

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
As on the financial year ended on 31st March 2025
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies
(Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

- i) CIN: L51909DL1994PLC235697
- ii) Registration Date: 20/12/1994
- iii) Name of the Company: TRANSCORP INTERNATIONAL LIMITED
- iv) Category/Sub-Category of the Company: Other Financial Services
- v) Address of the registered office and contact details: PLOT NO. 3, HAF POCKET, SECTOR 18A, NEAR VEER AWAS, DWARKA, PHASE-II, NEW DELHI- 110075
Contact Details: 7849837370; email: grievance@transcorpint.com
- vi) Whether listed company: Yes
- vii) Name, Address and Contact details of Registrar and Transfer Agent: Alankit Assignments Limited, 3E/7, Jhandewalan Extension, New Delhi-110055
Contact Details: 91-11-42541234/23541234; email: info@alankit.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

Following is the detail of business activities contributing 10% or more of the total turnover of the company:-

Sr. No.	Name and Description of main products/ services	NIC Code of the Product/ser	% to total turnover of the company
1	Foreign Exchange Services- Other services auxiliary to financial services n.e.c. (Money Changing and Remittance)	99715990	99.23

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

S. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
1	Ritco Travels and Tours Private Limited, Transcorp Towers, Moti Doongri Road, Jaipur-302004	U63040RJ2010P TC032902	Wholly Owned Subsidiary Company	85%	Section 2 (87)
2	Transcorp Estates Private Limited, Transcorp Towers, PLOT NO. 3, HAF POCKET, SECTOR 18A, NEAR VEER AWAS, DWARKA, PHASE-II, NEW DELHI- 110075	U45201RJ2010P TC032864	Wholly Owned Subsidiary Company	100%	Section 2 (87)

3	TRANSWIRE FOREX LIMITED, PLOT NO. 3, HAF POCKET, SECTOR 18A, NEAR VEER AWAS, DWARKA, PHASE-II, NEW DELHI- 110075	U67100DL2022P LC400559	Wholly Owned Subsidiary Company	100%	Section 2 (87)
4	TRANSCORP PAYMENTS LIMITED, PLOT NO. 3, HAF POCKET, SECTOR 18A, NEAR VEER AWAS, DWARKA, PHASE-II, NEW DELHI- 110075	U72900DL2022PL C400316	Wholly Owned Subsidiary Company	100%	Section 2 (87)

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

[illegible]

[illegible]

	Sub-Total (B)(2)	8508279	74571	8582850	26.94	8829810	39875	8869685	27.77	0.83%
(B)	Total Public Shareholding (B)= (B)(1)+(B)(2)	8509790	76000	8585790	26.95	8831321	40894	8872215	27.79	0.84%
	TOTAL (A)+(B)	31780794	76000	31856794	100.00	31887450	40894	31928344	100.00	0.00
(C)	Shares held by Custodians and against which Depository Receipts have been issued									
1	Promoter and Promoter Group	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2	Public	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Sub-Total (C)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	GRAND TOTAL (A)+(B)+(C)	31780794	76000	31856794	100.00	31887450	40894	31928344	100.00	0.00

(ii) Shareholding of Promoters

S. No.	Category of Shareholders	Number of shares held at the beginning of the year (as 01.04.2024)			Number of shares held at the end of the year (as on 31.03. 2025)			% of change during the year
		No. of Shares	% of total Shares	% of Shares Pledged/ encumbered to total shares*	No. of Shares	% of total Shares	% of Shares Pledged/ encumbered to total shares*	
1	Ashok Kumar Agarwal	214875	0.67	0.00	214875	0.67	0.00	(0.01%)
2	Ashok Kumar Agarwal Karta of Ashok Kumar & Sons HUF	1362956	4.28	0.00	1362956	4.27	0.00	(0.01%)
3	Ashok Kumar Agarwal and Mrs. Manisha Agarwal Partners of Ashok Kumar Ayan Kumar	1640312	5.15	0.00	1640312	4.47	0.00	(0.68%)
4	Avani Kanoi	1343750	4.22	0.00	1343750	4.21	0.00	(0.01%)
5	Ayan Agarwal	522312	1.64	0.00	522312	1.64	0.00	0.00
6	Manisha Agarwal	375000	1.18	0.00	375000	1.17	0.00	0.00
7	Ayan Fintrade Private Limited	4097506	12.86	0.00	4097506	12.83	0.00	(0.03%)
8	Bhoruka Investment Limited	12121568	38.05	0.00	12121568	37.96	0.00	(0.09%)
9	TCI Bhoruka Projects Limited	1592725	5.00	0.00	1592725	4.99	0.00	(0.01%)
	Total	23271004	73.05	0.00	23271004	72.21	0.00	(0.84%)

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	23271004	73.05%	23271004	72.21%
2	Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/	Nil	Nil	Nil	Nil
3	At the End of the year	23271004	73.05%	23271004	72.21%

There was no Inter-se Transfer among the Promoters during the financial year 2024-25.

There was a change in the Promoters' Shareholding during the financial year 2024-25 due to the allotment of shares under ESOP.

(iv) Shareholding Pattern of top ten public Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

S. No.	Name	Shareholding		Shareholding		% of change
		No. of Shares at the year-end (31-03-24)	% of total shares of the company	No. of Shares at the year-end (31-03-25)	% of total shares of the company	
1	VITRO SUPPLIERS PVT LTD	1651205	5.1832	1651205	5.1716	
2	TEKMEK TRADING COMPANY PRIVATE LIMITED	1331653	4.1801	1031653	3.2312	
3	ASHISH CHUGH .	215870	0.6776	215870	0.6761	
4	ARVINDKUMAR J SANCHETI HUF	169647	0.5325	-	-	
5	KISHORE KUMAR PATNI (HUF) .	111907	0.34	121361	0.3801	
6	SURENDRA KUMAR KHEMKA	131206	0.4119	107466	0.3366	
9	MAHENDRA GIRDHARILAL	107595	0.3377	107595	0.337	
10	MADHU BAID	111076	0.3487	135001	0.4228	
	RISHI GUPTA	-	-	321536	1.0071	
	KISHORE KUMAR PATNI	-	-	101222	0.317	

(v) **Shareholding of Directors and Key Managerial Personnel:**

S. No.	Name	Shareholding		Shareholding		% of change	Remark
		No. of Shares at the beginning (01-04-23)	% of total shares of the company	No. of Shares at the year-end (31-03-24)	% of total shares of the company		
A. Directors							
1	Mr. Ashok Kumar Agarwal	214875	0.68%	214875	0.68%	0.00	Nil
2	Mr. Purushottam Agarwal	0.00	0.00	0.00	0.00	0.00	Nil
3	Mr. Hemant Kaul	0.00	0.00	0.00	0.00	0.00	Nil
4	Mr. Harendar Prashar	0.00	0.00	0.00	0.00	0.00	Nil
5	Mr. Vedant Kanoi	0.00	0.00	0.00	0.00	0.00	Nil
6	Mr. Sujan Sinha	0.00	0.00	0.00	0.00	0.00	Nil
7	Mrs. Apra Kuchhal	0.00	0.00	0.00	0.00	0.00	Nil
B. Key Managerial Personnel							
1	Mr. Jayesh Kumar Pooniya	0.00	0.00	0.00	0.00	0.00	Nil
2	Mr. Rajesh Garg	0.00	0.00	10.00	0.00	0.00	Nil
		214875	0.68%	214875	0.68%	0.00	Nil

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

(Rs. In Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	847.16	0	230.23	1077.39
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (I+ii+iii)	847.16	0	230.23	1077.39
Change in Indebtedness during the financial year				
Addition	200.5	0	0	200.5
Reduction	20.3	0	106.00	126.3
Net Change	180.2	0	(106)	74.2
Indebtedness at the end of the financial year				
i) Principal Amount	1027.36	0	114.23	1141.59
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	1027.36	0	114.23	1141.59

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director ,Whole- time Directors and/or Manager ~~Mr. Harendar Prashar~~, Executive Director

S no.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount (Rs. in Lakhs)
		Mr. Harendar Prashar (DIN: 08467993), Whole Time Director	
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	74.45 NIL NIL	74.45 NIL NIL
2.	Stock Option	45000	0.90
3.	Sweat Equity	NIL	NIL
4.	Commission - as 5% of profit - Others, specify	NIL NIL	NIL NIL
5.	Others, please specify	NIL	NIL
	Total(A)	74.45	74.45
	Ceiling as per the Companies Act, 2013		96.0

B. Remuneration to other directors:

Sr. no.	Particulars of Remuneration	Name of Directors					Total Amount in Lakh
		Mr. Hemant Kaul	Mr. Purushottam Agarwal	Mrs. Apra Kuchhal	Mr. Sujan Sinha	Mr. HARSHAVARDHAN RAGHUNATH	
1	Independent Directors · Fee for attending board committee meetings · Commission (for F.Y. 2021-2022) · Others, please specify	0.45 NIL 5.12	0.65 NIL 3.00	0.43 NIL 3.00	0.71 NIL 3.00	0.10 NIL 0.45	2.34 Nil 14.57
	Total(1)	5.57	3.65	3.43	3.71	0.55	16.91
		Mr. Ashok Kumar Agarwal	Mr. Vedant Kanoi	-	-		
2	Other Non- Executive Directors · Fee for attending board committee meetings · Commission (for F.Y. 2019-2020) · Others, please specify	0.5 NIL 3.00	0.48 NIL 3.00	-	-	-	0.98 Nil 6.00
	Total(2)	3.50	3.48	-	-	-	6.98
	Total(B)=(1+2)	9.07	7.05	3.43	3.71	0.55	23.81

Total Managerial Remuneration						
	Overall Ceiling as per the Act		1% of the net profits of the Company calculated as per the provisions of Section 198 of the Companies Act, 2013			

REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/ MANAGER/ WTD

(Amount Rs. in Lakhs)

Sr. No.	Particulars of Remuneration	CEO	Company Secretary Jayesh Pooniya	CFO Rajesh Garg	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL	13.26	34.51	47.77
		NIL	NIL	NIL	NIL
		NIL	NIL	NIL	NIL
2.	Stock Option	NIL	NIL	NIL	NIL
3.	Sweat Equity	NIL	NIL	NIL	NIL
4.	Commission - as % of profit - Others, specify	NIL	NIL	NIL	NIL
5.	Others, please specify	NIL	NIL	NIL	NIL
	Total	NIL	13.26	34.51	47.77

VII. PENALTIES/ PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/NCLT made, /COURT]	Appeal if any (give Details)
A.COMPANY					
Penalty	N.A.	N.A.	N.A.	N.A.	N.A.
Punishment	N.A.	N.A.	N.A.	N.A.	N.A.
Compounding	N.A.	N.A.	N.A.	N.A.	N.A.
B.DIRECTORS					
Penalty	N.A.	N.A.	N.A.	N.A.	N.A.
Punishment	N.A.	N.A.	N.A.	N.A.	N.A.
Compounding	N.A.	N.A.	N.A.	N.A.	N.A.
C. OTHER OFFICERS IN DEFAULT					
Penalty	N.A.	N.A.	N.A.	N.A.	N.A.
Punishment	N.A.	N.A.	N.A.	N.A.	N.A.

Compounding	N.A.	N.A.	N.A.	N.A.	N.A.
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