

August 23, 2024

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 051, Maharashtra, India
Scrip Code: 544174

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1
G Block, Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 001, Maharashtra, India
Scrip Symbol: TBOTEK

Sub: Voting Results and Scrutinizer's Report with respect to the 18th Annual General Meeting of the Company

Dear Sir/Madam,

We are pleased to submit herewith the following with respect to the 18th Annual General Meeting ("AGM") of the Company held today, i.e., on Friday, August 23, 2024, at 02:00 pm (IST), through Video Conferencing/Other Audio-Visual Means:

- 1) Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure A**.
- 2) Consolidated Report of the Scrutinizer dated August 23, 2024, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as **Annexure B**.

As per the Consolidated Scrutinizer's Report, all the resolutions mentioned in the Notice of AGM have been passed with requisite majority.

The above details are also available on the website of the Company at www.tbo.com and National Securities Depository Limited ("NSDL") at www.evoting.nsdl.com.

We request you to take the same on record.

Thanking you,

For TBO Tek Limited

Neera Chandak
Company Secretary and Compliance officer

Encl: As above

TBO Tek Limited
info@tbo.com | +91 124 4998999

CIN: L74999DL2006PLC155233 | Registered Office Address: E-78 South Extension Part- I, New Delhi-110049, India,
Corporate Office Address: Plot No. 728, Udyog Vihar Phase- V Gurgaon - 122016 Haryana, India
www.tbo.com

TBO TEK LIMITED

VOTING RESULT		
Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015		
S. No.	Particulars	Details
1.	Date of the AGM	Friday, August 23, 2024
2.	Total number of shareholders as on record date	Members as of Cut-off Date i.e. August 16, 2024: 32,449
3.	Number of Shareholders present in the meeting either in person or through proxy Promoters and Promoter Group: Public:	Not Applicable as the Meeting was held through Video Conferencing/ Other Audio-Visual means.
4.	Number of Shareholders attended the meeting through VC/OAVM Promoters and Promoter Group: Public:	3 73
5.	No. of resolutions passed in the meeting	5 Resolution-wise details of voting results are attached.

For TBO Tek Limited

Neera Chandak
Company Secretary and Compliance officer

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				to receive, consider and adopt the audited standalone and consolidated financial statements for the financial year ended 31st March 2024, together with Report of the Auditor and Board of Directors 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	48221436	48221436	100.0000	48221436	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		48221436	48221436	100.0000	48221436	0	100.0000
Public- Institutions	E-Voting	53229994	51119568	96.0353	51119568	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		53229994	51119568	96.0353	51119568	0	100.0000
Public- Non Institutions	E-Voting	7136357	785828	11.0116	785828	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		7136357	785828	11.0116	785828	0	100.0000
Total		108587787	100126832	92.2082	100126832	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint Mr. Udai Dhawan (DIN 03048040) as a director liable to retire by rotation.				
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	48221436	48221436	100.0000	48221436	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		48221436	48221436	100.0000	48221436	0	100.0000
Public- Institutions	E-Voting	53229994	51119568	96.0353	50900392	219176	99.5712	0.4288
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		53229994	51119568	96.0353	50900392	219176	99.5712
Public- Non Institutions	E-Voting	7136357	785128	11.0018	784894	234	99.9702	0.0298
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		7136357	785128	11.0018	784894	234	99.9702
Total		108587787	100126132	92.2075	99906722	219410	99.7809	0.2191
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint M/s S.R. Batliboi & Co. LLP as the statutory auditor 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	48221436	48221436	100.0000	48221436	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		48221436	48221436	100.0000	48221436	0	100.0000
Public- Institutions	E-Voting	53229994	51119568	96.0353	50432190	687378	98.6554	1.3446
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		53229994	51119568	96.0353	50432190	687378	98.6554
Public- Non Institutions	E-Voting	7136357	785128	11.0018	785118	10	99.9987	0.0013
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		7136357	785128	11.0018	785118	10	99.9987
Total		108587787	100126132	92.2075	99438744	687388	99.3135	0.6865
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To amend Article of Association 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	48221436	48221436	100.0000	48221436	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		48221436	48221436	100.0000	48221436	0	100.0000
Public- Institutions	E-Voting	53229994	51119568	96.0353	48110823	3008745	94.1143	5.8857
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		53229994	51119568	96.0353	48110823	3008745	94.1143
Public- Non Institutions	E-Voting	7136357	785103	11.0015	724713	60390	92.3080	7.6920
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		7136357	785103	11.0015	724713	60390	92.3080
Total		108587787	100126107	92.2075	97056972	3069135	96.9347	3.0653
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To pledge the shares held by Tek Travels DMCC in Jumbonline Accommodation & Services, S.L.U.				
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	48221436	48221436	100.0000	48221436	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		48221436	48221436	100.0000	48221436	0	100.0000
Public- Institutions	E-Voting	53229994	51119568	96.0353	51119568	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		53229994	51119568	96.0353	51119568	0	100.0000
Public- Non Institutions	E-Voting	7136357	785105	11.0015	784915	190	99.9758	0.0242
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		7136357	785105	11.0015	784915	190	99.9758
Total		108587787	100126109	92.2075	100125919	190	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

To

The Chairman of 18th Annual General Meeting of the Equity Shareholders of TBO Tek Limited held on Friday, 23 August 2024 at 02:00 p.m. IST through Video Conferencing (VC) or Other Audio-Visual Means (OAVM).

Dear Sir,

1. I, Neelesh Kumar Jain, proprietor, NKJ & Associates, Company Secretaries, (Membership Number FCS-5593), have been appointed as Scrutinizer by the Board of Directors of TBO Tek Limited ("the Company") vide Board Resolution dated 30 May, 2024 for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated 30 May 2024 ("Notice") issued in accordance with General Circular numbers 09/2023 dated September 25, 2023 and applicable circulars issued in this regard by the Ministry of Corporate Affairs (MCA) and Circular number SEBI/HO/CFD/PoD-2/P/CIR/2023/167 dated 07 October 2023 and other applicable circulars issued in this regard by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars"), calling the 18th Annual General Meeting of its Equity Shareholders ("the Meeting" / "AGM") through VC / OAVM. The AGM was convened on Friday, 23 August 2024 at 02:00 p.m. IST through VC / OAVM.

2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I had to scrutinize:

(i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and

(ii) process of e-voting at the AGM through electronic voting system ("e-voting").

Management's Responsibility

3. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.



Scrutinizer's Responsibility

4. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), an Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or National Securities Depository Limited (NSDL) for my verification.

Cut-off date

5. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e. August 16, 2024 were entitled to vote on the resolutions (item nos. 1, 2, 3, 4 and 5 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

6. Remote e-voting process:

i. The remote e-voting period remained open from 09:00 AM on August 20, 2024, and remained open up to 5:00 PM on August 22, 2024.

ii. The votes cast were unblocked on Friday, 23 August 2024 after the conclusion of the AGM and was witnessed by two witnesses, Mr. Mohnish Luthra and Ms. Astha Jain, who are not in the employment of the Company and/ or National Securities Depository Limited (NSDL). They have signed below in confirmation of the same.



Mr. Mohnish Luthra



Ms. Astha Jain

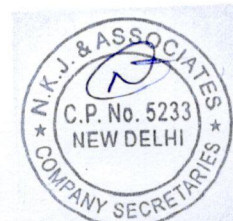
iii. Thereafter, the details containing, *inter alia*, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of National Securities Depository Limited (NSDL), i.e. www.evoting.nsdl.com. Based on the report generated by National Securities Depository Limited (NSDL) and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

7. E-voting process at the AGM:

i. After the time fixed for closing of the e-voting, the electronic system recording the e-voting (e-votes) was locked by National Securities Depository Limited (NSDL) under my instructions.

ii. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / National Securities Depository Limited (NSDL) and the authorizations lodged with the Company/ National Securities Depository Limited (NSDL) on test check basis.

iii. The e-votes cast were unblocked on Friday, 23 August 2024 after the conclusion of the AGM.



8. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting, based on the reports generated by National Securities Depository Limited (NSDL), scrutinized on test-check basis and relied upon by me as under:

Resolution-1: Ordinary Resolution

To receive, consider and adopt the audited standalone and consolidated financial statements for the financial year ended 31st March 2024, together with Report of the Auditor and Board of Directors of the Company.

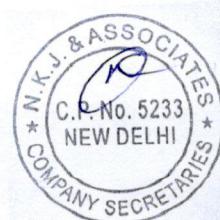
Particulars	Number of Members Casted Votes			Number of votes Casted			Total	(%)
	Remote E-Voting	E-Voting	Total	Remote E-Voting	E-Voting	Total		
Assent	178	15	193	100058046	68786	100126832	100	
Dissent	0	0	0	0	0	0		
Total	178	15	193	100058046	68786	100126832	100	
Invalid	0	0	0	0	0	0	0	

Based on the above, the Resolution has been passed with requisite majority

Resolution-2: Ordinary Resolution

To re-appoint Mr. Udai Dhawan (DIN 03048040) as a director liable to retire by rotation.

Particulars	Number of Members Casted Votes			Number of votes Casted			Total	(%)
	Remote E-Voting	E-Voting	Total	Remote E-Voting	E-Voting	Total		
Assent	171	15	186	99837936	68786	99906722	99.7809	
Dissent	6	0	6	219410	0	219410	0.2191	
Total	177	15	192	100057346	68786	100126132	100	
Invalid	0	0	0	0	0	0	0	



Based on the above, the Resolution has been passed with requisite majority

Resolution-3: Ordinary Resolution

To appoint M/s S.R. Batliboi & Co. LLP as the statutory auditor of the Company

Particulars	Number of Members Casted Votes			Number of votes Casted			Total	(%)
	Remote E-Voting	E-Voting	Total	Remote E-Voting	E-Voting	Total		
Assent	173	15	188	99369958	68786	99438744	99.3135	
Dissent	4	0	4	687388	0	687388	0.6865	
Total	177	15	192	100057346	68786	100126132	100	
Invalid	0	0	0	0	0	0		

Based on the above, the Resolution has been passed with requisite majority

Resolution-4: Special Resolution

To amend Article of Association of the Company.

Particulars	Number of Members Casted Votes			Number of votes Casted			Total	(%)
	Remote E-Voting	E-Voting	Total	Remote E-Voting	E-Voting	Total		
Assent	151	14	165	96988211	68761	97056972	96.9347	
Dissent	26	0	26	3069135	0	3069135	3.0653	
Total	177	14	191	100057346	68761	100126107	100	
Invalid	0	0	0	0	0	0		

Based on the above, the Resolution has been passed with requisite majority



Resolution-5: Special Resolution

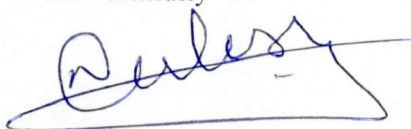
To pledge the shares held by Tek Travels DMCC in Jumbonline accommodation & Services, S.L.U.

Particulars	Number of Members Casted Votes			Number of votes Casted			Total	(%)
	Remote E-Voting	E-Voting	Total	Remote E-Voting	E-Voting	Total		
Assent	173	14	187	100057158	68761	100125919	99.9998	
Dissent	5	0	5	190	0	190	0.0002	
Total	178	14	192	100057348	68761	100126109	100	
Invalid	0	0	0	0	0	0		

Based on the above, the Resolution has been passed with requisite majority

9. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Ms. Neera Chandak, Compliance Officer and Company Secretary, authorised by the Chairman, to take the custody of records, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You
Your Faithfully



Scrutinizer
Name: Neelesh Kr. Jain
Practicing Company Secretary
FCS: 5593
CP No.: 5233



Date: 23.08.2024
Place: New Delhi

UDIN: F005593F001034401

Countersigned by:
For TBO Tek LIMITED

Neera Chandak
Compliance officer and Company Secretary
On behalf of Chairman
Mr. Ravindra Dhariwal