



TRANSWARRANTY FINANCE LIMITED

TFL\SEC\2017\26

10/08/2017

The Manager,
Corporate Relations Dept.,
Bombay Stock Exchange Ltd.,
P.J. Towers,
Dalal Street, Fort
Mumbai- 400 001

The Manager
Listing Department
National Stock Exchange of India Ltd.
Bandra Kurla Complex
Bandra (East)
Mumbai

BSE Scrip Code : 532812

NSE Scrip Code : TFL

Dear Sir,

Sub: Proceedings of the 23rd Annual General Meeting of the Company

Please find enclosed herewith the proceedings of the 23rd Annual General Meeting of our Company held on 10th August, 2017 pursuant to Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with Para A of Part A of Schedule III of the said Regulations.

We request you to kindly take the same on record.

Thanking you

Yours faithfully,
For Transwarranty Finance Limited

Company Secretary

Encl : as above

CIN : L65920MH1994PLC080220

403, Regent Chambers, Nariman Point, Mumbai - 400 021. • Tel : 6630 6090 / 2204 7965
Fax : 6630 6655 / 4001 0999 • e-mail : mail@transwarranty.com • website : www.transwarranty.com



TRANSWARRANTY FINANCE LIMITED

Proceedings of the 23rd Annual General Meeting of Transwarranty Finance Limited held on

Thursday, 10th August, 2017 at 10.30 A.M at Mumbai

The 23rd Annual General Meeting of the Company was held on Thursday, 10th August, 2017 at 10.30 a.m. at M. C. Ghia Hall, Bhogilal Hargovindas Building, 4th Floor, 18/20, Kaikhushru Dubash Marg, Mumbai-400001.

Mr. Kumar Nair was elected to the Chair. He confirmed the presence of the quorum from the Company Secretary and called the meeting to order extending a warm welcome to all the members present.

He gave an overview of the financial performance of the Company for the financial year ended 31st March, 2017 and the future outlook. The Chairman also stated that all the Registers and documents as required by Law are available for inspection.

The Chairman informed the members that pursuant to the provisions of Companies Act, 2013, Rules framed thereunder and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company had extended remote e-voting facility to the Members of the Company in respect of the resolutions to be passed at the Meeting. The remote e-voting commenced at 9.00 a.m. on 7th August, 2017 and ended at 5.00 p.m. on 9th August, 2017. The Chairman also informed that the facility for Voting through ballot is made available at the meeting for members who have not cast their vote through remote e-voting.

He further informed that the Board of Directors had engaged the services of National Securities Depository Ltd (NSDL) for providing the e-voting facility and Mr. M. P. Sharma, Practicing Company Secretary, Mumbai, is appointed as the Scrutinizer for the purpose of scrutinizing the Poll and remote e-voting process.

The Chairman then took up the following resolutions enlisted in the Notice of 23rd Annual General Meeting one by one:

ORDINARY BUSINESS:

Resolution 1: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2017, the Reports of the Directors and Auditors thereon

Resolution 2: To appoint a Director in place of Mr. U. Ramachandran (DIN- 00493707), who retires by rotation and being eligible offers himself for re-appointment

Resolution 3: To ratify the appointment of M/s Rahul Gautam Divan & Associates, Chartered Accountants (Firm Registration No. 120294W) as Statutory Auditors and to fix their remuneration

The Chairman being an interested Director for the item 4, requested Mr. U. Ramachandran to take the Chair.

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Resolution 4: To re-appoint Mr. Kumar Nair (DIN00320541) as the Managing Director and CEO for a period of three years.

Thereafter, Mr. U. Ramachandran vacated the chair and Mr. Kumar Nair resumed the chair.

The Members were then given adequate opportunity to give their views on the working of the Company and were also invited for any queries. The Chairman promptly replied to the queries of the Shareholders.

The Chairman then informed that as the Company had provided remote e-voting facility to its Members, those members who did not cast their vote through remote e-voting facility and eligible to vote in proportion to their shareholding have the facility to vote at the Annual General Meeting through Poll/Ballot.

The Chairman then informed that the results of remote e-voting and voting through poll/ballot shall be determined and uploaded on the Company's website and NSDL's website within the prescribed time period and will also be intimated to the Stock Exchange in the format provided in Regulation 44(3) of the SEBI Listing Regulations.

There being no other business, the Chairman thanked all the members for their participation and announced formal closure of the 23rd Annual General Meeting of the Company, which concluded at 11.45 a.m.

For Transwarranty Finance Limited



**Sreedhar H.
Company Secretary**