



## **Total Transport Systems Limited**

Member of the C.P. World Group

7<sup>th</sup> floor, T Square, Opp. Chandivali Petrol Pump,  
Saki-Vihar Road, Saki Naka, Andheri (E),  
Mumbai 400 072. Maharashtra, INDIA.

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Email : info@ttspl.in • www.ttspl.in

CIN : L63090MH1995PLC091063

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

9<sup>th</sup> December 2020

SYMBOL: **TOTAL**

**Sub: Details of the Voting Results along with scrutinizers report of the 25<sup>th</sup> Annual General Meeting of the Company held on 8<sup>th</sup> December 2020**

Respected Sir/Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 we hereby submit the voting results along with scrutinizers report of the Annual General Meeting held on Tuesday, 8<sup>th</sup> December 2020 at 11:00 a.m.

The result of voting on each resolution were determined considering the aggregate to vote cast by the members on each resolution separately, through remote e-voting as well as venue voting on which Scrutinizer issued combined Scrutinizer's Report.

A copy of the Scrutinizer's Report dated 8<sup>th</sup> December 2020 is enclosed herewith for your record. The voting results along with the scrutinizer's report is available on the Company's website at [www.ttspl.in](http://www.ttspl.in).

This is for your information and record.

Thanking you,

Yours faithfully,

**For Total Transport Systems Limited**

Bhavik  
Shantilal  
Trivedi

Digitally signed  
by Bhavik  
Shantilal Trivedi  
Date: 2020.12.09  
12:46:04 +05'30'

**Bhavik Trivedi**  
**Company Secretary & Compliance Officer**

### Details of voting results

Date of AGM	8 <sup>th</sup> December 2020
Total Number of shareholders on record date	863
No. of shareholders present in the meeting either in person or through proxy: Promoters and promoter group: Public: Total	NA
No. of shareholders attended the meeting through Video conferencing Promoters and promoter group: Public:	Through Video conferencing 3 7

**Agenda -wise disclosure****Resolution No 1**

To adopt the Audited Financial Statements (Standalone & Consolidated) of the Company on for the Financial Year ended March 31, 2020 consisting of Balance Sheet as at March 31, 2020, Statement of Profit & Loss for the Year Ended March 31, 2020 and Cash Flow Statement for the year Ended March 31, 2020 together with Notes to Financial Statements and Reports of the Board of Directors and Auditors including annexure thereon.

Resolution required	Ordinary
Whether promoter/promoter group are interested in the agenda/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
Promoter and promoter group	E-voting	7482000	7482000	100	7482000	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	7482000	7482000	100	7482000	0	100	0
Public-Institutions	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public-Non Institutions	E-voting	2665542	2665542	100	2665542	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	2665542	2665542	100	2665542	0	100	0
<b>TOTAL</b>		10147542	10147542	100	10147542	0	100	0

**Resolution No. 2**

To appoint a Director in place of Mr. Sanjiv Arvind Potnis (DIN: 00102090), who retires from office by rotation and being eligible, offers himself for re-appointment.

Resolution required	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution	Yes

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
Promoter and promoter group	E-voting	4990000	4990000	100	4990000	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	4990000	4990000	100	4990000	0	100	0
Public-Institutions	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public-Non Institutions	E-voting	2665542	2665542	100	2665542	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	2665542	2665542	100	2665542	0	100	0
<b>TOTAL</b>		<b>7655542</b>	<b>7655542</b>	<b>100</b>	<b>7655542</b>	<b>0</b>	<b>100</b>	<b>0</b>

**Resolution 3**  
**Appointment of Statutory Auditor to Fill Casual Vacancy**

Resolution required	Ordinary
Whether promoter/promoter group are interested in the agenda/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
Promoter and promoter group	E-voting	7482000	7482000	100	7482000	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	7482000	7482000	100	7482000	0	100	0
Public-Institutions	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public-Non Institutions	E-voting	2665542	2665542	100	2665542	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	2665542	2665542	100	2665542	0	100	0
<b>TOTAL</b>		<b>10147542</b>	<b>10147542</b>	<b>100</b>	<b>10147542</b>	<b>0</b>	<b>100</b>	<b>0</b>

**Resolution 4**  
**Appointment of Statutory Auditor**

Resolution required	Ordinary
Whether promoter/promoter group are interested in the agenda/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
Promoter and promoter group	E-voting	7482000	7482000	100	7482000	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	7482000	7482000	100	7482000	0	100	0
Public-Institutions	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public-Non Institutions	E-voting	2665542	2665542	100	2665542	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	2665542	2665542	100	2665542	0	100	0
<b>TOTAL</b>		<b>10147542</b>	<b>10147542</b>	<b>100</b>	<b>10147542</b>	<b>0</b>	<b>100</b>	<b>0</b>



# MISHRA & ASSOCIATES

Company Secretaries

Office: G/17, Washington Plaza, Topiwala Lane, Goregaon (West), Mumbai - 400 062.

Email: office@mishraandassociates.in; Cell: +91-9773-478-068 / 9022-616-809

## MGT-13

### Report of Scrutinizer

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20(3) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of  
25<sup>th</sup> Annual General Meeting of  
Total Transport Systems Limited

Dear Sir/Mam,

**Sub: Consolidated Scrutinizer's Report in remote e-voting before the 25<sup>th</sup> Annual General Meeting ('AGM') of Total Transport Systems Limited held on Tuesday, December 08, 2020 at 11.00 a.m. through video conferencing ('VC')/other Audio Visual Means ('OAVM') and remote E-voting during the AGM, conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements, 2015 (SEBI Listing Regulations')**

I, Manishkumar Premnath Mishra, Proprietor of Mishra & Associates, Company Secretaries, Mumbai, appointed by the Board of Directors of Total Transport Systems Limited [the Company] as Scrutinizer for the purpose of scrutinizing the e-voting process in a fair and transparent manner and also for ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice of the 25<sup>th</sup> Annual General Meeting of the shareholders of Total Transport Systems Limited held on Tuesday, December 08, 2020 through VC

I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the AGM.

The Notice dated November 12, 2020 convening the AGM, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email address are registered with the Company/ Depositories, in compliance with the MCA circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as 'MCA Circulars') and SEBI circular dated May 12, 2020.

The Company had availed the E-voting facility offered by Central Depositories Services Limited ('CDSL') for conducting the remote e-voting by the shareholders of the Company.

The voting period for remote e-voting commenced on Saturday, December 05, 2020 at 9.00 a.m. (IST) and ended on Monday, December 07, 2020 at 5.00 p.m. (IST) and the CDSL e-voting platform was disabled thereafter.

*M. N. 1591*



The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC and who had not cast their vote earlier.

The Shareholders of the Company holding shares as on 'cut-off' date of Tuesday, December 01, 2020 were entitled to vote on the resolutions forming part of the Notice of the AGM.

After the closure of e-voting at the AGM, the report on remote e-voting done during the AGM and the vote cast under the remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act & Rules relating to the e-voting prior to and during the AGM on the resolutions forming part of the Notice of the AGM.

My responsibility as a Scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the Votes casted in favour or against the resolutions.

I now submit my consolidated report under on the results of the remote e-voting prior to and during the AGM in respect of the said resolutions.

**Item No. 1: Ordinary Resolution**

To adopt the Audited Financial Statements (Standalone & Consolidated) of the Company on for the Financial Year ended March 31, 2020 consisting of Balance Sheet as at March 31, 2020, Statement of Profit & Loss for the Year Ended March 31, 2020 and Cash Flow Statement for the year ended March 31, 2020 together with Notes to Financial Statements and Reports of the Board of Directors and Auditors including annexure thereon:

(i) Voted in favour of the resolution:

Number of Members Voted	Number of Valid Votes Cast by Them	% of Total Number of Valid Votes Cast
14	1,01,47,542	100.00

(ii) Voted against the resolution:

Number of Members Voted	Number of Valid Votes Cast by Them	% of Total Number of Valid Votes Cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total Number of Members Whose Votes Were Declared Invalid	Total Number of Votes Cast by them
Nil	Nil

*Handwritten signature*





**Item No. 2: Ordinary Resolution:**

To appoint a Director in place of Mr. Sanjiv Arvind Potnis (DIN: 00102090), who retires from office by rotation and being eligible, offers himself for re-appointment:

(i) Voted in favour of the resolution:

Number of Members Voted	Number of Valid Votes Cast by Them	% of Total Number of Valid Votes Cast
13	76,55,542	100.00

(ii) Voted against the resolution:

Number of Members Voted	Number of Valid Votes Cast by Them	% of Total Number of Valid Votes Cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total Number of Members Whose Votes Were Declared Invalid	Total Number of Votes Cast by them
Nil	Nil

*Handwritten signature*



**Item No. 3: Ordinary Resolution**

**Appointment of Statutory Auditor to Fill Casual Vacancy:**

(i) Voted in favour of the resolution:

Number of Members Voted	Number of Valid Votes Cast by Them	% of Total Number of Valid Votes Cast
14	1,01,47,542	100.00

(ii) Voted against the resolution:

Number of Members Voted	Number of Valid Votes Cast by Them	% of Total Number of Valid Votes Cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total Number of Members Whose Votes Were Declared Invalid	Total Number of Votes Cast by them
Nil	Nil



**Item No. 4: Ordinary Resolution**

**Appointment of Statutory Auditor:**

(i) Voted in favour of the resolution:

Number of Members Voted	Number of Valid Votes Cast by Them	% of Total Number of Valid Votes Cast
14	1,01,47,542	100.00

(ii) Voted against the resolution:

Number of Members Voted	Number of Valid Votes Cast by Them	% of Total Number of Valid Votes Cast
Nil	Nil	Nil

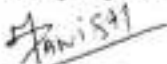
(iii) Invalid Votes:

Total Number of Members Whose Votes Were Declared Invalid	Total Number of Votes Cast by them
Nil	Nil

Thanking you,

Yours faithfully,

**For Mishra & Associates  
Company Secretaries**

  
**Manishkumar Mishra  
(Proprietor)**



**Membership No. 41066  
C.P. No. 18303  
UDIN: A041066B001438990**

**Date: 08.12.2020**

**Place: Mumbai**