



TRANSWARRANTY FINANCE LIMITED

TFL/SEC/2022-23/28

29/09/2022

The Manager,
Corporate Relations Dept.,
BSE Ltd.,
P.J. Towers,
Dalal Street, Fort
Mumbai 400001

The Manager
Listing Compliance Department
National Stock Exchange of India Ltd.
Bandra Kurla Complex
Bandra (East)
Mumbai 400051

BSE Scrip Code :532812

NSE Scrip Code : TFL

Dear Sir,

Sub: Voting Results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer's Report

Please find attached herewith Voting Results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Scrutinizer's Report on the voting process at the 28th Annual General Meeting of our Company held on 28/09/2022.

Kindly note that all the resolutions mentioned in the Notice were passed with requisite majority.

We request you to kindly take the same on record.

Thanking you

Yours faithfully,
For Transwarranty Finance Limited

Suhas Borgaonkar
Company Secretary

CIN: L65920MH1994PLC080220

403, Regent Chambers, Nariman Point, Mumbai- 400021 • Tel: 6630 6090 / 2204 7965
Fax: 6630 0999 / 4001 0999 • e-mail : mail@transwarranty.com • website:www.transwarranty.com

Voting Results

Date of AGM	28-09-2022
Record date	21-09-2022
Total Number of shareholders on record date	5751
No. of shareholders present in the meeting either in person or through proxy:-	Not Applicable
Promoters and Promoter Group	NA
Public	NA
No. of shareholders attended the meeting through Video Conferencing:-	
Promoters and Promoter Group	1
Public	49
No. of resolution passed in the meeting	6

Agenda wise disclosure:

Resolution 1: To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2022 and the Reports of the Board of Directors and Auditors thereon

Resolution Required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the resolution?			No					
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	13114927	12976167	98.9420	12976167	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		13114927	12976167	98.9420	12976167	0	100.0000
Public - Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-Voting	11345641	5336286	47.0338	5334374	1912	99.9642	0.0358
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		11345641	5336286	47.0338	5334374	1912	99.9642
Total		24460568	18312453	74.8652	18310541	1912	99.9896	0.0104

Resolution 2: To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the year ended 31st March, 2022 and the Reports of the Auditors thereon

Resolution Required:			Ordinary Resolution					
Whether promoter/ promoter group			No					
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	13114927	12976167	98.9420	12976167	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		13114927	12976167	98.9420	12976167	0	100.0000
Public - Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-Voting	11345641	5336286	47.0338	5334374	1912	99.9642	0.0358
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		11345641	5336286	47.0338	5334374	1912	99.9642
Total		24460568	18312453	74.8652	18310541	1912	99.9896	0.0104

Resolution 3: To appoint a director in place of Mr. Ramachandran Unnikrishnan (DIN 00493707), who retires by rotation and being eligible offers himself for re-appointment

Resolution Required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the resolution?			No					
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	13114927	12976167	98.9420	12976167	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	13114927	12976167	98.9420	12976167	0	100.0000	0.0000
Public –Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll	0	0	0.0000	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-Voting	11345641	5336286	47.0338	5334374	1912	99.9642	0.0358
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	11345641	5336286	47.0338	5334374	1912	99.9642	0.0358
Total		24460568	18312453	74.8652	18310541	1912	99.9896	0.0104

Resolution 4: Issuance of Non-convertible Debentures on Private Placement Basis

Resolution Required:			Special Resolution					
Whether promoter/ promoter group			No					
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	13114927	12976167	98.9420	12976167	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	13114927	12976167	98.9420	12976167	0	100.0000	0.0000
Public - Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-Voting	11345641	5336286	47.0338	5334374	1912	99.9642	0.0358
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	11345641	5336286	47.0338	5334374	1912	99.9642	0.0358
Total		24460568	18312453	74.8652	18310541	1912	99.9896	0.0104

Resolution 5: Raising of funds by way of External Commercial Borrowings

Resolution Required:			Special Resolution					
Whether promoter/ promoter group			No					
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	13114927	12976167	98.9420	12976167	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	13114927	12976167	98.9420	12976167	0	100.0000	0.0000
Public - Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-Voting	11345641	5336286	47.0338	5334374	1912	99.9642	0.0358
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	11345641	5336286	47.0338	5334374	1912	99.9642	0.0358
Total		24460568	18312453	74.8652	18310541	1912	99.9896	0.0104

Resolution 6: Approval for material related party transactions

Resolution Required:			Ordinary Resolution					
Whether promoter/ promoter group			Yes					
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	13114927	0	0	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	13114927	0	0.0000	0	0	0.0000	0.0000
Public - Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-Voting	11345641	111286	0.9809	109374	1912	98.2819	1.7181
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	11345641	111286	0.9809	109374	1912	98.2819	1.7181
Total		24460568	111286	0.4550	109374	1912	98.2819	1.7181

YOGESH SHARMA & CO.

COMPANY SECRETARIES

Yogesh M. Sharma
M.Com, M. Phil, M.M.M, M.F.M, LLB, FCS.

Office No: 9082951462
Mobile No: 9833124864
Email ID: csymsharma@gmail.com

Consolidated Report of Scrutinizer on Remote e-voting and electronic voting at Annual General Meeting (AGM)

To,
The Chairman of 28th Annual General Meeting (AGM) of Shareholders of **TRANSWARRANTY FINANCE LIMITED** (herein after the "Company"), held on Wednesday, 28th September, 2022 through Video Conferencing ("VC") /Other Audio-Visual Means (OVAM)

Consolidated Scrutinizer's Report on voting through Remote e-voting process and e-voting conducted at 28th Annual General Meeting (AGM) of TRANSWARRANTY FINANCE LIMITED held on 28th September, 2022.

The Board of the Company at its meeting held on 29th July, 2022 had appointed me as the scrutinizer for the remote e-voting process and e-voting to be conducted at the 28th AGM held on Wednesday, 28th September, 2022 through Video Conferencing ("VC") /Other Audio-Visual Means (OVAM).

The Company had availed the remote e-voting facility provided by National Securities Depository Limited ("NSDL") for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on 24th September, 2022 at 9.00 a.m. till 27th September, 2022 at 5.00 p.m. and the National Securities Depository Limited ("NSDL") remote e-voting portal was blocked for voting thereafter.

The Company had appointed National Securities Depository Limited ("NSDL") for conducting the Electronic voting by the shareholders of the Company at the AGM. After the time fixed for closing of Electronic voting at AGM by the Chairman, voting was closed and votes cast were unblocked.

We, based on the report generated from the e-voting system provided by NSDL for remote e-voting process and e-voting to be conducted at the 28th AGM, hereby submit our following report on votes cast "in favour" or "against", with respect to each item on the agenda as set out in the notice of the 28th AGM.



CONSOLIDATED REPORT

Item No. 1: Ordinary Resolution:

To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2022 and the Reports of the Board of Directors and Auditors thereon:

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	e-voting at AGM	Total	
Votes in Favour of Resolution	18309791	750	18310541	99.99
Votes against the Resolution	1912	0	1912	0.01
Total	18311703	750	18312453	100

Item No. 2: Ordinary Resolution:

To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2022 and the Reports of the Auditors thereon:

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	e-voting at AGM	Total	
Votes in Favour of Resolution	18309791	750	18310541	99.99
Votes against the Resolution	1912	0	1912	0.01
Total	18311703	750	18312453	100



Item No. 3: Ordinary Resolution:

To appoint a Director in place of Mr. Ramachandran Unnikrishnan (DIN 00493707), who retires by rotation and being eligible offers himself for re-appointment:

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	e-voting at AGM	Total	
Votes in Favour of Resolution	18309791	750	18310541	99.99
Votes against the Resolution	1912	0	1912	0.01
Total	18311703	750	18312453	100

Item No. 4: Special Resolution:

Issuance of Non-Convertible Debentures on Private Placement Basis:

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	e-voting at AGM	Total	
Votes in Favour of Resolution	18309791	750	18310541	99.99
Votes against the Resolution	1912	0	1912	0.01
Total	18311703	750	18312453	100



Item No. 5: Special Resolution:

Raising of funds by way of External Commercial Borrowings:

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	e-voting at AGM	Total	
Votes in Favour of Resolution	18309791	750	18310541	99.99
Votes against the Resolution	1912	0	1912	0.01
Total	18311703	750	18312453	100

Item No. 6: Ordinary Resolution:

Approval for material related party transactions:

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	e-voting at AGM	Total	
Votes in Favour of Resolution	108624	750	109374	98.30
Votes against the Resolution	1912	0	1912	1.70
Total	110536	750	111286	100



From the above report, we state that the all resolutions stated above stand passed under the combined remote e-voting & e-voting conducted at AGM with requisite majority.

The register and all relevant records relating to remote e-voting and e-voting at AGM, as received from NSDL, are handed over to the Company Secretary of the Company for keeping the same in Company's Records.

Thanking You.

For Yogesh Sharma & Co.



CS Yogesh Sharma
Proprietor
FCS 11305
C.P. No. 12366

Date: 29/09/2022

Place: Mumbai

UDIN: F011305D001074246