

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: 1st October, 2023

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 and Ballot form process at the AGM Venue of 37th AGM held on September 30, 2023.

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 of the Remote E-voting Result and the result of the Ballot form process held at the AGM Venue on September 30, 2023 as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with as per 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

Pinal Rahul Parekh
Digitally signed by
Pinal Rahul Parekh
Date: 2023.10.01
11:51:01 +05'30'

**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,

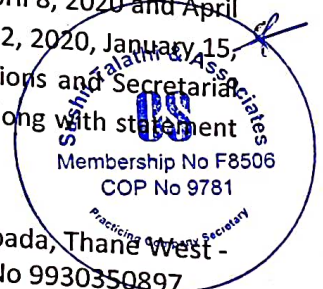
Sub: Consolidated Scrutinizer's Report on remote e-voting/ physical ballot forms conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Voting at the Annual General Meeting of Tivoli Construction Ltd held on Saturday, September 30, 2023 at 11.00 A.M.

I, Mr. Sushil Talathi proprietor of M/s. Sushil Talathi & Associates, Practicing 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, and Regulation 44 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015, as amended, 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 37th Annual General Meeting of Tivoli Construction Ltd, held on Saturday, September 30, 2023 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 Saturday, September 30, 2023 at 11.00 a.m.

The Notice dated 06th September, 2023, convening the AGM, as confirmed by the Company in respect of below mentioned resolutions passed in AGM of the Company along with Annual Report 2022-23 was sent through electronic mode to those Members whose email address registered with the Company/Depositories, in compliance with the MCA circulars dated April 8, 2020, April 13, 2020, May 5 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, and December 28, 2022 read with circulars dated April 8, 2020 and April 13, 2021 read with circulars dated April 8, 2020 and April 13, 2020 (Collectively referred to as "MCA Circulars") and SEBI Circulars dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5, 2023 and applicable provision of listing obligations and Secretarial Standard on General meeting issued by Institute of Company Secretaries of India, along with statement

405, Tara Niwas CHS, Baji Prabhu Deshpande Road, Near Teen Petrol Pump, Naupada, Thane West - 400602. Email id sushil@cssushiltalathi.com Contact No 022-35694568 Mob No 9930350897



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 Friday, 22nd September, 2023 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 Wednesday, 27th September, 2023 at 10:00 a.m. and ended on Friday, 29th September, 2023 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 i.e. Mr. Omkar Kulkarni and Ms. Rashmi Singh 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.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder relating to voting through remote e-voting as well as voting at the AGM on the resolutions contained in the Notice of the 37th AGM of the members of the Company.

My responsibility as a Scrutinizer is to ensure that the voting process, both through remote e-voting and voting at the AGM, are conducted in fair and transparent manner and submit consolidated Scrutinizer's report of the total votes cast "In Favour" or "Against", if any, on the resolutions.

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, consider and adopt the Audited Standalone and Consolidated Financial Statements for the Financial year ended 31st March, 2023, together with the report of the Board of Directors and Statutory Auditors 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	24	221230	100.00
Voting by polling Paper	0	0	0
Total	24	221230	100.00

(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 Mr. Bulchand Ahuja (DIN: 00057804) who retires by rotation at the 37th AGM and being eligible offers himself for re-appointment, as director.

(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	24	221230	100.00
Voting by polling Paper	0	0	0
Total	24	221230	100.00



(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

Thanking you,
Yours faithfully,
For Sushil Talathi and Associates
Practicing Company Secretary


Sushil Talathi
Proprietor

FCS: 8506 CP No.: 9781

PR No: 2712/2022

Place: Thane

Dated: 30th September, 2023

UDIN: F008506E001145391

