



P Sriram & Associates
Practising Company Secretaries

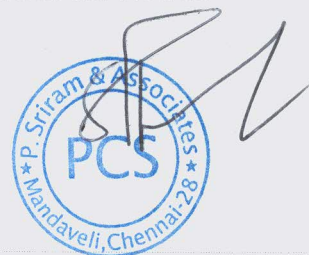
To,
The Chairman
TCP Limited
Chennai - 600 004.

CONSOLIDATED SCRUTINIZER'S REPORT

FORTY THIRD ANNUAL GENERAL MEETING OF THE EQUITY SHAREHOLDERS OF TCP LIMITED ON FRIDAY, 18TH SEPTEMBER, 2015 AT 04:00 AM AT TCP SAPTHAGIRI BHAVAN, NO.4, (OLD NO.10) KARPAGAMBAL NAGAR, MYLAPORE, CHENNAI 600 004.

I, P.Sriram, Proprietor of P.Sriram & Associates., a Practising Company Secretaries, have been appointed Scrutinizer for the purpose of voting by electronic means and voting by poll to be carried by the Company pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('Rules'), in respect of resolutions mentioned in the Notice dated 31st July, 2015 at Annual General Meeting of the company held on 18thSeptember, 2015.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means [i.e. by remote e-voting and voting by poll (Insta Poll) at the AGM for the resolutions contained in the Notice of the 43rd AGM of the Equity Shareholders of the Company. My responsibility as scrutinizer is restricted to make a Scrutinizer's Report of the votes cast 'For' or 'Against' the resolutions stated in the Notice.



Report on scrutiny:

1. The Company has entered into an arrangement with Central Depository Services (India) Limited (CDSL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means to all the members who were eligible to take part in the remote e-voting.
2. The cut-off date for the purposes of identifying the shareholders who will be entitled to vote on the resolution placed for approval of the shareholders was September 11, 2015. As on the cut-off date i.e. 11th September, 2015, there were 201 Shareholders.
3. As prescribed in the Rules, remote e-voting facility was kept open for three days from Tuesday 15th September, 2015 09:00 A.M. to till Thursday the 17th September, 2015 at 5.00 P.M.
4. At the end of remote e-voting period on 17th September, 2015 at 5:00 PM, voting portal of service provider was blocked forthwith.
5. After demand of the poll by the Chairman of the AGM at the AGM, one poll box kept for polling were locked in my presence with due identification marks placed by me. The keys of the poll boxes were handed over to the Chairman of the AGM after locking them.
6. After completion of the poll at the AGM, the poll boxes kept for voting were immediately opened by me in presence of Mr. V SENGUTUVAN (Dp id /Client Id IN30131321378630) and Mr. V R VENKATACHALAM (Dp Id/Client Id IN30018313408545).
7. There were 15 shareholders (in person & by proxy) attended the meeting and 15 shareholders (in person & by proxy) present at the AGM from the commencement of the meeting till the conclusion of the AGM.
8. On Friday, 18th September, 2015 at 04.30 P.M. after counting the vote cast at the meeting, the votes cast through remote e-voting process were unblocked by me in the presence of Ms. Nithya Pasupathy and Mr. Dilip R Misser
9. The voting ballot papers for the poll conducted at the AGM and remote e-voting records were reconciled with the records maintained by the Company.



