

**TVS MOTOR COMPANY LIMITED**  
**ANNOUNCEMENT OF RESULTS OF POSTAL BALLOT/ E-VOTING**

The Company is pleased to announce the results of the following special resolutions passed by way of postal ballot and through e-voting in terms of Section 192A read with Companies (Passing of the Resolution by Postal Ballot) Rules, 2011, by the shareholders of the Company in the following manner:

Particulars	Number of votes cast for the special resolutions as set out in the Notice dated 1 <sup>st</sup> February 2013		
	Approving the terms of appointment and remuneration payable to Mr Sudarshan Venu in the rank of whole-time director of the Company	Amending the Articles of Association of the Company to enable the Company for appointing the same individual to hold and occupy both the positions of Chairman and Managing Director /Chief executive officer (CEO) / such other equivalent managerial position thereof in the Company	Keeping the statutory registers and documents at the place of the Share Transfer Agent (STA), in terms of Section 163 (1) and other applicable provisions of the Companies Act, 1956
Total votes of eligible members	<b>47,50,87,114</b>	<b>47,50,87,114</b>	<b>47,50,87,114</b>
<b>Valid votes exercised</b>			
Physical	35,12,44,511	35,11,81,705	35,11,65,259
E-Voting	34,21,284	34,20,877	34,21,991
<b>Total</b>	<b>35,46,65,795</b>	<b>35,46,02,582</b>	<b>35,45,87,250</b>
Votes cast for the resolution	In figures	35,45,49,653	35,22,42,960
	In %	<b>99.97</b>	<b>99.33</b>
Votes cast against the resolution	In figures	1,16,142	23,59,622
	In %	<b>0.03</b>	<b>0.67</b>

The shareholders of the Company have, therefore, approved the above special resolutions with the requisite majority on 18<sup>th</sup> March 2013, being the date of declaration of the results.

For and on behalf of the board of directors

Chennai  
18<sup>th</sup> March 2013

H Lakshmanan  
Director