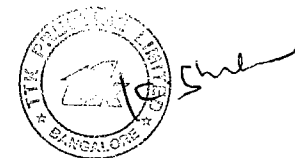


| | |
|--|--|
| TTK PRESTIGE LIMITED | |
| Date of the AGM/EGM | Postal Ballot Notice dated February 01, 2023 (Voting started on February 07, 2023 and ended on March 08, 2023) |
| Total number of shareholders on record date | 84344 |
| No. of shareholders present in the meeting either in person or through proxy: | |
| Promoters and Promoter Group: | Not Applicable |
| Public: | Not Applicable |
| No. of Shareholders attended the meeting through Video Conferencing | |
| Promoters and Promoter Group: | Not Applicable |
| Public: | Not Applicable |

| Resolution No. | 1 | | | | | | | | | |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|---------------|-----------------|
| Resolution required: (Ordinary/ Special) | SPECIAL - Appointment of Mrs. Sandhya Vasudevan (DIN: 00372405), as an Independent Director of the Company | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group | E-Voting | 9,13,36,470 | 9,13,36,470 | 100.0000 | 9,13,36,470 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 9,13,36,470 | 100.0000 | 9,13,36,470 | 0 | 100.0000 | 0.0000 | 0.0000 | 0 |
| Public- Institutions | E-Voting | 3,01,55,615 | 3,01,55,615 | 100.0000 | 3,01,55,615 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 3,01,55,615 | 100 | 3,01,55,615 | 0 | 100.0000 | 0.0000 | 0.0000 | 0 |
| Public- Non Institutions | E-Voting | 97,064 | 97,058 | 99.9938 | 95,925 | 1,133 | 98.8327 | 1.1673 | 0 | 6 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 97,064 | 97,058 | 99.9938 | 95,925 | 1,133 | 98.8327 | 1.1673 | 0 |
| Total | | 12,15,89,149 | 12,15,89,143 | 100.0000 | 12,15,88,010 | 1,133 | 99.9991 | 0.0009 | 0 | 6 |



| Resolution No. | 2 | | | | | | | | | |
|---|---|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|---------------|-----------------|
| Resolution required: (Ordinary/ Special) | SPECIAL - Appointment of Mr. V Ranganathan (DIN: 00550121), as an Independent Director of the Company | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group | E-Voting | 9,13,36,470 | 9,13,36,470 | 100.0000 | 9,13,36,470 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 9,13,36,470 | 9,13,36,470 | 100.0000 | 9,13,36,470 | 0 | 100.0000 | 0.0000 | 0 |
| Public- Institutions | E-Voting | 3,01,55,615 | 3,01,55,615 | 100.0000 | 3,01,33,276 | 22,339 | 99.9259 | 0.0741 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 3,01,55,615 | 3,01,55,615 | 100 | 3,01,33,276 | 22,339 | 99.9259 | 0.0741 | 0 |
| Public- Non Institutions | E-Voting | 97,064 | 97,059 | 99.9948 | 96,049 | 1,010 | 98.9594 | 1.0406 | 0 | 5 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 97,064 | 97,059 | 99.9948 | 96,049 | 1,010 | 98.9594 | 1.0406 | 0 |
| Total | | 12,15,89,149 | 12,15,89,144 | 100.0000 | 12,15,65,795 | 23,349 | 99.9808 | 0.0192 | 0 | 5 |

| Resolution No. | 3 | | | | | | | | | |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|---------------|-----------------|
| Resolution required: (Ordinary/ Special) | SPECIAL - Approval of TTK Prestige Limited - Long Term Incentive (Stock Option) Plan 2023: | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group | E-Voting | 9,13,36,470 | 9,13,36,470 | 100.0000 | 9,13,36,470 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 9,13,36,470 | 9,13,36,470 | 100.0000 | 9,13,36,470 | 0 | 100.0000 | 0.0000 | 0 |
| Public- Institutions | E-Voting | 3,01,55,615 | 3,01,55,615 | 100.0000 | 1,68,14,109 | 1,33,41,506 | 55.7578 | 44.2422 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 3,01,55,615 | 3,01,55,615 | 100 | 1,68,14,109 | 1,33,41,506 | 55.7578 | 44.2422 | 0 |
| Public- Non Institutions | E-Voting | 97,064 | 97,059 | 99.9948 | 43,668 | 53,391 | 44.9912 | 55.0088 | 0 | 5 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 97,059 | 97,059 | 99.9948 | 43,668 | 53,391 | 44.9912 | 55.0088 | 0 |
| Total | | 12,15,89,149 | 12,15,89,144 | 100.0000 | 10,81,94,247 | 1,33,94,897 | 88.9835 | 11.0165 | 0 | 5 |



10-5-2023

| Resolution No. | 4 | | | | | | | | | |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|--|---|---------------|-----------------|
| Resolution required: (Ordinary/ Special) | SPECIAL - Approval of TTK Prestige Limited - Long Term Incentive (Stock Option) Plan 2023 for the eligible Employees of the Subsidiary Company(ies) of the Company | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]* 100 | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group | E-Voting | 9,13,36,470 | 9,13,36,470 | 100.0000 | 9,13,36,470 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 9,13,36,470 | 100.0000 | 9,13,36,470 | 0 | 100.0000 | 0.0000 | 0.0000 | 0 |
| Public- Institutions | E-Voting | 3,01,55,615 | 3,01,55,615 | 100.0000 | 1,68,14,109 | 1,33,41,506 | 55.7578 | 44.2422 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 3,01,55,615 | 100 | 1,68,14,109 | 1,33,41,506 | 55.7578 | 44.2422 | 0 | 0 |
| Public- Non Institutions | E-Voting | 97,064 | 96,993 | 99.9269 | 43,661 | 53,332 | 45.0146 | 54.9854 | 0 | 71 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 96,993 | 99.9269 | 43,661 | 53,332 | 45.0146 | 54.9854 | 0 | 71 |
| Total | | 12,15,89,149 | 12,15,89,078 | 99.9999 | 10,81,94,240 | 1,33,94,838 | 88.9835 | 11.0165 | 0 | 71 |



K. G. Srinivas

PARAMESHWAR G. HEGDE

B.A., M.Com., BGL., FCS

HEGDE & HEGDE
Company Secretaries

56, 1st Cross, Silver Oak Street,
J P Nagar, 7th Phase, Bengaluru-560078
© : 080 2658 9597
✉ : hegdeandhegdecs@gmail.com

REPORT OF SCRUTINIZER

(Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9)
of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman,
Board of Directors
TTK Prestige Limited
CIN: L85110TZ1955PLC015049
Plot No. 38, SIPCOT Industrial Complex
Hosur-635 126, Tamil Nadu

Dear Sir,

I, Parameshwar G. Hegde, Practicing Company Secretary, at #56, 1st Cross, Silver Oak Street, J.P Nagar 7th Phase, Bengaluru 560078, appointed as Scrutinizer by the Board of Directors of **TTK Prestige Limited** (the Company) for the purpose of scrutinizing Postal Ballot process in a fair and transparent manner in respect of the resolutions stated in the Notice of the Postal Ballot dated February 01, 2023 proposed to be passed by the Equity Shareholders of the Company, submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to Postal Ballot by the shareholders on the resolutions proposed in the Notice of the Postal Ballot is the responsibility of the management. My responsibility as a Scrutinizer is to render Scrutinizer's Report of the total votes cast in favour or against if any, on the resolutions.
2. In accordance with the Notice of the Postal Ballot dated February 01, 2023, dispatched to the shareholders through electronic mode whose email addresses are registered with the Company / Depositories, in compliance with the MCA General Circulars Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 03/2022 dated May 05, 2022 and 11/2022 dated December 28,

2022 (collectively referred to as "MCA Circulars") and the 'Advertisement' published pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 on February 07, 2023, the voting commenced on February 07, 2023 (at 09:00 hours) (IST) and ended on March 08, 2023 (at 17:00 hours) (IST) for e-voting. The e-voting facility was provided by KFin Technologies Limited (KFintech). The votes were unblocked at around 17:11 hours on March 08, 2023 and the e-voting summary statement was downloaded from e-voting website of KFin Technologies Limited (KFintech) (<https://evoting.kfintech.com>).

3. The Equity Shareholders holding shares as on February 03, 2023, "cut off date", were entitled to vote on the resolutions stated in the Notice of the Postal Ballot.
4. My report on the results of the voting is based on the data downloaded from the KFin Technologies Limited (KFintech) in respect of the resolutions contained in the Notice of the Postal Ballot.
5. The result of the voting is as under:

a) **Resolution-1: Special Resolution**

Appointment of Mrs. Sandhya Vasudevan (DIN: 00372405), as an Independent Director of the Company:

- i. Voted **in favour** of the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 337 | 12,15,88,010 | 99.99 |

- ii. Voted **against** the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 20 | 1,133 | 0.01 |

iii. **Invalid** votes:

| Total number of members whose votes declared invalid | Total number of votes cast by them |
|--|------------------------------------|
| 0 | 0 |

b) **Resolution-2: Special Resolution****Appointment of Mr. V Ranganathan (DIN: 00550121), as an Independent Director of the Company:**i. Voted **in favour** of the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 336 | 12,15,65,795 | 99.98 |

ii. Voted **against** the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 23 | 23,349 | 0.02 |

iii. **Invalid** votes:

| Total number of members whose votes declared invalid | Total number of votes cast by them |
|--|------------------------------------|
| 0 | 0 |

c) **Resolution-3: Special Resolution****Approval of TTK Prestige Limited - Long Term Incentive (Stock Option) Plan 2023:**i. Voted **in favour** of the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 250 | 10,81,94,247 | 88.98 |

ii. Voted **against** the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 109 | 1,33,94,897 | 11.02 |

iii. **Invalid** votes:

| Total number of members whose votes declared invalid | Total number of votes cast by them |
|--|------------------------------------|
| 0 | 0 |

d) **Resolution-4: Special Resolution****Approval of TTK Prestige Limited - Long Term Incentive (Stock Option) Plan 2023 for the eligible Employees of the Subsidiary Company(ies) of the Company:**i. Voted **in favour** of the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 247 | 10,81,94,240 | 88.98 |

ii. Voted **against** the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 109 | 1,33,94,838 | 11.02 |

iii. **Invalid** votes:


| Total number of members whose votes declared invalid | Total number of votes cast by them |
|--|------------------------------------|
| 0 | 0 |

6. Register of postal ballot and all other relevant records of voting process given/provided/maintained in electronic mode will remain in my custody until the Chairman considers, approves and signs the minutes of the postal ballot and the same shall be handed over thereafter to the Chairman/Person authorized by him for safe keeping.

Thanking you,

Yours faithfully,

Place: Bengaluru
Dated: March 09, 2023


 Parameshwar G. Hegde
 FCS 1325, CP No. 640
 Scrutinizer
 UDIN:F001325D003251110