



TRANSWARRANTY FINANCE LIMITED

May 06, 2025

Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Bandra-Kurla Complex, Bandra (East),
Mumbai - 400 051
Symbol: TFL

Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
Scrip Code: 532812

Dear Sir/Madam,

Subject: Submission of Voting Results under Regulation 30 and 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

In continuation to our letter dated April 02, 2025, the Members of the Company on May 03, 2025, have approved the below-mentioned resolutions through Postal Ballot:

1. Appointment of Mr. Sachidanandan Menon (DIN: 06642819) as an Independent Director of the Company for the first term of 5 (five) consecutive years
2. Re-appointment of Mr. Ramachandran Unnikrishnan (DIN: 00493707), Chief Financial Officer as an Executive Director of the Company for the period of 5 (five) years
3. Appointment of Ms. Rhujuta D. Kene (DIN: 11014930) as an Independent Woman Director of the Company for the first term of 5 (five) consecutive years

Pursuant to Regulation 44 of the Listing Regulations, We hereby submit the results of the e-voting for the resolutions as specified in the Postal Ballot Notice dated March 31, 2025. The e-voting for Postal Ballot commenced on Friday, April 04, 2025 at 9:00 a.m. (IST) and concluded on Saturday, May 03, 2025 at 5:00 p.m. (IST). The said resolutions were passed with the requisite majority.

The resolutions are deemed to be passed on the last date of the e-voting, i.e., Saturday, May 03, 2025. The Report of the Scrutiniser i.e., Mr. Yogesh Sharma, Proprietor of M/s. Yogesh Sharma & Co., Practicing Company Secretary, is enclosed herewith.

This intimation will also be made accessible on the website of the Company.

We request you to kindly take this on record.

Yours faithfully,
For **Transwarranty Finance Limited**

Suhas Borgaonkar
Company Secretary and Compliance Officer
Membership No. A3391
Encl: a/a

CIN: L65920MH1994PLC080220

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YOGESH SHARMA & CO.

COMPANY SECRETARIES

Yogesh M. Sharma
M.Com, M. Phil, M.M.M, M.F.M, LLB, FCS.

Office No: 9082951462
Mobile No: 9833124864
Email ID: csymsharma@gmail.com

Report of Scrutinizer for Voting through E-voting on Postal Ballot
[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22
of the Companies (Management and Administration) Rules, 2014]

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

Dear Sir,

Scrutinizer's Report on Voting through E-voting for Postal Ballot in terms of Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014.

- 1) I, Yogesh Sharma, Proprietor of M/s. Yogesh Sharma & Co., Company Secretaries, have been appointed as the scrutinizer by the Board of Directors of **Transwarranty Finance Limited** ("Company") at their meeting held on February 4, 2025, for votes cast through electronic means for the postal ballot process in respect of the resolution as set out in the postal ballot notice dated March 31, 2025("Notice").
- 2) Members approval was sought for Resolutions set out in the postal ballot notice dated March 31, 2025.
- 3) Pursuant to Section 108 and Section 110 of the Companies Act, 2013 ("Act") and other applicable provisions of the Act and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, General Circular No. 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 and other relevant circulars issued by Ministry of Corporate Affairs from time to time ("MCA Circulars"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") and any other applicable law, rules, circular, notification (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Resolution as set out in the notice was placed for approval of members of the Company through remote e-voting only.



Address: B-1, Neha Apartment, Opp. Badwaik Hospital, LBS Marg, Bhandup-W, Mumbai- 400078

- 4) The Company has confirmed that the electronic copies of the Notice and the Explanatory Statement, along with the process for remote e-voting in terms of MCA Circulars, were sent on Wednesday, April 2, 2025, to those members whose email addresses were registered with the Depositories, the Company, and/or Link Intime India Private Limited ("RTA") as of the cut-off date, Friday, March 28, 2025, based on the Register of Members/Register of Beneficial Owners maintained by National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL").
- 5) The Company has appointed National Securities Depository Limited ("NSDL") for providing remote e-voting facility to the members of the Company.
- 6) Members were required to communicate their assent or dissent only through remote e-voting system in terms of said MCA Circulars.
- 7) The remote e-voting period commenced on Friday, April 4, 2025 at 9:00 a.m. (IST) and ended on Saturday, May 3, 2025 at 5:00 p.m. (IST).
- 8) Accordingly, the votes cast through remote e-voting were taken into account and at the end of the remote e-voting period on at Saturday, May 3, 2025 5:00 p.m. (IST), the remote e-voting module was thereafter disabled for voting by NSDL. The remote e-voting summary statement was thereafter downloaded from www.evoting.nsdl.com.
- 9) The Result of Postal ballot through e-voting is as under:

Item No.1: Approval for Appointment of Mr. Sachidanandan Menon (DIN: 06642819) as an Independent Director of the Company for the First Term of 5 (Five) consecutive years:

Resolution: Special Resolution

(i) Voted in **favour** of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
55	67300	98.24

(ii) Voted **against** the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
8	1203	1.76

There were no invalid votes in the total votes cast on the above resolution.

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Item No.2: Approval for re-appointment of Mr. Ramachandran Unnikrishnan (DIN: 00493707), Chief Financial Officer as an Executive Director of the Company for the period of 5 (five) years:

Resolution: Ordinary Resolution

(i) Voted in **favour** of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
57	67303	98.25

(ii) Voted **against** the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
6	1200	1.75

There were no invalid votes in the total votes cast on the above resolution.

Item No.3: Approval for appointment of Ms. Rhujuta D. Kene (DIN: 11014930) as an Independent Woman Director of the Company for the first term of 5 (five) consecutive years:

Resolution: Special Resolution

(i) Voted in **favour** of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
56	67301	98.24

(ii) Voted **against** the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
7	1202	1.76

There were no invalid votes in the total votes cast on the above resolution.

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- 10) Based on the aforesaid result, the resolution as contained in the Notice was passed by members with requisite majority and hence deemed to be passed as on the last date specified in the Postal Ballot notice i.e. May 3, 2025.

Regards,

For **YOGESH SHARMA & Co.,**
Practicing Company Secretary

Yogesh Sharma



YOGESH M. SHARMA
Proprietor
COP: 12366
FCS: 11305
PR No.: 1583/2021
UDIN: F011305G000264778

Date: 05/05/2025

Place: Mumbai

Address: B-1, Neha Apartment, Opp. Badwaik Hospital, LBS Marg, Bhandup-W, Mumbai- 400078

General information about company

Scrip code	532812
NSE Symbol	TFL
MSEI Symbol	NOTLISTED
ISIN	INE804H01012
Name of the company	Transwarranty Finance Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	03-05-2025
Start time of the meeting	
End time of the meeting	

Scrutinizer Details

Name of the Scrutinizer	Yogesh Sharma
Firms Name	M/s Yogesh Sharma & Co.
Qualification	CS
Membership Number	11305
Date of Board Meeting in which appointed	04-02-2025
Date of Issuance of Report to the company	06-05-2025

Voting results

Record date	28-03-2025
Total number of shareholders on record date	9134
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Sachidanandan Menon (DIN: 06642819) as an Independent Director of the Company for the first term of 5 (five) consecutive years				
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	30227204	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		30227204	0	0	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	23447333	68503	0.2922	67300	1203	98.2439	1.7561
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		23447333	68503	0.2922	67300	1203	98.2439
Total		53674537	68503	0.1276	67300	1203	98.2439	1.7561
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for Re-appointment of Mr. Ramachandran Unnikrishnan (DIN: 00493707), Chief Financial Officer as an Executive Director of the Company for the period of 5 (Five) Years				
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	30227204	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	30227204	0	0	0	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	23447333	68503	0.2922	67303	1200	98.2483	1.7517
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	23447333	68503	0.2922	67303	1200	98.2483	1.7517
Total		53674537	68503	0.1276	67303	1200	98.2483	1.7517
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for appointment of Ms. Rhujuta D. Kene (DIN: 11014930) as an Independent Woman Director of the Company for the first term of 5 (five) consecutive years				
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	30227204	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		30227204	0	0	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	23447333	68503	0.2922	67301	1202	98.2453	1.7547
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		23447333	68503	0.2922	67301	1202	98.2453
Total		53674537	68503	0.1276	67301	1202	98.2453	1.7547
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



TRANSWARRANTY FINANCE LIMITED

Based on the foregoing, I hereby declare that the Resolutions have been passed with requisite majority.

For **Transwarranty Finance Limited**

Mr. Kumar Nair
Chairman & Managing Director
DIN: 00320541
Date: May 06, 2025

CIN: L65920MH1994PLC080220

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