

**September 14, 2022**

The Manager - Listing Department,  
National Stock Exchange of India Limited,  
"Exchange Plaza", 5th Floor,  
Plot No. C/1, G Block, Bandra-Kurla Complex,  
Bandra (East), Mumbai - 400051.

**Scrip Code: TOTAL**

**Sub: Revised Outcome of Board Meeting held on 12<sup>th</sup> September, 2022**

Dear Sir/Madam,

With reference to the above-mentioned subject and the outcome uploaded by the Company on the Stock Exchange on September 12, 2022 for the Board Meeting held on September 12, 2022, please find attached revised outcome due to slight change in the issue price as mentioned in the outcome based on the valuation report received by the Company for the preferential issue of equity shares.

Request you to kindly take the same on record and ignore the earlier outcome uploaded as on September 12, 2022.

Thanking you,

**For Total Transport Systems Limited**

**Bhavik Trivedi**  
Company Secretary and Compliance Officer  
**Membership No. A49807**

**Date: 14-09-2022**

**Place: Mumbai**

**Encl: Revised Outcome**

September 14, 2022

The Manager - Listing Department,  
National Stock Exchange of India  
Limited, "Exchange Plaza", 5th Floor,  
Plot No. C/1, G  
Block, Bandra-Kurla  
Complex,  
Bandra (East), Mumbai - 400051.

**Scrip Code: TOTAL**

**Subject: Revised Outcome of Board meeting held today i.e., on September 12, 2022**

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ('SEBI Listing Regulations'), we hereby inform you that the Board of Directors of Total Transport Systems Limited ('the Company') at their Meeting held on Monday, September 12, 2022 inter—alia considered and approved the following:

1. Issue of Equity Share on preferential basis ('Preferential Issue') to identified non-promoters in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ('SEBI ICDR Regulations') and the provisions of the Companies Act, 2013 and rules made there under, subject to statutory approvals and approval of shareholders of the Company (Refer Annexure - A).
2. Issue of Equity Share on preferential basis ('Preferential Issue') to identified promoters in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ('SEBI ICDR Regulations') and the provisions of the Companies Act, 2013 and rules made there under, subject to statutory approvals and approval of shareholders of the Company (Refer Annexure - B).
3. Investment in 9% of paid-up share capital by purchase of 2,07,693 Equity Shares of One World Logistics Pvt Ltd having CIN-U63090MH2010PTC198688. (Annexure - C)
4. Earlier it was proposed to conduct the postal ballot for approval of shareholders for aforesaid first 2 matters but then the Board discussed and approved the convening of Extra-Ordinary General Meeting (EGM) for the same. Notice to be issued for the EGM to the Members for seeking their approval on the above matter was considered and approved.

The details required under SEBI Listing Regulations read with SEBI Circular No. CIR/CFD/ CMD /4/ 2015 dated September 09, 2015 with respect to Issuance of Equity Share is enclosed as Annexure A, Annexure B, Annexure C to this letter.

The meeting concluded at 10.45 P.M .

Kindly take the same on your records.

**For Total Transport Systems Limited**

**Bhavik Trivedi**  
**Company Secretary & Compliance**  
**Officer Membership No.: A49807**  
**Place: Mumbai**

**Encl:** Annexure A  
Annexure B  
Annexure C

**Annexure – A**

Disclosure pursuant to Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and SEBI Circular No. CIR/CFD/CMD/ 4/ 2015 dated September 09, 2015

**Equity Share - Preferential Issue**

<b>S. No.</b>	<b>Particulars</b>	<b>Details</b>
1	Types of securities proposed to be issued	Equity Shares
2	Type of issuance	Preferential Issue
3	Total number of Securities proposed to be issued or the total amount for which the securities will be issued	Upto 15,75,000 Equity Shares of face value of Rs. 10 each, to be issued at Rs. 111.16 per Share (including premium of Rs. 101.16), approximately aggregating to Rs. 17,50,77,000/-
4	<p>In case of preferential issue, the listed entity shall disclose the following additional details to the stock exchange(s):</p> <p>i. Names of the investors</p> <p>ii. Post allotment of securities - outcome of the subscription, issue price /allotted price (in case of convertibles), number of investors;</p> <p>iii. In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument</p>	<p>No. of Investors – Upto 14</p> <p>For other details, please refer Table A1</p> <p>There are no convertible Securities</p>

**Table A-1**

<b>Sr. No.</b>	<b>Names of the Investors/proposed Allottees</b>	<b>No. of Equity Shares (Upto)</b>	<b>Outcome of the subscription /Investment amount (INR) (Approx.)</b>	<b>Issue price / allotted price(in case of convertible s)</b>
1.	Darshika Shailen Shah	25,000	27,79,000	Not Applicable
2.	Bharat Kumar	1,00,000	1,11,16,000	
3.	Bakula Rajesh Mamania	1,00,000	1,11,16,000	
4.	Alka Shailesh Shah	50,000	55,58,000	
5.	Helium Traders Private Limited	1,00,000	1,11,16,000	
6.	Parul V Bheda	1,00,000	1,11,16,000	
7.	Shaili Sudhir Bheda	2,00,000	2,22,32,000	
8.	Mulesh Manilal Savla HUF	50,000	55,58,000	
9.	Shailen Ramesh Shah	25,000	27,79,000	
10.	Yantra Esolarindia Private Limited	6,50,000	7,22,54,000	
11.	Akash Kumar	1,00,000	1,11,16,000	
12.	Sandesh Madhukar Kirkire	25,000	27,79,000	
13.	Mangina Srinivas Rao	25,000	27,79,000	
14.	Rajiv Mathuraprasad Saxena	25,000	27,79,000	
	<b>Total</b>	<b>15,75,000</b>	<b>17,50,77,000</b>	

**Annexure - B**

Disclosure pursuant to Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and SEBI Circular No. CIR/ CFD/CMD/ 4/ 2015 dated September 09, 2015

Equity Share - Preferential Issue

S. No.	Particulars	Details
1	Types of securities proposed to be issued	Equity Shares
2	Type of issuance	Preferential Issue
3	Total number of Securities proposed to be issued or the total amount for which the securities will be issued	2,55,973 Equity Shares of face value of Rs. 10 each, to be issued at Rs. 111.16 per Share (including premium of Rs. 101.16), approximately aggregating to Rs. 2,84,53,960/-
4	In case of preferential issue, the listed entity shall disclose the following additional details to the stock exchange(s):  i. Names of the investors  ii. Post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors;  iii. In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	No. of Investors – Upto 3  For other details, please refer Table B1  There are no convertible Securities

**TO**

7th floor, T Square, Opp Chandivali Petrol Pump, Sakinaka,  
Andheri(E), Mumbai - 400 072. Maharashtra India.



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**Table B-1**

Sr. No.	Names of the Investors/ proposed Allottees	No. of Equity Shares (Upto)	Outcome of the subscription /Investment amount (INR) (Approx.)	Issue price / allotted price (in case of convertibles)
1.	Makarand Prabhakar Pradhan	85,324	Rs. 94,84,615.84 or for consideration other than cash i.e. 69,231 Equity shares of One world Logistics Private Limited	Not Applicable
2.	Sanjiv Arvind Potnis	85,324	Rs. 94,84,615.84 or for consideration other than cash i.e. 69,231 Equity shares of One world Logistics Private Limited	
3.	Shrikant Damodar Nibandhe	85,325	Rs. 94,84,615.84 or for consideration other than cash i.e. 69,231 Equity shares of One world Logistics Private Limited	
	<b>Total</b>	2,55,973		

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Annexure - C

S. No.	Particulars	Details
1	Name of the target entity	One World Logistics Pvt Limited
2	Date of incorporation	08/01/2010
3	Details in brief such as Size, Turnover	Turnover Rs. 53,50,31,000/-
4	Brief background about the entity acquired in terms of products/line of business acquired.	To carry on the business of movement of goods from a transportation hub to the final delivery destination known as Last mile delivery business.
5	History of last 3 years turnover	FY 2021-22 -- Rs. 53,50,31,000/- FY 2020-21 – Rs. 37,14,65,209/- FY 2019-20 – Rs. 12,64,40,826/-
6	Country in which the acquired entity has presence and any other significant information (in brief).	India
7	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arms-length”	Promoters of Total Transport Systems Limited are Director and Shareholder in the One world Logistics Pvt Ltd.  Yes, it is at Arms Length.
8	Industry to which the entity being acquired belongs	Logistics
9	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	Consequent to acquisition of shares of One world Logistics Pvt Ltd will become wholly owned subsidiary of the Total Transport Systems Limited.
10	Brief details of any governmental or regulatory approvals required for the acquisition	Shareholders Approval

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11	Indicative time period for completion of the acquisition	Upto 15 <sup>th</sup> October, 2022
12	Nature of consideration - whether cash consideration or share swap and details of the same;	Upto Cash Consideration of Rs. 2,85,00,000 or for consideration other than cash i.e. 2,55,973 shares of Total Transport Systems Limited as may be decided by the sellers
13	Cost of acquisition or the price at which the shares are acquired	Upto Cash Consideration of Rs. 2,85,00,000 or for consideration other than cash i.e. 256689 shares of Total Transport Systems Limited as may be decided by the seller
14	Percentage of shareholding / control acquired and / or number of shares acquired	2,07,693 Shares or 9% of the total equity share capital of One World Logistics Pvt Ltd
15	Any other significant information (in brief)	NA

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