

TIVOLI CONSTRUCTION LIMITED

(CIN: L45200MH1985PLC037365)

Regd. Off: 4th Floor, Raheja Chambers, Linking Road & Main Avenue, Santacruz – (West),
Mumbai – 400 054

Phone No.: 022 – 6769 4400/4444

Website: www.tivoliconstruction.in email: tivoliconstruction@yahoo.co.in

Date: 30th September, 2020

The Listing Compliance Department
BSE Limited
25th Floor, P. J. Towers
Dalal Street
Mumbai – 400 001

BSE Scrip Code - 511096

Dear Sirs,

Sub.: Submission of Consolidated Scrutinizers Report on e-voting at the 34th AGM held on September 29, 2020.

Ref.: Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Consolidated Scrutinizers Report (Remote E-voting Result and Ballot form process at the AGM Venue) as per Section 108 of the Companies Act, 2013 and Rule 20(4) of Companies (Management and Administration) Rules, 2014.

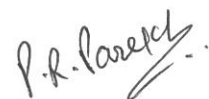
Please find enclosed herewith Consolidated Scrutinizer's Report (Remote E-voting Result and Ballot form process at the AGM Venue) of the proceedings at the 34th Annual General Meeting held on September 29, 2020 as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 108 of the Companies Act, 2013 and Rule 20(4) of Companies (Management and Administration) Rules, 2014.

Please take the same on your record.

Thanking you,

Yours faithfully,

For TIVOLI CONSTRUCTION LIMITED


Sd/-

PINAL PAREKH
COMPANY SECRETARY/ COMPLIANCE OFFICER
eCSIN: EA025327A000079524

Place: Mumbai

Encl: As Above

Form No. MGT-13

Report of Scrutinizer(s)

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014

To,
The Chairman
TIVOLI CONSTRUCTION LTD
Raheja Chambers, 4th Floor,
Linking Road and Main Avenue,
Santacruz West, Mumbai – 400 054
Maharashtra

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting/physical ballot forms conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Voting at the Annual General Meeting of Tivoli Construction Ltd held on Tuesday, September 29, 2020, at 11.00 a. m.

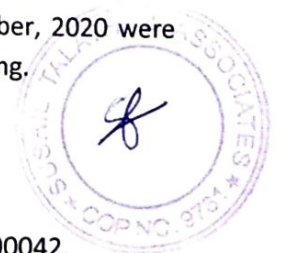
I, Mr. Sushil Talathi proprietor of M/s. Sushil Talathi & Associates, Practising Company Secretary, has been appointed as the Scrutinizer by the Board of Directors of Tivoli Construction Ltd pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, to conduct e-voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions passed at the 34th Annual General Meeting of Tivoli Construction Ltd, held on Tuesday, September 29, 2020, at 11.00 a. m. at the registered office of the Company at Raheja Chambers, 4th Floor, Linking Road & Main Avenue, Santacruz West, Mumbai Maharashtra-400054.

I was also appointed as Scrutinizer to scrutinize the voting process at the said Annual General Meeting held on Tuesday, September 29, 2020, at 11.00 a. m.

The Notice dated 5th September, 2020 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.

The Company had availed the e-voting facility offered by National Securities Depositories limited (NSDL) for conducting remote e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot forms to the Shareholders who do not have access to remote e-voting facility.

The shareholders of the Company holding shares as on the "cut-off" date 22nd September, 2020 were entitled to vote on the resolutions as contained in the Notice of the Annual General Meeting.



The voting period for remote e-voting commenced on Saturday 26th September, 2020 at 10.00 a.m. and ended on Monday 28th September, 2020 at 05.00 p.m. and the NSDL e-voting platforms were blocked thereafter.

After the closure of the voting at the Annual General Meeting, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized.

The votes cast under remote e-voting facility were there after unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the Annual General Meeting the votes cast there under were counted.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting systems and the ballot forms received respectively.

I now submit my Consolidated Report as under on the result of the remote e-voting/physical ballot forms in respect of the said Resolutions.

Resolution No. 1: Ordinary Resolution

To receive and adopt the Directors' Report and the Audited Financial Statements (including consolidated financial statements) for the year ended 31st March, 2020 and the Balance Sheet as at that date and the Auditors' Report thereon

(i) Voted in favour of the resolution:

	Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-voting	25	273630	94.44
Voting by polling Paper	3	16100	5.56
Total	28	289730	100

(ii) Voted in against the resolution:

	Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Voting by polling Paper	0	0	0
Total	0	0	0

iii) Invalid votes:

	Number of member whose votes are declared invalid	Number of invalid votes cast by them
Remote E votes	0	0
Voting by polling paper	0	0
Total	0	0



Resolution No. 2: Ordinary Resolution

To appoint a director in Place of Mrs. Anita Raheja (DIN 00306794) who retires by rotation and being eligible offers himself for re-appointment

(i) Voted in favour of the resolution:

	Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-voting	25	273630	94.44
Voting by polling Paper	3	16100	5.56
Total	28	289730	100

(ii) Voted in against the resolution:

	Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Voting by polling Paper	0	0	0
Total	0	0	0

iii) Invalid votes:

	Number of member whose votes are declared invalid	Number of invalid votes cast by them
Remote E votes	0	0
Voting by polling paper	0	0
Total	0	0

Resolution No. 3: Special Resolution

To re-appoint Mr. Rakesh Desai (DIN 00152982) as 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
Remote E-voting	25	273630	94.44
Voting by polling Paper	3	16100	5.56
Total	28	289730	100



(ii) Voted in **against** the resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Voting by polling Paper	0	0	0
Total	0	0	0

iii) Invalid votes:

	Number of member whose votes are declared invalid	Number of votes cast by them
Remote E votes	0	0
Voting by polling paper	0	0
Total	0	0

All the resolutions mentioned in the 34th AGM Notice as per details above stand passed under remote E-Voting and voting conducted at AGM by way of Ballot Papers with the requisite Majority and hence deemed to be passed as on the date of AGM.

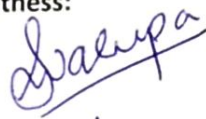
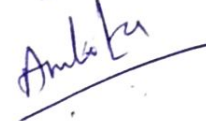
I hereby confirm that, I am maintaining the Registers / records received from the Service Provider both electronically and manually, in respect of the votes cast through Remote E-voting and voting conducted at AGM by way of the Ballot Papers by the members of the company. The Ballot papers and all other relevant records relating to e-voting and physical voting is under my safe custody and will be handed over to Company Secretary/ Director of the company for safe keeping, after chairman signed the Minutes of 34th AGM.

Thanking you,
Yours faithfully,


Sushil Talathi
Sushil Talathi & Associates
Company Secretaries
FCS: 8506 CP No.: 9781
Place: Mumbai
Dated: 30/09/2020
UDIN: F008506B000816467



Witness:

- 1) 
- 2) 

SUSHIL TALATHI & ASSOCIATES
PRACTICING COMPANY SECRETARY
MEMBERSHIP NO.: - 8506
COP NO.9781