



Date: 27<sup>th</sup> December, 2023

The Manager  
Corporate Relations Department  
BSE Ltd.  
P.J. Towers,  
Dalal Street, Fort,  
Mumbai- 400001  
Maharashtra, India  
BSE Scrip Code: 532812

The Manager  
Listing Department  
National Stock Exchange of India Ltd.  
Bandra Kurla Complex,  
Bandra (East)  
Mumbai - 400051  
Maharashtra, India  
NSE Scrip Code: TFL

Dear Sirs,

**Ref:**

**Advisory Letter under SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (LIST/COMP/BS/2426/2023-2024) dated 27<sup>th</sup> December, 2023 by Bombay Stock Exchange (BSE)**

**Advisory Letter under SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (NSE/LIST/COMP/TFL/01 dated 27<sup>th</sup> December, 2023 by National Stock Exchange of India Limited**

**Sub: Taking Note of Advisory Letter received from Bombay Stock Exchange (BSE) and National Stock Exchange of India Limited under SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015**

This is to inform that, the company has received Advisory Letter from Bombay Stock Exchange (BSE) and National Stock Exchange of India Limited on 27<sup>th</sup> December, 2023 with respect to Related Party Transactions entered into during the period starting from April 01, 2023 to June 30, 2023.

It is hereby stated that the company has taken note of the Advisory issued by BSE and National Stock Exchange of India Limited and is fully committed to follow the good corporate governance practices in true letter and spirit.

We request you to take above on record and disseminate this intimation on your website.

Yours Faithfully,  
**For Transwarranty Finance Limited**

Sd/-  
**Suhas Borgaonkar**  
**Company Secretary and Compliance Officer**  
**Membership No. A3391**

**Encl: A/a**

Ref: LIST/COMP/BS/2426/2023-2024

Date: December 27, 2023

To,

**The Company Secretary**

Transwarranty Finance Limited

403, Regent Chambers,

Nariman Point,

MUMBAI,

Pin Code: 400021

**Sub: Advisory Letter under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR').**

Dear Sir / Madam,

This has reference to the Corporate Governance disclosure filed by Transwarranty Finance Limited (**'the Company'**) for period ended June 30, 2023, wherein the Exchange has observed irregularities pertaining to prior approval of shareholders of the Company for entering into the material related party transactions during period starting from April 01, 2023, to June 30, 2023.

Further, the Exchange had raised certain queries regarding the same *vide email* dated October 6, 2023, and based on the Company's response dated October 18, 2023, it was observed that, the prior approval of the shareholders was not obtained for entering into the material related party transaction entered with the Executive Directors and their relatives.

In view of the above, it is observed that prior approval of the Shareholders of the listed entity was not obtained in above instance as required pursuant to Reg 23(4) of SEBI LODR.

Considering the aforesaid non-compliance, the Company is hereby advised to be careful in future to avoid recurrence of such lapses and exercise due diligence while entering into all the related party transactions. You are requested to ensure that the Company complies with the Regulations not only in letter but in spirit. Contraventions observed in the provisions of Regulations would attract suitable disciplinary action, as may be deemed fit.

You are advised to disseminate the letter to the Stock Exchanges immediately.

Yours faithfully,

For BSE Limited

  
Shyam Bhagirath

Manager

Listing Compliance



Bijal Shettigar

Assistant Manager

Listing Compliance

Non-Confidential

## National Stock Exchange Of India Limited

Ref: NSE/LIST/COMP/TFL/01

Date: December 27, 2023

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Transwarranty Finance Limited  
403, Regent Chambers,  
Nariman Point,  
MUMBAI,  
Pin Code: 400021

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Yours faithfully,  
For **National Stock Exchange of India Limited**

**Dhaval Shah**  
Manager

This Document is Digitally Signed