



September 18, 2023

The Manager,
Listing Department
BSE Limited
P. J. Towers
Dalal Street
Mumbai 400 001
BSE Scrip Code: 532812

The Manager,
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, G Block
Bandra Kurla Complex
Bandra (E), Mumbai 400 051
NSE Symbol: TFL

Dear Sir/ Madam,

Sub: Voting Results of the 29th Annual General Meeting (“AGM”) of the Company held on September 15, 2023 along with the Consolidated Scrutinizer’s Report

Pursuant to Regulation 44(3) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), Section 108 of the Companies Act, 2013 read with Rules and Regulations made thereunder, we hereby submit the following documents regarding the 29th AGM of the Company, held on Friday, September 15, 2023 at 04.00 PM IST through Video Conferencing (VC) / Other Audio Visual Means (OAVM):

1. Details of Voting Results as “**Annexure A**”
2. Consolidated Scrutinizers’ Report on remote e-voting and e-voting as “**Annexure B**”

As per the Consolidated Scrutinizer’s Report, all the resolutions contained in the Notice of AGM have been duly passed by the Members with requisite majority.

Kindly take the same on record.

Thanking you

Yours faithfully,
For **Transwarranty Finance Limited**

Suhas Borgaonkar
Company Secretary & Compliance Officer
Membership No.: A3391

Encl: A/a

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

Annexure A

Outcome of Voting at Annual General Meeting (As per Regulation 44(3) of Listing Regulations)

Date of AGM/ EGM	15 th September, 2023
Total number of shareholders on record date i.e. 08th September, 2023	6442
No. of shareholders present in the meeting either in person or through proxy:- Promoters and Promoter Group Public	Not Applicable
No. of shareholders attended the meeting through Video Conferencing:- Promoters and Promoter Group Public	1 61

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, 2023 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	30229855	30091094	99.5410	30091094	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	30229855	30091094	99.5410	30091094	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	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-Voting	18033179	5822297	32.2866	5822296	1	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	18033179	5822297	32.2866	5822296	1	100.0000	0.0000
Total		48263034	35913391	74.4118	35913390	1	100.0000	0.0000

Resolution 2: To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2023 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	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)=	(4)	(5)		
Promoter and Promoter Group	E-Voting	30229855	30091094	99.5410	30091094	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	30229855	30091094	99.5410	30091094	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-	E-Voting	18033179	5822297	32.2866	5822246	51	99.9991	0.0009
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	18033179	5822297	32.2866	5822246	51	99.9991	0.0009
Total		48263034	35913391	74.4118	35913340	51	99.9999	0.0001

Resolution 3: To appoint a director in place of Mr. Kumar Nair (DIN- 00320541) who retires by rotation and being eligible offers himself for reappointment

Resolution Required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the resolution?			Yes					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)		
Promoter and Promoter Group	E-Voting	30229855	534946	1.7696	534946	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	30229855	534946	1.7696	534946	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	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-Voting	18033179	5822297	32.2866	5822291	6	99.9999	0.0001
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	18033179	5822297	32.2866	5822291	6	99.9999	0.0001
Total		48263034	6357243	13.1721	6357237	6	99.9999	0.0001

Resolution 4: Re appointment of Mr. Kumar Nair as a Managing Director and CEO of the Company for a period of three years

Resolution Required:			Special Resolution					
Whether promoter/ promoter group			Yes					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)=	(4)	(5)		
Promoter and Promoter Group	E-Voting	30229855	534946	1.7696	534946	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	30229855	534946	1.7696	534946	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	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-Voting	18033179	5822297	32.2866	5822296	1	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	18033179	5822297	32.2866	5822296	1	100.0000	0.0000
Total		48263034	6357243	13.1721	6357242	1	100.0000	0.0000

Resolution 5: 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	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)=	(4)	(5)		
Promoter and Promoter Group	E-Voting	30229855	30091094	99.5410	30091094	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	30229855	30091094	99.5410	30091094	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	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-Voting	18033179	5822297	32.2866	5822296	1	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	18033179	5822297	32.2866	5822296	1	100.0000	0.0000
Total		48263034	35913391	74.4118	35913390	1	100.0000	0.0000

Resolution 6: Raising of the Funds by way of External Commercial Borrowings

Resolution Required:			Special Resolution					
Whether promoter/ promoter group			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)=	(4)	(5)		
Promoter and Promoter Group	E-Voting	30229855	30091094	99.5410	30091094	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	30229855	30091094	99.5410	30091094	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	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-Voting	18033179	5816927	32.2568	5816876	51	99.9991	0.0009
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	18033179	5816927	32.2568	5816876	51	99.9991	0.0009
Total		48263034	35908021	74.4007	35907970	51	99.9999	0.0001

Resolution 7: Approval for Material Related Party Transaction (s) with Vertex Securities Limited, Subsidiary Company

Resolution Required:			Special 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	30229855	0	0.0000	0	0	#DIV/0!	#DIV/0!
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	30229855	0	0.0000	0	0	#DIV/0!	#DIV/0!
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	18033179	5555388	30.8065	5555337	51	99.9991	0.0009
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	18033179	5555388	30.8065	5555337	51	99.9991	0.0009
Total		48263034	5555388	11.5106	5555337	51	99.9991	0.0009

Resolution 8: Approval for Material Related Party Transaction (s) between Company and Executive Directors and their relatives thereof

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	30229855	0	0.0000	0	0	#DIV/0!	#DIV/0!
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	30229855	0	0.0000	0	0	#DIV/0!	#DIV/0!
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	18033179	5555388	30.8065	5555337	51	99.9991	0.0009
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	18033179	5555388	30.8065	5555337	51	99.9991	0.0009
Total		48263034	5555388	11.5106	5555337	51	99.9991	0.0009

Resolution 9: Authority to give loan(s) and/or make investments (s) and/or provide guarantee (s) and/or provide security (ies) to the bodies corporate and/or any other person, situated within or outside the country, as the case may be

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	30229855	30091094	99.5410	30091094	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	30229855	30091094	99.5410	30091094	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	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-Voting	18033179	5822297	32.2866	5822246	51	99.9991	0.0009
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	18033179	5822297	32.2866	5822246	51	99.9991	0.0009
Total		48263034	35913391	74.4118	35913340	51	99.9999	0.0001

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 29th Annual General Meeting (AGM) of Shareholders of **TRANSWARRANTY FINANCE LIMITED** (herein after the "Company"), held on Friday, 15th September, 2023 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 29th Annual General Meeting (AGM) of TRANSWARRANTY FINANCE LIMITED held on 15th September, 2023.

The Board of the Company at its meeting held on 25th July, 2023 had appointed us as the scrutinizer for the remote e-voting process and e-voting to be conducted at the 29th AGM held on Friday, 15th September, 2023 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 12th September, 2023 at 9.00 a.m. till 14th September, 2023 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 conducted at the 29th 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 29th 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 March 31st, 2023 and the Reports of the Board of Directors and the Auditors thereon.

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	e-voting at AGM	Total	
Votes in Favour of Resolution	35913290	100	35913390	99.99
Votes against the Resolution	1	0	1	0.01
Total	35913291	100	35913391	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, 2023 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	35913290	50	35913340	99.99
Votes against the Resolution	1	50	51	0.01
Total	35913291	100	35913391	



Item No. 3: Ordinary Resolution:

To appoint a Director in place of Mr. Kumar Nair (DIN 00320541), 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	6357137	100	6357237	99.99
Votes against the Resolution	6	0	6	0.01
Total	6357143	100	6357243	100

Item No. 4: Special Resolution:

Re-appointment of Mr. Kumar Nair as a Managing Director & CEO of the Company for a period of three years:

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	e-voting at AGM	Total	
Votes in Favour of Resolution	6357142	100	6357242	99.99
Votes against the Resolution	1	0	1	0.01
Total	6357143	100	6357243	100



Item No. 5: Special Resolution:

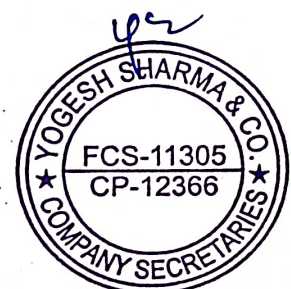
Issuance of Non-Convertible Debentures on Private Placement Basis:

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	e-voting at AGM	Total	
Votes in Favour of Resolution	35913290	100	35913390	99.99
Votes against the Resolution	1	0	1	0.01
Total	35913291	100	35913391	100

Item No. 6: 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	35907920	50	35907970	99.99
Votes against the Resolution	1	50	51	0.01
Total	35907921	100	35908021	100



Item No.7: Special Resolution:

Material Related Party Transaction(s) with Vertex Securities Limited, Subsidiary Company:

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	e-voting at AGM	Total	
Votes in Favour of Resolution	5555287	50	5555337	99.99
Votes against the Resolution	1	50	51	0.01
Total	5555288	100	5555388	100

Item No.8: Ordinary Resolution:

Material Related Party Transaction between the Company and Executive directors and their relatives thereof of the Company:

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	e-voting at AGM	Total	
Votes in Favour of Resolution	5555287	50	5555337	99.99
Votes against the Resolution	1	50	51	0.01
Total	5555288	100	5555388	100



Item No.9: Special Resolution:

Authority to give loan(s) and/or make investment(s) and/or provide guarantee(s) and/or security(ies) to the bodies corporate and/or any other person, situated within or outside the country, as the case may be:

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	e-voting at AGM	Total	
Votes in Favour of Resolution	35913290	50	35913340	99.99
Votes against the Resolution	1	50	51	0.01
Total	35913291	100	35913391	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.

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.

Yogesh Sharma

CS Yogesh Sharma
Proprietor
FCS 11305
C.P. No. 12366
Peer Review No.1583/2021



Countersigned By:

Suhas Borgaonkar
Company Secretary and Compliance Officer
Transwarranty Finance Limited

Date: 16/09/2023
Place: Mumbai
UDIN: F011305E001022348