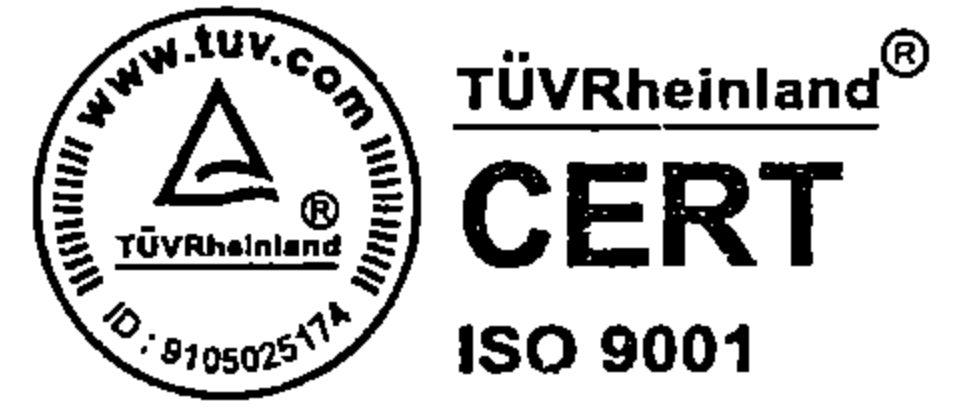


TTK Prestige LIMITED



Corporate Office: 11th Floor, Brigade Towers, 135, Brigade Road, Bangalore – 560 025. INDIA
Phone: 91-80-22217438/39, Fax: 91-80-22277446, E-mail: ttkcorp@ttkprestige.com
www.ttkprestige.com CIN : L85110TZ1955PLC015049

May 24, 2017

1) Bombay Stock Exchange

2) National Stock Exchange

Dear Sirs,

Sub: Results of Postal Ballot

Pursuant to the provisions of Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, the Company had conducted the process of Postal Ballot for seeking the consent of the shareholders by means of a passing Special Resolution for "Adoption of new Articles of Association of the Company"

Further pursuant to Regulation 44(3) of the SEBI (LODR) Regulations, 2015, we are submitting herewith the result of the voting by Postal Ballot (including e-voting). We are also enclosing the Scrutinizer's Report dated May 23, 2017 for your kind reference.

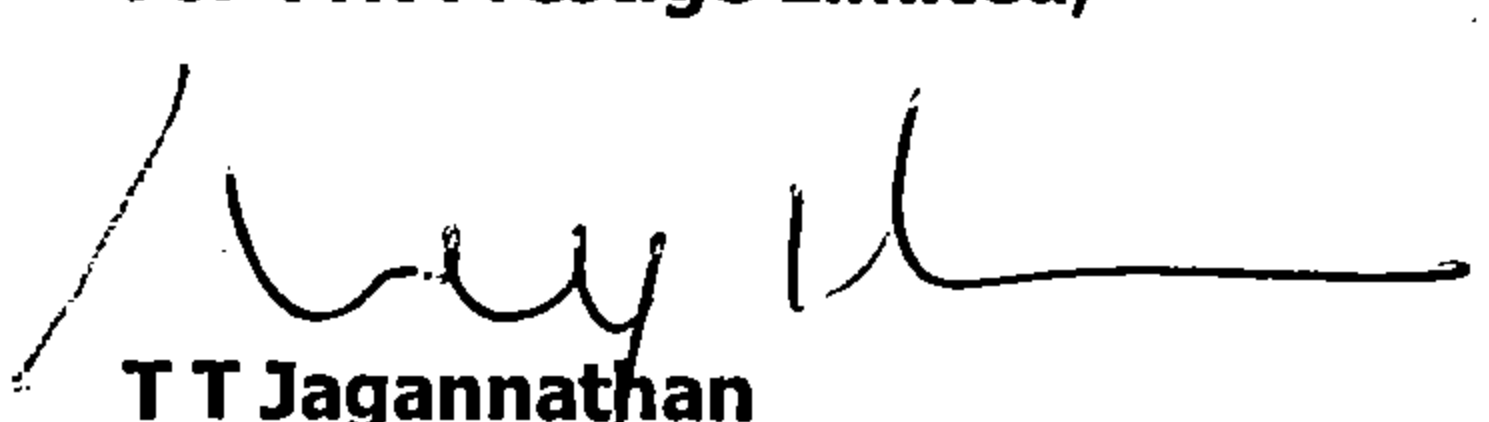
We would like to inform you that the Resolution mentioned in the aforesaid notice have been passed by the members of the Company by requisite majority. The approval is deemed to have been received on the last date of receipt of postal ballot forms, i.e. May 20, 2017.

The said Postal Ballot result will be displayed at the Registered Office of the Company and on the website of the Company at <http://www.ttkprestige.com/investor-relations/investor-information#>

This is for your information and records.

Thanking you,

Yours faithfully,
For TTK Prestige Limited,


T T Jagannathan
Executive Chairman

 **Group Company**

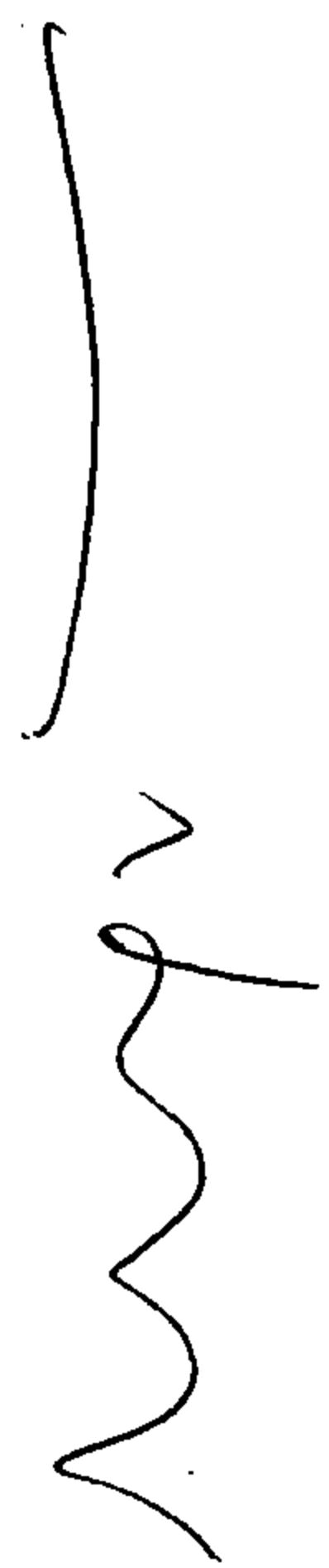
(Registered Office: Plot No.38, SIPCOT Industrial Complex, Hosur – 635 126, Tamil Nadu. INDIA)

Disclose as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of the Company	TTK PRESTIGE LIMITED
Date of Postal Ballot	Notice dated 12th April 2017 (voting start date: 21st April, 2017 and voting end date: May 20, 2017)
Total number of shareholders on record date	14665
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

AGENDA-WISE DISCLOSURE

Resolution required: (Ordinary/ Whether promoter/ promoter group are interested in the agenda/resolution?	SPECIAL - Adoption of New Articles of Association in conformity with the Companies Act, 2013								
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	
Promoter and Promoter Group	E-Voting	8192416	-	-	-	-	-	-	
	Poll		-	-	-	-	-	-	
	Postal Ballot (if applicable)		8148766	99.47	8148766	0	100.00	0.00	
Public- Institutions	E-Voting		2135629	90.71	1855190	280439	86.87	13.13	
	Poll	2354446	-	-	-	-	-	-	
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00	
Public- Non Institutions	E-Voting		2260	0.20	2260	0	100.00	0.00	
	Poll	1104307	-	-	-	-	-	-	
	Postal Ballot (if applicable)		7897	0.72	7846	51	99.35	0.00	
	Total	11651169	10294552	88.36	10014062	280490	97.28	2.72	



PARAMESHWAR G. HEGDE

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

HEGDE & HEGDE

Company Secretaries

"Ganesha Krupa"

34, 1st Main Road, Gandhinagar
Bangalore - 560 009.

☎ : 080-22267041, (R) 080-26589597

e-mail : hegdeandhegdec@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 # 34, "Ganesha Krupa", 1st Main Road, Gandhinagar, Bangalore, 560009, 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 resolution stated in the Notice of the Postal Ballot dated April 12, 2017 proposed to be passed by the Equity Shareholders of the Company, submit my report as under:

1. In accordance with the Notice of the Postal Ballot dated April 12, 2017, dispatched to the shareholders by prescribed modes on April 19, 2017 and the 'Advertisement' published pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 on April 20, 2017, the voting commenced on April 21, 2017 (at 9:00 hours) and ended on May 20, 2017 (at 17:00 hours) for physical ballots and as well as for e-voting. The e-voting facility was provided by Karvy Computershare Private Limited (KCPL). The votes were unblocked at around 17:05 hours on April 20, 2017 and the e-voting summary statement was downloaded from e-voting website of Karvy Computershare Private Limited (KCPL) (<https://evoting.karvy.com>).

2. The Equity Shareholders holding shares as on April 14, 2017, "cut off date", were entitled to vote on the resolution stated in the Notice of the Postal Ballot.
3. The Register of Ballots entered and prepared in electronic mode showing equity shareholders who have voted "For" and "Against" and e-voting results downloaded from the e-voting website of the KCPL (<https://evoting.karvy.com>) are being handed over to the Chairman.
4. The ballot papers received were scrutinized. The ballot papers received were reconciled with the records maintained by the Company/R&TA and the authorizations/Power of attorney etc. lodged with the Company. The voters were also scrutinized for the purpose of eliminating duplicate voting i.e. on e-voting as well as by physical ballot. Invalid ballots were marked and segregated and the summary results were prepared. For processing Postal Ballots, necessary technical support was provided by Karvy Computershare Private Limited, Hyderabad, the Registrar & Share Transfer Agents of the Company.
5. The result of the voting is as under:

Special Resolution

To adopt new Articles of Association of the Company in conformity with the Companies Act, 2013.

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

Number of members		Number of votes cast in favour of resolution	% of total number of valid votes cast
a) Voted by physical ballot	65	81,56,612	
b) Voted by electronic mode	68	18,57,450	
Total	133	1,00,14,062	97.28



ii. Voted **against** the resolution:

Number of members		Number of votes cast against the resolution	% of total number of valid votes cast
a) Voted by physical ballot	2	51	
b) Voted by electronic mode	9	2,80,439	
Total	11	2,80,490	2.72

iii. **Invalid/Abstain** votes :

Total number of members whose votes declared invalid	Total number of votes cast by them
5	9,698

6. Register of postal ballot and all other relevant records of voting process given/provided/maintained in electronic mode and the postal ballots (physical) will remain in our 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/Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

Place: Bangalore
Dated: May 23, 2017


Parameshwar G. Hegde
FCS 1325, CP No. 640
Scrutinizer