

TAMBOLI CAPITAL LTD.

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

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

FAX : (91) (278) 252 0064

E-MAIL : direct1@tambolicapital.in

WEBSITE : www.tambolicapital.in

CIN : L65993GJ2008PLC053613

E-filing through BSE Listing Centre

AC/1225/IX

June 20, 2022

The GENERAL MANAGER
CORPORATE RELATIONSHIP DEPARTMENT
BSE Limited
1st Floor, New Trading Ring, Rotunda Building,
P. J. Towers, Dalal Street, Fort
Mumbai 400001.

Dear Sir,

Sub: Result of Postal Ballot by remote e-voting process

This is further to our submission dated May 16, 2022 regarding Postal Ballot Notice ('Notice') for seeking approval of the Members of Tamboli Capital Limited ('the Company') on the following resolutions:

SN	Description of Resolutions
1	Appointment of Mr. Vipul H. Pathak as a Director of the Company.
2	Appointment of Mr. Vipul Pathak as a Whole-time Director of the Company.
3	Appointment of Mr. Suketu Shah as an Independent Director of the Company.
4	Re-classification of status from Promoter Category to Public Category.

Pursuant to the provisions of Section 110 of the Companies Act, 2013, read with related Rules, as amended, the Company conducted the Postal Ballot by remote e-voting process as set out in the Notice.

The remote e-voting process concluded on Saturday, June 18, 2022, at 5:00 p.m. (IST), post which the Scrutinizer has submitted his report on the results of the Postal Ballot. Based on the report of the scrutinizer, we hereby inform that, the Members of the Company have duly passed the above Resolutions with requisite majority.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), we are enclosing herewith the details of the voting results (**Annexure A**) and the Report of the Scrutinizer (**Annexure B**).

The voting results and the Report of the Scrutinizer are being made available on the website of the Company www.tambolicapital.com, Bombay Stock Exchange www.bseindia.com under scrip code 533170 and on website of National Securities Depository Limited www.evoting.nsdl.com

This is for your information and records.

Thanking you,
Yours faithfully,
For TAMBOLI CAPITAL LTD

(Vipul H. Pathak)
DIRECTOR AND CFO
Enclosure: As above



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ANNEXURE A

A. DETAILS OF VOTING RESULT BY POSTAL BALLOT PROCESS PURSUANT TO REGULATION 44(3) OF LISTING REGULATIONS

SN	Particulars	Details
1.	Date of Postal Ballot Notice	Saturday, 07.05.2022
2.	Cut-off Date	Friday, 13.05.2022
3.	Voting Start Date & Time	Friday, 20.05.2022 at 9:00 a.m. (IST)
4.	Voting End Date & Time	Saturday, 18.06.2022 at 5:00 p.m. (IST)
5.	Total Number of Shareholders as on the Cut-off Date	3398
No. of Members present in meeting either in person or proxy		
6.	Promoter & Promoter Group	NA
	Public	NA
No. of Members attended the meeting through Video Conferencing		
7.	Promoter & Promoter Group	NA
	Public	NA

B. RESULTS OF THE POSTAL BALLOT

SN	Agenda	Resolution Required	Mode of Voting	Remarks
1.	Appointment of Mr. Vipul H. Pathak as a Director of the Company.	Ordinary	Remote E-voting	Passed with requisite majority
2.	Appointment of Mr. Vipul Pathak as a Whole-time Director of the Company.	Ordinary		
3.	Appointment of Mr. Suketu Shah as an Independent Director of the Company.	Special		
4.	Re-classification of status from Promoter Category to Public Category.	Ordinary		

RESOLUTION NO. 1

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

Appointment of Mr. Vipul H. Pathak as a Director of the Company.

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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting			0.0000	0	0	0.0000	0.0000
	Poll	5194212	5028975	0.0000	0	0	0.0000	0.0000
	Postal Ballot			96.82	5028975	0	100.00	0.0000
Public- Institutions	E-Voting			0.0000	0	0	0.0000	0.0000
	Poll	0	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot			0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting			0.0000	0	0	0.0000	0.0000
	Poll	4725788	44947	0.0000	0	0	0.0000	0.0000
	Postal Ballot			0.95	43186	1761	96.08	3.92
Total	Total	9920000	5073922	51.15	5072161	1761	99.97	0.03

Whether resolution is Pass or Not.

Yes



RESOLUTION NO. 2

Resolution required: (Ordinary / Special)

Whether promoter/promoter group are interested in the agenda/resolution?

Ordinary

Description of resolution considered

No

Appointment of Mr. Vipul Pathak as a Whole-time Director of the Company.

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Promoter and Promoter Group	E-Voting	5194212	5028975	0.00	0	0	0.00	0.00
	Poll			0.00	0	0	0.00	0.00
	Postal Ballot			96.82	5028975	0	100.00	0.00
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll			0.00	0	0	0.00	0.00
	Postal Ballot			0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	4725788	44947	0.00	0	0	0.00	0.00
	Poll			0.00	0	0	0.00	0.00
	Postal Ballot			0.95	43186	1761	96.08	3.92
Total	Total	9920000	5073922	51.15	5072161	1761	99.97	0.03

Whether resolution is Pass or Not.

Yes



(Handwritten Signature)

RESOLUTION NO. 3

Resolution required: (Ordinary / Special)

Special

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

Appointment of Mr. Suketu Shah as an Independent Director of the Company.

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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting			0.00	0	0	0.00	0.00
	Poll	5194212	5028975	0.00	0	0	0.00	0.00
	Postal Ballot			96.82	5028975	0	100.00	0.00
Public- Institutions	E-Voting			0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot			0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting			0.00	0	0	0.00	0.00
	Poll	4725788	44947	0.00	0	0	0.00	0.00
	Postal Ballot			0.95	44786	161	99.64	0.36
Total		9920000	5073922	51.15	5073761	161	100.00	Negligible

Whether resolution is Pass or Not.

Yes



RESOLUTION NO. 4

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Description of resolution considered		Re-classification of status from Promoter Category to Public Category.						
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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	5194212	0	0.00	0	0	0.00	0.00
	Postal Ballot		5028975	96.82	5028975	0	100.00	0.00
Public- Institutions	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	4725788	0	0.00	0	0	0.00	0.00
	Postal Ballot		44947	0.95	43186	1761	96.08	3.92
Total		9920000	5073922	51.15	5072161	1761	99.97	0.03
Whether resolution is Pass or Not.							Yes	





ASHISH SHAH & ASSOCIATES

Company Secretaries & Trade Mark Agent | Insolvency Resolution Professional

402, "Shaival Plaza", 4th Floor, Gujarat College Road, Besides Hope Hospital, Ellisbridge, Ahmedabad - 380 006.
Mobile : 098259 40391 | Tel. : 079-26420336 / 7 / 9 | Fax : 079-26424100 | E-mail : ashish@ravics.com

June 20, 2022

To,
The Chairman
TAMBOLI CAPITAL LIMITED
Regd. Office: Mahavir Palace 8-A,
Kalubha Road,
Bhavnagar - 364001

Respected Sir,

Subject: Scrutinizer Report

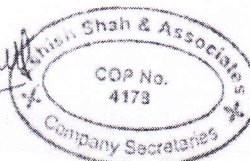
The Board of Directors of Tamboli Capital Limited (hereinafter referred to as "Company"), at its meeting held on May 07, 2022 appointed the undersigned as Scrutinizer to ensure that the process of Postal Ballot as prescribed under Section 110 of the Companies Act, 2013 (hereinafter referred to as "Act") read with the Companies (Management and Administration) Rules, 2014 (hereinafter referred to as "Rules") is complied with.

In terms of section 110 of the Act and in terms of the circulars issued by the Ministry of Corporate Affairs, Government of India (the "MCA") vide its General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020 and 39/2020 dated 31st December, 2020, 02/2021 dated 13th January, 2021, 10/2021 dated 23rd June, 2021 and 20/2021 dated 8th December, 2021 (the "MCA Circulars"), current outbreak of COVID-19 pandemic requiring social distancing, companies are advised to take all the decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot/e-voting in accordance with the provisions of the Act and rules made thereunder, without holding a general meeting.

The MCA has further clarified vide its circular no. 39/2020 dated 31st December, 2020 that for companies that are required to provide e-voting facility under the Act, while they are transacting any business(es) only by postal ballot up to June 30, 2022, the requirements provided in Rule 20 of the Companies (Management and Administration) Rules, 2014 (the "Rules") as well as the framework provided in the MCA Circulars is applicable mutatis mutandis.

The Company has accordingly sent Postal Ballot Notice by email to all its shareholders for passing of 3 Ordinary Resolutions and 1 Special Resolution for the special businesses as mentioned in the notice of postal ballot dated May 7, 2022 who have registered their email addresses with the Company or depository / depository participants/Registrar and Share Transfer Agent (RTA) and the communication of assent / dissent of the members are taken place through the remote e-voting system. This Postal Ballot is accordingly being initiated by the Company in compliance with the MCA Circulars.

In compliance with the requirements of the MCA Circulars thus, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope were not sent to the shareholders for this Postal Ballot and shareholders were requested to communicate their assent or dissent through the remote e-voting system.



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The Company has availed E-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by members of the Company and as permissible under the Act, notice to the shareholders were sent through e-mail whose e-mail id were registered with the Company/Depository Participant/Registrar and Transfer Agent. The Company has also provided an option for remote e-voting to those shareholders, who held shares in Physical form. The remote e-voting portal remained open for voting from Friday, May 20, 2022 (9.00 a.m. IST) to Saturday, June 18, 2022 (5.00 p.m. IST) both days inclusive. The shareholders of the Company holding shares either in physical form or dematerialized form, as on the cut-off date i.e. Friday, 13th May, 2022 were entitled to vote on the resolutions (item nos. 1, 2, 3 and 4 as set out in notice of postal ballot dated May 7, 2022).

A public notice in newspaper informing the members about dispatch of notice and commencement of postal ballot was published on Tuesday, May 17, 2022. Members have been informed that those shareholders who were members of the Company as on cut-off date, i.e. Friday, 13th May, 2022, and who have not received notice of postal ballot can request for a duplicate copy of postal ballot notice, if so required, and the postal ballot notice can be downloaded from the website of the Company or website of NSDL.

The Shareholders were required to cast their vote online through remote e-voting on or before Saturday, June 18, 2022 till 05:00 p.m. on the basis of User-id and password provided to them by NSDL.

Remote e-voting register was kept bearing particulars of names, address, folio nos. of shares along with assent, dissent, abstained as well as less voting was recorded herein. Summary of the remote e-voting with their pattern of voting is as per **Annexure-A**.

As per Section 110(2) of the Companies Act, 2013 read with Secretarial Standards on General Meeting (SS-2) issued by the Institute of Company Secretaries of India, if a resolution is assented to by a requisite majority of the shareholders by means of Postal Ballot, it shall be deemed to have been duly passed on the last date specified for remote e-voting, i.e. Saturday, June 18, 2022.

The term "requisite majority" which refers to the context of ordinary resolution and special resolution as defined under section 114 of the Act, means:

- a) Intention to propose the resolution as ordinary / special resolution duly specified in the notice as the case may be
- b) Notice required under the Act was duly given
- c) The votes cast in favour of the resolution is more than the votes cast against in case of ordinary resolution and in case of special resolution the votes cast in favour is three times more than the votes cast against.

As the conditions prescribed under section 114 of the Act are complied with, both the resolutions are considered to have been approved by the shareholders.





ASHISH SHAH & ASSOCIATES

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You are requested to take note of the above and oblige. We are enclosing report generated from the website of NSDL, with regard to electronic voting for your records.

Thanking you

Yours truly,

For, Ashish Shah & Associates
Company Secretaries

(Ashish Shah)
Proprietor
Scrutinizer
FCS - 5974
COP- 4178
UDIN: F005974D000508993



Countersigned by

Tamboli
Vaibhav
Bipin

Vaibhav Tamboli
Whole-Time Director and CEO
Tamboli Capital Limited

Digitally signed by Tamboli Vaibhav
Bipin
DN: c=IN, o=Personal,
2.5.4.20=24e9d5e5bfad570927a166cc
3a4d4ed0ed05c1316119124360220669
e2b77, postalCode=384002, st=Gujarat,
serialNumber=a4d1342066230910e7b
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Date: 2023.06.20 15:42:24 +05'30'



ASHISH SHAH & ASSOCIATES

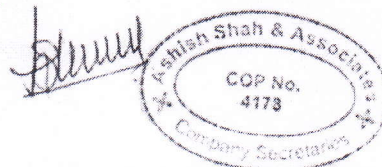
Company Secretaries & Trade Mark Agent | Insolvency Resolution Professional

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Annexure-A

Voting Pattern of Electronic Vote

Particulars	No. of Voted in favour	No. of shares in favour	% of shares in favour	No. of voted against	No. of shares against	% of shares against	No. of Votes abstained	No. of Shares abstained	No. of Less Voted	No. of Shares Less Voted
RESOLUTION 1 (Ordinary Resolution) Appointment of Mr. Vipul H. Pathak as a Director of the Company	27	5072161	99.97	3	1761	0.03	Nil	Nil	Nil	Nil
RESOLUTION 2 (Ordinary Resolution) Appointment of Mr. Vipul Pathak as a Whole-Time Director of the Company	27	5072161	99.97	3	1761	0.03	Nil	Nil	Nil	Nil
Resolution 3 (Special Resolution) Appointment of Mr. Suketu Shah as an Independent Director of the	28	5073761	100	2	161	Negligible	Nil	Nil	Nil	Nil





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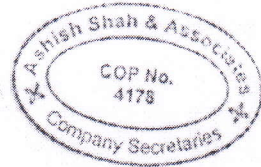
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Particulars	No. of Voted in favour	No. of shares in favour	% of shares in favour	No. of voted against	No. of shares against	% of shares against	No. of Votes abstained	No. of Shares abstained	No. of Less Voted	No. of Shares Less Voted
Company										
Resolution 4 (Ordinary Resolution) Re-Classification of Status from Promoter Category to Public Category	27	5072161	99.97	3	1761	0.03	Nil	Nil	Nil	Nil

For, Ashish Shah & Associates
Company Secretaries

(Ashish Shah)
Proprietor
Scrutinizer
FCS - 5974
COP- 4178

UDIN: F005974D000508993



Countersigned by

Tamboli
Vaibhav
Bipin

Digitally signed by Tamboli Vaibhav Bipin
DN: cn=, o=Personal
2.5.4.20=249d5e88e45570927a166cab
a460ca0d0e138c112436a776e1e
2077, postalCode=38002, streetName
serialNumber=ad014f26662303a6a700
96d93736c0381943706a0a010c112c
201495c117aTamboli Vaibhav Bipin
Date: 2022.06.20 15:46:29 +05:30

Vaibhav Tamboli
Whole-Time Director and CEO
Tamboli Capital Limited