

TRANSINDIA REAL ESTATE LIMITED
(Formerly Known as Transindia Realty & Logistics Parks Limited)

CIN: U61200MH2021PLC372756

Registered Office: 4th Floor, A Wing, Allcargo House, CST Road, Kalina, Santacruz (E), Mumbai – 400098; **Tel:** +91 22 66798100

Website: www.transindia.co.in; **Email ID:** investorsrelation@transindia.co.in

POSTAL BALLOT NOTICE

NOTICE PURSUANT TO SECTIONS 108 AND 110 OF THE COMPANIES ACT, 2013 AND RULE 20 AND 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014, AS AMENDED AND SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2) ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA

Dear Member(s),

Notice is hereby given to the members of Transindia Real Estate Limited (the “**Company**”) that pursuant to Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (the “**Act**”) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the “**Management Rules**”), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (“**MCA**”) for conducting postal ballot process through e-voting vide General Circular Nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 3/2022 and 11/2022 dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 8, 2021, May 5, 2022 and December 28, 2022 respectively, (collectively termed as “**MCA Circulars**”) including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force and as may be enacted hereinafter, to consider and if thought fit to pass the special resolution as set out herein below by way of Postal Ballot through Electronic Voting process (“**e-Voting**”).

The proposed resolution along with the explanatory statement, pursuant to Section 102 of the Act and other applicable laws, pertaining to the said resolution setting out the material facts and the reasons thereof, are also appended to this Postal Ballot Notice for your consideration and forms part of this Notice. Only Members of the Company as on Friday, May 12, 2023 (“**cut-off date**”) are entitled to cast their vote electronically and any other person who is not a member of the Company shall treat this Notice for information purpose only.

(Formerly known as TransIndia Realty & Logistics Parks Limited)

Pursuant to the provision of Section 110 of the Act read with Rule 22 of the Management Rules, the Board of Directors of the Company (the “**Board**”) has appointed Ms. Ashwini Mohit Inamdar (FCS 9409, CP No. 11226), Partner of M/s. Mehta & Mehta., Practicing Company Secretaries, Mumbai or failing her, Ms. Alifya Sapatwala (ACS 24091, CP No. 24895) as the Scrutinizer for conducting the Postal Ballot through e-Voting process in a fair and transparent manner. The voting will commence on Wednesday, May 17, 2023, at 9:00 a.m. (IST) and will end on Thursday, June 15, 2023, at 5:00 p.m. (IST).

The Company has engaged the services of National Securities Depository Limited (“**NSDL**”) as the agency to provide e-Voting facility.

SPECIAL BUSINESS:

1. APPROVAL FOR SALE OF CRANE BUSINESS (CRANE DIVISION) OF THE COMPANY TO PREMIER HEAVY LIFT PRIVATE LIMITED

“**RESOLVED THAT** pursuant to the provisions of Section 180(1)(a) and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the Memorandum and Articles of Association of the Company and subject to such other approvals, sanctions, consents and permissions as may be obtained from the appropriate authorities, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “**Board**”) for the transfer of Crane Business Division as set out in the Business Transfer Agreement (“**BTA**”) by way of a slump sale on a going concern basis to Premier Heavy Lift Private Limited (“**PHL**”), a company incorporated under provisions of Companies Act, 2013, having registered office situated at B-2/38, Safdarjung Develop Area, New Delhi, 110029 for an overall consideration of INR 121,00,00,000/- (Indian Rupees One Hundred and Twenty-One Crores only) plus Net Working Capital as on March 31, 2023, subject to the adjustments as may be specified in the BTA and on such terms and conditions, as may be mutually agreed in the BTA and other agreements to be executed between the Company and PHL.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, Mr. Jatin Chokshi, Managing Director of the Company, Mr. Ashok Parmar, Chief Financial Officer of the Company and Mr. Adarsh Hegde, Authorised Person of the Company, be and are hereby Jointly & Severally Authorised to do all things and to take all incidental and necessary steps for and on behalf of the Company and to take from time to time all decisions and steps necessary, expedient or proper, with respect to implementation of the above mentioned resolution (including finalizing, settling, executing and amending of, such documents/writings/deeds/papers/agreements as may be necessary or incidental thereto,

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including assignment/conveyance/ transfer documents, contracts, agreements and to seek their registration thereof with the concerned authorities, filing intimations with and/or obtaining approvals/consents with the concerned regulatory/statutory authorities, etc.), and also to take all other actions and decisions as it/they may, in its/their absolute discretion, deem appropriate and to deal with all questions or difficulties that may arise in the course of implementing the above resolution.

RESOLVED FURTHER THAT the Common Seal of the Company, if required, be affixed to the relevant documents in the presence of Mr. Jatin Chokshi, Managing Director of the Company, in accordance with the provisions of the Articles of Association of the Company.

RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel of the Company be and are hereby severally Authorised to sign and file all the requisite documents with the Registrar of Companies, and any other Regulatory Authorities as may be required.

RESOLVED FURTHER THAT a certified copy of this resolution be issued under the signature of any of the Directors or Key Managerial Personnel of the Company to whomsoever it may concern with a request to act thereon.”

By order of the Board of Directors
For Transindia Real Estate Limited

(Formerly known as TransIndia Realty & Logistics Parks Limited)

Sd/-

Khushboo Mishra
Company Secretary
(Membership No.: A68324)

Place: Mumbai

Date: May 08, 2023

Registered Office:

4th Floor, A Wing, Allcargo House, CST Road,
Kalina, Santacruz (E), Mumbai - 400098

E-mail ID: investorsrelation@transindia.co.in

Website: www.transindia.co.in

Tel: +91 22 66798100

CIN: U61200MH2021PLC372756

NOTES AND INSTRUCTIONS:

1. The explanatory statement pursuant to Section 102 of the Act read together with Rule 22 of the Management Rules and other applicable provisions, setting out all the material facts and reasons in relation to the proposed special business is annexed hereto.
2. The Notice is being sent to all the Members, whose names appear in the Register of Members/ list of beneficial owners as received from Registrar and Share Transfer Agent i.e., Link Intime India Private Limited (“**Link Intime/RTA**”) as on Friday, May 12, 2023 (“**Cut-off Date**”), which will be considered for the purpose of e-Voting. A person who is not a member of the Company as on the aforesaid date should treat this Notice for information purpose only.
3. As permitted under the MCA Circulars, the Company is sending Notice electronically to all the Members whose e-mail addresses are registered with the Company or with the depositories/depository participants or with the Company’s RTA and will not be sending the hard copy of the Notice along with relevant documents whose email addresses are not registered.
4. The Notice has also been placed on Company’s website: www.transindia.co.in and NSDL’s website: <https://www.evoting.nsdl.com>.
5. The voting rights of the Members shall be in proportion to their share in the paid-up equity share capital of the Company as on Cut-off Date i.e. Friday, May 12, 2023.
6. Any Members who did not receive the Notice may either send an email to investorsrelation@transindia.co.in or write to NSDL at <https://www.evoting.nsdl.com>.
7. Voting by e-Voting, can be exercised only by the Member or its duly constituted attorney or in case of body corporates, by the duly authorised person. A Member cannot exercise his/her vote by proxy on postal ballot.
8. Voting period will commence on Wednesday, May 17, 2023 at 9:00 a.m. (IST) and will end on Thursday, June 15, 2023 at 5:00 p.m. (IST).
9. The Board of Directors of the Company has appointed Ms. Ashwini Mohit Inamdar (FCS 9409, CP No. 11226), Partner of M/s. Mehta & Mehta., Practicing Company Secretaries, Mumbai or failing her, Ms. Alifya Sapatwala (ACS 24091, CP No. 24895) as a Scrutinizer to conduct the process of the postal ballot/e-Voting, in a fair and transparent manner.

10. The Scrutinizer will submit its Consolidated Report to the Chairperson, or any other person authorized by the Chairperson, after completion of the scrutiny of the votes cast and the results of the voting by Postal Ballot which will be announced by the Chairperson or any other person authorized on or before June 17, 2023. The Scrutinizer's decision on the validity of the votes shall be final.
11. The results declared along with the Scrutinizer's Report shall be placed on the Company's website at www.transindia.co.in. The results shall also be displayed on the notice board at the registered office of the Company.
12. The resolution, if passed by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for voting i.e. June 15, 2023. Further, the resolution passed by the Members through postal ballot is deemed to have been passed as if they have been passed at a duly convened general meeting of the Company.
13. All the material documents referred to in the explanatory statement will be available for inspection at the registered office of the Company during office hours on all working days during the voting period. Also, the Members may also send their requests to rnt.helpdesk@linkintime.co.in from their registered email addresses mentioning their names, folio numbers, DP ID and Client ID during the voting period of the Postal Ballot.

14. Voting through electronic means

Pursuant to the provisions of Sections 108, 110 and other applicable provisions, if any, of the Act read with Rule 20 and 22 of the Management Rules, MCA Circulars and any other applicable provisions, if any, the Company has extended e-Voting facility to enable the Members to cast their votes electronically through the e-Voting services provided by NSDL.

The e-Voting facility will be available during the following period:

Commencement of e-Voting	From Wednesday, May 17, 2023, 9:00 a.m. (IST)
End of e-Voting	Upto Thursday, June 15, 2023, 5:00 p.m. (IST)

The e-Voting module shall be disabled by NSDL for voting at 5:00 p.m. (IST) on Thursday, June 15, 2023. Once the vote on the resolution is cast by a Member, he or she will not be allowed to change it subsequently.


The procedure and instructions for e-Voting are as follows:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode:

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com either on a Personal Computer or on a mobile. Once home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

	<p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> 
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting thier vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option

	where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL)	Your User ID is:
a) For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on “**Forgot User Details/Password?**” (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com
 - b) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number, your PAN, your name and your registered address etc.
 - c) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “**Submit**” and also “**Confirm**” when prompted.
5. Upon confirmation, the message “**Vote cast successfully**” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to alifya@mehta-mehta.com with a copy marked to evoting@nsdl.co.in . Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre at evoting@nsdl.co.in .

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-Voting for the resolution set out in this notice:

- I. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account Statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to investorsrelation@transindia.co.in . If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
 - II. Alternatively, shareholder/Members may send a request to evoting@nsdl.co.in for procuring user id and password for e-Voting by providing above mentioned documents.
15. All documents referred to in the Notice and Explanatory Statement will be available for electronic inspection by the Members from the date of dispatch of this Notice until the last date for receipt of votes by e-Voting i.e., Thursday, June 15, 2023 till 5:00 p.m. (IST). Members seeking to inspect such documents can send an e-mail to investorsrelation@transindia.co.in . Further, any query in relation to the resolution proposed to be passed by e-Voting may be addressed to the Company Secretary of the Company at investorsrelation@transindia.co.in

16. Upon completion of the scrutiny of the votes cast in a fair and transparent manner, the Scrutinizer will submit its report to the Chairperson of the Company, or any person duly authorized by him. The Chairperson or any director or any other person authorized by the Chairperson shall declare the results of the Postal Ballot as per the statutory timelines. The results of the Postal Ballot will be announced within 2 (two) working days of conclusion of the voting through Postal Ballot process. The results along with the Scrutinizer's report will also be posted on websites of the Company i.e. www.transindia.co.in and NSDL: <https://www.evoting.nsdl.com/>. The Company will also display the results at its registered office. The resolution, if passed by the requisite majority, shall be deemed to have been passed on the last date specified for e-Voting i.e. Thursday, June 15, 2023.

EXPLANATORY STATEMENT

(Pursuant to the provisions of Section 102 of the Companies Act, 2013)

Item No. 1

The Company, amongst other businesses, operates in the Crane division. The business is capital intensive and entails significant management bandwidth. Considering the strategy to exit non-core businesses that do not align with Company's long-term goals, the Company proposes to sell the Crane Business Division comprising of 74 cranes, 56 Trailors along with order book & contracts, employees, net working capital, customer & vendor relationships, other relevant fixed assets, RTO licenses / approvals, data & records and historical credentials as set out in the Business Transfer Agreement ("BTA") by way of a slump sale on a going concern basis to Premier Heavy Lift Private Limited ("PHL"), a company incorporated under provisions of Companies Act, 2013, having its registered office at B-2/38 Safdarjung Develop Area, New Delhi, 110029, ("Purchaser"), for an overall consideration of INR 121,00,00,000/- (Indian Rupees One Hundred and Twenty-One Crores only) plus Net Working Capital as on March 31, 2023, subject to the adjustments as may be specified in the BTA and on such terms and conditions, as may be mutually agreed in the BTA. The Board believes that the Purchaser will be able to run the Crane division of the Company efficiently. The closing of the Transaction is conditional upon passing of the Special Resolution by the Members of your Company and receipt of all the required approvals as set out in the BTA.

In accordance with the provisions of Section 180(1)(a) of the Companies Act, 2013 ("the Act"), any sale, lease or otherwise disposal of the whole or substantially the whole of the undertaking of the Company requires the approval of the members of the Company accorded by way of the special resolution. An undertaking for the purpose of Section 180(1)(a) of the Act means an undertaking in which the investment of the Company exceeds 20% of its net worth as per the audited balance sheet of the preceding financial year or an undertaking which generates 20% of the total income of the Company during the previous financial year. Since the Crane Business Undertaking exceeds the threshold specified herein, the transfer of the Crane Business Undertaking requires approval of the Members by a special resolution under Section 180(1)(a) of the Act.

The Board, in its meeting held on Wednesday, April 26, 2023 has, subject to approval from members of the Company, approved the sale of Crane Business Division, by way of a slump sale on a going concern basis to the Purchaser in accordance with the terms of the BTA approved by the Board at the same meeting. The Details of the transaction has been disclosed in **Annexure-I**.

(Formerly known as TransIndia Realty & Logistics Parks Limited)

The Board is of the opinion that the aforesaid special resolution is in the best interest of the Company and hence, recommends the special resolution for approval of the Members of the Company.

None of the Directors, Key Managerial Personnel of the Company and/ or their relatives are concerned or interested, in any way, in the proposed resolution except to the extent of their shareholding, if any, in the Company.

By order of the Board of Directors
For Transindia Real Estate Limited

(Formerly known as TransIndia Realty & Logistics Parks Limited)

Sd/-

Place: Mumbai

Date: May 08, 2023

Khushboo Mishra

Company Secretary

(Membership No.: A68324)

Registered Office:

4th Floor, A Wing, Allcargo House, CST Road,
Kalina, Santacruz (E), Mumbai - 400098

E-mail ID: investorsrelation@transindia.co.in

Website: www.transindia.co.in

Tel: +91 22 66798100

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Annexure-I

Sr. No.	Disclosures										
1	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division of the listed entity during the last financial year	<p><i>For the nine months period ended 31 December 2022</i> (Rs. in Lakhs)</p> <table border="1" style="margin-left: auto; margin-right: auto;"> <thead> <tr> <th style="text-align: center;">Particulars</th> <th style="text-align: center;">Amount</th> <th style="text-align: center;">Contributions</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">Turnover</td> <td style="text-align: center;">7,339</td> <td style="text-align: center;">~48%</td> </tr> <tr> <td style="text-align: center;">Net Worth</td> <td style="text-align: center;">6,470</td> <td style="text-align: center;">~7%</td> </tr> </tbody> </table> <p><i>The aforementioned figures pertain to the Crane Division that has been demerged from Allcargo Logistics Limited to Transindia Real Estate Limited (Formerly known as TransIndia Realty & Logistics Parks Limited) with Effective Date of 1st April 2023. These figures are based on the customer contracts executed during the nine-month period ended 31st December 2022, without considering the provisions of Business Transfer Agreement signed with the Buyer.</i></p>	Particulars	Amount	Contributions	Turnover	7,339	~48%	Net Worth	6,470	~7%
Particulars	Amount	Contributions									
Turnover	7,339	~48%									
Net Worth	6,470	~7%									
2	Date on which the agreement for sale has been entered into	Business Transfer Agreement signed with buyer on April 27, 2023.									
3	The expected date of completion of sale/disposal	On or before 30 June 2023.									
4	Consideration received from such sale/disposal	Rs. 121 crores (Rupees One Hundred and Twenty One Crores), excluding working capital adjustments as per Business Transfer Agreement.									
5	Brief details of buyers and whether any of the buyers belong to the promoter/promoter group/ ground companies. If yes, details thereof	<p>Premier Heavy Lift Private Limited, which is inter alia engaged in infrastructure, construction and related activities.</p> <p>The buyer does not belong to promoter group of the Company.</p>									
6	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length".	Not Applicable.									

7	<p>Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/ merger, shall be disclosed by the listed entity with respect to such slump sale.</p> <p>(For the purpose of this sub-clause, "slump sale" shall mean the transfer of one or more undertakings, as a result of the sale for a lump sum consideration, without values being assigned to the individual assets and liabilities in such sale)</p>	
7.1	<p>Name of Entities forming part of the Slump sale, and Area of business of the entities</p>	<p>Transindia Real Estate Limited ("the Seller/the Company") Presently, the Company has following business segments:</p> <ol style="list-style-type: none"> 1. Logistics Parks 2. Leasing of real estate 3. Project and Engineering Solutions <p>Premier Heavy Lift Private Limited ("the Buyer") Please refer Serial No. 5 for buyer's area of business.</p>
7.2	<p>Rationale of slump sale</p>	<p>The long-term focus of Seller is on the business of logistics parks and leasing of real estate, and therefore seeking to exit non-core businesses.</p>
7.3	<p>In case of cash consideration - amount or otherwise share exchange ratio</p>	<p>Please refer Serial No. 4.</p>
7.4	<p>Brief details of change in shareholding pattern (if any) of listed entity</p>	<p>Not Applicable.</p>