

TAMBOLI CAPITAL LTD.

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

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CIN : L65993GJ2008PLC053613

E-filing through BSE Listing Centre

August 10, 2019

AC/1225/IX

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 11th AGM of the members of the Company held on 08.08.2019 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 11th AGM of the members of the Company held on August 8, 2019. 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 9, 2019 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 8, 2019
Total number of shareholders on record date	3109
No. of shareholders present in the meeting either in person or through proxy:	40
Promoters and Promoter Group	4
Public	36
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 11, 2019 for 11th Annual General Meeting held on August 8, 2019. The e-voting period commenced on August 4, 2019 (9.00 AM) and ended on August 7, 2019 (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 (Membership No. 5974) 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 7, 2019 and has submitted his report on August 9, 2019. The Consolidated report of scrutinizer is attached herewith.

Based on the consolidated report of scrutinizer the result on resolutions of 11th Annual General Meeting of the Company is as under:



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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 receive, consider, approve and adopt the standalone financial statements and consolidated financial statements of the Company for the year ended on March 31, 2019, together with the Directors' and Auditors' Reports thereon.	Ordinary	4984726	100%	0	0
2	To declare dividend for the Financial Year 2018-2019.	Ordinary	4984726	100%	0	0
3	To appoint a Director in place of Mr. Bipin F. Tamboli (DIN: 00145948), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.	Ordinary	4984726	100%	0	0

Based on Scrutinizers report, the resolutions as aforesaid as set out in the notice of 11th Annual General Meeting of the Company dated May 11, 2019 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 11th Annual General Meeting (AGM) of the members of the Company, held on Thursday, 8th day of August, 2019 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 11th Annual General Meeting (AGM) of the members of the Company, held on Thursday, 8th day of August, 2019 at 4:30 p.m. at Hotel Nilambag Palace, Bhavnagar- 364 002.

The Notice dated 11th May, 2019 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 11th 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:-




COMPANY SECRETARY

E-Voting:

- (i) The e-voting period remained open from Sunday, 4th August, 2019 (09.00 a.m.) to Wednesday, 7th August, 2019 (05.00 p.m.).
- (ii) The members of the Company as on the "cut-off" date i.e. 2nd August, 2019 were entitled to vote on the resolutions (items no. 1 to 3 as set out in the notice of the 11th 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 receive, consider, approve and adopt the standalone financial statements and consolidated financial statements of the Company for the year ended on March 31, 2019, together with the Directors' and Auditors' Reports thereon.

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		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	No. of Folios	No. of shares
Remote E-Voting	4775270	10	4775270	100	Nil	Nil	Nil	Nil	Nil



COMPANY SECRETARY

Poll at the AGM	209456	27	209456	100	Nil	Nil	Nil	Nil	Nil
Total	4984726	37	4984726	100	Nil	Nil	Nil	Nil	Nil

Item No. 2- Ordinary Resolution

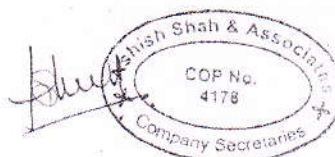
To declare dividend for the Financial Year 2018-2019.

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		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	No. of Folios	No. of shares
Remote E-Voting	4775270	10	4775270	100	Nil	Nil	Nil	Nil	Nil
Poll at the AGM	209456	27	209456	100	Nil	Nil	Nil	Nil	Nil
Total	4984726	37	4984726	100	Nil	Nil	Nil	Nil	Nil

Item No. 3- Ordinary Resolution

To appoint a Director in place of Mr. Bipin F. Tamboli (DIN: 00145948), 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			Invalid Votes	
		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	No. of Folios	No. of shares
Remote E-Voting	4775270	10	4775270	100	Nil	Nil	Nil	Nil	Nil
Poll at the AGM	209456	27	209456	100	Nil	Nil	Nil	Nil	Nil
Total	4984726	37	4984726	100	Nil	Nil	Nil	Nil	Nil



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

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

Date: 09.08.2019
Place: Ahmedabad



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