained	0	0	0	0	0	0	0

The above resolution has been passed by requisite majority.

Thanking you,

Yours faithfully,
For Aabid & Co



CS Mohammed Aabid
F.C.S.: 6579
C.O.P No.: 6625
UDIN: F006579F001373001



Countersigned
For Times Guaranty Limited

Muskaan Tinwala
Company Secretary
Authorised by Mr. Vikesh Wallia,
Chairman of the 34th AGM of the Company

Place: Mumbai
Date: October 01, 2024

ANNEXURE-1

TIMES GUARANTY LIMITED	
34 th Annual General Meeting (AGM) Voting Results	
Date of the AGM	30 th September, 2024
Total number of shareholders on record date (23 rd September, 2024)	20615
No. of Shareholders attended the meeting either in person or through proxy:	0
Promoters and promoter Group	0
Public	0
No. of Shareholders attended the meeting through Video conference (VC) / Other Audio-Visual Means (OAVM)	41
Promoters and promoter Group	1
Public	40

AGENDA WISE DISCLOSURE

Resolution Required: (Ordinary)				TO RECEIVE CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31 ST MARCH, 2024 INCLUDING THE AUDITED BALANCE SHEET AS AT 31 ST MARCH, 2024, THE STATEMENT OF PROFIT AND LOSS AND CASH FLOW STATEMENT FOR THE YEAR ENDED ON THAT DATE AND THE REPORTS OF THE BOARD AND AUDITORS THEREON.				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
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]	$[3]=\frac{[2]}{[1]} * 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} * 100$	$[7]=\frac{[5]}{[2]} * 100$
Promoter and Promoter	E-voting	67,37,399	67,37,399	100.000	67,37,399	0	100.000	0



Group	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	67,37,399	67,37,399	100.000	67,37,399	0	100.000	0
Public Institutions	E-Voting	61,204	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		61,204	0	0	0	0	0
Public Non-Institutions	E-Voting	21,94,546	2,727	0.1243	1795	932	65.8232	34.1768
	Poll		50	0.0023	50	0	100.000	0
	Postal Ballot		0	0	0	0	0	0
	Total		21,94,546	2,777	0.1265	1845	932	66.4386
Total		89,93,149	67,40,176	74.9479	67,39,244	932	99.9862	0.0138

Resolution Required: (Ordinary)			TO APPOINT A DIRECTOR IN PLACE OF MR. SIVAKUMAR SUNDARAM (DIN: 00105562), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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]	$[3]=\frac{[2]}{[1]} \times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} \times 100$	$[7]=\frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-voting	67,37,399	67,37,399	100.000	67,37,399	0	100.000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		67,37,399	67,37,399	100.000	67,37,399	0	100.000
Public Institutions	E-Voting	61,204	0	0	0	0	0	0
	Poll		0	0	0	0	0	0



	Postal Ballot		0	0	0	0	0	0
	Total	61,204	0	0	0	0	0	0
Public Non-Institutions	E-Voting	21,94,546	2,727	0.1243	2678	49	98.2032	1.7968
	Poll		50	0.0023	50	0	100.000	0
	Postal Ballot		0	0	0	0	0	0
	Total		21,94,546	2,777	0.1265	2728	49	98.2355
Total		89,93,149	67,40,176	74.9479	67,40,127	49	99.9993	0.0007

Resolution Required: (Special)				APPOINTMENT OF MR. VIKESH WALLIA AS NON-EXECUTIVE/ INDEPENDENT DIRECTOR OF THE COMPANY.				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
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]	$[3]=\frac{[2]}{[1]} \times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} \times 100$	$[7]=\frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-voting	67,37,399	67,37,399	100.000	67,37,399	0	100.000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		67,37,399	67,37,399	100.000	67,37,399	0	100.000
Public Institutions	E-Voting	61,204	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		61,204	0	0	0	0	0
Public Non-Institutions	E-Voting	21,94,546	2,727	0.1243	2678	49	98.2032	1.7968
	Poll		50	0.0023	50	0	100.000	0
	Postal Ballot		0	0	0	0	0	0
	Total		21,94,546	2,777	0.1265	2728	49	98.2355
Total		89,93,149	67,40,176	74.9479	67,40,127	49	99.9993	0.0007



Resolution Required: (Ordinary)				APPOINTMENT OF MR. M LAKSHMINARAYANAN AS NON-EXECUTIVE DIRECTOR OF THE COMPANY.				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-voting	67,37,399	67,37,399	100.000	67,37,399	0	100.000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		67,37,399	67,37,399	100.000	67,37,399	0	100.000
Public Institutions	E-Voting	61,204	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		61,204	0	0	0	0	0
Public Non-Institutions	E-Voting	21,94,546	2,727	0.1243	2677	50	98.1665	1.8335
	Poll		50	0.0023	50	0	100.000	0
	Postal Ballot		0	0	0	0	0	0
	Total		21,94,546	2,777	0.1265	2727	50	98.1995
Total		89,93,149	67,40,176	74.9479	67,40,126	50	99.9993	0.0007

