

# **TRANSCORP INTERNATIONAL LTD.**

5<sup>th</sup> Floor, Transcorp Towers,  
Moti Doongri Road,  
Jaipur-302004 (Rajasthan)  
Telephone: 2363888, 23639999  
Fax: 91-141-237 2066  
CIN:L51909DL1994PLC235697  
Web-Site: [www.transcorpint.com](http://www.transcorpint.com)  
E-mail: [corp@transcorpint.com](mailto:corp@transcorpint.com)

**Date: 10.09.2018**

Corporate Relations Department,  
BSE Limited,  
Phiroze jeejeebhoy Towers  
Dalal Street  
Mumbai-400001

**Reg:** Information of voting results in respect of postal ballot under regulation 44(3) of the SEBI LODR regulations 2015

**Ref:** Transcorp International Limited (CIN: L51909DL1994PLC235697)  
(Scrip No.532410)  
Postal Ballot Notice Dated 21.07.2018

Dear Sir/ Madam,

With reference to above, it is to inform you that the Special Resolution was proposed to be passed by the Shareholders through remote E-voting and postal ballot process on the subject of "To Provide Loans and Advances to various Parties Under Section 185 of Companies Act, 2013". For this purpose, the Board of Directors of the Company had appointed Mr. Anand Jain, Chartered Accountant as Scrutinizer for conducting the postal ballot process (including e-voting) in a fair and transparent manner. The voting began at 09.00 AM on 08th August 2018 and ended at 05.00 P.M on 07th September 2018. Pursuant to the provisions of Section 110 of the Companies Act, 2013, read with Rule 20 & 22 of Companies (Management and Administration) Rules, 2014, the Postal Ballot Notice along with explanatory statement dated 21.07.2018 was sent to the members of the company for passing of above mentioned Special resolution by Postal Ballot (including e voting).

The Scrutinizer Mr. Anand Jain, Chartered Accountant has submitted his report to the Chairman of the Company on 10.09.2018 on the Postal Ballot (including e-voting).

The consolidated result of the voting on the above resolution as per Regulation 44(3) of the SEBI LODR Regulations, 2015, is enclosed herewith.

You are requested to take the same on your records.

Thanking You

Yours faithfully

**For Transcorp International Limited,**



**Dilip Kumar Morwal**  
**Company Secretary**  
**ACS 17572**

Encl. As above

**Regd Office: Plot No. 3, HAF Pocket, Sector 18A, Dwarka, New Delhi-110075**

Anand Prakash Jain  
CHARTERED ACCOUNTANT  
B.Com., LL.B., F.C.A., A.C.S.  
Phone: 9314680888 (Mobile)  
Email: [anandjain175@hotmail.com](mailto:anandjain175@hotmail.com)

### SCRUTINIZER'S REPORT

Date:10.09.2018

To  
The Chairman  
Transcorp International Limited  
Plot No. 3, HAF Pocket, Sec. 18A,  
Dwarka, New Delhi-110075

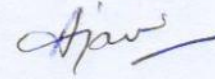
Reg:-Results of e-voting and ballots in respect of resolution passed by shareholders through Postal Ballot

Dear Sir,

I, Anand Prakash Jain, Chartered Accountant in Practice (having membership no.071045), was appointed as Scrutinizer by your company pursuant to Section 110 of the Companies Act, 2013 read with Rule 20, 22 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of SEBI (LODR) Regulations 2015, for the purpose of Postal Ballot process as well as through e-voting at the option of shareholders in respect of Providing Loans and Advances to various Parties Under Section 185 of Companies Act, 2013 put for consideration through Postal Ballot notice which was issued by the company on 21<sup>st</sup> July 2018.

I submit my report as under: -

- a. The company has completed on 07<sup>th</sup> August, 2018 the dispatch of postal ballot forms alongwith postage prepaid business reply envelope to its members , whose name(s) appeared on the Register of Members / List of beneficiaries as on 27<sup>th</sup> July 2018.
- b. As per Notice, the voting period for voting through postal ballot commenced on 08<sup>th</sup> August, 2018(09:00 a.m.) and ends on 07<sup>th</sup> September,2018(05:00 p.m.) and e-voting period commenced on 08<sup>th</sup> August, 2018(09:00 a.m.) and ends on 07<sup>th</sup> September, 2018(05:00 p.m.)on the NSDL e-voting platform.
- c. There was no postal ballot forms received during 08<sup>th</sup> August 2018 to 07<sup>th</sup> September 2018 from the members.
- d. The data of e-voting, after the E-voting module was disabled by the NSDL, was downloaded by me on 07<sup>th</sup> September 2018 at 05:01 P.M. The votes cast through remote e-voting were unblocked on 07<sup>th</sup> September 2018 at 05:01 P.M. and again on 10<sup>th</sup> September at 2.00 P.M. in presence of two (2) witnesses not in the employment of the company.
- e. The e-voting data was scrutinized by me for the verification of votes cast in favour and against the resolution.
- f. Envelopes containing postal ballot forms received after 5:00 P.M. on 07<sup>th</sup> September 2018 were not considered for my scrutiny.
- g. Envelopes containing postal ballot forms returned from postal authorities for various reasons undelivered aggregated to NIL.



Office: 556, 5<sup>th</sup> Floor, Sunny Mart, New AatishMarket, Mansarovar, Jaipur-302020

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 CHARTERED ACCOUNTANT  
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h. I did not find any defaced or mutilated ballot paper

The result of scrutiny of the above postal ballot voting including voting by electronic means in respect of the resolutions contained in the Notice dated 21<sup>st</sup> July, 2018 through postal ballot are as under:-

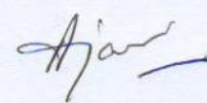
**Resolution No. 1- TO PROVIDE LOANS AND ADVANCES, GUARANTEES, SECURITIES TO VARIOUS PARTIES UNDER SECTION 185 OF COMPANIES ACT, 2013**

S. No.	Votes Casted	By E-Voting	Voting by Poll/Ballot paper	Total No. of valid Votes	% of Total votes cast
1	Favour	26943657	0	26943657	100%
2	Against	12243	0	12243	100%
	<b>Total</b>	<b>26955900</b>	<b>0</b>	<b>26955900</b>	<b>100%</b>

Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No(Except as shareholder)					
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	23271004	23271004	100%	23271004	NIL	100%	NIL
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>23271004</b>	<b>23271004</b>	<b>100%</b>	<b>23271004</b>	<b>NIL</b>	<b>100%</b>	<b>NIL</b>
Public Institutions	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
Public Non-Institutions	E-Voting	3684896	3684896	100%	3672653	12243	99.67	0.33
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>3684896</b>	<b>3684896</b>	<b>100%</b>	<b>3672653</b>	<b>12243</b>	<b>99.67</b>	<b>0.33</b>
<b>Total</b>		<b>26955900</b>	<b>26955900</b>	<b>100%</b>	<b>26943657</b>	<b>12243</b>	<b>99.95</b>	<b>0.05</b>

Based on the foregoing, above Special resolution is being declared as duly passed by the requisite majority.

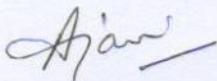
I have handed over the related papers / Registers and records for safe custody to Mr. Dilip Kumar Morwal, Company Secretary of the Company who is authorized by the Board to supervise the E-voting process.



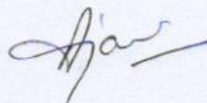
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You may accordingly declare the result of voting by postal ballot and E-voting.



(ANAND PRAKASH JAIN)  
Chartered Accountant  
M. No: 071045



Place: 10.09.2018  
Date: Jaipur

**Format of Voting Results under Regulation 44(3) of SEBI (LODR) Regulations, 2015**

<b>Date of the AGM/EGM/Postal Ballot</b>	Postal Ballot Notice dated 21 <sup>st</sup> July 2018
<b>Total number of shareholders on cut off date (27.07.2018)</b>	3294
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	Not Applicable
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	Not Applicable

**(1) To Provide Loans And Advances, Guarantees, Securities To Various Parties Under Section 185 Of Companies Act, 2013**

Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No (except as shareholder)					
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
<b>Promoter and Promoter Group</b>	E-Voting	23271004	23271004	100%	23271004	NIL	100%	NIL
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	23271004	23271004	<b>100%</b>	23271004	<b>NIL</b>	<b>100%</b>	<b>NIL</b>
<b>Public Institutions</b>	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Public Non-Institutions</b>	E-Voting	3684896	3684896	100%	3672653	12243	99.67%	0.33%
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>3684896</b>	<b>3684896</b>	<b>100%</b>	<b>3672653</b>	<b>12243</b>	<b>99.67%</b>	<b>0.33%</b>
<b>Total</b>		<b>26955900</b>	<b>26955900</b>	<b>100%</b>	<b>26943657</b>	<b>12243</b>	<b>99.95%</b>	<b>0.05%</b>

For Transcorp International Limited



**Dilip Kumar Morwal**  
**Company Secretary**  
**ACS 17572**  
 Date: 10.09.2018  
 Place: Jaipur