

TAMBOLI CAPITAL LTD.

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

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WEBSITE : www.tambolicapital.in

CIN : L65993GJ2008PLC053613

E-filing through BSE Listing Centre

AC/1225/IX

August 16, 2018

The GENERAL MANAGER
CORPORATE RELATIONSHIP DEPARTMENT
Bombay Stock Exchange Limited
1st 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 10th AGM of the members of the Company held on 13.08.2018 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 10th AGM of the members of the Company held on August 13, 2018. The meeting was started at 4.30 PM and concluded at 5.00 PM.
2. Consolidated Scrutinizer report of Ashish Shah & Associates, Practicing Company Secretaries dated August 14, 2018 on remote e-voting pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 and Poll at the AGM venue pursuant to section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules 2014.

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 (E-voting & Poll)

Date of Annual General Meeting	August 13, 2018
Total number of shareholders on record date	3295
No. of shareholders present in the meeting either in person or through proxy:	31
Promoters and Promoter Group	6
Public	25
No. of Shareholders attended the meeting through Video Conferencing	Not Arranged, hence NIL
Promoters and Promoter Group	Not Arranged, hence NIL
Public	Not Arranged, hence NIL

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 May 26, 2018 for 10th Annual General Meeting held on August 13, 2018. The e-voting period commenced on August 9, 2018 (10.00 AM) and ended on August 12, 2018 (5.00 PM).

The Company has also provided an option to shareholders who were present at the AGM and who had not tendered their votes by e-voting to tender their votes in ballot papers given to them.

Mr. Ashish Shah, Practicing company secretary was appointed as the Scrutinizer to scrutinize the e-voting process and to conduct poll process. The Scrutinizer has carried out the scrutiny of all poll papers received and votes cast by means of electronic voting till 5.00 PM on August 12, 2018 and has submitted his report on August 14, 2018. The Consolidated report of scrutinizer is attached herewith.

Based on the consolidated report of scrutinizer the result on resolutions of 10th Annual General Meeting of the Company is as under:



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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
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Ordinary Business

1	To consider and adopt the standalone financial statements and consolidated financial statements of the Company for the year ended March 31 2018, together with the Directors' and Auditors' Reports thereon	Ordinary	4864136	100%	0	0
2	To declare dividend for the Financial Year 2017-2018	Ordinary	4864136	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	4864036	100%	100	Negligible

Special Business

4	Appointment of Mr. Vaibhav B. Tamboli (DIN: 00146081) as Whole Time Director and Chief Executive Officer (CEO) of the Company.	Ordinary	4864036	100%	100	Negligible
5	Appointment of Mrs. Neha R. Gada (DIN 01642373) as an Independent Director of the Company.	Ordinary	4864136	100%	0	0

Based on Scrutinizers report, the resolutions as aforesaid as set out in the notice of 10th Annual General Meeting of the Company dated May 26, 2018 have been passed as Ordinary resolution(s) with requisite majority.

For TAMBOLI CAPITAL LTD



(Vipul H. Pathak)
CHIEF FINANCIAL OFFICER

SCRUTINIZER'S REPORT

To,
The Chairman
Tamboli Capital Limited
Mahavir Palace,
8-A, Kalubha Road,
Bhavnagar - 364 001

Dear Sir,

Subject : Consolidated Scrutinizer's Report on Remote E-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Poll at the AGM venue pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the 10th Annual General Meeting (AGM) of the members of the Company, held on Monday, 13th day of August, 2018 at 4:30 p.m. at Hotel Nilambag palace, Bhavnagar- 364 002.

I, Ashish Shah, a Company Secretary in practice, have been appointed by the Board of Directors of M/s. Tamboli Capital Limited (the Company) as a Scrutinizer for the purpose of scrutinizing the remote e-voting and poll at the Annual General Meeting (AGM) venue and ascertaining the requisite majority, on the resolutions contained in the notice to the 10th Annual General Meeting (AGM) of the members of the Company, held on Monday, 13th day of August, 2018 at 4:30 p.m. at Hotel Nilambag palace, Bhavnagar- 364 002.

The Notice dated 26th May, 2018 along with the statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting on the resolutions contained in the Notice of 10th Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the voting process is restricted to presenting a Scrutinizer's Report of the votes cast "in favour" or "against" or "abstained", in respect of the resolutions stated below, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.

The Company had also provided poll at the AGM venue facility to the Shareholders present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.



Further to the above, I submit my report as under:-

E-Voting:

- (i) The e-voting period remained open from Thursday, 9th August, 2018 (10.00 a.m.) to Sunday, 12th August, 2018 (05.00 p.m.).
- (ii) The members of the Company as on the "cut-off" date i.e. 6th August, 2018 were entitled to vote on the resolutions (items no. 1 to 5 as set out in the notice of the 10th Annual General Meeting of the Company).
- (iii) The votes cast under remote e-voting facility were thereafter unblocked in presence of two witnesses, who were not in employment of the Company.
- (iv) The Corporate members, who had participated in the remote e-voting, had provided the scanned copy of the resolution passed at the Board of Directors for authorization to exercise their votes through e-voting.

Poll:

- (i) The Company had provided the facility for voting through ballot or polling paper at the AGM and members, who have not cast their vote by remote e-voting, was allowed to exercise their right to vote at the meeting.
- (ii) The polling papers in Form MGT-12 as per the Companies (Management and Administration) Rules, 2014 were distributed to the Shareholders present. The shareholders cast their votes in one ballot box kept at convenient places at the venue.
- (iii) The locked ballot box was subsequently opened before me, in presence of two witnesses, who were not in employment of the Company and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations/proxies lodged with the Company.



Item No. 1- Ordinary Resolution

To consider and adopt the standalone financial statements and consolidated financial statements of the Company for the year ended March 31, 2018, together with the Directors' and Auditors' Reports thereon.

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	46,91,765	12	46,91,765	100	Nil	Nil	Nil
Poll at the AGM	1,72,371	21	1,72,371	100	Nil	Nil	Nil
Total	48,64,136	33	48,64,136	100	Nil	Nil	Nil

Item No. 2- Ordinary Resolution

To declare dividend for the Financial Year 2017-2018.

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	46,91,765	12	46,91,765	100	Nil	Nil	Nil
Poll at the AGM	1,72,371	21	1,72,371	100	Nil	Nil	Nil
Total	48,64,136	33	48,64,136	100	Nil	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.

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	46,91,765	11	46,91,665	100	1	100	Negligible
Poll at the AGM	1,72,371	21	1,72,371	100	Nil	Nil	Nil
Total	48,64,136	32	48,64,036	100	1	100	Negligible

Item No. 4- Ordinary Resolution

Appointment of Mr. Vaibhav B.Tamboli (DIN: 0146081), as a Wholetime Director and Chief Executive Officer (CEO) of the Company

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	46,91,765	11	46,91,665	100	1	100	Negligible
Poll at the AGM	1,72,371	21	1,72,371	100	Nil	Nil	Nil
Total	48,64,136	32	48,64,036	100	1	100	Negligible



Ashish Shah & Associates

COMPANY SECRETARY

4th Floor, Shaival Plaza,
Near Gujarat College,
Ellisbridge,
AHMEDABAD-380006
Tel. : 079-26420336/7/9
Fax : 079-26424100
Mobile : 9825940391
E-mail : ashish@ravics.com

Item No. 5- Ordinary Resolution

Appointment of Mrs. Neha R.Gada (DIN: 01642373), as an Independent Director of the Company

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	46,91,765	12	46,91,765	100	Nil	Nil	Nil
Poll at the AGM	1,72,371	21	1,72,371	100	Nil	Nil	Nil
Total	48,64,136	33	48,64,136	100	Nil	Nil	Nil

The data sheet relating to e-voting/Poll at the AGM venue and other related papers/registers, records are handed over to the Chairman/Secretary of the Company.

Thanking you
Yours faithfully,

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



Countersigned by
Mr. Bipin F. Tamboli
Chairman
Tamboli Capital Limited

Date: 14.08.2018
Place: Ahmedabad