

5<sup>th</sup> April 2022

To,  
The BSE Limited  
PhirozeJeejebhoy Towers  
Dalal Street  
Mumbai – 400001

Scrip code: 542923

Dear Sir/Madam,

**Sub: Outcome of Board Meeting held on 05.04.2022**

With reference to the captioned subject above and pursuant to Regulation 29 and 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please note that Board of Directors of the Company in their meeting held on Tuesday 5<sup>th</sup> April 2022 inter alia approved the following events

1. Appointment of Independent Directors namely Mr. Anand Ganapatrao Patil (DIN: 09428275), Mr Susurla Ramasubbarao Nagaraj (DIN 09414695) and Mr Venkataraja Chekodu (DIN 09255719) based on the recommendation of Nomination and Remuneration Committees.
2. Resignation of Mr. Gangisetty Srinivasulu Prashanth (DIN: 06880088) Mr. Dhakshinamoorthy Amanalingam Pillai (DIN: 08638822) and Mr. Arul Kumar (DIN: 08638858) Independent Directors of the company vide their Resignation Letter dated 5<sup>th</sup> of April 2022.
3. Reconstitution of Audit Committee, Nomination Remuneration Committee and Stakeholders Relationship Committee.

The Intimation under Regulation 30(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is also enclosed with this letter

Thanking you,

Yours faithfully,

For Tranway Technologies Limited



Anitha R  
Company Secretary and Compliance Officer

An ISO 9001 : 2015 Certified Company

5<sup>th</sup> April 2022

To,  
The BSE Limited  
PhirozeJeejeebhoy Towers  
Dalal Street  
Mumbai – 400001

Scrip code: 542923

Dear Sir/Madam,

**Sub: Disclosure of Material Event under Regulation 30(2) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015**

Pursuant regulation 30(2) of the (Listing Obligation and Disclosure Requirements) Regulation, 2015 this to inform you the following material events

1. Appointment of Independent Directors Namely Mr. Anand Ganapatrao Patil (DIN: 09428275), Mr Susurla Ramasubbarao Nagaraj (DIN 09414695) and Mr Venkataraja Chekodu (DIN 09255719) based on the recommendation of Nomination and Remuneration Committees.
2. Resignation of Mr. Gangisetty Srinivasulu Prashanth (DIN: 06880088), Mr. Dhakshinamoorthy Amanalingam Pillai (DIN: 08638822) and Mr. Arul Kumar (DIN: 08638858) Independent Directors of the company vide their Resignation Letter dated 5<sup>th</sup> of April 2022.
3. Reconstitution of Audit Committee, Nomination Remuneration Committee and Stakeholders Relationship Committee.

## 1. APPOINTMENT OF INDEPENDENT DIRECTORS

Pursuant to the Regulation 30(2) and 51 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that Board of Directors of the Company based on the recommendation of Nomination and Remuneration Committee, has appointed Mr. Anand Ganapatrao Patil (DIN: 09428275), Mr Susurla Ramasubbarao Rao Nagaraj (DIN 09414695) and Mr Venkataraja Chekodu (DIN 09255719) Company as Non-Executive Independent Director of the company w.e.f from 5<sup>th</sup> of April 2022.

In terms of SEBI Circular, No OR/CFD/CMD/4/2015 dated September 9, 2015, the details are given as an **Annexure “A”** to this letter.

## 2. RESIGNATION OF INDEPENDENT DIRECTORS

Pursuant to Regulation 30(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform that Mr. Gangisetty Srinivasulu Prashanth (DIN: 06880088), Mr. A Dakshinamoorthy (DIN: 08638822) and Mr. Arul Kumar (DIN: 08638858) Independent Directors of the Company have resigned from the Board of the Company with immediate effect, on account of personal reason and other professional commitments vide their resignation letter dated 5<sup>th</sup> of April, 2022 and Board of Directors have accepted their resignation in the meeting of the Board of Directors of the Company which was held on 5<sup>th</sup> of April, 2022.

We further confirm that there is no other material reason for their resignation other than those provided above.

Confirmation pursuant to Clause 7B of Para A of Part A of Schedule III to the SEBI (LODR) Regulations, 2015, received from the Independent Directors are enclosed. Further, Disclosure under Regulation 30(2) of SEBI (LODR) Regulations, 2015, and SEBI circular dated September 09, 2015 the details is given as an **Annexure “B”** to this letter.

## 3. RECONSTITUTION OF COMMITTEES

Consequent upon resignation of Mr. Gangisetty Srinivasulu Prashanth (DIN: 06880088), Mr. A Dakshinamoorthy (DIN: 08638822) and Mr. Arul Kumar (DIN: 08638858) the committees has been reconstituted and the Reconstitution of all the committees w.e.f. 5<sup>th</sup> of April 2022 is given as an **Annexure “C”** to this Letter

This is for your information and ready reference.

Please acknowledge the receipt and take the above on record.

Thanking you,

Yours faithfully,

For Tranway Technologies Limited



Anitha R

Company Secretary and Compliance Officer

## ANNEXURE “A”

In terms of SEBI Circular No OR/CFD/CMD/4/2015 dated September9, 2015, the details are as under:

### 1. Mr Nagaraj Susurla Ramasubbarao

Reason for change viz. Appointment, Resignation, Removal, Death Or Otherwise	APPOINTMENT
Date of Appointment and Term of Appointment	5 <sup>th</sup> of April 2022  <b>Mr Nagaraj Susurla Ramasubbarao</b> appointed has a Non-Executive Independent Director of the company
Brief Profile	<p><b>Mr. Nagaraj Susurla Ramasubbarao</b> is a Professional Banker with 34+ Years of Experience in all facets of Banking viz., Commercial Banking, Trade Finance, Consumer Banking, Credit Risk Management, Treasury Functions, International Banking, Branch Operations, Digital Banking Products &amp; Processes, Learning &amp; Development etc.</p> <p><b>PROFESSIONAL SKILLS</b></p> <ul style="list-style-type: none"> <li>• Branch Banking &amp; Operations</li> <li>• Corporate Credit</li> <li>• Trade Finance &amp; Foreign Exchange</li> <li>• Credit Risk Management</li> <li>• Consumer Banking</li> </ul> <p><b>KEY COMPETENCIES</b></p> <ul style="list-style-type: none"> <li>• Trade Finance: Possess in-depth knowledge of all facets of Trade Finance Products, Processes &amp; Rules. Handled Trade Finance activities in SBI for more than 15 years.</li> <li>• Credit Appraisal: Possess analytical thinking and understand the Credit Appraisal in detail both Commercial &amp; Retail</li> <li>• Credit Risk Management: Possess in-depth experience in all aspects of Credit Risk Management.</li> </ul>

- Treasury Functions: Possess in-depth knowledge in Treasury Products/Hedging Products and Treasury Operations
- NRI Banking: An Expert in all aspects of NRI Banking products & processes
- Consulting & Training: More than 10+ years of experience in Consultancy & Training – Designing, Content Development & Delivery

#### ACADEMIC BACKGROUND

- Bachelor in Commerce, CAIIB,
- Certificate in Commercial Credit
- Certificate in Trade Finance
- Certificate in KYC/AML
- Certificate in Training from Association for Talent Development, Washington USA
- Certificate in Training from IIBF, Mumbai

#### NOTABLE ACHIEVEMENTS.

##### Mr. Nagaraj Susurla Ramasubbarao has

- Managed a loan book of more than INR1000 crores(USD130 mn) in all.
- Brought in new business & clients to the bank's books
- Managed the credit portfolio keeping the credit risk mitigants under control
- Found Innovative solutions to handle the Problem Loan Accounts and Delinquent Accounts
- Implemented the New Draft Issue Software, Introduction of Identification Cards containing their Bank Account details enabling them to complete their remittance transactions - error free, at a faster pace. This helped the company in easy customer identification & operational risk management.

##### And During His Tenure

- 100% growth in profit achieve due to efficient - management of funds, pricing, covering of positions at right time and price.



	<ul style="list-style-type: none"> <li>• Drawing Arrangements was entered with State Bank of Hyderabad and State Bank of Mysore which helped the company to improve its Rupee Remittance Turnover.</li> <li>• as Division Head of International Banking, managed forex turnover of around Rs.800 Crores and arranged Foreign Currency Loans to corporates through FCNRB Loans (short and long term) and Trade Credit to meet their import funding at low cost.</li> <li>• As Head of Trade Finance Central Processing Centre in a Metro City, managed all Trade Finance business of 50+ Branches mapped to the Central Processing Centre. Handled all customer requests and extended advisory services.</li> </ul> <p>Post retirement Mr. Nagaraj Susurla Ramasubbarao his actively engaged Banking Consultancy and Training.</p> <p>His core experience and expertise lie in Corporate Credit, Trade Finance related products &amp; operations, SWIFT, International Banking. Was engaged in testing of various module during the migration from IBS Net to Exim Bills in SBI and during the Finacle Trade Finance Module implementation at Bank SBI Indonesia.</p> <p>And he Possess in-depth knowledge of FEMA Provisions on aspects relating to Trade Finance and EDPMS &amp; IDPMS flow.</p>
Disclosure of Relationships between Directors	<b>Mr. Nagaraj Susurla Ramasubbarao</b> is not related to any of the Director of the Company.
Information as required pursuant to BSE Circular No LIST/COMP/14/2018-19 dated June 20, 2018	<b>Mr. Nagaraj Susurla Ramasubbarao</b> is not debarred from holding office of Director by virtue of any SEBI order or any other such authority.

**2. Mr. Anand G Patil**

Reason for change viz. Appointment, Resignation, Removal, Death Or Otherwise	APPOINTMENT
Date of Appointment and Term of Appointment	<p>5<sup>th</sup> of April 2022</p> <p><b>Mr. Anand G Patil</b> appointed has a Non-Executive Independent Director of the company</p>
Brief Profile	<p><b>Mr. Anand G Patil</b> has worked with State Bank of India for 36 years in various capacities and retired from the Bank on superannuation during July 2021.</p> <p><b>PROFESSIONAL SKILLS</b></p> <ul style="list-style-type: none"> <li>• Branch Banking &amp; Operations</li> <li>• Corporate Credit</li> <li>• Auditing</li> <li>• Credit Processing</li> <li>• Training</li> </ul> <p><b>PROFESSIONAL EXPERIENCE</b></p> <p><b><u>Mr. Anand G Patil</u></b></p> <ul style="list-style-type: none"> <li>• Was a Relationship Manager with a portfolio over Rs.7500 crores- Role involved sourcing of business, pre-sanction, processing of credit proposals, post sanction operations, attending to audit, liaison with the customer on an ongoing basis to meet the customer needs and enhance the valet share (Two years)</li> <li>• Was a Regional Manager with a portfolio of Rs.4450 cr and 41 branch consisting Retail and SME intensive business. The role was to ensure growth of portfolio both in advances and deposits of the area of operations, Stressed asset management and ensure overall growth of the region. (Two years).</li> </ul>



- Was a Head of SME Branch with a SME credit portfolio of about Rs.600 crores with a Team consisting of 2 Relationship Manager and few support officers. The role was mainly to ensure growth in portfolio, maintaining credit quality, compliance to Bank's and regulatory guidelines, liaison with clients and ensuring excellent customer service. (Six years).
- was a In charge of credit monitoring of a Region consisting of 36 branches (Two years).
- was at Credit Processing Cell (CPC) for processing of credit proposals of commercial and SME clients and presenting to the various credit committees as per delegation for four years. The cell catered to the processing of credit proposals beyond a threshold from all over Karnataka which gave me exposure to variety of proposals (Four years).
- was in charge for Housing / Education / Personal loan. The role involved in sourcing, maintaining retail customers requirements. (Two Years)
- was Head of a rural Branch mainly dealing in agricultural credit (Two years).
- Has Experience of four year in technical cell where in we were evaluating techno economic viability of the proposals (new unit / activity and existing units expansion program). Industry / sector studies are under taken and Conducted Entrepreneur Development Program for new units / company (Four years)
- Has Experience in handling audit reports as I have handled ten to twelve credit audits (For advances of Rs.5 crore and above) and Risk Focused Audits.
- Has Experience in handling General Banking as Asst. Manager at the Branch.
- Has undergone various institutional trainings within SBI.

	<b>ACADEMIC BACKGROUND</b> <ul style="list-style-type: none"> <li>• B.Sc (Physics),</li> <li>• CAIIB,</li> <li>• MBA (Finance),</li> <li>• Certificate in Commercial Credit (CICC) by Moody's.</li> </ul> <p>Post Retirement Mr. Anand G Patil is actively engaged in Finance Consultancy and Auditing.</p>
Disclosure of Relationships between Directors	<b>Mr. Anand G Patil</b> is not related to any of the Director of the Company.
Information as required pursuant to BSE Circular No LIST/COMP/14/2018-19 dated June 20, 2018	<b>Mr. Anand G Patil</b> is not debarred from holding office of Director by virtue of any SEBI order or any other such authority.

### 3. Mr Venkataraja. C

Reason for change viz. Appointment, Resignation, Removal, Death Or Otherwise	APPOINTMENT
Date of Appointment and Term of Appointment	5 <sup>th</sup> of April 2022  <b>Mr Venkataraja. C</b> appointed has a Non-Executive Independent Director of the company
Brief Profile	<p>Mr. Venkatraj .C has vast experience and knowledge in the field Finance, Accounts and Auditing in various field for more than 30 years.</p> <p><b>PROFESSIONAL SKILLS</b></p> <ul style="list-style-type: none"> <li>• Finance and Accounts</li> <li>• Statutory Auditing</li> <li>• Tax Auditing</li> </ul>

- ESI, PF , and GST
- Training

### PROFESSIONAL EXPERIENCE

**Mr. Venkatraj .C** has a vast Experience

- of Statutory Audit of State Bank Of India for 3 Branches for 3 years.
- Attending Income Tax related cases,
- Attending all Sales tax Matters,
- Statutory Audit (Tax Audit) of more than 25 firms and Companies,
- Handling Central Excise, ESI, PF and Service Tax related matters
- and Concurrent Audit of Syndicate Bank from past Two years.
- Internal Audit of Karnataka Forest Development Corporation throughout Karnataka.
- Statutory Audit of Syndicate Bank of 3 Branches for 2 years done independently.
- Statutory Audit of Land Army, Bangalore
- Concurrent Audit of Canara Bank, Basavanagudi Branch, Bangalore.
- Income Leakage Audit of Vijaya Bank for 3 Branches for 2 Years
- Other Companies Internal and statutory Audit.

DSA Consultant of

- SBI
- BOM
- SIB
- Federal Bank
- Karnataka Bank
- HDFC

As DSA and consultant has got approved loans of more than 5000 Cr. From various banks.

	<p><b>ACADEMIC BACKGROUND</b></p> <ul style="list-style-type: none"> <li>• M.Com from Karnataka State Open University through correspondence. Completed during the year 2002.</li> <li>• Post Graduate Diploma in Human Resources Development.</li> <li>• Article ship for Chartered Accountant for 3years from 1995 to 1998 at M/s. Chandrasekhar kote &amp; Co., Bangalore.</li> <li>• B.Com from Sri Bhuvanendra College, Karkala, Mangalore University, passed during 1995</li> </ul> <p>Mr. Venkatraj .C presently actively engaged as Finance Consultant and Auditing.</p>
Disclosure of Relationships between Directors	<p><b>Mr. Venkataraja. C</b> is not related to any of the Director of the Company.</p>
Information as required pursuant to BSE Circular No LIST/COMP/14/2018-19 dated June 20, 2018	<p><b>Mr. Venkataraja. C</b> is not debarred from holding office of Director by virtue of any SEBI order or any other such authority.</p>

## ANNEXURE "B"

Particulars	Gangisetty Srinivasulu Prashant (DIN: 06880088),	A Dakshinamoorthy (DIN: 08638822)	Arul Kumar (DIN: 08638858)
1. Reason for Change in Directors:	Resignation as Independent Directors of the Company, due to personal reasons and professional Commitments	Resignation as Independent Directors of the Company, due to personal reasons and professional Commitments	Resignation as Independent Directors of the Company, due to personal reasons and professional Commitments
2. Date of Cessation	05.04.2022	05.04.2022	05.04.2022
3. Brief Profile: (In case of Appointment of Director)	Not Applicable	Not Applicable	Not Applicable
4. Disclosure of relationship between directors: (In case of Appointment of Director)	Not Applicable	Not Applicable	Not Applicable

## ANNEXURE "C"

## AUDIT COMMITTEE

Name of the Director	Status in Committee	Nature of Directorship
Mr. Nagaraj Susurla Ramasubbarao	Chairman	Independent Director
Mr. Anand G Patil	Member	Independent Director
Mrs. Kalavathy Bylappa	Member	Executive Director
Ms Anitha R	Secretary	Company Secretary

## NOMINATION AND REMUNERATION COMMITTEE

Name of the Director	Status in Committee	Nature of Directorship
Mr. Anand G Patil	Chairman	Independent Director
Mr. Nagaraj Susurla Ramasubbarao	Member	Independent Director
Mr. Chekodu Venkataraja	Member	Independent Director

## STAKEHOLDERS RELATIONSHIP COMMITTEE

Name of the Director	Status in Committee	Nature of Directorship
Mr. Chekodu Venkataraja	Chairman	Independent Director
Mr. Anand G Patil	Member	Independent Director
Mr. Nagaraj Susurla Ramasubbarao	Member	Independent Director



Date: 5th April, 2022

From

A Dhakshinamoorthy  
# 152, Rainbow Drive Sarjapurn Road  
Near Wipro Corporate Office  
Bangalore South, Carmelaram  
Bangalore - 560035

To,

The Board of Directors  
Tranway Technologies Limited  
GF 01, Pallavi Enclave, 17<sup>th</sup> Cross  
26<sup>th</sup> main, JP Nagar 6<sup>th</sup> Phase  
Bangalore - 560078

Dear Sir/Madam

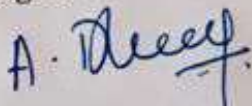
I am writing to formally notify you that I would not be able to continue on the board of the company as Independent Director due to my personal reasons. I therefore hereby tender my resignation from the board of directors of TRANWAY TECHNOLOGIES LIMITED with effect from the Board Meeting Dated 05th April 2022.

Further, I hereby give my confirmation as per clause 7B of Para of PART A of schedule III of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 that my resignation is due to the reason stated as above and there are no other material reasons.

Kindly Accept my resignation and inform all the Authorities Concerned.

Thanks for the opportunity extended to be associated with the company.

Regards



A Dhakshinamoorthy  
(DIN: 08638822)

Date: 5th April, 2022

From  
Gangisetty Srinivasulu Prashanth  
Pavani Park west, Block A, G02,  
Innecircle, Whitefield,  
Bangalore- 560066

To,  
The Board of Directors  
Tranway Technologies Limited  
GF 01, Pallavi Enclave, 17<sup>th</sup> Cross  
26<sup>th</sup> main, JP Nagar 6<sup>th</sup> Phase  
Bangalore – 560078

Dear Sir/Madam

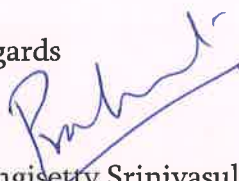
I am writing to formally notify you that I would not be able to continue on the board of the company as Independent Director due to my personal reasons. I therefore hereby tender my resignation from the board of directors of TRANWAY TECHNOLOGIES LIMITED with effect from the Board Meeting Dated 05th April 2022.

Further, I hereby give my confirmation as per clause 7B of Para of PART A of schedule III of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 that my resignation is due to the reason stated as above and there are no other material reasons.

Kindly Accept my resignation and inform all the Authorities Concerned.

Thanks for the opportunity extended to be associated with the company.

Regards

  
Gangisetty Srinivasulu Prashanth  
(DIN: 06880088)

Date: 5th April, 2022

From

Arul Kumar

No G001, Pallavi Enclave, 17<sup>th</sup> Cross,

26<sup>th</sup> main, JP Nagar 6<sup>th</sup> Phase,

Bangalore South

Karnataka 560078

To,

The Board of Directors

Tranway Technologies Limited

GF 01, Pallavi Enclave, 17<sup>th</sup> Cross

26<sup>th</sup> main, JP Nagar 6<sup>th</sup> Phase

Bangalore – 560078

Dear Sir/Madam

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Further, I hereby give my confirmation as per clause 7B of Para of PART A of schedule III of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 that my resignation is due to the reason stated as above and there are no other material reasons.

Kindly Accept my resignation and inform all the Authorities Concerned.

Thanks for the opportunity extended to be associated with the company.

Regards



Arul Kumar

(DIN: 08638858)