

Anand Prakash Jain
CHARTERED ACCOUNTANT
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SCRUTINIZER'S REPORT

Date:10.09.2018

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

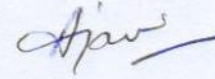
Reg:-Results of e-voting and ballots in respect of resolution passed by shareholders through Postal Ballot

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 21st July 2018.

I submit my report as under: -

- a. The company has completed on 07th 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 27th July 2018.
- b. As per Notice, the voting period for voting through postal ballot commenced on 08th August, 2018(09:00 a.m.) and ends on 07th September,2018(05:00 p.m.) and e-voting period commenced on 08th August, 2018(09:00 a.m.) and ends on 07th September, 2018(05:00 p.m.)on the NSDL e-voting platform.
- c. There was no postal ballot forms received during 08th August 2018 to 07th 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 07th September 2018 at 05:01 P.M. The votes cast through remote e-voting were unblocked on 07th September 2018 at 05:01 P.M. and again on 10th 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 07th 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.



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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 21st July, 2018 through postal ballot are as under:-

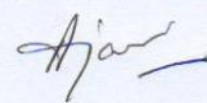
Resolution No. 1- TO PROVIDE LOANS AND ADVANCES, GUARANTEES, SECURITIES TO VARIOUS PARTIES UNDER SECTION 185 OF COMPANIES ACT, 2013

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%
	Total	26955900	0	26955900	100%

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
	Total	23271004	23271004	100%	23271004	NIL	100%	NIL
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
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
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
	Total	3684896	3684896	100%	3672653	12243	99.67	0.33
Total		26955900	26955900	100%	26943657	12243	99.95	0.05

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

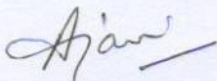
I have handed over the related papers / Registers and records for safe custody to Mr. Dilip Kumar Morwal, Company Secretary of the Company who is authorized by the Board to supervise the E-voting process.



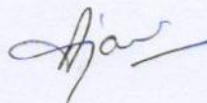
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You may accordingly declare the result of voting by postal ballot and E-voting.



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



Place: 10.09.2018
Date: Jaipur