



# MISHRA & ASSOCIATES

## Company Secretaries

Office No. 306, C Wing, 3rd Floor, Hetal Arch, S.V. Road, Natraj Market, Malad (West), Mumbai – 400064.  
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Report of Scrutinizer on Remote E-Voting in respect of Resolutions proposed through Postal Ballot  
(Pursuant to Section 108 & 110 of the Companies Act, 2013 read with rules 20 and 22 of the  
Companies (Management and Administration) Rules 2014)

**To,**

The Chairperson

**Total Transport Systems Limited**

7<sup>th</sup> Floor, T-Square, Opp Chandivali Petrol Pump,  
Sakinaka, Andheri (East),  
Mumbai - 400072, Maharashtra

**Re: Report of Scrutinizer on Passing of resolution through Postal Ballot only by way of remote E-voting of Total Transport Systems Limited**

- A. I, Manishkumar Premnath Mishra, Proprietor of M/s. Mishra & Associates, Practicing Company Secretaries, appointed as Scrutinizer in the meeting of Board of Directors of the Company held on Thursday, December 04, 2025, for conducting the postal ballot (e-voting process) for passing the resolutions as set out in the Notice of Postal Ballot dated December 04, 2025.
- B. In terms of the Circular no. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular no. 39/2020 dated December 31, 2020, Circular no. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 08, 2021, 03/2022 dated May 05, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, 9/2024 dated September 19, 2024 and General circular No. 03/2025 dated September 22, 2025 (collectively referred as the 'MCA circulars') the company has sent this postal ballot notice in electronic form only. The hard copy of this postal ballot notice along with postal ballot forms and prepaid business envelopes were not sent to the members for the postal ballot in accordance with the requirement specified under MCA circulars. Accordingly, the communication of the assent or dissent of the members would take place through remote E voting system only. To facilitate such members to receive the notice electronically and cast their votes electronically the company had made arrangement for registration of email address in terms of MCA circular. The notice has also been placed on the website of the company at [www.ttspl.in](http://www.ttspl.in) and E-Voting website at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and also was available on the website of stock exchanges at [www.nseindia.com](http://www.nseindia.com).
- C. The Notice of Postal Ballot dated December 04, 2025 along with the statement under section 102 of the Companies Act, 2013 setting out all material facts in respect of the resolution mentioned therein was sent electronically to by email to the members whose names appear in the register of members/list of beneficial owners as on Friday, November 28, 2025 in compliance with MCA circular.

- D. As on Cut - off Date i.e. Friday, November 28, 2025 there were 6,857 Shareholders whose names appeared in the Register of Members.
- E. The Company has completed the dispatch of the postal ballot Notice by email in December 05, 2025 in accordance with MCA Circulars, no physical ballot notice was dispatched to the members. The Company has also published Newspaper advertisement in the Financial Express (English) and Mumbai Prathakal (Marathi) respectively regarding the dispatch of the Notice of Postal Ballot along with Remote E-Voting information and containing all the matters required under Companies Act, 2013 and relevant rules on December 06, 2025.
- F. The Company had appointed National Securities Depository Limited ("NSDL") for providing E-Voting and related reports.
- G. The facility of remote E-Voting remained open from 9.00 A.M. on Saturday, December 06, 2025 and ended at 5.00 P.M. Sunday January 04, 2026.
- H. We have unblocked the votes cast through Remote E-Voting in the presence of Mr. Naresh Gami and Mr. Akshat Suware who are not in the employment of the Company. Thereafter the details containing inter-alia the list of members who voted 'For' or 'Against' the resolution were derived from the report generated from the E-voting website of the NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- I. A summary of the Postal Ballot through remote E-Voting is given below:

**Resolution Item No. 1 - Special Resolution:**

To consider and approve the proposal for disinvestment of up to 81% stake by the Company in OneWorld Logistics Private Limited, a wholly owned material subsidiary:

Sr. No	Promoter/ Public	Mode of Voting	Total 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
			[1]	[2]	[3]=[ (2)/(1)]*100	[4]	[5]	[6]=[ (4)/(2)]*100	[7]=[ (5)/(2)]*100
1	Promoter and Promoter Group	Remote E-Voting	77,78,634	77,58,583	99.7422	77,58,583	0	100.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Total		77,58,583	99.7422	77,58,583	0	100.0000	0.0000
2	Public - Institutional holders	Remote E-Voting	0	0	0.0000	0	0	0.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Total		0	0.0000	0	0	0.0000	0.0000
3	Public-Non- Institutional	Remote E-Voting	83,48,339	24,97,633	29.9177	24,96,582	1,051	99.9579	0.0421
		Poll		0	0	0	0	0.0000	0.0000
		Total		24,97,633	29.9177	25,22,792	0	99.9579	0.0421
Total			1,61,26,973	1,02,56,216	63.5967	1,02,55,165	1,051	99.9898	0.0102

***Since Total Votes polled in favour of the resolution is 99.9898% and total votes polled against the resolution is 0.0102% resolution has been passed as Special Resolution.***

- J. You may accordingly declare the results of the voting by postal ballot only by way remote E-Voting.
- K. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Resolution passed by way of Postal Ballot and the same will be handed over to the Company Secretary of the Company for safe keeping.

Thanking you,  
Yours faithfully,

**For Mishra and Associates**  
**Company Secretaries**

**For Total Transport Systems Limited**

**Manishkumar Premnath Mishra**  
**Proprietor**  
**ACS No. 41066**  
**CP No. 18303**  
**UDIN: A041066G003130933**  
**Place: Mumbai**  
**Date: 05-01-2026**

**Leena Prashant Salvi**  
**Chairman**  
**DIN: 07784529**  
**Place: Mumbai**