

To,
The Manager,
Listing Department,
National Stock Exchange of India Limited
'Exchange Plaza', C-1 Block G, Bandra-Kurla Complex,
Bandra (East), Mumbai – 400051.

SYMBOL: TOTAL

SUB: Outcome of the Board Meeting held on November 23, 2021 for Acquisition of shares pursuant to SEBI NO. CIR/CFD/CMD/4/2015 dated September 09, 2015

Dear Sir/Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Schedule III and Circulars, as applicable and as amended from time to time ("SEBI Listing Regulations"), this is to inform you that the Board of Directors of the Company at its Meeting held on November 23, 2021 have, inter alia considered and approved the following agendas:

1. The Company has received the letter of offer from its Subsidiary Company M/s. Oneworld Logistics Private Limited (Oneworld) for subscribing the equity shares on Rights Basis on November 19, 2021. The Company has accepted the offer by investing Rs. 2,00,00,000 (Rupees Two Crores), in Oneworld by way of subscription of 20,00,000/- (Twenty Lacs) equity shares of Rs. 10/- each.

Further, the shareholding of the Company in Oneworld will be changed from 100% to 91%.

The target company is engaged in the business of transportation, shipping and logistics and Last Mile Delivery business.

2. Resignation of M/s Mishra & Associates as a Secretarial Auditor of the Company for the financial year 2021-22.
3. Appointment of M/s. MMJB & Associates LLP, Company Secretaries as a Secretarial Auditor of the Company for the financial year 2021-22.

TOTAL TRANSPORT SYSTEMS LIMITED

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

The Brief details as required under the above mentioned provisions are enclosed herewith as Annexure A & Annexure B.

The meeting commenced at 02:30 PM and concluded at 03:15 P.M.

Kindly take the same on your records.

Thanking You

Yours truly,

For **Total Transport Systems Limited**

Bhavik Trivedi
Company Secretary & Compliance officer

Date: 23/11/2021

Place: Mumbai

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Annexure A

S.N.	Brief Particulars	Details
1	Name of the target entity, details in brief such as size, turnover etc.;	<p>Oneworld Logistic Private Limited</p> <p>Details:</p> <ol style="list-style-type: none"> 1. The Target Company is engaged in carrying on the business of freight forwarders, air, road and shipping agents, multi- modal transport operator, logistics provider, clearing and forwarding agent, ship management, and shipping intermediates in any part of India or abroad, and to render all types of services require for loading and unloading of goods, customs clearance, transport and other personal services required by shipping lines, container leasing companies, road transport operators and air lines. 2. To carry on the business of movement of goods from a transportation hub to the final delivery destination known as Last mile delivery business. <p>Turnover (as at 31st March 2021): Rs. 37.16 Crores</p>
2	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”;	The Acquisition is Related party transaction, however Oneworld being a Wholly owned subsidiary is exempted under the provisions.
3	Industry to which the entity being acquired belongs;	Transportation
4	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);	To meet the working capital requirements and other business operations

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5	brief details of any governmental or regulatory approvals required for the acquisition;	Not Applicable
6	indicative time period for completion of the acquisition;	On or before November 30, 2021
7	nature of consideration - whether cash consideration or share swap and details of the same;	Conversion of loan into equity
8	cost of acquisition or the price at which the shares are acquired;	Rs 2,00,00,000 (20,00,000 Equity Shares of Rs. 10 each)
9	Percentage of shareholding / control acquired and / or number of shares acquired;	91%
10	brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information	<p>Target company oneworld is engaged in the Business of last mile delivery which is popularly known brand name as Abhilaya, is an established Company in Indian logistics industry, Through robust network and wide geographical reach we are present in more than 12 states across India. One World is a thorough and well-structured corporate governance and management structure with senior management through managers, supervisors, delivery associates. The company caters to a wide range of business across India. The company has built a sustainable growing logistics business of last mile delivery. The company caters to a wide range of business across India. Since October 2018 the company started last mile delivery with Amazon, Flipkart, FedEx, SpiceJet and JioMart and has various service offerings – same day delivery, Rural mile (Building Delivery stations in Tier II cities, E-commerce centers) & Rural B2B (deliveries within same GST state - LTL, FTL). The Company's wide reach and superior logistics capabilities helps it promote end to end services.</p> <p>Date of Incorporation: 08/01/2010</p> <p>Turnover of last 3 years: Nil (2018-19) Rs 12.65 Crores (2019-20) Rs 37.16 Crores (2020-21)</p> <p>country in which the acquired entity has presence : India</p>

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Annexure B

Sr. no.	Brief particulars	Details
1	Reasons for change	Appointment to comply with the Companies Act, 2013 and the requirements under SEBI(LODR) Amendment Regulations, 2015
2	Date of appointment and term of appointment	Date of appointment: November 23, 2021 Term of appointment: M/s. MMJB & Associates LLP is appointed as Secretarial Auditor of the Company for conducting Secretarial Audit for the Financial Year 2021-22
3	Brief Profile of the auditors	M/s. MMJB & Associates LLP is a firm of Practicing Company Secretaries comprising of 6 partners having wide experience in corporate compliances. The firm provides various advisory services on corporate compliances, securities law, incorporation, mergers and acquisitions, corporate restructuring, FEMA, Intellectual Property Rights, etc.

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