

SCRUTINIZER'S REPORT

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

Reg:- Results of e-voting 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 through e-voting in respect of two agenda items as mentioned in postal ballot notice put for consideration through Postal Ballot notice which was issued by the company on 01.01.2026.

I submit my report as under: -

- a. The company has completed the dispatch of postal ballot notice on 01.01.2026 through its RTA by electronic mode to those members whose name(s) appeared on the Register of Members / beneficial owner as received from NSDL as on 27th December 2025 and whose mail id is registered with the company/depositories.
- b. As per Notice, the voting period for voting through e-voting commenced on Friday, 09th January, 2026 {From 9:00 A.M. (IST)} and ended on Saturday, 07th February, 2026 {Till 5.00 P.M. (IST)} on the NSDL e-voting platform.
- c. The data of e-voting, after the E-voting module was disabled by the NSDL, was downloaded by me on 16th February, 2026 at 05:00 P.M. The votes cast through remote e-voting were unblocked on 16th February, 2026 at 05:00 P.M in presence of two (2) witnesses not in the employment of the company.
- d. The e-voting data was scrutinized by me for the verification of votes cast in favour and against the resolution.

The result of scrutiny of the above voting by electronic means in respect of the resolutions contained in the Notice dated 19th December, 2025 through E-voting is as under: -

Resolution No. 1- To re-appoint and approve the remuneration of Mr. Ayan Agarwal, Chief Executive Officer (Payment Systems)

S. No.	Votes Casted	By E-Voting	Voting by Poll/Ballot paper	Total No. of valid Votes	% of Total valid votes cast
1	Favour	24069533	0	2517279*	98.51%
2	Against	38005	0	38005	1.49%
	Total	24107538	0	2555284	100%

***After eliminating votes casted by promoters being related parties**

Resolution required: (Ordinary/ Special)	Special Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	shares held by the persons who casted the vote (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	21552254	21552254	100%	21552254	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	21552254	21552254	100%	21552254	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	2555284	2555284	100%	2517279	38005	98.51%	1.49%
	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	2555284	2555284	100%	2517279	38005	98.51%	1.49%
Total		24107538	24107538	100%	24069533	38005	99.84%	0.16%

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

The total number of valid votes considered was 25,55,284. Votes cast by the promoters and promoter group members, amounting to 2,15,52,254, were treated as invalid. Out of the valid votes: 25,17,279 votes (98.51%) were cast in favour of the resolution 38,005 votes (1.49%) were cast against the resolution. Accordingly, the resolution was passed as a Special Resolution.

*** Votes polled by promoter and promoter group is not considered and the same are counted as invalid since promoters and promoter group shareholder are interested in resolution no 1**

Resolution No. 2- Amendment to ESOP Policy – Removal of Clause 14.4 (Lock-in Requirement)

S. No.	Votes Casted	By E-Voting	Voting by Poll/Ballot paper	Total No. of valid Votes	% of Total valid votes cast
1	Favour	24068852	0	24068852	99.84%
2	Against	38685	0	38685	0.16%
	Total	24107537	0	24107537	100.00%

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	21552254	21552254	100%	21552254	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	21552254	21552254	100%	21552254	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	2555283	2555283	100%	2516598	38685	98.49%	1.51%
	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	2555283	2555283	100%	2516598	38685	98.49%	1.51%
Total *		24107537	24107537	100%	24068852	38685	99.84%	0.16%

Based on the foregoing, above Special resolutions 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. Jayesh Kumar Pooniya Company Secretary of the Company who is authorized by the Board to supervise the E-voting process.

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

(Anand Prakash Jain)
Chartered Accountant
M. No: 071045

Place: JAIPUR
Date: 17.02.2026
UDIN 26071045EVGZMC6732