

TRANSCORP INTERNATIONAL LTD.

5th Floor, Transcorp Towers,
Moti Doongri Road,
Jaipur-302004 (Rajasthan)
Telephone: 2363888, 23639999
Fax: 91-141-237 2066
CIN:L51909DL1994PLC235697

Web-Site: www.transcorpint.com

E-mail: corp@transcorpint.com

Date: 22.07.2016

Company Secretary
Bombay Stock Exchange
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Kala Ghoda, Fort,
Mumbai, Maharashtra-400001

Reg: Outcome of 21st Annual General Meeting of Transcorp International Limited

Ref: Transcorp International Limited (CIN: L51909DL1994PLC235697)
(Scrip No.532410)

Dear Sir,

With reference to the above, we hereby intimate you regarding the following outcome of the of 21st Annual General Meeting of Transcorp International Limited held on 22nd July 2015 at 09:30 a.m. at the Registered Office of the Company:-

1. Approval of standalone and consolidated financial accounts of the Company for the financial year ended 31st March 2016.
2. Approval for a dividend @ Re. 0.80 per share (8%) for the financial year 2015-16.
3. Re-appointment of Mr. Ashok Kumar Agarwal (having DIN: 01237294) as director of the Company.
4. Appointment of M/s Anand Jain & Co., Chartered Accountants as Auditors and fixing their remuneration.
5. Appointment of Mr. Purushottam Agarwal as Independent Director of the Company
6. Appointment of Mr. Hemant Kaul as Director of the Company
7. Appointment of Mrs. Sonu Bhasin as Independent Director of the Company

We are also enclosing Outcome of 21st AGM, format of e-voting results as stipulated under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 and Scrutinizer Report for your kind perusal.

This is for your information and record. Kindly acknowledge receipt of the same.

Thanking you

For Transcorp International Limited



Dilip Kumar Morwal
Company Secretary
ACS 17572

Encl:

1. Outcome of 21st AGM
2. E-voting results
3. Scrutinizer Report

Format of Voting Results under Regulation 44(3) of SEBI (LODR) Regulations, 2015

Date of the AGM/EGM/Postal Ballot	22.07.2016
Total number of shareholders on record date	2204
No. of shareholders present in the meeting either in person or through proxy:	27
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable

(1) To receive, consider and adopt the Financial Statements, standalone and consolidated, of the Company for the year ended 31st March 2016 including audited Balance Sheet as at 31st March 2016, Statement of Profit & Loss for the year ended on that date and the report of the Auditors and Directors thereon.

Resolution Category	Resolution required: (Ordinary/ Special)		Ordinary Resolution					
	Mode of Voting	No. of shares held	No. of votes polled	% 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	18616805	18616805	100%	18616805	NIL	100%	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	18616805	18616805	100%	18616805	NIL	100%	NIL
Public Institutions	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public Non-Institutions	E-Voting	10557	10557	100%	10557	NIL	100%	NIL
	Poll	4387310	4387310	100%	4387310	NIL	100%	NIL
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4397867	4397867	100%	4397867	NIL	100%	NIL
Total		23014672	23014672	100%	23014672	NIL	100%	NIL

(2) To declare dividend on equity shares

Resolution Category	Ordinary Resolution		Ordinary Resolution				% of Votes against votes polled $(7) = \frac{[(5) - (2)] * 100}{(2)}$
	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares $(3) = \frac{[(2) - (1)]}{(2)} * 100$	No. of Votes – in favour (4)	No. of Votes – against (5)	
Promoter and Promoter Group	E-Voting	18616805	18616805	100%	18616805	NIL	100%
	Poll	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	18616805	18616805	100%	18616805	NIL	100%
Public Institutions	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	NIL	NIL	NIL	NIL	NIL	NIL
Public Non-Institutions	E-Voting	10557	10557	100%	10557	NIL	100%
	Poll	4387310	4387310	100%	4387310	NIL	100%
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4397867	4397867	100%	4397867	NIL	100%
	Total	23014672	23014672	100%	23014672	NIL	100%

3) To appoint a director in place of Mr. Ashok Kumar Agarwal (having DIN: 01237294), who retire by rotation and being eligible, offers himself for re-appointment

Resolution Category	Ordinary Resolution							
	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	18616805	18616805	100%	18616805	NIL	100%	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	18616805	18616805	100%	18616805	NIL	100%	NIL
Public Institutions	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public Non-Institutions	E-Voting	10557	10557	100%	10557	NIL	100%	NIL
	Poll	4387310	4387310	100%	4387310	NIL	100%	NIL
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4397867	4397867	100%	4397867	NIL	100%	NIL
Total		23014672	23014672	100%	23014672	NIL	100%	NIL

4) To appoint Auditors and fix their remuneration

Resolution Category	Resolution required: (Ordinary/ Special)					Ordinary Resolution				
	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	18616805	18616805	100%	18616805	NIL	100%	NIL		
	Poll	-	-	-	-	-	-	-		
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	18616805	18616805	100%	18616805	NIL	100%	NIL		
Public Institutions	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL		
	Poll	-	-	-	-	-	-	-		
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL		
Public Non-Institutions	E-Voting	10557	10557	100%	10557	NIL	100%	NIL		
	Poll	4387310	4387310	100%	4387310	NIL	100%	NIL		
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	4397867	4397867	100%	4397867	NIL	100%	NIL		
Total		23014672	23014672	100%	23014672	NIL	100%	NIL		

5) Appointment of Mr. Purushottam Agarwal as Independent Director of the Company

Resolution Category	Resolution required: (Ordinary/ Special)		Ordinary Resolution					% of Votes against votes polled $(7)=[\frac{(5)}{(2)}]*100$
	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares $(3)=[\frac{(2)}{(1)}]*100$	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled $(6)=[\frac{(4)}{(2)}]*100$	
Promoter and Promoter Group	E-Voting	18616805	18616805	100%	18616805	NIL	100%	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	18616805	18616805	100%	18616805	NIL	100%	NIL
Public Institutions	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public Non-Institutions	E-Voting	10557	10557	100%	10557	NIL	100%	NIL
	Poll	4387310	4387310	100%	4387310	NIL	100%	NIL
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4397867	4397867	100%	4397867	NIL	100%	NIL
Total		23014672	23014672	100%	23014672	NIL	100%	NIL

6) Appointment of Mr. Hemant Kaul as Director of the Company

Resolution Category	Ordinary Resolution					% of Votes against votes polled $(7) = \frac{[(5)-(2)] * 100}{00}$	
	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares $(3) = \frac{[(2)/(1)] * 100}{00}$	No. of Votes – in favour (4)		No. of Votes – against (5)
Promoter and Promoter Group	E-Voting	18616805	18616805	100%	18616805	NIL	100%
	Poll	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	18616805	18616805	100%	18616805	NIL	100%
Public Institutions	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	NIL	NIL	NIL	NIL	NIL	NIL
Public Non-Institutions	E-Voting	10557	10557	100%	10557	NIL	100%
	Poll	4387310	4387310	100%	4387310	NIL	100%
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4397867	4397867	100%	4397867	NIL	100%
Total		23014672	23014672	100%	23014672	NIL	100%

7) Appointment of Mrs. Sonu Bhasin as Independent Director of the Company

Resolution Category	Resolution required: (Ordinary/ Special)					Ordinary Resolution				
	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	18616805	18616805	100%	18616805	NIL	100%	NIL		
	Poll	-	-	-	-	-	-	-		
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	18616805	18616805	100%	18616805	NIL	100%	NIL		
Public Institutions	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL		
	Poll	-	-	-	-	-	-	-		
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL		
Public Non-Institutions	E-Voting	10557	10557	100%	10557	NIL	100%	NIL		
	Poll	4387310	4387310	100%	4387310	NIL	100%	NIL		
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	4397867	4397867	100%	4397867	NIL	100%	NIL		
Total		23014672	23014672	100%	23014672	NIL	100%	NIL		

For Transcorp International Limited



Dilip Kumar Morwal
Company Secretary
ACS 17572

Date: 22.07.2016

Place: New Delhi

Anand Prakash Jain
CHARTERED ACCOUNTANT
B.Com., LL.B., F.C.A., A.C.S.
Phone: 9314680888 (Mobile), 4068632 (O), 2392271 (R)
Email: anandjain175@hotmail.com

SCRUTINIZER'S REPORT

Date: 22.07.2016

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

Reg:- Results of e-voting and Poll in respect of resolutions put for consideration of shareholders in 21st Annual General meeting held on 22nd July 2016 at its registered office at Plot No. 3, HAF Pocket, Sector 18A, Phase-II, Dwarka, Near Veer Awas/Kargil Apartment Sector- 12 Metro Station, New Delhi – 110075 at 09:30 A.M.

Dear Sir,

I, Anand Prakash Jain, Practicing Chartered Accountant, was appointed as Scrutinizer by your company pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of SEBI (LODR) Regulations 2015, for the purpose of scrutinizing results of e-voting and voting by poll, in respect of various resolutions put for consideration of shareholders in 21st Annual General meeting held on 22nd July 2016, notice of which was issued by the company on 9th May 2016.

I submit my report as under:-

A. Relating to E-Voting:-

As per Notice, the e-voting period commenced on 19th July, 2016 at 9:00 a.m. and ended on 21st July, 2016 at 5:00 p.m. on the NSDL e-voting platform.

B. Relating to Voting by Poll:-

1. After proposing and seconding the resolutions by shareholders, the same were put to poll by physical voting process.
2. After the time fixed for closing of the Poll by the Chairman, the ballot boxes were opened in my presence and polls papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
3. There were no polling papers which were incomplete or found defective.

C. Result of E-Voting and Poll is as under:-

1. The voting rights were reckoned as on Friday, 15th July 2016, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the meeting.
2. The data of e-voting after the E-voting module was disabled by the NSDL was downloaded by me on 22.07.2016 at 10:15 A.M. The votes cast through remote e-voting were unblocked on 22.07.2016 at 10:15 A.M. in presence of two (2) witnesses not in the employment of the company.

Office: 556, 5th Floor, Sunny Mart, New Aatish Market, Mansarovar, Jaipur-302020

3. After the conclusion of voting at the general meeting, the votes cast through poll were counted on 22nd July 2016 in presence of two (2) witnesses not in the employment of the company

The description of resolutions and results of e-voting thereon during the e-voting period at NSDL e-voting platform and voting by poll are given hereunder:-

Resolution No. 1- To receive, consider and adopt the Financial Statements, standalone and consolidated, of the Company for the year ended 31st March 2016 including audited Balance Sheet as at 31st March 2016, Statement of Profit & Loss for the year ended on that date and the report of the Auditors and Directors thereon. **(Ordinary Resolution)**

S. No.	Votes Casted	By E-Voting	Voting by Poll	Total No. of valid Votes	% of Total votes cast
1	Favour	18627362	4387310	23014672	100%
2	Against	Nil	NIL	NIL	NIL
	Total	18627362	4387310	23014672	100%

Resolution required: (Ordinary/ Special)		Ordinary Resolution						
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	18616805	18616805	100%	18616805	NIL	100%	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	18616805	18616805	100%	18616805	NIL	100%	NIL
Public Institutions	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public Non-Institutions	E-Voting	10557	10557	100%	10557	NIL	100%	NIL
	Poll	4387310	4387310	100%	4387310	NIL	100%	NIL
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4397867	4397867	100%	4397867	NIL	100%	NIL
Total		23014672	23014672	100%	23014672	NIL	100%	NIL

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

Anand Prakash Jain

CHARTERED ACCOUNTANT

B.Com., LL.B., F.C.A., A.C.S.

Phone: 9314680888 (Mobile), 4068632 (O), 2392271 (R)

Email: anandjain175@hotmail.com

Resolution No. 2- To declare dividend on equity shares. **(Ordinary Resolution)**

S. No.	Votes Casted	By E-Voting	Voting by Poll	Total No. of valid Votes	% of Total votes cast
1	Favour	18627362	4387310	23014672	100%
2	Against	Nil	NIL	NIL	NIL
	Total	18627362	4387310	23014672	100%

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	18616805	18616805	100%	18616805	NIL	100%	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	18616805	18616805	100%	18616805	NIL	100%	NIL
Public Institutions	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public Non-Institutions	E-Voting	10557	10557	100%	10557	NIL	100%	NIL
	Poll	4387310	4387310	100%	4387310	NIL	100%	NIL
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4397867	4397867	100%	4397867	NIL	100%	NIL
Total		23014672	23014672	100%	23014672	NIL	100%	NIL

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

Resolution No. 3: To appoint a director in place of Mr. Ashok Kumar Agarwal (having DIN: 01237294), who retire by rotation and being eligible, offers himself for re-appointment **(Ordinary Resolution)**

S. No.	Votes Casted	By E-Voting	Voting by Poll	Total No. of valid Votes	% of Total votes cast
1	Favour	18627362	4387310	23014672	100%
2	Against	Nil	NIL	NIL	NIL
	Total	18627362	4387310	23014672	100%

Anand Prakash Jain

CHARTERED ACCOUNTANT

B.Com., LL.B., F.C.A., A.C.S.

Phone: 9314680888 (Mobile), 4068632 (O), 2392271 (R)

Email: anandjain175@hotmail.com

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	18616805	18616805	100%	18616805	NIL	100%	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	18616805	18616805	100%	18616805	NIL	100%	NIL
Public Institutions	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public Non-Institutions	E-Voting	10557	10557	100%	10557	NIL	100%	NIL
	Poll	4387310	4387310	100%	4387310	NIL	100%	NIL
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4397867	4397867	100%	4397867	NIL	100%	NIL
Total		23014672	23014672	100%	23014672	NIL	100%	NIL

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

Resolution No. 4: To appoint Auditors and fix their remuneration (Ordinary Resolution)

S. No.	Votes Casted	By E-Voting	Voting by Poll	Total No. of valid Votes	% of Total votes cast
1	Favour	18627362	4387310	23014672	100%
2	Against	Nil	NIL	NIL	NIL
	Total	18627362	4387310	23014672	100%

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	18616805	18616805	100%	18616805	NIL	100%	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	18616805	18616805	100%	18616805	NIL	100%	NIL

Public Institutions	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public Non-Institutions	E-Voting	10557	10557	100%	10557	NIL	100%	NIL
	Poll	4387310	4387310	100%	4387310	NIL	100%	NIL
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4397867	4397867	100%	4397867	NIL	100%	NIL
Total		23014672	23014672	100%	23014672	NIL	100%	NIL

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

Resolution No. 5: Appointment of Mr. Purushottam Agarwal as Independent Director of the Company (Ordinary Resolution)

S. No.	Votes Casted	By E-Voting	Voting by Poll	Total No. of valid Votes	% of Total votes cast
1	Favour	18627362	4387310	23014672	100%
2	Against	Nil	NIL	NIL	NIL
	Total	18627362	4387310	23014672	100%

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	18616805	18616805	100%	18616805	NIL	100%	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	18616805	18616805	100%	18616805	NIL	100%	NIL
Public Institutions	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public Non-Institutions	E-Voting	10557	10557	100%	10557	NIL	100%	NIL
	Poll	4387310	4387310	100%	4387310	NIL	100%	NIL
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4397867	4397867	100%	4397867	NIL	100%	NIL
Total		23014672	23014672	100%	23014672	NIL	100%	NIL

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

Anand Prakash Jain
CHARTERED ACCOUNTANT
 B.Com., LL.B., F.C.A., A.C.S.

Phone: 9314680888 (Mobile), 4068632 (O), 2392271 (R)

Email: anandjain175@hotmail.com

Resolution No. 6: Appointment of Mr. Hemant Kaul as Director of the Company (Ordinary Resolution)

S. No.	Votes Casted	By E-Voting	Voting by Poll	Total No. of valid Votes	% of Total votes cast
1	Favour	18627362	4387310	23014672	100%
2	Against	Nil	NIL	NIL	NIL
	Total	18627362	4387310	23014672	100%

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	18616805	18616805	100%	18616805	NIL	100%	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	18616805	18616805	100%	18616805	NIL	100%	NIL
Public Institutions	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public Non-Institutions	E-Voting	10557	10557	100%	10557	NIL	100%	NIL
	Poll	4387310	4387310	100%	4387310	NIL	100%	NIL
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4397867	4397867	100%	4397867	NIL	100%	NIL
Total		23014672	23014672	100%	23014672	NIL	100%	NIL

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

Resolution No. 7: Appointment of Mrs. Sonu Bhasin as Independent Director of the Company (Ordinary Resolution)

S. No.	Votes Casted	By E-Voting	Voting by Poll	Total No. of valid Votes	% of Total votes cast
1	Favour	18627362	4387310	23014672	100%
2	Against	Nil	NIL	NIL	NIL
	Total	18627362	4387310	23014672	100%

Anand Prakash Jain

CHARTERED ACCOUNTANT

B.Com., LL.B., F.C.A., A.C.S.

Phone: 9314680888 (Mobile), 4068632 (O), 2392271 (R)

Email: anandjain175@hotmail.com

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	18616805	18616805	100%	18616805	NIL	100%	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	18616805	18616805	100%	18616805	NIL	100%	NIL
Public Institutions	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public Non-Institutions	E-Voting	10557	10557	100%	10557	NIL	100%	NIL
	Poll	4387310	4387310	100%	4387310	NIL	100%	NIL
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4397867	4397867	100%	4397867	NIL	100%	NIL
Total		23014672	23014672	100%	23014672	NIL	100%	NIL

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

I have handed over the ballot papers and other 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.

-SD-

(ANAND PRAKASH JAIN)

Chartered Accountant

M. No: 071045

Place: New Delhi

Date: 22.07.2016

TRANSCORP INTERNATIONAL LTD.

Plot No. 3, HAF Pocket, Sector 18A,
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Telephone: 011-30418901-05
CIN:L51909DL1994PLC235697
Web-Site: www.transcorpint.com
E-mail: corp@transcorpint.com

MINUTES OF THE PROCEEDINGS OF THE 21ST ANNUAL GENERAL MEETING OF TRANSCORP INTERNATIONAL LIMITED HELD ON FRIDAY, THE 22ND JULY, 2016 AT 9:30 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT PLOT NO. 3, HAF POCKET, SECTOR 18A, DWARKA, PHASE-II, NEW DELHI-110075

PRESENT:

Mr. Ashok Kumar Agarwal (DIN: 01237294)- Director
Mr. Vineet Agarwal (DIN: 00380300) – Director
Mr. Hemant Kaul (DIN: 00551588) - Director

24 members in person holding 23475830 Equity shares (92.33% of Share Capital)

3 proxies of shareholders holding 1075020 shares (4.23% of Share Capital)

Special Invitee

Mr. Anand Jain, Statutory Auditors and Scrutinizer

IN ATTENDANCE:

Mr. Dilip Morwal, Company Secretary
Mr. Amitava Ghosh, Chief Executive Officer

CHAIRMAN:

Mr. Ashok Kumar Agarwal was elected as Chairman of the meeting

QUORUM

After ascertaining that the requisite quorum for the meeting was present, the Chairman called the meeting in order. Chairman informed that 3 proxies were received.

The Chairman welcomed the members to the meeting and explained the business and performance of the Company during the last financial year.

Chairman's Speech was then read by the Chairman.

Notice

With the permission of the members present, the notice convening the meeting, the Director's Report and the Annual Accounts having been already circulated to the members present were taken as read.

ORDINARY BUSINESS

Auditors' Report

Chairman then requested Mr. Anand Jain, Statutory Auditors to read out the Auditor's Report. Mr. Anand Jain, Statutory Auditors with the permission of members, read out the Auditor's Report.

Resolution No. 1- Annual Report and Accounts

The Chairman moved the resolution for adoption of Annual Accounts along with the report of Directors and Auditors thereon.

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The Chairman enquired whether the members present wished to ask any question or desired any other information with regard to the Annual Accounts and the Director's Report.

Chairman replied to the queries raised by the members.

Chairman then requested the members to propose and second the resolution.

“RESOLVED THAT financial statements, standalone and consolidated, of the company for the year ended 31st March 2016 including audited Balance Sheet as at 31st March 2016, Statement of Profit & Loss for the year ended on that date and the report of the Auditors' and Directors thereon be and are hereby approved.”

Thereafter Mr. Gaurav Sharma proposed and Mr. Vikram Yadav seconded the above resolution for being passed as an **Ordinary Resolution**.

Following is the result of e-voting and polling:-

S. No.	Votes Casted	By E-Voting	Voting by Poll	Total No. of valid Votes	% of Total votes cast
1	Favour	18627362	4387310	23014672	100%
2	Against	Nil	NIL	NIL	NIL
	Total	18627362	4387310	23014672	100%

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	18616805	18616805	100%	18616805	NIL	100%	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	18616805	18616805	100%	18616805	NIL	100%	NIL
Public Institutions	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public Non-Institutions	E-Voting	10557	10557	100%	10557	NIL	100%	NIL
	Poll	4387310	4387310	100%	4387310	NIL	100%	NIL
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4397867	4397867	100%	4397867	NIL	100%	NIL
Total		23014672	23014672	100%	23014672	NIL	100%	NIL

Hence the resolution was carried with requisite majority.

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RESOLUTION NO. 2- To declare dividend on equity shares

Chairman requested the members to propose and second the following resolution.

“**RESOLVED THAT** the Company do pay dividend @ 8% (Re. 0.80 per share) for the F.Y. 2015-16 to the shareholder, whose names appear on the Registrar of members at the close of working hour of the company on 20th July, 2016.”

Thereafter Mr. M.L. Wadhwa proposed and Mr. Amit Jha seconded the above resolution for being passed as an **Ordinary Resolution**.

Following is the e-voting and poll result for the resolution:-

S. No.	Votes Casted	By E-Voting	Voting by Poll	Total No. of valid Votes	% of Total votes cast
1	Favour	18627362	4387310	23014672	100%
2	Against	Nil	NIL	NIL	NIL
	Total	18627362	4387310	23014672	100%

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	18616805	18616805	100%	18616805	NIL	100%	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	18616805	18616805	100%	18616805	NIL	100%	NIL
Public Institutions	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public Non-Institutions	E-Voting	10557	10557	100%	10557	NIL	100%	NIL
	Poll	4387310	4387310	100%	4387310	NIL	100%	NIL
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4397867	4397867	100%	4397867	NIL	100%	NIL
Total		23014672	23014672	100%	23014672	NIL	100%	NIL

Hence the resolution was carried with requisite majority.

RESOLUTION NO.3: APPOINTMENT OF MR. ASHOK KUMAR AGARWAL

Since Mr. Ashok Kumar Agarwal was interested in the resolution, Mr. Vineet Agarwal, Director requested the members to propose and second the following resolution:-

“**RESOLVED THAT** Mr. Ashok Kumar Agarwal (DIN: 01237294) who retires by rotation and being eligible for reappointment be and is hereby appointed as Director of the Company.”

Thereafter Mr. Manish Ambwani proposed and Mr. Ashok Mittal seconded the above resolution for being passed as an **Ordinary Resolution**.

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Following is the e-voting and poll result for the resolution:-

S. No.	Votes Casted	By E-Voting	Voting by Poll	Total No. of valid Votes	% of Total votes cast
1	Favour	18627362	4387310	23014672	100%
2	Against	Nil	NIL	NIL	NIL
	Total	18627362	4387310	23014672	100%

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	18616805	18616805	100%	18616805	NIL	100%	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	18616805	18616805	100%	18616805	NIL	100%	NIL
Public Institutions	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public Non-Institutions	E-Voting	10557	10557	100%	10557	NIL	100%	NIL
	Poll	4387310	4387310	100%	4387310	NIL	100%	NIL
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4397867	4397867	100%	4397867	NIL	100%	NIL
Total		23014672	23014672	100%	23014672	NIL	100%	NIL

Hence the resolution was carried with requisite majority.

RESOLUTION NO.4: APPOINTMENT OF AUDITORS

Mr. Ashok Agarwal again took the Chair and thereafter requested the members to propose and second the following resolution.

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder, as amended from time to time, the appointment of M/s Anand Jain & CO., Chartered Accountants (Firm Registration No. 001857C) as auditors of the Company be and is hereby ratified to hold office from the conclusion of this Annual General Meeting till the conclusion of twenty second Annual General Meeting of the Company on a remuneration as may be fixed by the Board of Directors of the Company in consultation with them.

Thereafter Mr. Manish Ambwani proposed and Mr. Amit Jha seconded the above resolution for being passed as an **Ordinary Resolution**.

Following is the e-voting and poll result for the resolution:-

S. No.	Votes Casted	By E-Voting	Voting by Poll	Total No. of valid Votes	% of Total votes cast
1	Favour	18627362	4387310	23014672	100%

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2	Against	NIL	NIL	NIL	NIL
	Total	18627362	4387310	23014672	100%

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	18616805	18616805	100%	18616805	NIL	100%	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	18616805	18616805	100%	18616805	NIL	100%	NIL
Public Institutions	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public Non-Institutions	E-Voting	10557	10557	100%	10557	NIL	100%	NIL
	Poll	4387310	4387310	100%	4387310	NIL	100%	NIL
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4397867	4397867	100%	4397867	NIL	100%	NIL
Total		23014672	23014672	100%	23014672	NIL	100%	NIL

Hence the resolution was carried with requisite majority.

RESOLUTION NO.5: Appointment of Mr. Purushottam Agarwal as Independent Director of the Company

Chairman then requested the members to propose and second the following resolution.

"RESOLVED THAT pursuant to the provisions of Section 149, 152, 161 and any other applicable provisions of the Companies Act, 2013 and any rules made there under read with Schedule IV to the Act, Mr. Purushottam Agarwal (DIN: 00272598), who was appointed as an Additional Director of the Company by the Board of Directors w.e.f. 01.12.2015 and who holds office up to the date of this Annual General meeting and in respect of whom the Company has received notice in writing from a member proposing his candidature along with deposit of requisite amount from member proposing candidature for the office of Director be and is hereby appointed as Non-Executive Independent Directors of the Company to hold office for five consecutive years w.e.f. the date of his appointment by Board of Directors.

FURTHER RESOLVED THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds and things as it may be deemed necessary in this regard, including filing of necessary statutory forms with Registrar of Companies, Ministry of Corporate Affairs, as may be required from time to time".

Thereafter Mr. Ashok Mittal proposed and Mr. M L Wadhwa seconded the above resolution for being passed as an **Ordinary Resolution**.

Following is the e-voting and poll result for the resolution:-

S. No.	Votes Casted	By E-Voting	Voting by Poll	Total No. of valid Votes	% of Total votes cast
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1	Favour	18627362	4387310	23014672	100%
2	Against	Nil	NIL	NIL	NIL
	Total	18627362	4387310	23014672	100%

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	18616805	18616805	100%	18616805	NIL	100%	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	18616805	18616805	100%	18616805	NIL	100%	NIL
Public Institutions	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public Non-Institutions	E-Voting	10557	10557	100%	10557	NIL	100%	NIL
	Poll	4387310	4387310	100%	4387310	NIL	100%	NIL
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4397867	4397867	100%	4397867	NIL	100%	NIL
Total		23014672	23014672	100%	23014672	NIL	100%	NIL

Hence the resolution was carried with requisite majority.

RESOLUTION NO.6: Appointment of Mr. Hemant Kaul as Director of the Company

Chairman then requested the members to propose and second the following resolution.

"RESOLVED THAT pursuant to the provisions of Section 149, 152, 161 and any other applicable provisions of the Companies Act, 2013 and any rules made there under read with Schedule IV to the Act, Mr. Hemant Kaul (DIN: 00551588), who was appointed as an Additional Director of the Company by the Board of Directors w.e.f. 14.03.2016 and who holds office up to the date of this Annual General meeting and in respect of whom the Company has received notice in writing from a member proposing his candidature along with deposit of requisite amount from member proposing candidature for the office of Director be and is hereby appointed as Non-Executive Director of the Company, liable to retire by rotation, in terms of the provisions of the Articles of Association of the Company.

FURTHER RESOLVED THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds and things as it may be deemed necessary in this regard, including filing of necessary statutory forms with Registrar of Companies, Ministry of Corporate Affairs, as may be required from time to time".

Thereafter Mr. Gaurav Sharma proposed and Mr. Vishnu Sharma seconded the above resolution for being passed as an **Ordinary Resolution**.

Following is the e-voting and poll result for the resolution:-

S. No.	Votes Casted	By E-Voting	Voting by Poll	Total No. of valid Votes	% of Total votes cast
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Regd Office: Plot No. 3, HAF Pocket, Sector 18A, Dwarka, New Delhi-110075

TRANSCORP INTERNATIONAL LTD.

Plot No. 3, HAF Pocket, Sector 18A,
Dwarka, Phase-II, New Delhi-110075
Telephone: 011-30418901-05
CIN:L51909DL1994PLC235697
Web-Site: www.transcorpint.com
E-mail: corp@transcorpint.com

1	Favour	18627362	4387310	23014672	100%
2	Against	Nil	NIL	NIL	NIL
	Total	18627362	4387310	23014672	100%

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	18616805	18616805	100%	18616805	NIL	100%	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	18616805	18616805	100%	18616805	NIL	100%	NIL
Public Institutions	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public Non-Institutions	E-Voting	10557	10557	100%	10557	NIL	100%	NIL
	Poll	4387310	4387310	100%	4387310	NIL	100%	NIL
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4397867	4397867	100%	4397867	NIL	100%	NIL
Total		23014672	23014672	100%	23014672	NIL	100%	NIL

Hence the resolution was carried with requisite majority.

RESOLUTION NO.7: Appointment of Mrs. Sonu Bhasin as Independent Director of the Company

Chairman then requested the members to propose and second the following resolution.

"RESOLVED THAT pursuant to the provisions of Section 149, 152, 161 and any other applicable provisions of the Companies Act, 2013 and any rules made there under read with Schedule IV to the Act, Mrs. Sonu Bhasin (DIN: 02872234), who was appointed as an Additional Director of the Company by the Board of Directors w.e.f. 14.03.2016 and who holds office up to the date of this Annual General meeting and in respect of whom the Company has received notice in writing from a member proposing her candidature along with deposit of requisite amount from member proposing candidature for the office of Director be and is hereby appointed as Non-Executive Independent Director of the Company, to hold office for five consecutive years w.e.f. the date of her appointment by Board of Directors.

FURTHER RESOLVED THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds and things as it may be deemed necessary in this regard, including filing of necessary statutory forms with Registrar of Companies, Ministry of Corporate Affairs, as may be required from time to time".

Thereafter Mr. M.L. Wadhwa proposed and Mr. Amit Jha seconded the above resolution for being passed as an **Ordinary Resolution**.

Following is the e-voting and poll result for the resolution:-

S. No.	Votes Casted	By E-Voting	Voting by Poll	Total No. of valid	%	of Total
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Regd Office: Plot No. 3, HAF Pocket, Sector 18A, Dwarka, New Delhi-110075

TRANSCORP INTERNATIONAL LTD.

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CIN: L51909DL1994PLC235697
Web-Site: www.transcorpint.com
E-mail: corp@transcorpint.com

				Votes	votes cast
1	Favour	18627362	4387310	23014672	100%
2	Against	Nil	NIL	NIL	NIL
	Total	18627362	4387310	23014672	100%

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	18616805	18616805	100%	18616805	NIL	100%	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	18616805	18616805	100%	18616805	NIL	100%	NIL
Public Institutions	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public Non-Institutions	E-Voting	10557	10557	100%	10557	NIL	100%	NIL
	Poll	4387310	4387310	100%	4387310	NIL	100%	NIL
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	4397867	4397867	100%	4397867	NIL	100%	NIL
Total		23014672	23014672	100%	23014672	NIL	100%	NIL

Hence the resolution was carried with requisite majority.

Vote of thanks

The Chairman expressed thanks to the members for their co-operation. The meeting concluded with a vote of thanks to the Chair at 10:00 A.M.

**Certified True Copy
For Transcorp International Limited**



**Dilip Morwal
Company Secretary**

**Place: New Delhi
Date: 22nd July 2016**