

September 30, 2022

To
The General Manager
Listing Department
BSE Limited
Department of Corporate Services
PJ towers, Dalal Street, Mumbai -400 001
BSE Symbol: 505978

Dear Sir,

Subject: Declaration of Voting Results

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results in the prescribed format, in respect of remote e-voting and e-voting at the meeting on all the resolutions mentioned in the Notice dated August 13, 2022 of the 46th AGM held on September 29, 2022.

Also, please find enclosed the Scrutinizer's' Report on remote e-voting and e-voting at the meeting.

Kindly take the same on your records and oblige.

Thanking You,

Yours Sincerely,

For Triton Valves Limited


Swathishree K R

Company Secretary & Compliance Officer



Encl: a/a

Scrip Code	505978
Name of company	RITON VALVES LIMITED
Date of AGM	29-09-2022
Record date	22-09-2022
Total number of shareholders on record date	6486
Number of shareholders present in the meeting either in person or through proxy	
a) Promoter and promoter group	NA
b) Public	NA
Number of shareholders attended the meeting through video conferencing	
a) Promoter and promoter group	7
b) Public	29
Number of resolutions passed in meeting	8



Resolution Details(1)								
Resolution Required - (Ordinary/Special)					To receive, consider and adopt the Standalone and the Consolidated Financial Statements for the Financial Year ended March 31 2022 and the Reports of the Board including Secretarial Audit Report and of the Independent Auditors thereon			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		549704	100	549704	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	549704	0	0	0	0	0	0
	Total	549704	549704	100	549704	0	100	0
Public Institutions	E-voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non-Institutions	E-voting		13235	2.699241112	13150	85	99.35776351	0.642236494
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	490323	0	0	0	0	0	0
	Total	490323	13235	2.699241112	13150	85	99.35776351	0.642236494
Total		1040027	562939	54.12734477	562854	85	99.98490067	0.015099327



Resolution Details(2)								
Resolution Required - (Ordinary/Special)					Ordinary - To declare a dividend of Rs. 5/- per Equity Share of Rs.10/- each (50%), for the financial year ended March 31 2022.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		549704	100	549704	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	549704	0	0	0	0	0	0
	Total	549704	549704	100	549704	0	100	0
Public Institutions	E-voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non-Institutions	E-voting		13235	2.69924112	13150	85	99.35776351	0.642236494
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	490323	0	0	0	0	0	0
	Total	490323	13235	2.69924112	13150	85	99.35776351	0.642236494
Total		1040027	562939	54.12734477	562854	85	99.98490067	0.015099327



Resolution Details(3)								
Resolution Required - (Ordinary/Special)				Ordinary - Appoint a Director in place of Mrs. Anuradha M. Gokarn (DIN: 00185509), who retires by rotation and being eligible, offers herself for re-appointment.				
Whether promoter/ promoter group are interested in the agenda/resolution?				Yes				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - in Against (5)	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		549704	100	549704	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	549704	0	0	0	0	0	0
	Total	549704	549704	100	549704	0	100	0
Public Institutions	E-voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non-Institutions	E-voting		13235	2.699241112	13138	97	99.26709482	0.732905176
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	490323	0	0	0	0	0	0
	Total	490323	13235	2.699241112	13138	97	99.26709482	0.732905176
Total		1040027	562939	54.12734477	562842	97	99.982769	0.017230997



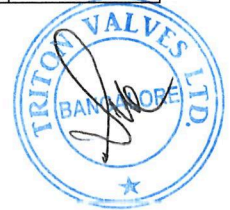
Resolution Details(4)								Ordinary - To re-appoint M/s. Deloitte Haskins and Sells LLP, Chartered Accountants as statutory auditors of the Company and to fix their remuneration.	
Resolution Required - (Ordinary/Special)									
Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-voting		549704	100	549704	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot(if applicable)	549704	0	0	0	0	0	0	
	Total	549704	549704	100	549704	0	100	0	
Public Institutions	E-voting		0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot(if applicable)	0	0	0	0	0	0	0	
	Total	0	0	0	0	0	0	0	
Public Non-Institutions	E-voting		13235	2.699241112	13138	97	99.26709482	0.732905176	
	Poll		0	0	0	0	0	0	
	Postal Ballot(if applicable)	490323	0	0	0	0	0	0	
	Total	490323	13235	2.699241112	13138	97	99.26709482	0.732905176	
Total		1040027	562939	54.12734477	562842	97	99.982769	0.017230997	



Resolution Details(5)					Special - To Re-appoint Mr Aditya M Gokarn (DIN: 00185458) as Managing Director of the Company			
Resolution Required - (Ordinary/Special)								
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		549704	100	549704	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	549704	0	0	0	0	0	0
	Total		549704	549704	100	549704	0	100
Public Institutions	E-voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	0	0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non-Institutions	E-voting		13235	2.699241112	13136	99	99.25198338	0.748016623
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	490323	0	0	0	0	0	0
	Total		490323	13235	2.699241112	13136	99	99.25198338
Total		1040027	562939	54.12734477	562840	99	99.98241373	0.017586275



Resolution Details(6)								
Resolution Required - (Ordinary/Special)					Special - To Re-appointment Mr Prashanth Nayak (DIN: 03371824) as an Independent Director for Second Term of Five Consecutive Years			
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	E-voting		549704	100	549704	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	549704	0	0	0	0	0	0
	Total		549704	549704	100	549704	0	100
Public Institutions	E-voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	0	0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non-Institutions	E-voting		13235	2.699241112	13136	99	99.25198338	0.748016623
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	490323	0	0	0	0	0	0
	Total		490323	13235	2.699241112	13136	99	99.25198338
Total		1040027	562939	54.12734477	562840	99	99.98241373	0.017586275



Resolution Details(7)					Special - Payment of Commission to Non-Executive Directors of the Company			
Resolution Required - (Ordinary/Special)								
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		549704	100	549704	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	549704	0	0	0	0	0	0
	Total	549704	549704	100	549704	0	100	0
Public Institutions	E-voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non-Institutions	E-voting		14650	2.987826392	13125	1525	89.59044369	10.40955631
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	490323	0	0	0	0	0	0
	Total	490323	14650	2.987826392	13125	1525	89.59044369	10.40955631
Total		1040027	564354	54.26339893	562829	1525	99.72977954	0.270220464



Resolution Details(8)					Special - Ratification of payment of remuneration to Cost Auditor for the Financial Year 2022-23			
Resolution Required - (Ordinary/Special)					Whether promoter/ promoter group are interested in the agenda/resolution?			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= ((2)/(1))*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		549704	100	549704	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	549704	0	0	0	0	0	0
	Total	549704	549704	100	549704	0	100	0
Public Institutions	E-voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non-Institutions	E-voting		13235	2.699241112	13138	97	99.26709482	0.732905176
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	490323	0	0	0	0	0	0
	Total	490323	13235	2.699241112	13138	97	99.26709482	0.732905176
Total		1040027	562939	54.12734477	562842	97	99.982769	0.017230997



PARAMESHWAR G. BHAT

B.Com., LLB, ML, MBA, FCS

Company Secretary

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parameshwar.g.bhat@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and the Companies
(Management & Administration) Rules, 2014]

To

Mr. S. K. Welling

Chairman of 46th Annual General Meeting

Triton Valves Limited

Bengaluru

Dear Sir,

I, Parameshwar G. Bhat, Company Secretary in Whole-Time Practice (FCS No. 8860, CP No. 11004), having office at # 496/4, 2nd Floor, 10th Cross, Near Bashyam Circle, Sadashivanagar, Bengaluru - 560 080, duly appointed as Scrutinizer by Triton Valves Limited ('the Company') for the purpose of scrutinizing the e-voting prior to the Annual General Meeting ('remote e-voting') and electronic voting ('e-voting') at the 46th Annual General Meeting (AGM) held on Thursday, September 29, 2022 at 4:00 PM IST held through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), pursuant to Sections 108 and 109 of the Companies Act, 2013 (the Act), read with Rules 20 and 21 of the Companies (Management & Administration) Rules, 2014 (the Rules) as amended from time to time and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations), hereby furnish my Report to you.

The notice dated August 13, 2022, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with MCA Circular No. 2/2022 dated May 5, 2022 read with Circular No. 02/2021 dated January 13, 2021, Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 5, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022.

The Management of the Company is responsible to ensure compliance of the requirements of the Companies Act, 2013 and Rules made there under relating to voting through remote e-voting and e-voting at the Annual General Meeting for the resolutions proposed in the Notice of 46th Annual General Meeting. My responsibility as



a Scrutinizer is to ensure that the voting process both through remote e-voting and e-voting at the AGM are conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report for the votes casts in "favour" or "against" the resolutions proposed in the Notice convening the 46thAnnual General Meeting of the Company.

The e-voting facility both for remote e-voting and e-voting at the AGM were provided by National Securities Depository Limited (NSDL).

In terms of the aforesaid Notice and as per the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the remote e-voting was kept open for Five days from 24thSeptember, 2022 (9.00 A.M. IST) till 28thSeptember, 2022 (5.00 P.M. IST) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform.

After declaration of voting by the Chairman, the Shareholders present at the AGM through VC/OAVM voted through e-voting facility at the AGM provided by NSDL at the AGM.

The Members holding Equity Shares as on the "cut-off date" i.e., 22ndSeptember, 2022 were entitled to vote on the Resolutions proposed in the Notice calling the 46thAnnual General Meeting.

At the end of the voting period on 28thSeptember, 2022 (5.00 P.M. IST), the voting portal of NSDL was blocked forthwith.

After the conclusion of e-voting at the AGM, the votes cast under remote e-voting and votes cast through e-voting at the AGM were unblocked on 29thSeptember, 2022, in presence of Mr. Rithik Jain and Ms. Shruti Rao who acted as witnesses as prescribed under sub-rule 3(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and thereafter the votes cast there under were counted.

Thereafter, the details containing *inter alia*, the list of the members, who voted "for" or "against" each of the resolution that were put to vote, were derived from the report generated from the e-voting portal of NSDL i.e. www.evoting.nsdl.com and based on such reports

1. 53(folio wise) members have cast their votes through remote e-voting.
2. 01 (folio wise) member has cast his/her vote through e-voting at the Annual General Meeting.

The brief analysis of the results of the remote e-voting and e-voting at the Annual General Meeting are as under:



ORDINARY BUSINESS:

Item No.1: To receive, consider and adopt the Standalone and the Consolidated Financial Statements for the Financial Year ended March 31,2022 and the Reports of the Board including Secretarial Audit Report and of the Independent Auditors thereon:

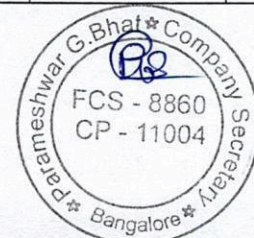
Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	50	562804	01	50	51	562854	99.98
Dissent	02	85	0	0	02	85	0.02
Total	52	562889	01	50	53	562939	100.00
Abstained/ Invalid	1	1415	0	0	1	1415	NA

Item No. 2: To declare a dividend of Rs. 5 per Equity Share of Rs. 10/- each (50%), for the financial year ended March 31, 2022:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	50	562804	01	50	51	562854	99.98
Dissent	02	85	0	0	02	85	0.02
Total	52	562889	01	50	53	562939	100.00
Abstained/ Invalid	1	1415	0	0	1	1415	NA



Item No. 3: To appoint a Director in place of Mrs. Anuradha M. Gokarn (DIN: 00185509), who retires by rotation and being eligible, offers herself for re-appointment:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	48	562792	01	50	49	562842	99.98
Dissent	04	97	0	0	04	97	0.02
Total	52	562889	01	50	53	562939	100.00
Abstained/ Invalid	1	1415	0	0	1	1415	NA

Item No. 4: Reappointment of the Statutory Auditors:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	48	562792	01	50	49	562842	99.98
Dissent	04	97	0	0	04	97	0.02
Total	52	562889	01	50	53	562939	100.00
Abstained/ Invalid	1	1415	0	0	1	1415	NA



SPECIAL BUSINESS:

Item No. 5: To Re-appoint Mr. Aditya M Gokarn (DIN: 00185458) as Managing Director of the Company:

***Special Resolution:**

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	47	562790	01	50	48	562840	99.98
Dissent	05	99	0	0	05	99	0.02
Total	53	562889	01	50	53	562939	100.00
Abstained/ Invalid	1	1415	0	0	1	1415	NA

* The item no. 5 is considered as Special Resolution in lieu of Ordinary Resolution pursuant to the corrigendum to 46th AGM Notice dated 19th September, 2022.

Item No. 6: To Re-appointment Mr. Prashanth Nayak (DIN: 03371824) as an Independent Director for Second Term of Five Consecutive Years:

Special Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	47	562790	01	50	48	562840	99.98
Dissent	05	99	0	0	05	99	0.02
Total	52	562889	01	50	0	562939	100.00
Abstained/ Invalid	1	1415	0	0	1	1415	NA



Item No. 7: Payment of Commission to Non-Executive Directors of the Company:

Special Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	46	562779	01	50	47	562829	99.73
Dissent	07	1525	0	0	07	1525	0.27
Total	53	564304	01	50	54	564354	100.00
Abstained/ Invalid	0	0	0	0	0	0	NA

Item No. 8: Ratification of payment of remuneration to Cost Auditor for the Financial Year 2022-23:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	48	562792	01	50	49	562842	99.98
Dissent	4	97	0	0	4	97	0.02
Total	52	562889	01	50	53	562939	100.00
Abstained/ Invalid	1	1415	0	0	1	1415	NA




Based on the foregoing, the Resolutions numbered from 1 to 8 in respect of 46th Annual General Meeting maybe deemed to have been **passed by requisite majority**.

All the relevant records relating to remote e-voting and e-voting at the AGM are under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely.

Thanking You

Yours Sincerely

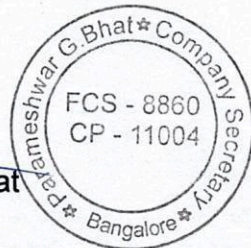


Parameshwar G. Bhat
Company Secretary

Membership No.: FCS No.: 8860

CP No.: 11004

UDIN: F008860D001092965



Date: 30.09.2022

Place: Bengaluru

Witnesses:

1. Rithik Jain



2. Shruti Rao

