

MAKARAND M.JOSHI & CO.

Company Secretaries

Ecstasy, 803-804, 8th Floor, City of Joy, JSD Road, Mulund (W), Mumbai- 400080, (T) 022-21678100

Consolidated Report of Scrutinizer on Remote e-voting and electronic voting at the 1st Extra Ordinary General Meeting (EOGM)

To
Ms. Leena Prashant Salvi
Chairperson
Total Transport Systems Limited
7th floor, T-Square Opp. Chandivali Petrol Pump,
Sakinaka, Andheri (East), Mumbai - 400072

Consolidated Scrutinizer's Report on voting through Remote E-voting and electronic voting at the EOGM of the shareholders of the Company, held on Friday, October 07, 2022 at 04.30 P.M. through video conferencing ("VC") /other audio-visual means ("OAVM") in terms of provisions of the Companies Act, 2013 (herein after the "ACT") read with the Rules issued there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I, Kumudini Bhalerao, Partner of M/s. Makarand M. Joshi & Co., Practicing Company Secretaries, appointed as Scrutinizer in the meeting of Board of Directors of the Company held on September 12, 2022 to conduct the following:

- (i) **Remote e-voting** process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
 - (ii) **Electronic Voting at the EOGM** under the provisions of Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the EOGM held on Friday, October 07, 2022 at 04.30 P.M.
- A. Pursuant to Section 101, 108 of the Act and Rule 20 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company has confirmed that the Electronic copy of the Notice convening the EOGM of the Company and explanatory statement along with the process of electronic voting at the EOGM and remote e-voting were sent to the Members of the Company whose e-mail addresses were registered with the Company/the Depository Participant for communication purposes in compliance with the MCA Circular dated April 08, 2020, April 13, 2020, May 05, 2020 and December 08, 2021, May 05, 2022 and SEBI Circular dated May 12, 2020, January 15, 2021 and May 13, 2022.

- B. The Company had appointed National Securities Depository Limited (NSDL) for conducting the Electronic voting by the shareholders of the Company at the EOGM. After the time fixed for closing of Electronic voting at EOGM by the Chairman, voting was closed and votes cast were unblocked.
- C. The Company had availed the remote e-voting facility provided NSDL for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Tuesday, October 04, 2022 at 09.00 AM and ended on Thursday, October 06, 2022 at 05:00 P.M. and the NSDL remote e-voting portal was blocked for voting thereafter.
- D. On the basis of the votes exercised by the shareholders of the Company by way of electronic voting at the EOGM of the Company held on Friday, October 07, 2022, I have issued Scrutinizer's Report dated October 08, 2022
- E. On the basis of the votes exercised by the shareholders of the Company through remote e-voting. I have issued separate Scrutinizer's Report dated October 08, 2022.

Date of EOGM	October 07, 2022
Total number of shareholders on record date (i.e. as on September 30, 2022)	7435
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter group	NA
Public	NA
No. of shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter group	07
Public	44

Resolution Item No. 1 - Ordinary Resolution:

Increase in Authorised Share Capital of the Company and Consequential Alteration in Capital Clause of the Memorandum of Association :-

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g shares [3]=[(2)/(1)] *100	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]		[4]	[5]		
1	Promoter and Promoter Group	Remote E-Voting	75,03,130	74,88,610	99.81	74,88,610	0	100.00	0.00
		E-Voting at EOGM		0	0.00	0	0	0.00	0.00
		Total		74,88,610	99.81	74,88,610	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	0	0	0.00	0	0	0.00	0.00
		E-Voting at EOGM		0	0.00	0	0	0.00	0.00
		Total		0	0.00	0	0	0.00	0.00
3	Public-Others	Remote E-Voting	68,02,870	25,16,369	36.99	25,16,369	0	100.00	0.00
		E-Voting at EOGM		0	0.00	0	0	0.00	0.00
		Total		25,16,369	36.99	25,16,369	0	100.00	0.00
Total			1,43,06,000	1,00,04,979	69.94	1,00,04,979	0	100.00	0.00

Resolution Item No. 2 - Special Resolution:

To offer, issue and allot upto 18,30,973 Equity Shares on Preferential Basis :-

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g 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]	$[3]=\frac{[2]}{[1]} \times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} \times 100$	$[7]=\frac{[5]}{[2]} \times 100$
1	Promoter and Promoter Group	Remote E-Voting	75,03,130	74,88,610	99.81	74,88,610	0	100.00	0.00
		E- Voting at EOGM		0	0.00	0	0	0.00	0.00
		Total		74,88,610	99.81	74,88,610	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	0	0	0.00	0	0	0.00	0.00
		E- Voting at EOGM		0	0.00	0	0	0.00	0.00
		Total		0	0.00	0	0	0.00	0.00
3	Public-Others	Remote E-Voting	68,02,870	25,16,369	36.99	25,16,269	100	100.00	0.00
		E- Voting at EOGM		0	0.00	0	0	0.00	0.00
		Total		25,16,369	36.99	25,16,269	100	100.00	0.00
Total			1,43,06,000	1,00,04,979	69.94	1,00,04,879	100	100.00	0.00

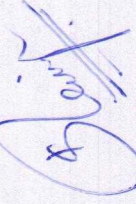
F. As requested by the management, I am submitting herewith a consolidated report on the results of remote e-voting together with the results of the electronic voting facilitated at the EOGM.

It is to be noted that:

1. Voting rights on the shares transferred to 'Unclaimed Suspense Account' and those shares transferred to the 'Investor Education and Protection Fund' are frozen.
2. The vote cast does not include invalid votes & abstained votes.
3. All the aforesaid resolutions were passed with requisite majority.

Thanking you,
Yours faithfully,

For Makarand M. Joshi & Co.,
Company Secretaries



Kumudini Bhalerao
Partner
FCS: F6667
CP: 6690
PR: 640/2019
UDIN: F006667D001163966
Date: October 08, 2022
Place: Mumbai



For Total Transport Systems Limited

Mr. Bhavik Trivedi
Company Secretary
(Authorized Representative)
Place: Mumbai