Total Transport Systems Limited
Member of the C. P. World Group

7th Floor, T Square, Opp Chandivali Petrol Pump,
Saki-Vihar Road, Saki Naka, Andheri (E),
Mumbai 400 072. Maharashtra, INDIA.
Tel. : +91 22 66441500 • Fax : +91 22 66441585
Email : info@ttspl.in • www.ttspl.in
CIN : U63090MH1995PLC091063

Date: 23rd August 2018

To,
The Manager
Listing Compliance Department
National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla complex, Bandra (East)
Mumbai- 400051

SYMBOL: TOTAL

Sub: Joint Venture Agreement

Respected Sir/Madam,

In terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure requirements) Regulations 2015 we wish to inform that Total Transport Systems Limited has entered into an agreement with Seedeer (Hong Kong) E- Commerce Company Limited to form Joint venture Company in India. The agreement was signed between the parties on 23rd August 2018. Seedeer, who totally owned "Seedeer Europe sa" using his European holding Seedeer Europe sa will maintain 70% shares of the JV Company and Total Transport will be assigned with 30% of the shares of the Joint venture Company.

Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements)Regulation, 2015 (Listing Regulation)

Name of the parties with whom the Agreement is entered	Seedeer (Hong Kong) E- Commerce Company Limited and Total Transport Systems Limited
Purpose of entering into the Agreement	The parties have entered into the Agreement to inter-allia: (a) To develop and sell the global supply chain products for the Indian Market. (b) To develop, handle, sell and manage the global brand name 'SEEDEER' locally in India.
Shareholding, if any, in the entity with whom the Agreement is executed	As on the date of execution of the Agreement, Total Transport Systems Limited does not own any shares in either the Joint Venture Company or SEEDEER (Hong Kong) E – Commerce Company Limited. Subsequent to the investment in the Joint venture Company, Total Transport Systmes Limited will own 30% (Thirty Percent) of the total share capital of the Joint Venture Company.

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All business transactions are subject to our Standard Trading Conditions which may exempt ourselves from certain liabilities and available upon request.

Significant terms of the Agreement (in brief) special rights like right to appoint Directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.	Some of the terms of the Agreements are as follows: (a) Being the majority shareholder, SEEDEER will express and appoint the Managing Director and the General manager of the Joint venture Company and will decide on the powers to be granted to them, including limitations of expenditures. (b) Subject to customary lock in requirements, third party transfer of shares by either shareholder are subject to right of first refusal in favour of the non transferring shareholders . (c) Total Transport Systems limited will provide the joint venture Company atleast 2(two) expert staff to sell the services of the Joint venture company into the local country market. The cost of these staff will be wholly supported by total transport systmes Limited for a period of 5(five) years.
Whether the said parties are related to promoter/promoter Group/group companies in any manner if yes nature of relationship	NO
Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms Lenth"	NO
In case of issuance of shares to the parties, details of issue price, class of shares issued	NA
Any other disclosure related to such agreements, viz, details of nominee on the Board of Directors of the listed entity	None
In case of termination or ammendment of agreement, listed entity shall disclose additional details to the stock exchange(s) : a) Name and parties of the Agreement b) Nature of the Agreement c) Date of execution of the Agreement	Not Applicable

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d) Details of the ammendment and impact thereof or reasons of termination and impact threreof.	

This is for your information and records

Thanking you

For **Total Transport Systems Limited**

B. S. Trivedi

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Bhavik Trivedi
Company Secretary & Compliance officer