



**TI Financial Holdings Limited**

**(Formerly known as Tube Investments of India Limited)**

Dare House, 234, N.S.C. Bose Road, Chennai 600 001, India

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Website: www.tifhl.com CIN:L65100TN1949PLC002905

September 26, 2017

The Manager  
Listing Department  
National Stock Exchange of India Ltd  
Exchange Plaza, 5th Floor  
Plot No.C-1, Block G  
Bandra-Kurla Complex  
Bandra (E)  
Mumbai 400 051

BSE Limited  
1st Floor  
New Trading Ring, Rotunda Building  
P J Towers, Dalal Street  
Fort  
Mumbai 400 001

Dear Sirs,

**Sub: Proceedings of 68<sup>th</sup> Annual General Meeting (AGM)**

We wish to inform you that the 68<sup>th</sup> AGM of the Company was held yesterday at 11.30 AM and the business stated in the notice dated August 9, 2017 were transacted.

In this regard, we enclose the summary of proceedings of the AGM in terms of regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the above on record.

Thanking you,

Yours faithfully,  
for TI FINANCIAL HOLDINGS LIMITED.,  
(Formerly Tube Investments of India Ltd)

  
E KRITHIKA  
COMPANY SECRETARY

Encl : As above



## TI FINANCIAL HOLDINGS LIMITED

### SUMMARY OF PROCEEDINGS OF THE 68TH ANNUAL GENERAL MEETING

The 68th ANNUAL GENERAL MEETING (68th AGM) of the Members of the Company was held on Monday, the 25<sup>th</sup> September, 2017 at 11.30 A.M. at T T K Auditorium, The Music Academy, 168 (Old no.306), T T K Road, Chennai - 600 014.

Mr. A Vellayan, chaired the meeting. The requisite quorum being present, the Chairman called the meeting to order.

The Chairman introduced the other directors, Secretary and the senior management who were seated on the dais.

The Chairman informed that the copies of the AGM notice together with the annual report had been sent to all the shareholders and the Company had provided the remote e-voting facility to the shareholders. He further informed that electronic voting facility at the venue may be used by those shareholders who had not exercised their vote through remote e-voting.

Further, the Chairman informed that, the Register of Directors, Key Managerial Personnel & Directors' Shareholding, the Register of Contracts or Arrangements in which the Directors are interested under the Companies Act, 2013, the draft letter of appointment of independent directors and Certificate from the Statutory Auditors that the Employees' Stock Option Scheme of the Company had been implemented in accordance with the relevant SEBI Regulations, were made available to the Members for inspection at any time during the meeting.

Further, the Chairman apprised the Members with regard to the voting procedure in general meetings under the Companies Act, 2013 and informed the Members that the Company had provided remote e-voting facility through the e-voting platform of M/s. Karvy Computershare Private Ltd ("Karvy") to all shareholders of the Company as of the cut-off date of 18th September, 2017. The e-voting was made available from 9 a.m. on 20th September, 2017 till 5.00 p.m. on 24<sup>th</sup> September, 2017.

The notice of the meeting was taken as read with the permission of members since it was already circulated to them. Members were informed that the auditors' report on the financial statement of the Company did not have any qualifications or observations on financial transactions or matters as having any adverse effect on the functioning of the Company. Accordingly, the auditors' report was not required to be read out at the meeting, as provided in the Companies Act, 2013.





The following items of business, as per the notice of AGM dated August 9, 2017, were transacted at the meeting:

1. Adoption of the Audited Financial Statements of the Company for the financial year, 2016-17, the Reports of the Board of Directors and the Auditors thereon.
2. Adoption of the Audited Consolidated Financial Statements of the Company for the financial year, 2016-17 and the Report of the Auditors thereon.
3. Confirmation of Interim Dividend of Rs.1.25 per equity share.
4. Re-appointment of Mr. N Srinivasan as Director.
5. Ratification of appointment of the Statutory Auditors, S R Batliboi & Associates LLP, on a remuneration of Rupees 7.40 lakhs, for the financial year, 2017-18.
6. Appointment of Mr. A Vellayan as a director liable to retire by rotation.
7. Appointment of Mr. M B N Rao as an independent director for a term of one year from the date of 68<sup>th</sup> AGM till the date of 69<sup>th</sup> AGM.
8. Appointment of Ms. Shubhalakshmi Panse as an independent director for a term of five years from the date of 68<sup>th</sup> AGM till the date of 73<sup>rd</sup> AGM.
9. Appointment of Mr. N Ganesh as Manager for a term of 3 years.

The Board of Directors of the Company had appointed Mr. R Sridharan of M/s R Sridharan & Associates, Practicing Company Secretary as the scrutinizer for conducting the remote e-voting and voting process at the AGM.

Chairman invited queries from members regarding the accounts and operations of the Company during the year 2016-17.

Chairman informed the shareholders who have not participated in the e-voting to cast their vote before leaving the venue. He further informed that the voting results along with the scrutiniser's report will be placed on the website of the Company, [www.tifhl.com](http://www.tifhl.com) and on the website of Karvy Computershare Private Limited engaged for providing e-voting and will be communicated to the stock exchanges.

There being no other agenda, the Chairman called the meeting to a close.

For TI FINANCIAL HOLDINGS LIMITED.

E KRITHIKA  
COMPANY SECRETARY