



TRANSWARRANTY FINANCE LIMITED

TFL/SEC/2016-17
20/09/2016

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

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

BSE Scrip Code: 532812

NSE Scrip Code: TFL

Dear Sir,

Sub: Voting Results as per Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Consolidated Scrutinizer's Report

Please find attached herewith Voting Results as per Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 along with the Consolidated Scrutinizer's Report on the AGM. Kindly note that all the resolutions mentioned in the Notice were passed with requisite majority.

We request you to kindly take the same on record.

Thanking You,

Yours Faithfully,

For Transwarranty Finance Limited

Company Secretary



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



Voting Results

Date of AGM	19.09.2016
Total Number of shareholders on record date	4777
No. of shareholders present in the meeting either in person or through proxy:-	51
Promoters and Promoter Group	2
Public	49
No. of shareholders attended the meeting through Video Conferencing:-	
Promoters and Promoter Group	Not Applicable
Public	Not Applicable



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TRANSWARRANTY FINANCE LIMITED

Agenda wise disclosure:

Resolution 1: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2016, the Reports of the Directors and Auditors thereon.

Resolution Required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	13114927	12976167	NA	12976167	0	100	0
	Poll	13114927	6653	NA	6653	0	100	0
	Total	13114927	12982820	NA	12982820	0	100	0
Public - Institutions	E-Voting	0	0	NA	0	0	0	0
	Poll	0	0	NA	0	0	0	0
	Total	0	0	NA	0	0	0	0
Public Non-Institutions	E-Voting	11345641	1370	NA	1370	0	100	0
	Poll	11345641	268043	NA	268043	0	100	0
	Total	11345641	269413	NA	269413	0	100	0
Total		24460568	13252233		13252233	0	100	0

Resolution 2: To appoint a Director in place of Mr. Kumar Nair (DIN- 00320541), who retires by rotation and being eligible offers himself for re-appointment.

Resolution Required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the resolution?			Yes, to the extent of their shareholding in the Company					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	13114927	12976167	NA	12976167	0	100	0
	Poll	13114927	6653	NA	6653	0	100	0
	Total	13114927	12982820	NA	12982820	0	100	0
Public –Institutions	E-Voting	0	0	NA	0	0	0	0
	Poll	0	0	NA	0	0	0	0
	Total	0	0	NA	0	0	0	0
Public Non-Institutions	E-Voting	11345641	1370	NA	1070	300	78.10219	21.89781022
	Poll	11345641	268043	NA	268043	0	100	0
	Total	11345641	269413	NA	269113	0	99.88865	0
Total		24460568	13252233		13251933	0	99.99774	0



TRANSWARRANTY FINANCE LIMITED

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

Resolution Required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)		
Promoter and Promoter Group	E-Voting	13114927	12976167	NA	12976167	0	100	0
	Poll	13114927	6653	NA	6653	0	100	0
	Total	13114927	12982820	NA	12982820	0	100	0
Public - Institutions	E-Voting	0	0	NA	0	0	0	0
	Poll	0	0	NA	0	0	0	0
	Total	0	0	NA	0	0	0	0
Public Non-Institutions	E-Voting	11345641	1370	NA	1370	0	100	0
	Poll	11345641	268043	NA	268043	0	100	0
	Total	11345641	269413	NA	269413	0	100	0
Total		24460568	13252233		13252233	0	100	0

Resolution 4: To appoint Mr. Sudharsanan Nair as an Independent Director of the Company for a period of five years

Resolution Required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)		
Promoter and Promoter Group	E-Voting	13114927	12976167	NA	12976167	0	100	0
	Poll	13114927	6653	NA	6653	0	100	0
	Total	13114927	12982820	NA	12982820	0	100	0
Public - Institutions	E-Voting	0	0	NA	0	0	0	0
	Poll	0	0	NA	0	0	0	0
	Total	0	0	NA	0	0	0	0
Public Non-Institutions	E-Voting	11345641	1370	NA	1310	60	95.62044	4.379562044
	Poll	11345641	268043	NA	268043	0	100	0
	Total	11345641	269413	NA	269353	0	99.97773	0
Total		24460568	13252233		13252173	0	99.99955	0



M.P. SHARMA & CO.

COMPANY SECRETARIES

M.P. Sharma
M.Com., LL.M., FCS.

Phone Office : 25952322

Mobile No : 9820024864

Email: mpsharma1952@gmail.com

'B-1' Neha Apartment, Opp. Dr. Badwaik's Hospital, LB5 Marg, Bhandup (W), Mumbai - 400 078.

To,
The Chairman,
TRANSWARRANTY FINANCE LIMITED,
403, Regent Chambers, Nariman Point,
Mumbai- 400021

Dear Sir,

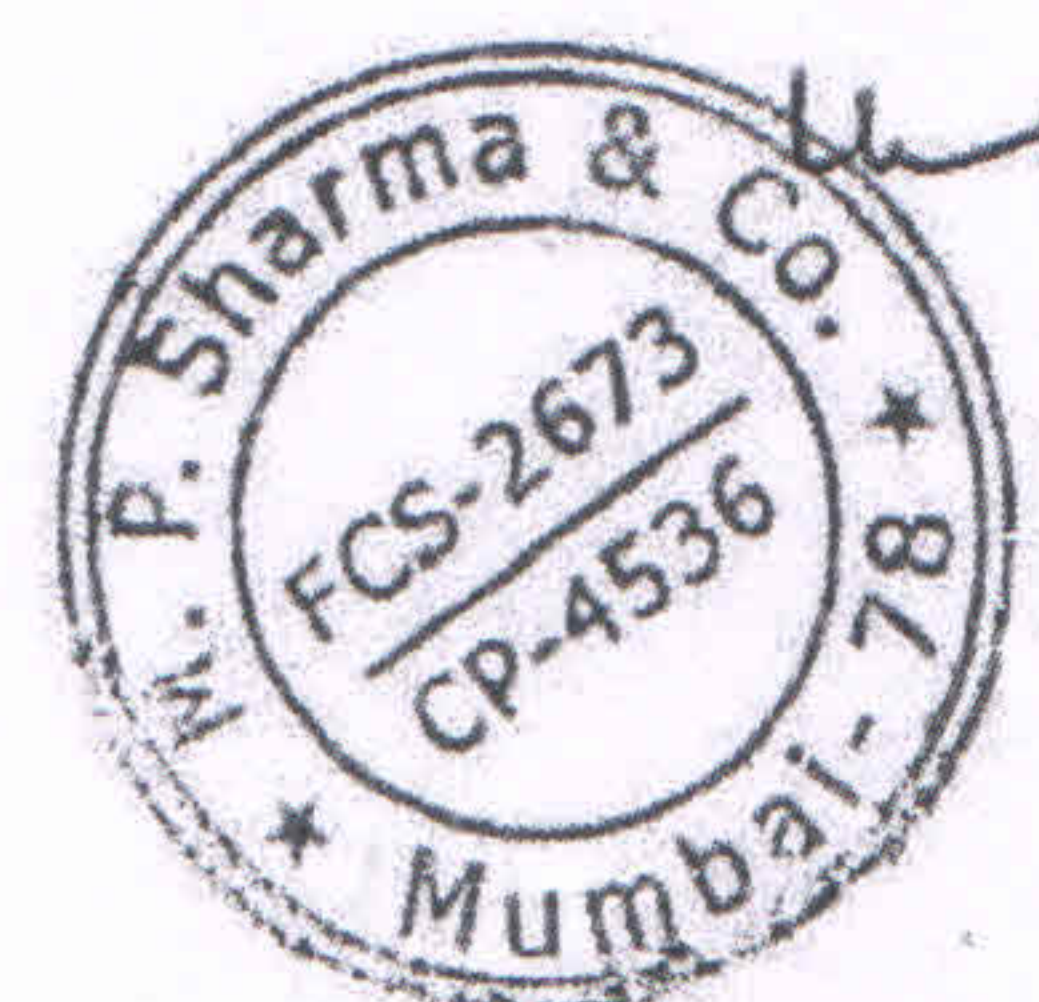
Subject: Consolidated Scrutinizer's Report on remote e-voting process and poll conducted at Annual General Meeting (AGM) held on 19th September, 2016.

The Board of the Company at its meeting held on 21st July 2016 had appointed me as a scrutinizer for the remote e-voting held from 16th September, 2016 at 9.00 a.m. till 18th September, 2016 at 5.00 p.m. and the Chairman of Annual General Meeting (AGM) has appointed me as the scrutinizer for the poll held at AGM of the Company on 19th September, 2016. The shareholders of the company holding shares as on "cut-off date" i.e. 12th September, 2016 were entitled to vote on resolution as set out in the notice of the AGM.

The Company had appointed National Securities Depository Limited ("NSDL") as the service provider for extending the facility of electronic voting to the shareholders of the Company from 16th September, 2016 at 9.00 a.m. till 18th September, 2016 at 5.00 p.m. The remote e-voting facility was then unblocked after the AGM, in the presence of two witnesses who were not in the employment of the Company. For further details on remote e-voting process kindly refer my scrutinizer's report dated 19th September, 2016

At the AGM of the Company held on 19th September, 2016, the Chairman of the Company had suo motto called for poll to facilitate the members present in the meeting who could not participate in the remote e-voting to record their votes through the voting by poll process. The Chairman of the AGM had appointed me as the scrutinizer for the same. For further details on voting by poll kindly refer my scrutinizer's report in form MGT-13 dated 19th September, 2016

I hereby submit my following consolidated report on remote e-voting together with the poll.



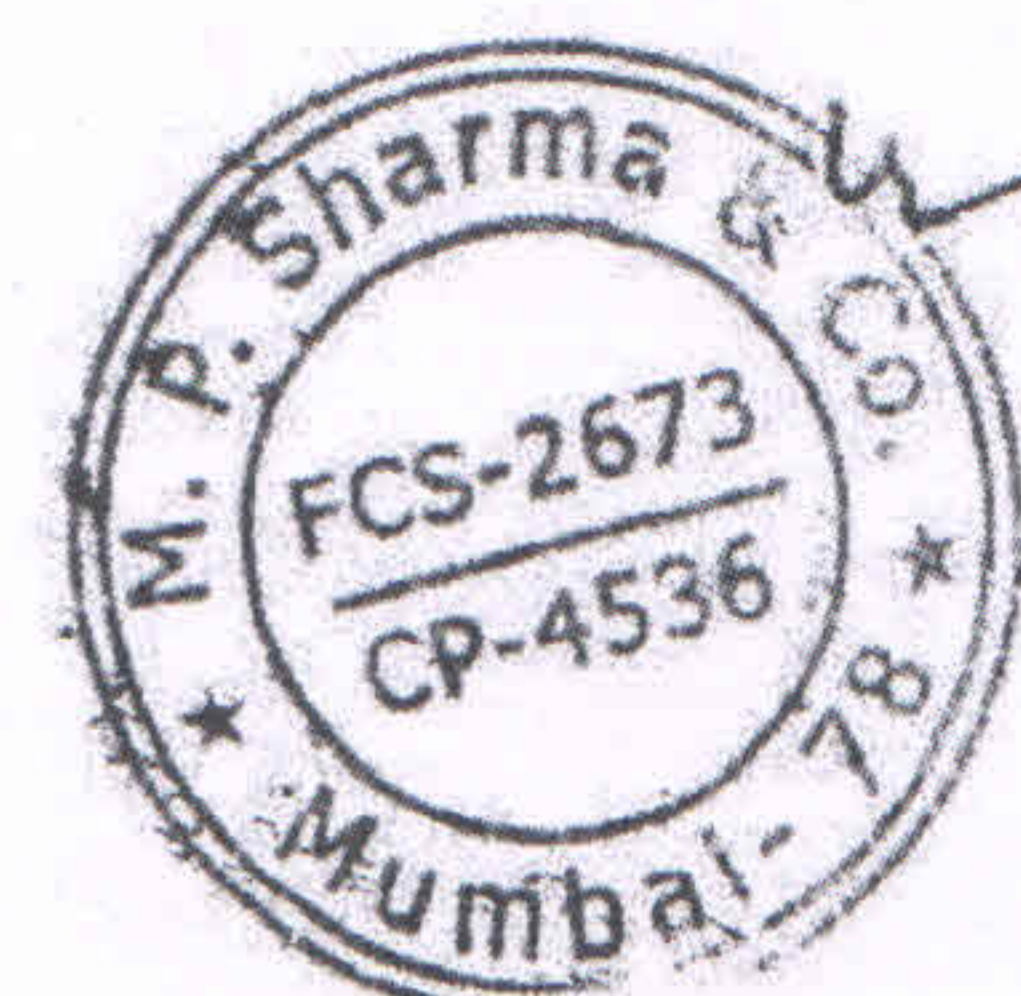
CONSOLIDATED REPORT

Resolution no 1: Adoption of Financial Statements for the year ended 31st March, 2016

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	12977537	274696	13252233	100
Votes against the Resolution	Nil	Nil	Nil	Nil
Total	12977537	274696	13252233	100

Resolution No. 2: Re-appointment of Mr. Kumar Nair (DIN 00320541) Director in place of Director who retires by rotation

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	12977237	274696	13251933	99.9977
Votes against the Resolution	300	Nil	300	0.0033
Total	12977537	274696	13252233	100



Resolution No.3 Appointment of M/s. Rahul Gautam & Associates., Chartered Accountants as Auditors and fixation of remuneration thereof

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	12977537	274696	13252233	100
Votes against the Resolution	Nil	Nil	Nil	Nil
Total	12977537	274696	13252233	100

Resolution No.4: Appointment of Mr. Sudharsanan Nair (DIN 01510505) as an Independent Director of the Company for a term of upto five years

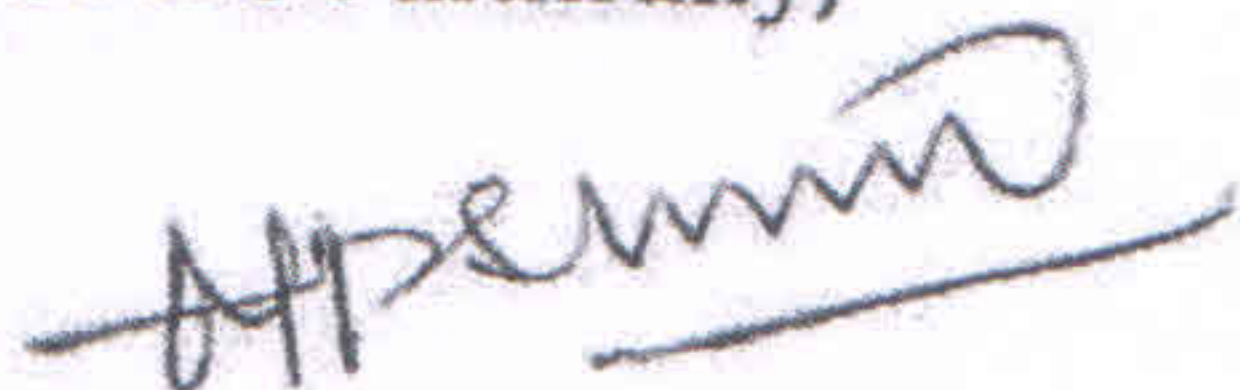
Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	12977477	274696	13252173	99.9996
Votes against the Resolution	60	Nil	60	0.0004
Total	12977537	274696	13252233	100

From the above report I state that the entire resolutions stated above stand passed under the combined remote e-voting & poll with requisite majority.



The register and all other papers and relevant records relating to electronic voting & Voting by Poll are handed over to the Director of the Company duly authorized by the Board.

Thanking You,
Yours Faithfully,

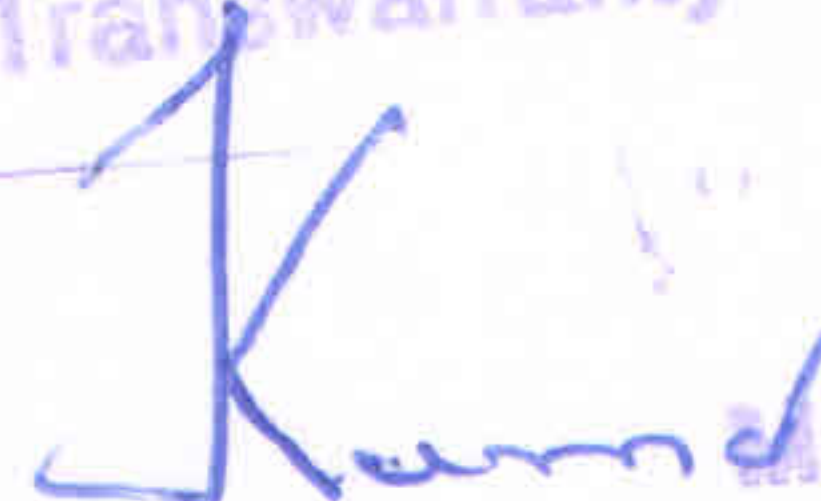


Practicing Company Secretary
CP: 4536
FCS: 2673



Date: 19th September, 2016
Place: Mumbai

For Transwarranty Finance Limited



Managing Director