

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: 21.07.2018

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

Reg: Outcome of 23rd 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 23rd Annual General Meeting of Transcorp International Limited held on 21st July 2018 at 09:30 a.m. at the Registered Office of the Company (concluded at 10:15 a.m.):

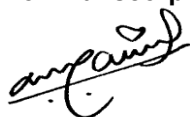
1. Approval of standalone and consolidated financial accounts of the Company for the financial year ended 31st March 2018 including audited Balance Sheet as at 31st March 2018, Statement of Profit & Loss and Cash flow statement for the year ended on that date and the report of the Auditors and Directors thereon
2. Approval for a dividend @ 40% (Re. 0.80 per share) which includes dividend of Re. 0.16 per equity share (i.e. 8%) for the F.Y. 2017-18 and a special dividend of Re. 0.64 per equity share (i.e. 32%) (keeping in view of profit earned on account of sale of MTSS business as principal agent of various overseas principals)
3. Re-appointment of Mr Vedant Kanoi (having DIN: 02102558) as director of the Company.
4. Re-Appointment of M/ Kalani &CO., Chartered Accountants (Firm Registration No: 000722C) as Auditors till the conclusion of 27th Annual general meeting of company subject to ratification of their appointment at every annual general meeting and fixing their remuneration.
5. Appointment of Mr. Hemant Kaul (Din: 00551588), Non-Executive Chairman as an Independent Director of the company
6. Approved to charge from the member such fees in advance equivalent to estimated actual expenses of delivery of the documents delivered through registered post or speed post or by courier service or such other mode of delivery of documents pursuant to any request by the shareholder for delivery of documents, through a particular mode of service mentioned above provided such request along with requisite fees has been duly received by the Company at least 10 days in advance of dispatch of documents by the Company to the shareholder

We are also enclosing Outcome of 23rd AGM 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 23rd AGM

Regd Office: Plot No. 3, HAF Pocket, Sector 18A, Dwarka, New Delhi-110075

MINUTES OF THE PROCEEDINGS OF THE 23RD ANNUAL GENERAL MEETING OF TRANSCORP INTERNATIONAL LIMITED HELD ON SATURDAY, THE 21ST JULY 2018 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 (CONCLUDED AT 10:15 A.M.)

PRESENT:

Mr. Ashok Kumar Agarwal (DIN: 01237294)- Director
Mr. Vineet Agarwal (DIN 00380300 - Director
Mrs. Sonu Halan Bhasin (DIN 02872234) –Director
Mr. Gopal Ved Prakash Sharma (DIN: 00016883) – Managing Director

24 members in person holding 25284567 Equity shares (79.55% of total Paid-up Share Capital)

3 proxies of shareholders holding 1718762 shares (5.41% of total Paid-up Share Capital)

Special Invitee

Mr. Bhupender Mantri, Partner of M/s Kalani & Co., Chartered Accountants

IN ATTENDANCE:

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

CHAIRMAN:

Present members elected Mr. Ashok Agarwal as the Chairman for the meeting and thereafter Mr. Ashok Agarwal took the Chair.

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 and proxies to the meeting and introduced Mr. Gopal Ved Prakash Sharma, Managing Director, Mr. Vineet Agarwal and Mrs. Sonu Bhasin Directors of the company and informed to the members that Non-Executive Chairman of the Company Mr. Hemant Kaul, Mr. Purushottal Agarwal, Director and Mr. Vedant Kanoi, Director could not attend this meeting. He further informed that Mr. Sanjay Jain, Secretarial Auditor could not come to attend the meeting.

Mr. Ashok Agarwal informed to the meeting that all the required registers are available for inspection and will remain open during the Annual General Meeting. Chairman then informed regarding the facility of voting through ballot paper and requested all members and proxies who have not tendered their vote through e-voting for giving their votes through ballot paper and put the same in the ballot box.

Thereafter Mr. Ashok Agarwal explained the business and performance of the Company during the financial year 2017-2018.

Thereafter Chairman's Speech was read by Mr. Ashok Agarwal, Chairman of the meeting.

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. Bhupender Mantri to read out the Auditor's Report. Mr. Bhupender Mantri, Statutory Auditor 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.

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.

Thereafter Chairman read the following resolution and requested any member to propose and second the following resolution:-

“RESOLVED THAT financial statements, standalone and consolidated, of the company for the year ended 31st March 2018 including audited Balance Sheet as at 31st March 2018, Statement of Profit & Loss and Cash Flow Statement for the year ended on that date and the report of the Auditors' and Directors thereon be and are hereby approved.”

There after the above resolution was proposed and seconded by members for being passed as an Ordinary Resolution.

e-voting results for resolution:-

As per scrutinizer's report on e-voting and voting through ballot paper following are the results of voting:-

Resolution No. 1- To receive, consider and adopt the Financial Statements, standalone and consolidated, of the Company for the year ended 31st March 2018 including audited Balance Sheet as at 31st March 2018, Statement of Profit & Loss and Cash flow statement 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 Ballot Paper	Total No. of valid Votes	% of Total votes cast
1	Favour	26954103	105	26954208	100%
2	Against	-	-	-	-
	Total	26954103	105	26954208	100%

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Resolution Special)	required:	(Ordinary/	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	23271004	23271004	100%	23271004	NIL	100%	NIL
	Ballot Paper	-	-	-	-	-	-	-
	Total	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public Institutions	E-Voting	23271004	23271004	100%	23271004	NIL	100%	NIL
	Ballot Paper	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Ballot Paper	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	3683099	3683099	100%	3683099	NIL	100%	NIL
Total		105	105	100%	105	NIL	100%	NIL

As per the report of Scrutinizer, the resolution was passed with requisite majority.

RESOLUTION NO. 2- To declare dividend on equity shares

Thereafter Chairman read the following resolution and requested any member to propose and second the following resolution:-

“RESOLVED THAT the Company do pay dividend @ 40% (Re. 0.80 per share) which includes dividend of Re. 0.16 per equity share (i.e. 8%) for the F.Y. 2017-18 and a special dividend of Re. 0.64 per equity share (i.e. 32%) (keeping in view of profit earned on account of sale of MTSS business as principal agent of various overseas principals) to the shareholder, whose names appear on the Registrar of members at the close of working hour of the company on 21st July, 2018”

There after the above resolution was proposed and seconded by members for being passed as an Ordinary Resolution.

e-voting and voting through ballot paper results for resolution:-

As per scrutinizer's report on e-voting and voting through ballot paper following are the results of voting:-

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

S. No.	Votes Casted	By E-Voting	Voting Paper	Ballot	Total No. of valid Votes	% of Total votes cast
1	Favour	26957824	105		26957929	99.993%
2	Against	2040	-		2040	0.007
	Total	26959864	105		26959969	100%

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Resolution Special)	required:	(Ordinary/ Special)	Ordinary Resolution					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandi ng 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)]*1 00	% of Votes again st on votes polled (7)=[(5)/(2)]*1 00
Promoter and Promoter Group	E-Voting	23271004	23271004	100%	23271004	NIL	100%	NIL
	Ballot Paper	-	-	-	-	-	-	-
	Total	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public Institutions	E-Voting	23271004	23271004	100%	23271004	NIL	100%	NIL
	Ballot Paper	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	-	-	-	-	-	-	-
Public Non- Institutions	E-Voting	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Ballot Paper	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	3688860	3688860	100%	3686820	2040	99.94%	0.06%
Total		105	105	100%	105	NIL	100%	NIL

As per the report of Scrutinizer, the resolution was passed with requisite majority.

RESOLUTION NO.3: RE-APPOINTMENT OF MR. VEDANT KANOI

Thereafter Chairman read the following resolution and requested any member to propose and second the following resolution:-

“RESOLVED THAT Mr Vedant Kanoi (having DIN: 02102558). who retires by rotation and being eligible for reappointment be and is hereby appointed as Director of the Company.”

There after the above resolution was proposed and seconded by members for being passed as an Ordinary Resolution.

e-voting and voting through ballot paper results for resolution:-

As per scrutinizer's report on e-voting and voting through ballot paper following are the results of voting:-

Resolution No. 3: To appoint a director in place of Mr Vedant Kanoi (having DIN: 02102558), who retire by rotation and being eligible, offers himself for re-appointment (**Ordinary Resolution**)

S. No.	Votes Casted	By E-Voting	Voting Paper	Ballot	Total No. of valid Votes	% of Total votes cast
1	Favour	26951158	105		26951263	99.989%
2	Against	2945	-		2945	0.011%
	Total	26954103	105		26954208	100%

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Resolution Special)	required:	(Ordinary/ Special)	Ordinary Resolution					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandi ng 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)]*1 00	% of Votes against on votes polled (7)=[(5)/(2)]*1 00
Promoter and Promoter Group	E-Voting	23271004	23271004	100%	23271004	NIL	100%	NIL
	Ballot Paper	-	-	-	-	-	-	-
	Total	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public Institutions	E-Voting	23271004	23271004	100%	23271004	NIL	100%	NIL
	Ballot Paper	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	-	-	-	-	-	-	-
Public Non- Institutions	E-Voting	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Ballot Paper	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	3683099	3683099	100%	3680154	2945	99.92%	0.08%
Total		105	105	100%	105	NIL	100%	NIL

As per the report of Scrutinizer, the resolution was passed with requisite majority.

RESOLUTION NO.4: APPOINTMENT OF AUDITORS

Thereafter Chairman read the following resolution and requested any member to propose and second the following resolution:-

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions of the Companies Act, 2013 and the rules framed hereunder, as amended from time to time, the ratification of appointment of the statutory auditors of company M/s KALANI & COMPANY, Chartered Accountants, 705, VII Floor, Milestone Building, Gandhi Nagar Crossing, Tonk Road, Jaipur-302015 (Raj.) Firm Registration No. 000722C, who were appointed in the 22nd Annual General Meeting dated 11th August 2017 to hold office till the conclusion of 27th Annual general meeting of the company to be held in the calendar year 2022, subject to ratification of their appointment in every annual general meeting, be and is hereby confirmed on a remuneration as may be fixed by the board of directors of the company in consultation with them."

There after the above resolution was proposed and seconded by members for being passed as an Ordinary Resolution.

e-voting and voting through ballot paper results for resolution:-

As per scrutinizer's report on e-voting and voting through ballot paper following are the results of voting:-

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

S. No.	Votes Casted	By E-Voting	Voting Paper	Ballot	Total No. of valid Votes	% of Total votes cast
1	Favour	26954103	105		26954208	100%
2	Against	-	-		-	-

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	Total	26954103	105	26954208	100%
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Resolution Special)	required:	(Ordinary/ Special)	Ordinary Resolution					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandi ng 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)]*1 00	% of Votes against on votes polled (7)=[(5)/(2)]*1 00
Promoter and Promoter Group	E-Voting	23271004	23271004	100%	23271004	NIL	100%	NIL
	Ballot Paper	-	-	-	-	-	-	-
	Total	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public Institutions	E-Voting	23271004	23271004	100%	23271004	NIL	100%	NIL
	Ballot Paper	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	-	-	-	-	-	-	-
Public Non- Institutions	E-Voting	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Ballot Paper	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	3683099	3683099	100%	3683099	NIL	100%	NIL
Total		105	105	100%	105	NIL	100%	NIL

As per the report of Scrutinizer, the resolution was passed with requisite majority.

SPECIAL BUSINESS

RESOLUTION NO.5: APPOINTMENT OF MR. HEMANT KAUL (DIN: 00551588), NON-EXECUTIVE CHAIRMAN AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Chairman read the following resolution and requested any member to propose and second the following resolution:-

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions if any of the Companies Act, 2013 read with schedule IV and the rules framed thereunder as amended from time to time, and SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015, Mr. Hemant Kaul (DIN: 00551588), Non-Executive Chairman of the Company, and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment as an independent director of the Company be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for five consecutive years commencing from 28th April, 2018 to 27th April, 2023.

FURTHER RESOLVED THAT for the purpose of giving effect to this resolution, the Key Managerial Personnel or any director of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as they may deem fit."

There after the above resolution was proposed and seconded by members for being passed as an Ordinary Resolution.

e-voting and voting through ballot paper results for resolution:-

As per scrutinizer's report on e-voting and voting through ballot paper following are the results of voting:-

Resolution No. 5: Appointment Of Mr. Hemant Kaul (Din: 00551588), Non-Executive Chairman As An Independent Director Of The Company(**Ordinary Resolution**)

S. No.	Votes Casted	By E-Voting	Voting Paper	Ballot	Total No. of valid Votes	% of Total votes cast
1	Favour	26954103	105		26954208	100%
2	Against	-	-		-	-
	Total	26954103	105		26954208	100%

Resolution required: (Ordinary/ Special)	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
	Ballot Paper	-	-	-	-	-	-	-
	Total	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public Institutions	E-Voting	23271004	23271004	100%	23271004	NIL	100%	NIL
	Ballot Paper	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Ballot Paper	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	3683099	3683099	100%	3683099	NIL	100%	NIL
Total		105	105	100%	105	NIL	100%	NIL

As per the report of Scrutinizer, the resolution was passed with requisite majority.

RESOLUTION NO.6: TO CONSIDER AND DETERMINE THE FEES FOR DELIVERY OF ANY DOCUMENT THROUGH A PARTICULAR MODE OF DELIVERY TO A MEMBER

Chairman read the following resolution and requested any member to propose and second the following resolution:-

“RESOLVED THAT pursuant to the provisions of Section 20 of the Companies Act, 2013 and relevant rules framed thereunder and other applicable provisions, if any, whereby, a document may be served on any member by the Company by sending it to him/her by post, by registered post, by speed post, by electronic mode, or any other modes as may be prescribed, consent of the members be and is hereby accorded to charge from the member such fees in advance equivalent to estimated actual expenses of delivery of the documents delivered through registered post or speed post or by courier service or such other mode of delivery of documents pursuant to any request by the shareholder for delivery of documents, through a particular mode of service mentioned above provided such request along with requisite fees has been duly received by the Company at least 10 days in advance of dispatch of documents by the Company to the shareholder;

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FURTHER RESOLVED THAT for the purpose of giving effect to this resolution, the Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper, desirable or expedient and to settle any question, difficulty, or doubt that may arise in respect of the matter aforesaid, including determination of the estimated fees for delivery of the document to be paid in advance."

There after the above resolution was proposed and seconded by members for being passed as a Special Resolution.

e-voting and voting through ballot paper results for resolution:-

As per scrutinizer's report on e-voting and voting through ballot paper following are the results of voting:-

Resolution No. 6: To Consider And Determine The Fees For Delivery Of Any Document Through A Particular Mode Of Delivery To A Member (**Special Resolution**)

S. No.	Votes Casted	By E-Voting	Voting Paper	Total No. of valid Votes	% of Total votes cast
1	Favour	26951408	105	26951513	99.990%
2	Against	2695	-	2695	0.010
	Total	26954103	105	26954208	100%

Resolution required: (Ordinary/ Special)	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	23271004	23271004	100%	23271004	NIL	100%	NIL
	Ballot Paper	-	-	-	-	-	-	-
	Total	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public Institutions	E-Voting	23271004	23271004	100%	23271004	NIL	100%	NIL
	Ballot Paper	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Ballot Paper	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	3683099	3683099	100%	3680404	2695	99.92%	0.07%
Total		105	105	100%	105	-	-	NIL

As per the report of Scrutinizer, the resolution was passed with requisite majority.

All the resolutions were passed 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.

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**Certified True Copy
For Transcorp International Limited**



**Dilip Morwal
Company Secretary
ACS 17572**

**Place: New Delhi
Date: 21st July 2018**

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

Date of the AGM/EGM/Postal Ballot	21 st July 2018
Book closure date	21 st July 2018 to 22 nd July 2018 (Both days inclusive)
Total number of shareholders on record date	3326
No. of shareholders present in the meeting either in person or through proxy:	26
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 2018 including audited Balance Sheet as at 31st March 2018, Statement of Profit & Loss and Cash flow statement for the year ended on that date and the report of the Auditors and Directors thereon.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/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	23271004	23271004	100%	23271004	NIL	100%	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	23271004	23271004	100%	23271004	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	3683099	3683099	100%	3683099	NIL	100%	NIL
	Poll	105	105	100%	105	NIL	100%	NIL
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3683204	3683204	100%	3683204	NIL	100%	NIL
Total		26954208	26954208	100%	26954208	NIL	100%	NIL

(2) To declare dividend on equity shares

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/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	23271004	23271004	100%	23271004	NIL	100%	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	23271004	23271004	100%	23271004	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	3688860	3688860	100%	3686820	2040	99.94%	0.06%
	Poll	105	105	100%	105	NIL	100%	NIL
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3688965	3688965	100%	3686925	2040	99.945%	0.055%
Total		26959969	26959969	100%	26957929	2040	99.992%	0.008%

3) To appoint a director in place of Mr. Vedant Kanoi (DIN: 02102558), who retires by rotation and being eligible, offers himself for re-appointment

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/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	23271004	23271004	100%	23271004	NIL	100%	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	23271004	23271004	100%	23271004	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	3683099	3683099	100%	3680154	2945	99.92%	0.08%
	Poll	105	105	100%	105	NIL	100%	NIL
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3683204	3683204	100%	3680259	2945	99.920%	0.080%
Total		26954208	26954208	100%	26951263	2945	99.990%	0.010%

4) To appoint Auditors and fix their remuneration

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/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	23271004	23271004	100%	23271004	NIL	100%	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	23271004	23271004	100%	23271004	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	3683099	3683099	100%	3683099	NIL	100%	NIL
	Poll	105	105	100%	105	NIL	100%	NIL
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3683204	3683204	100%	3683204	NIL	100%	NIL
Total		26954208	26954208	100%	26954208	NIL	100%	NIL

5) Appointment of Mr. Hemant Kaul (DIN: 00551588), Non-Executive Chairman, as an Independent Director of the Company

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/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	23271004	23271004	100%	23271004	NIL	100%	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	23271004	23271004	100%	23271004	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	3683099	3683099	100%	3683099	NIL	100%	NIL
	Poll	105	105	100%	105	NIL	100%	NIL
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3683204	3683204	100%	3683204	NIL	100%	NIL
Total		26954208	26954208	100%	26954208	NIL	100%	NIL

6) To consider and determine the fees for delivery of any document through a particular mode of delivery to a member

Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/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	23271004	23271004	100%	23271004	NIL	100%	NIL
	Poll	-	-	-	-	-	-	-
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	23271004	23271004	100%	23271004	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	3683099	3683099	100%	3680404	2695	99.92%	0.07%
	Poll	105	105	100%	105	-	-	NIL
	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3683204	3683204	100%	3680509	2695	99.926%	0.074%
Total		26954208	26954208	100%	26951513	2695	99.990%	0.010%

For Transcorp International Limited



Dilip Kumar Morwal
Company Secretary
ACS 17572

Date: 21.07.2018

Place: New Delhi

