

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

1st October 2021

SYMBOL: **TOTAL**

Sub: Details of the Voting Results along with scrutinizers report of the 26th Annual General Meeting of the Company held on 30th September 2021

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 Thursday, 30th September 2021 at 12:30 p.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 30th September, 2021 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.

This is for your information and record.

Thanking you,

Yours faithfully,

For Total Transport Systems Limited

Bhavik Trivedi
Company Secretary & Compliance Officer

TOTAL TRANSPORT SYSTEMS LIMITED

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



MISHRA & ASSOCIATES

Company Secretaries

Office: G/17, Washington Plaza, Topiwala Lane, Goregaon (West), Mumbai – 400 062.
Email: office@mishraandassociates.in; **Cell:** 9773-478-068 / 9022-616-809

MGT-13

Report of Scrutinizer for Remote E-Voting and E-Voting facility provided during the AGM of Total Transport Systems Limited

[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

26th Annual General Meeting of

Total Transport Systems Limited

7th floor T-Square Opp. Chandivali Petrol Pump,

Sakinaka Andheri (East), Mumbai – 400072, Maharashtra, India

Sub: Passing of Resolutions through Remote E-Voting and E-Voting facility provided during the 26th Annual General Meeting ('AGM') of Total Transport Systems Limited held on Thursday, September 30, 2021 at 12.30 P.M. through video conferencing ('VC')/other Audio Visual Means ('OAVM')

Report to the Chairman of the Annual General Meeting of the **Total Transport Systems Limited** (CIN: L63090MH1995PLC091063), a Company incorporated under Companies Act, 1956 and having its Registered Office at 7th floor T-Square Opp. Chandivali Petrol Pump, Sakinaka Andheri (East) Mumbai – 400072, Maharashtra, India on the Remote E-Voting and E-Voting facility provided by the Company during the 26th Annual General Meeting held on Thursday, 30th September, 2021 through video conferencing ('VC')/other Audio Visual Means ('OAVM') to pass 6 items on the agenda as contained in the Notice dated 7th September, 2021.

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the rules made there under, Secretarial Standards on the General Meeting, MCA Circulars issued for conducting of General Meeting through VC/OAVM in the view of continuing COVID – 19 pandemic and the Listing Regulations and the SEBI Circular. The responsibility of the undersigned as a Scrutinizer for the remote E-Voting and E-Voting facility to the shareholders present at the



Annual General Meeting through VC/OAVM is restricted to give the consolidated report on the votes cast by the members for the resolution as contained in the Notice dated 7th September, 2021 based upon the report generated from the E-Voting platform provided by Central Depository Services (India) Limited (CDSL) (Extracted report of CDSL Remote E-Voting and E-Voting during the Annual General Meeting is attached herewith along with Scrutinizer's Report at **Annexure 1**).

The Board of Directors of the Company at its meeting held on 7th September, 2021 had appointed the undersigned as Scrutinizer for the remote E-Voting and E-Voting during the AGM pursuant to Regulation 44 of the SEBI (LODR), Regulation, 2015 and relevant Sections of the Companies Act, 2013 and rules made thereunder and MCA Circulars and SEBI Circulars.

The Company had availed the E-Voting facility offered by Central Depositories Services Limited ('CDSL') for extending the facility of remote E-Voting to the shareholders of the Company.

The voting period for remote e-voting commenced on Monday, September 27, 2021 at 9.00 a.m. (IST) and ended on Wednesday, September 29, 2021 at 5.00 p.m. (IST) and the CDSL e-voting platform was disabled thereafter.

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

The Shareholders of the Company holding shares as on 'cut-off' date of Thursday, September 23, 2021 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 by the undersigned on 30th September, 2021 in the presence of two witnesses viz. Mr. Naresh Gami and Mr. Amit Mishra and the same have been scrutinized and reviewed based on the data downloaded from the CDSL E-Voting system.

The Voting results on the remote e-voting prior to and during the AGM on the following resolutions are as under:



Item No. 1: Ordinary Resolution

To adopt the Audited Financial Statements (Standalone & Consolidated) of the Company on for the Financial Year ended March 31, 2021 consisting of Balance Sheet as at March 31, 2021, Statement of Profit & Loss for the Year Ended March 31, 2021 and Cash Flow Statement for the year Ended March 31, 2021 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
30	1,00,34,860	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. 2: Ordinary Resolution

To Appoint A Director In Place Of Mr. Shrikant Damodar Nibandhe (DIN: 01029115), 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
27	1,00,32,810	99.98%

(ii) Voted against the resolution:

Number of Members Voted	Number of Valid Votes Cast by Them	% of Total Number of Valid Votes Cast
3	2,050	0.02%

(iii) Invalid Votes:

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



Item No. 3: Special Resolution

**To Approve Increase In Remuneration Of Mr. Makarand Prabhakar Pradhan
(Managing Director) Of The Company:**

(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
23	75,34,908	99.89%

(ii) Voted against the resolution:

Number of Members Voted	Number of Valid Votes Cast by Them	% of Total Number of Valid Votes Cast
6	7,952	0.11%

(iii) Invalid Votes:

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



Item No. 4: Special Resolution

**To Approve Increase In Remuneration Of Mr. Shrikant Damodar Nibandhe
(Executive Director And Cfo) Of The Company:**

(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
24	87,82,958	99.91

(ii) Voted against the resolution:

Number of Members Voted	Number of Valid Votes Cast by Them	% of Total Number of Valid Votes Cast
5	7,902	0.09

(iii) Invalid Votes:

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



Item No. 5: Special Resolution

To Approve Increase in Remuneration of Mr. Sanjiv Arvind Potnis (Executive Director) of The Company:

(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
24	75,34,958	99.99

(ii) Voted against the resolution:

Number of Members Voted	Number of Valid Votes Cast by Them	% of Total Number of Valid Votes Cast
5	7,902	0.1

(iii) Invalid Votes:

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



Item No. 6: Special Resolution

To Approve Remuneration Payable To Executive Directors Under Reg. 17 Of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015:

(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
23	37,98,960	99.79

(ii) Voted against the resolution:

Number of Members Voted	Number of Valid Votes Cast by Them	% of Total Number of Valid Votes Cast
4	7,900	0.21

(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**



Mishankumar Mishra

(Proprietor)

Membership No. 41066

C.P. No. 18303

UDIN: A041066C001049194

**Countersigned By
For Total Transport Systems Limited**

LPS
X

Leena Prashant Salvi

Chairman & Non-Executive Director

DIN: 07784529



Date: 30.09.2021

Place: Mumbai

Annexure-1



Venue Voting

VCA Venue Attendance Report

Manage Users

Allocate Functional Users

Voting Restrictions

EVSN

ISIN

Nominal Value

Voting Rights

Total Follos Voted

No of Votes

You will be redirected to a new page after 1800 seconds of inactivity. Welcome admin(SCRUTINIZERADMIN) Logout

Ballot Details

Voting Result as of today.

210907078 for TOTAL TRANSPORT SYSTEMS LIMITED#FORMERLY TOTAL TRANSPORT SYSTEMS PRIVATE LIMITED

INE336X01012 TOTAL TRANSPORT SYSTEMS LIMITED # EQUITY SHARES

10

1

30

10034860

Res. No.					Total Count	Total
1	30	10034860 (100.00%)	0	0 (0.00%)	30	10034860
2	27	10032810 (99.98%)	3	2050 (0.02%)	30	10034860
3	23	7534908 (99.89%)	6	7952 (0.11%)	29	7542860
4	24	8782953 (99.91%)	5	7902 (0.09%)	29	8790860
5	24	7534958 (99.90%)	5	7902 (0.10%)	29	7542860
6	23	3798960 (99.79%)	4	7900 (0.21%)	27	3806860

[Download CSV](#)



Details of voting results

Date of AGM	30 th September, 2021
Total Number of shareholders on record date	4566
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 7 14

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, 2021 consisting of Balance Sheet as at March 31, 2021, Statement of Profit & Loss for the Year Ended March 31, 2021 and Cash Flow Statement for the year Ended March 31, 2021 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	74,79,000	74,79,000	100	74,79,000	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	74,79,000	74,79,000	100	74,79,000	0	100	0
Public-Institutions	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public-Non Institutions	E-voting	68,27,000	25,55,860	37.44	25,55,860	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	68,27,000	25,55,860	37.44	25,55,860	0	100	0
TOTAL		1,43,06,000	1,00,34,860	70.14	1,00,34,860	0	100	0

Resolution No. 2

To appoint a Director in place of Mr. Shrikant Damodar Nibandhe (DIN: 01029115), 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	74,79,000	74,79,000	100	74,79,000	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	74,79,000	74,79,000	100	74,79,000	0	100	0
Public-Institutions	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public-Non Institutions	E-voting	68,27,000	25,55,860	37.44	25,53,810	2,050	99.92	0.08
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	68,27,000	25,55,860	37.44	25,53,810	2,050	99.92	0.08
TOTAL		1,43,06,000	1,00,34,860	70.14	1,00,34,810	2,050	99.98	0.02

Resolution 3

To Approve Increase in Remuneration of Mr. Makarand Prabhakar Pradhan (Managing Director) of the Company.

Resolution required	Special
Whether promoter/promoter group are interested in the agenda/resolution	Yes 24,92,000 Equity Shares held by Mr. Makarand Prabhakar Pradhan being interested in said resolution are excluded from the determining the voting

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	74,79,000	49,87,000	66.68	49,87,000	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	74,79,000	49,87,000	66.68	49,87,000	0	100	0
Public-Institutions	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public-Non Institutions	E-voting	68,27,000	25,55,860	37.44	25,47,908	7,952	99.69	0.31
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	68,27,000	25,55,860	37.44	25,47,908	7,952	99.69	0.31
TOTAL		1,43,06,000	75,42,860	52.73	75,34,908	7,952	99.98	0.02

Resolution 4

To Approve Increase in Remuneration of Mr. Shrikant Damodar Nibandhe (Executive Director & CFO) of the Company

Resolution required	Special
Whether promoter/promoter group are interested in the agenda/resolution	Yes 12,44,000 Equity Shares held by Mr. Shrikant Damodar Nibandhe being interested in said resolution are excluded from the determining the voting

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	74,79,000	62,35,000	83.37	62,35,000	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	74,79,000	62,35,000	83.37	62,35,000	0	100	0
Public-Institutions	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public-Non Institutions	E-voting	68,27,000	25,55,860	37.44	25,47,958	7,902	99.69	0.31
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	68,27,000	25,55,860	37.44	25,47,958	7,902	99.69	0.31
TOTAL		1,43,06,000	87,90,860	61.45	87,82,958	7,902	99.91	0.09

Resolution 5

To Approve Increase in Remuneration of Mr. Sanjiv Arvind Potnis (Executive Director) of the Company

Resolution required	Special
Whether promoter/promoter group are interested in the agenda/resolution	Yes 24,92,000 Equity Shares held by Mr. Sanjiv Arvind Potnis being interested in said resolution are excluded from the determining the voting

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	74,79,000	49,87,000	66.68	49,87,000	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	74,79,000	49,87,000	66.68	49,87,000	0	100	0
Public-Institutions	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public-Non Institutions	E-voting	68,27,000	25,55,860	37.44	25,47,958	7,902	99.69	0.31
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	68,27,000	25,55,860	37.44	25,47,958	7,902	99.69	0.31
TOTAL		1,43,06,000	75,42,860	52.73	75,34,958	7,902	99.90	0.10

Resolution 6

To approve the remuneration payable to Executive Directors under regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

Resolution required	Special
Whether promoter/promoter group are interested in the agenda/resolution	Yes 62,28,000 Equity Shares held by Mr. Makarand Prabhakar Pradhan, Mr. Shrikant Damodar Nibandhe and Mr. Sanjiv Arvind Potnis being interested in said resolution are excluded from the determining the voting

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	74,79,000	12,51,000	16.73	12,51,000	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	74,79,000	12,51,000	16.73	12,51,000	0	100	0
Public-Institutions	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public-Non Institutions	E-voting	68,27,000	25,55,860	37.44	25,47,960	7,900	99.69	0.31
	Poll	-	-	-	-	-	-	-
	Postal ballot (if applicable)	-	-	-	-	-	-	-
	Total	68,27,000	25,55,860	37.44	25,47,960	7,900	99.69	0.31
TOTAL		1,43,06,000	38,06,860	26.61	37,98,960	7,900	99.79	0.21