



August 5, 2016

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001. Tel: 022 - 2272 1233 / 34 Fax: 022 - 2272 2131 / 1072/ 2037 / 2061 / 41 Email: corp.relations@bseindia.com corp.compliance@bseindia.com Scrip Code: 501242	National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 Tel: 022 - 2659 8235 / 36 / 452 Fax: 022 - 2659 8237/ 38 Email: cmlist@nse.co.in Scrip Code : TCIFINANCE
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Dear Sir,

Sub: - Outcome of 42nd Annual General Meeting held today i.e.05.08.2016 – reg.

Dear Sir/Madam,

In terms of regulation 30 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, a summary of the proceedings of the 42nd Annual General Meeting of the Company held on August 5, 2016 at 11.00 am at Plot no.20, Survey no.12, Near Rainbow Children Hospital, Kothaguda, Kondapur, Hyderabad-500084 are enclosed for your reference.

We hereby confirm that all the resolutions for approval at the 42nd Annual General Meeting, as set out in the Notice dated April 28, 2016, have been passed with requisite majority by the members of the Company. The voting results, in the prescribed format in terms of regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 along with the Consolidated Scrutinizers Report issued by M/s. dvmgopal & associates, Practicing Company Secretaries, are also enclosed for your reference.

This is for you kind information and records.

Thanking you,

Yours faithfully,
For TCI Finance Limited

Lakshmi Sharma
Company Secretary

Summary of the proceeding of 42nd Annual General Meeting

The 42nd Annual General Meeting (AGM) of the members of the company was convened at 11.00 a.m. on Friday, August 5, 2016, at Plot no.20, Survey no.12, Near Rainbow Children Hospital, Kothaguda, Kondapur, Hyderabad-500084 and concluded at 11.45 a.m.

- The business before the meeting was taken up and the requisite quorum was present throughout the Meeting. 54 members were present in person or through proxy at the AGM.
- The Chairman of the Meeting delivered his speech.
- Members has been given the opportunity to ask any questions and also to seek clarification on the resolutions to be passed. All queries/clarifications of Members has been satisfactorily addressed by chairman of the meeting/other directors present at the Meeting.
- Facility of casting vote by e-voting was provided to Members from July 30, 2016 at 9.00 a.m. (IST) to August 4, 2016 at 5.00 p.m. (IST). Further members and proxy holders, who have not exercised e-voting platform to cast their vote and attended the meeting, were provided with a facility to vote through Ballot Paper.
- M/s. dvmgopal & associates, Practicing Company Secretaries, Hyderabad, were appointed as Scrutinizer for conducting the e-voting process and voting process at the meeting (including voting through Ballot Form) in a fair and transparent manner.

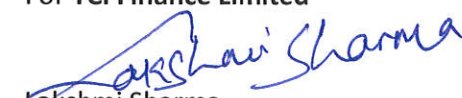
The following item of business as per Notice of the 42nd AGM of the Company were transacted:

1. Adoption and Approval of Audited Financial Statements of the Company for the Financial Year ended March 31, 2016, the Reports of the Board of Directors and Auditors thereon (b) Adoption and Approval of Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2016
2. Re-appointment of Mr. Radhe Shyam Agarwala (DIN:00368733) as Director of the Company
3. Ratification of Re-appointment of statutory auditors

You are requested to kindly take above information on your records.

Thanking you,

Yours faithfully,
For TCI Finance Limited



Lakshmi Sharma
Company Secretary

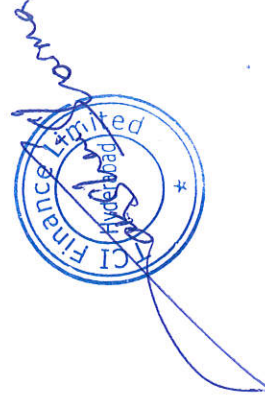
NAME: **TCI FINANCE LIMITED**

SLNO	DESCRIPTION					
A	DATE OF AGM			05-08-2016		
B	BOOK CLOSURE DATE			29-07-2016 TO 05-08-2016 (BOTH DAYS INCLUSIVE)		
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE			6185		
D	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY			54		
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP ()	14	0	14	5363544	41.66671
	PUBLIC	37	3	40	237763	1.84706
	TOTAL	51	3	54	5601307	43.51377
E	No. of shareholders attended the meeting through Video conferencing Nill, No video conferencing facility was made available.					



A handwritten signature in blue ink is written over a circular blue stamp. The stamp contains the text "TCI Finance Limited" around the top edge, "Hyderabad" in the center, and a small star at the bottom. The signature appears to be "K. S. Sharma".

TCI FINANCE LIMITED-05/08/2016-PLOT NO 20, SURVEY NO 12,KOTHAGUDA								
Sebi Poll Report								
Resolution ID	Category	Shares Held (1)	Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	No. of Votes - against (5)	% of Votes against on votes polled (7)=[(5)/(2)]*100
Ordinary Resolution								
Whether promoter/ promoter group are interested in the agenda/resolution- Not applicable								
1	Promoter and Promoter Group	5363544	5308688	98.9772	5308688	100	0	0
1	Public-Others	7508949	101719	1.3546	97469	95.8218	4250	4.1781
	Total	12872493	5410407	42.0308	5406157	99.9214	4250	0.0786
2	Promoter and Promoter Group	5363544	5308688	98.9772	5308688	100	0	0
2	Public-Others	7508949	101719	1.3546	91469	89.9232	10250	10.0767
	Total	12872493	5410407	42.0308	5400157	99.8106	10250	0.1894
3	Promoter and Promoter Group	5363544	5308688	98.9772	5308688	100	0	0
3	Public-Others	7508949	101719	1.3546	97469	95.8218	4250	4.1781
	Total	12872493	5410407	42.0308	5406157	99.9214	4250	0.0786





CONSOLIDATED SCRUTINIZER'S REPORT

The Chairman,

M/s. TCI Finance Limited,
Plot no.20, Survey no.12,
Near Rainbow Children Hospital,
Kothaguda, Kondapur,
Hyderabad-500084

Dear Sir,

SUB:Consolidated Scrutinizers Report of E-Voting and Physical Voting at AGM

REF:Notice of 42ndAnnual General Meeting

We M/s. dvmgopal& associates, Company Secretaries, represented by Mr. D.V.M. Gopal, were appointed as Scrutinizers by vide resolution passed by the Board at its Meeting held on 28th April,2016.

- a) To scrutinize the RemoteE-votingprocess for the items to be transacted at the 42ndAnnual General Meeting to be held on 05.08.2016 along with Ballots received, who could not access the remote E-voting;
- b) To scrutinize the Physical Ballot (Poll) voting process at the 42ndAnnual General Meeting at 11.00 am on 05.08.2016for the shareholders who have not opted to vote through the Remote e-voting process.

Karvy Computer share Private Limited (Karvy), (Service Provider), has provided a system for recording the electronic votes of the Shareholders on all the items of the business sought to be transacted at the 42ndAnnual General Meeting (AGM) of the Company. The Service Provider had set up e-voting facility on their website <https://www.evoting.karvy.com>.

The Company has also allowed physical voting through Poll System for those shareholders, who are present at the meeting and have not opted to vote through the remote e-voting processat the Company's Annual General Meeting held at 11.00 A.M. on August05, 2016.

We hereby submit our report as under:

1. The remote e-voting period remained open from 09.00 A.M. on 30thJuly 2016 to 05.00 P.M. on 4thAugust, 2016.Upon conclusion of the e-voting period, the E-voting voteswere unblocked on 05.08.2016at around 12noon. In the presence of two witnesses' Ms. YaminiMathurand Ms. SwethaBindu, who are not in employment of the Company.
2. At the AGM, Physical Ballots duly filled were deposited in ballot box kept open for voting, upon completion, the same were un-locked in my presence.
3. The Shareholders as on July 29, 2016, the cut-off date are entitled to vote on the proposed resolutions contained in the notice of the Annual General Meeting.
4. On completion of voting at the Meeting, the Service Provider, M/s. Karvy Computer share Private Limited provided us with the List of Members who had cast their votes, with their holding details and details of vote on each of the Resolutions.
5. We have collated the votes downloaded from e-voting systemand the votes cast through physical ballot to declare the final results for each of the resolution forming part of the AGM Notice and ascertained number of Shares voted "in favor" or "against" or "invalidated votes".
6. Soft copy of the List of members, for both voting at the AGM as well as remote e-voting containing the details of members who voted 'FOR', 'AGAINST' and those whose votes were considered as invalid for each resolution will be emailed to the Company Secretary, after the announcement of the results by the Company.

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We hereby submit Consolidated Scrutinizer's Report as per the provisions of Section 108 of the Companies Act, 2013 and Clause 44 of the Listing Regulation, containing the following results for every resolution under **E-Voting & Physical voting**:

ITEM NO. 1:

a) Ordinary Resolution- Adoption of the Audited financial statements of the Company for the financial year ended March 31, 2016 and the reports of the Board of Directors and Auditors thereon;

1	Total No. of Members responded	54
2	Total No. of Votes / Shares received	5412607
3	Total No. of Valid Votes/Shares	5410407 (100.00%)
4	Resolution Voting:	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
5406157(99.92%)	4250(0.08%)	2200
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
50	3	1

b) Ordinary Resolution- Adoption of the Audited Consolidated financial statements of the Company for the financial year ended March 31, 2016:

1	Total No. of Members responded	54
2	Total No. of Votes / Shares received	5412607
3	Total No. of Valid Votes/Shares	5410407 (100.00%)
4	Resolution Voting:	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
5406157(99.92%)	4250(0.08%)	2200
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
50	3	1

ITEM NO. 2:

Ordinary Resolution Re-appointment of Mr. RadheShyam Agarwala, (DIN: 00368733) director retiring by rotation:-

1	Total No. of Members responded	54
2	Total No. of Votes / Shares received	5412607
3	Total No. of Valid Votes/Shares	5410407 (100.00%)



4	Resolution Voting:	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
5400157 (99.81%)	10250 (0.19%)	2200
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
49	4	1

ITEM NO. 3:

Ordinary Resolution-Ratification of the appointment of M/s. M. BhaskaraRao & Co., Chartered Accountants (Firm Registration No.000459 S) as Statutory Auditors:

1	Total No. of Members responded	54
2	Total No. of Votes / Shares received	5412607
3	Total No. of Valid Votes/Shares	5410407 (100.00%)
4	Resolution Voting:	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
5406157(99.92%)	4250(0.08%)	2200
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
50	3	1

We further confirm that the Registers and records generated from the remote e-voting platform of Service Provider including the Registers maintained by us in respect of the votes casted through Electronic and Physical means are being maintained in electronic form.

The Registers and all other records/papers relating to e-voting and physical voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes and thereafter the same shall be returned.

Thanking you,

Yours faithfully
For **dvmgopal&associates,**
Company Secretaries,



D V M Gopal
Proprietor
C P No. 6798,
FCS No. 6280



Place: Hyderabad
Date: 05.08.2016