

**Date: 25.03.2023**

Corporate Relations Department,  
BSE Limited,  
Phiroze jeejeebhoy Towers  
Dalal Street  
Mumbai-400001

**Reg:** Information of voting results in respect of postal ballot under regulation 44(3) of the SEBI LODR regulations 2015

**Ref:** Transcorp International Limited (CIN: L51909DL1994PLC235697)  
(Scrip No.532410)  
Postal Ballot Notice Dated 07.02.2023.

Dear Sir/ Madam,

With reference to above, it is to inform you that the Special Resolutions were proposed to be passed by the Shareholders through remote E-voting process on the subject of "To reappoint Mr. Gopal Krishan Sharma as Managing Director for 3 years w.e.f. 01.10.2022 and to fix his remuneration and To approve the increase in the remuneration of Mr. Ayan Agarwal, Chief Executive Officer (Payment Systems)". For this purpose, the Board of Directors of the Company had appointed Mr. Anand Jain, Chartered Accountant as Scrutinizer for conducting the e-voting in a fair and transparent manner. The voting began at 22<sup>nd</sup> February 2023 (09:00 a.m.) and ends on 23<sup>rd</sup> March 2023 (05:00 p.m.). Pursuant to the provisions of Section 110 of the Companies Act, 2013, read with Rule 20 & 22 of Companies (Management and Administration) Rules, 2014, the Postal Ballot Notice along with explanatory statement dated 07.02.2023 was sent through e-mail to the members of the company for passing of above-mentioned Special resolution by e voting.

The Scrutinizer Mr. Anand Jain, Chartered Accountant has submitted his report to the Chairman of the Company on 25.03.2023 on the e-voting.


The result of the voting on the above resolution as per Regulation 44(3) of the SEBI LODR Regulations, 2015, is enclosed herewith.

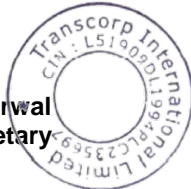
You are requested to take the same on your records.

Thanking You

Yours faithfully

**For Transcorp International Limited,**

  
**Dilip Kumar Morwal**  
**Company Secretary**  
**ACS 17572**



Encl. As above

**SCRUTINIZER'S REPORT**

**Date:**24.03.2023

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, AnandPrakashJain,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 Ballotnotice which was issued by the company on 07.02.2023.

I submit my report as under: -

- a. The company has completed on 21st February2023 the dispatch of postal ballot noticethrough its RTA by electronic mode and NSDL to those memberswhose name(s) appeared on the Register of Members / beneficial owner as received from NSDL as on 17<sup>th</sup> February 2023 and whose mail id is registered with the company/depositories.
- b. As per Notice, the voting period for voting throughe-votingcommenced on 22<sup>nd</sup> February 2023from 09:00 a.m. and ended on 23<sup>rd</sup> March 2023at 05:00 p.m.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 24<sup>th</sup> March 2023at 05:01 P.M. The votes cast through remote e-voting were unblocked on 24<sup>th</sup> March 2023at 05:01P.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 07<sup>th</sup> February 2023through E-votingis as under: -

**Resolution No. 1-To reappoint Mr. Gopal Krishan Sharma as Managing Director for 3 years w.e.f. 01.10.2022 and to fix his remuneration**

S. No.	Votes Casted	By E-Voting	Voting by Poll/Ballot paper	Total No. of valid Votes	% of Total votes cast
1	Favour	23341640	0	23341640	100%
2	Against	186691	0	186691	100%
	<b>Total</b>	<b>23528331</b>	<b>0</b>	<b>23528331</b>	<b>100%</b>

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



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
<b>Promoter and Promoter Group</b>	E-Voting	23271004	21630692	92.95%	21630692	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
	<b>Total</b>	<b>23271004</b>	<b>21630692</b>	<b>92.95%</b>	<b>21630692</b>	<b>NIL</b>	<b>100%</b>	<b>NIL</b>
<b>Public Institutions</b>	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
	<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Public Non-Institutions</b>	E-Voting	8511740	1897639	22.29%	1710948	186691	90.16%	9.84%
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>8511740</b>	<b>1897639</b>	<b>22.29%</b>	<b>1710948</b>	<b>186691</b>	<b>90.16%</b>	<b>9.84%</b>
<b>Total</b>		<b>31782744</b>	<b>23528331</b>	<b>74.02%</b>	<b>23341640</b>	<b>186691</b>	<b>99.21%</b>	<b>0.79%</b>

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

**Resolution No.2- To approve the increase in 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 votes cast
1	Favour	22816443	0	1708063*	7.48%
2	Against	189577	0	189577	100%
	<b>Total</b>	<b>23006020</b>	<b>0</b>	<b>1897640</b>	<b>8.25%</b>

- After eliminating votes casted by promoters being related parties



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



Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes, Promoters are related party to the 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
<b>Promoter and Promoter Group</b>	E-Voting	23271004	21108380	90.71%	21108380	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
	<b>Total</b>	<b>23271004</b>	<b>21108380</b>	<b>90.71%</b>	<b>21108380</b>	<b>NIL</b>	<b>100%</b>	<b>NIL</b>
<b>Public Institutions</b>	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
	<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Public Non-Institutions</b>	E-Voting	8511740	1897640	22.29%	1708063	189577	90.00%	10.00%
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>8511740</b>	<b>1897640</b>	<b>22.29%</b>	<b>1708063</b>	<b>189577</b>	<b>90.00%</b>	<b>10.00%</b>
<b>Total</b>		<b>31782744</b>	<b>23006020</b>	<b>72.38%</b>	<b>22816443</b>	<b>189577</b>	<b>99.18%</b>	<b>0.82%</b>

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, Group 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: 24.03.2023**  
**UDIN 23071045BGXRIR9600**



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

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

<b>Date of the AGM/EGM/Postal Ballot</b>	Postal Ballot Notice dated 07.02.2023
<b>Total number of shareholders on cut off date (17.02.2023)</b>	4317
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	Not Applicable
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	Not Applicable

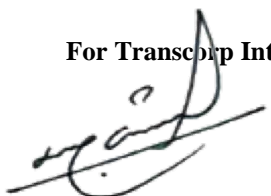
**Resolution No. 1- To reappoint Mr. Gopal Krishan Sharma as Managing Director for 3 years w.e.f. 01.10.2022 and to fix his remuneration**

<b>Resolution required: (Ordinary/ Special)</b>	<b>Special Resolution</b>							
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No (Except as shareholder)							
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	E-Voting	23271004	21630692	92.95%	21630692	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
	<b>Total</b>	23271004	21630692	92.95%	21630692	NIL	100%	NIL
<b>Public Institutions</b>	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
	<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Public Non-Institutions</b>	E-Voting	8511740	1897639	22.29%	1710948	186691	90.16%	9.83%
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	8511740	1897639	22.29%	1710948	186691	90.16%	9.83%
<b>Total</b>		<b>31782744</b>	<b>23528331</b>	<b>74.02%</b>	<b>23341640</b>	<b>186691</b>	<b>99.21%</b>	<b>0.79%</b>

**Resolution No. 2- To approve the increase in the remuneration of Mr. Ayan Agarwal, Chief Executive Officer (Payment Systems)**

Resolution required: (Ordinary/ Special)	Special Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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)]*10 0	% of Votes against on votes polled  (7)=[(5)/(2)] *100
<b>Promoter and Promoter Group</b>	E-Voting	23271004	21108380	90.71%	21108380	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
	<b>Total</b>	23271004	21108380	90.71%	21108380	NIL	100%	NIL
<b>Public Institutions</b>	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
	<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Public Non-Institutions</b>	E-Voting	8511740	1897640	22.29%	1708063	189577	90.00%	10.00%
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	8511740	1897640	22.29%	1708063	189577	90.00%	10.00%
<b>Total</b>		<b>31782744</b>	<b>23006020</b>	<b>72.38%</b>	<b>22816443</b>	189577	<b>99.18%</b>	<b>0.82%</b>

For Transcorp International Limited



**Dilip Kumar Morwal**  
Company Secretary  
ACS 17572  
Date: 25.03.2023  
Place: Jaipur

