



**Date: 6<sup>th</sup> October, 2023**

**Ref: TRIL/SECT/2023-24/NSE-BSE/COMPL/74**

<b>To, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Security Code : 532928</b>	<b>To, National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra - Kurla Complex, Bandra (E), Mumbai - 400 051 Trading Symbol : TRIL</b>
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Dear Sir/Madam,

**Sub: Voting Result of Extra-Ordinary General Meeting of the Company**

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we send herewith voting result of Extra-Ordinary General Meeting of the Company held on Friday, 6<sup>th</sup> October, 2023 through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).

The Company had appointed Mr. Tapan Shah, Practicing Company Secretary as Scrutinizer to scrutinize Remote e-Voting process and e-Voting during EGM.

We also send herewith the Scrutinizer’s Report received from Mr. Tapan Shah.

Request you to take the same on your records.

Thanking you,

Yours faithfully,

**For Transformers and Rectifiers (India) Limited**

**Jitendra U. Mamtora  
Chairman and Whole-time Director  
(DIN: 00139911)**

Encl.: As above

T & R is one of the leading manufacturers of a wide range of transformers globally. Today T & R is second largest Transformer manufacturing company based on Capacity in India. It has capability to develop world class power, distribution, furnace and specialty transformers with world class infrastructure at three plants around the city of Ahmedabad (Gujarat, India). T & R is managed by a highly skilled and experienced team of approximately 1200 employees, who consistently ensure that each and every activity factors in an adherence to high quality benchmarks established by the organisation.


CIN No.: L33121GJ1994PLC022460

Regd. Office : Survey No. 427 P/3-4, & 431 P/1-2, Sarkhej-Bavla Highway, Moraiya, Tal.: Sanand, Dist.: Ahmedabad 382 213.  
Tel.: 91 - 2717 - 661661 Fax: 91 - 2717 - 661716 E-mail: info@transformerindia.com Website: www.transformerindia.com

## Voting Result of Extra-Ordinary General Meeting of the Company

General information about company	
Scrip code	532928
NSE Symbol	TRIL
MSEI Symbol	NOTLISTED
ISIN	INE763I01026
Name of the company	Transformers and Rectifiers (India) Limited
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	06-10-2023
Start time of the meeting	10:07 AM
End time of the meeting	10:15 AM
Scrutinizer Details	
Name of the Scrutinizer	Tapan Shah
Firms Name	Tapan Shah
Qualification	CS
Membership Number	F4476
Date of Board Meeting in which appointed	12-09-2023
Date of Issuance of Report to the company	06-10-2023
Voting results	
Record date	29-09-2023
Total number of shareholders on record date	54922
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	3
b) Public	38
<b>No. of resolution passed in the meeting</b>	<b>3</b>
<b>Disclosure of notes on voting results</b>	Out of 3 Resolution placed before Member Resolution No 1 was approved by the Member and Resolution No. 2 & 3 was not approved by member as per Scrutinizer Report obtained


For Transformers and Rectifiers (India) Limited

  
**Jijendra Mantora**  
 Chairman and Whole-time Director

## Resolution (1)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Offer and Issue Equity Shares on Preferential Basis				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		92450920	93.1034	92450920	0	100.0000	0.0000
	Poll	99299150						
	Postal Ballot (if applicable)							
	Total	99299150	92450920	93.1034	92450920	0	100.0000	0.0000
Public- Institutions	E-Voting		10827	1.4232	10827	0	100.0000	0.0000
	Poll	760735						
	Postal Ballot (if applicable)							
	Total	760735	10827	1.4232	10827	0	100.0000	0.0000
Public- Non Institutions	E-Voting		46647	0.1435	44117	2530	94.5763	5.4237
	Poll	32504225						
	Postal Ballot (if applicable)							
	Total	32504225	46647	0.1435	44117	2530	94.5763	5.4237
<b>Total</b>		<b>132564110</b>	<b>92508394</b>	<b>69.7839</b>	<b>92505864</b>	<b>2530</b>	<b>99.9973</b>	<b>0.0027</b>
<b>Whether resolution is Pass or Not.</b>							Yes	

For Transformers and Rectifiers (India) Limited

  
**Jitendra Mamora**  
 Chairman and Whole-time Director



## Resolution (2)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Issue of Secured Redeemable Non-Convertible Debentures (NCDs) On Private Placement Basis				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		92450920	93.1034	0	92450920	0.0000	100.0000
	Poll	99299150						
	Postal Ballot (if applicable)							
	<b>Total</b>	99299150	92450920	93.1034	0	92450920	0.0000	100.0000
Public- Institutions	E-Voting		10827	1.4232	10827	0	100.0000	0.0000
	Poll	760735						
	Postal Ballot (if applicable)							
	<b>Total</b>	760735	10827	1.4232	10827	0	100.0000	0.0000
Public- Non Institutions	E-Voting		46647	0.1435	20312	26335	43.5441	56.4559
	Poll	32504225						
	Postal Ballot (if applicable)							
	<b>Total</b>	32504225	46647	0.1435	20312	26335	43.5441	56.4559
<b>Total</b>		132564110	92508394	69.7839	31139	92477255	0.0337	99.9663
<b>Whether resolution is Pass or Not.</b>							No	

For Transformers and Rectifiers (India) Limited

  
 Jitendra Mamtara  
 Chairman and Whole-time Director

### Resolution (3)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Issue of Secured Optionally Convertible Debentures (OCDs) On Private Placement Basis				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	99299150	92450920	93.1034	92450920	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	99299150	92450920	93.1034	92450920	0	100.0000	0.0000
Public- Institutions	E-Voting	760735	10827	1.4232	10827	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	760735	10827	1.4232	10827	0	100.0000	0.0000
Public- Non Institutions	E-Voting	32504225	46647	0.1435	18412	28235	39.4709	60.5291
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	32504225	46647	0.1435	18412	28235	39.4709	60.5291
<b>Total</b>		132564110	92508394	69.7839	92480159	28235	99.9695	0.0305
<b>Whether resolution is Pass or Not.</b>							No	

For Transformers and Rectifiers (India) Limited

  
**Jitendra Mamtora**  
 Chairman and Whole-time Director



**TAPAN SHAH**  
COMPANY SECRETARY

816-818, Anand Mangal – 3, Opp. Core House,  
Nr. Doctor House, Ellisbridge, Ahmedabad-380006  
Phone: (O) 26430810, 40024320  
E-mail: [info@tanshah.in](mailto:info@tanshah.in)

Date: 6<sup>th</sup> October, 2023

To,  
The Chairman  
Transformers and Rectifiers (India) Limited  
CIN: L33121GJ1994PLC022460  
Survey No.427 P/3-4 and 431 P/1-2,  
Sarkhej - Bavla Highway, Village: Moraiya,  
Taluka: Sanand, Ahmedabad - 382 213 Gujarat

Dear Sir,

I thank you for appointing me as the Scrutinizer for remote e-voting process and voting by your Members during the Extra- Ordinary General Meeting of your Company held on Friday 6<sup>th</sup> day of October, 2023 at 10:00 a.m. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to the remote e-voting and the casting through electronic voting (remote) at the meeting on resolutions contained in the notice of the EGM.

My responsibility as scrutinizer for the remote e-voting and the voting conducted through electronic voting (remote) at the meeting is restricted to making a Scrutinizer's Report of the votes cast in favor or against the resolutions.

I am pleased to submit the Scrutinizer's Report, which is comprehensive and self explanatory in all respects.

Signature: 

Name of Company Secretary: TAPAN SHAH

C.P.No.: 2839

UDIN: F004476E001175657

PR No. : 673/2020



**Report of Scrutinizer on remote e-voting process and voting by members during the EGM of  
Transformers and Rectifiers (India) Limited held on 6<sup>th</sup> October, 2023**

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**TAPAN SHAH**  
COMPANY SECRETARY

816-818, Anand Mangal – 3, Opp. Core House,  
Nr. Doctor House, Ellisbridge, Ahmedabad-380006  
Phone: (O) 26430810, 40024320  
E-mail: [info@tapanshah.in](mailto:info@tapanshah.in)

### SCRUTINIZER'S REPORT

<b>Name of the Company</b>	<b>Transformers and Rectifiers (India) Limited</b>
<b>Meeting</b>	<b>Extra ordinary General Meeting</b>
<b>Day, Date &amp; Time</b>	<b>Friday 6<sup>th</sup> October, 2023 at 10.00 A.M.</b>
<b>Deemed Venue</b>	<b>Survey No.427 P/3-4 and 431 P/1-2, Sarkhej - Bavla Highway, Village: Moraiya, Taluka: Sanand, Ahmedabad - 382 213 Gujarat</b>
<b>Mode</b>	<b>Video Conferencing ("VC") / Other Audio- Visual Means ("OAVM")</b>

#### 1. Appointment as Scrutinizer:-

I was appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the Extra- Ordinary General Meeting ("EGM") of TRANSFORMERS AND RECTIFIERS (INDIA) LIMITED (hereinafter referred to as the "Company") scheduled on Friday, 6<sup>th</sup> October, 2023 at 10:00 a.m. held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

#### 2. Dispatch of Notice convening the AGM:-

- i. Pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively and General Circulars No. 20/2021 dated 8 December 2021 and 02/2022 dated 5 May 2022 and 10/2022 dated 28th December, 2022, issued by the Ministry of Corporate Affairs and the SEBI Circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13 May 2022, and SEBI/HO/CFD/PoL-2/P/CIR/2023/4 dated 5<sup>th</sup> January, 2023, advertisement was published in the Financial Express (in English language) and in Financial Express (in Gujarati language), both having Ahmedabad edition on Thursday, 14<sup>th</sup> September, 2023, specifying the date and time of the EGM, availability of the notice on Company's website and website of the Stock Exchanges, manner of registration of email IDs by the members (both physical and demat) who are yet to register their email IDs with the Company, manner of voting through remote e-voting or through e-voting system at the EGM etc.



Report of Scrutinizer on remote e-voting process and voting by members during the EGM of  
Transformers and Rectifiers (India) Limited held on 6<sup>th</sup> October, 2023



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- ii. The Company hosted the notice of EGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the EGM and also intimated the same to BSE Limited and National Stock Exchange of India Limited on Wednesday 13<sup>th</sup> September, 2023.
- iii. The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Link In timeIndia Pvt. Ltd., the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., Central Depository Services (India) Limited ("CDSL") and National Securities Depository Limited ("NSDL"), the Company completed dispatch of Notice of AGM:
  - On 13<sup>th</sup> September, 2023 by E-mail to 47,823 Members who had already registered their email IDs with the Company / Depositories, which includes 1443 shareholders whose email were bounced.

### 3. Cut-off date:-

Voting rights were reckoned as on Friday 29<sup>th</sup> September, 2023, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting during the EGM.

### 4. Remote e-voting process:-

#### i. Agency

The Company appointed Central Depository Services (India) Ltd (CDSL) as the agency for providing the platform for remote e-voting and e-voting during the EGM.

#### ii. Remote e-voting period

Remote e-voting platform was open from 09:00 a.m. on Tuesday 3<sup>rd</sup> October, 2023 till 05:00 p.m. on Thursday 5<sup>th</sup> October, 2023 and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by CDSL.



Report of Scrutinizer on remote e-voting process and voting by members during the EGM of Transformers and Rectifiers (India) Limited held on 6<sup>th</sup> October, 2023





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**5. Voting at the EGM:-**

- i. As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID/ folios, number of shares held but not the manner in which they have voted.
- ii. Accordingly, CDSL, the remote e-voting agency provided us with the names, DP ID & Client ID/ folios and shareholding of the members who had cast their votes through remote e-voting.

**6. Counting Process:-**

On completion of e-voting during the EGM, I unblocked the results of the remote e-voting and e-voting by members at the EGM, on the CDSL e-voting platform and downloaded the results, in the presence of two witnesses who were not in the employment of the Company.

**7. Results:-**

- i. I observed that
  - No Member had cast their votes through e-voting during the EGM;
  - 84(Eighty Four) Members had cast their votes through remote e-voting.
- ii. Consolidated results with respect to each item on the agenda as set out in the Notice of the EGM dated 12<sup>th</sup> September, 2023 is enclosed herewith.
- iii. Based on the aforesaid results, I report that out of Three (3) Special Resolutions as set out in Item Nos. 1 to 3 of the Notice of the EGM dated 12<sup>th</sup> September, 2023, resolution no.1 has been passed with the requisite majority and other two resolutions (resolution no.2 and 3) were not approved by the members of the Company.

**Place: Ahmedabad**

**Date: 06/10/2023**

**Signature:** 

**Name of Company Secretary: TAPAN SHAH**

**C.P.No.: 2839**

**UDIN: F004476E001175657**

**PR No. : 673/2020**



**Report of Scrutinizer on remote e-voting process and voting by members during the EGM of Transformers and Rectifiers (India) Limited held on 6<sup>th</sup> October, 2023**



**TAPAN SHAH**  
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**Declaration**

We, the undersigned witnessed that;

1. The remote e-voting result/list was unblocked and downloaded from the CDSL website ([www.evotingindia.com](http://www.evotingindia.com)) in my presence at 10.30A.M.on 6<sup>th</sup> October, 2023.

Place: Ahmedabad

Date: 06/10/2023

Countersigned by

**For TRANSFORMERS & RECTIFIERS (INDIA) LIMITED**

Witness 1:

Ms. Falguni Panchal

Witness 2:

Mr. Karan Parikh

For Transformers and Rectifiers (India) Limited

Chairman

Jitendra Mamtara  
Chairman and Whole-time Director



Report of Scrutinizer on remote e-voting process and voting by members during the EGM of  
Transformers and Rectifiers (India) Limited held on 6<sup>th</sup> October, 2023



**TAPAN SHAH**  
COMPANY SECRETARY

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**TRANSFORMERS AND RECTIFIERS (INDIA) LIMITED**  
**CONSOLIDATED RESULTS**

**RESOLUTION NO. 1: To offer and issue equity shares on preferential basis - Special Resolution**

Particulars	Remote E-Voting		E-Voting at the EGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	81	92505864	0	0	81	92505864	100.00
Dissent	3	2530	0	0	3	2530	0.00
Total	84	92508394	0	0	84	92508394	100.00

Based on the aforesaid result, I report that the Special Resolution as set out in Resolution No. 1 of the Notice of the EGM dated 12th September, 2023 has been passed with requisite majority.

**RESOLUTION NO. 2: Issue of secured redeemable non-convertible debentures (NCDs) on private placement basis - Special Resolution**

Particulars	Remote E-Voting		E-Voting at the EGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	32	31139	0	0	32	31139	0.03
Dissent	52	92477255	0	0	52	92477255	99.97
Total	84	92508394	0	0	84	92508394	100.00

Based on the aforesaid result, I report that the Special Resolution as set out in Resolution No. 2 of the Notice of the EGM dated 12th September, 2023 has not been passed.

**RESOLUTION NO. 3: Issue of secured optionally convertible debentures (OCDs) on private placement basis- Special Resolution**

Particulars	Remote E-Voting		E-Voting at the EGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	34	29239	0	0	34	29239	0.03
Dissent	50	92479155	0	0	50	92479155	99.97
Total	84	92508394	0	0	84	92508394	100.00

Based on the aforesaid result, I report that the Special Resolution as set out in Resolution No. 3 of the Notice of the EGM dated 12th September, 2023 has not been passed.

Signature:

Name of Company Secretary : TAPAN SHAH

FCS : 4476 COP : 2839

UDIN: F004476E001175657

