

Date: 1st October, 2020

Ref: TRIL/SECT/2020-21/NSE-BSE/COMPL/27

To.

The Secretary

**BSE** Limited

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai - 400 001

Security Code: 532928

To.

The Secretary

National Stock Exchange of India Limited

Exchange Plaza, C-1, Block G.

Bandra - Kurla Complex,

Bandra (E), Mumbai - 400 051

**Trading Symbol: TRIL** 

Dear Sir/Madam,

## Sub: Voting Result of 26th Annual 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 26<sup>th</sup> Annual General Meeting of the Company held on Wednesday, 30<sup>th</sup> September, 2029 through Video Conferencing (VC).

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

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

Rakesh Kiri

**Company Secretary** 

Encl.: As above



# Transformers and Rectifiers (India) Limited Details of voting results under Regulation 44(3) 26th Annual General Meeting held on 30th September, 2020

1.	Date of AGM / EGM	30th September, 2020
2.	Total no. of shareholders on record date	35943
3.	No. of Shareholders present in the meeting either in person or through proxy	_
	Promoters and Promoters Group:	0
	Public:	0
4.	No. of Shareholders attended the meeting through video conferencing	
	Promoters and Promoters Group:	4
	Public:	42

## Details of Agenda:

#### Resolution No: 1

Resolution	Resolution Type	Whether promoter/ promoter group are interested in the agenda/resolution?
To Consider and Adopt a. the audited standalone financial statement of the Company for the financial year	Ordinary Resolution	No
ended 31st March, 2020, the reports of the Board of Directors and Auditors thereon; and b. the audited		
consolidated financial statement of the Company for the financial year ended 31st March, 2020		

Category	No. of Shares held (1)	No. of votes polled (2)			% of votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)			No. of votes against (5)			% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		E-voting	Poll	Total		E-voting	Poll	Total	E- voting	Poll	Total		
Promoter and Promoter Group	99299150	99295230	0	99295230	100.0000	99295230	0	99295230	0	0	0	100.0000	0.0000
Public- Institutions	0	0	0	0	0.0000	0	0	0	0	0	0	0.0000	0.0000
Public- Non Institutions	33264960	284709	0	284709	0.8559	284609	0	284609	100	0	100	99.9649	0.0351
Total	132564110	99583859	0	99583859	75.1213	99583759	0	99583759	100	0	100	99.9999	,0001

Resolution	Resolution Type	Whether promoter/ promoter group are interested in the agenda/resolution?
To appoint a Director in place of Mr. Satyen Mamtora (DIN: 00139984) who retires by rotation and being eligible, offers himself for reappointment.	Ordinary Resolution	No

Category	No. of Shares held (1)	Shares (2) held (1)			% of votes Polled on outstanding shares (3) = (2) /(1)]*100					otes a (5)	gainst	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		E-voting	Pol1	Total		E-voting	Poll	Total	E- voting	Poll	Total		
Promoter and Promoter Group	99299150	99295230	0	99295230	100.0000	99295230	0	99295230	0	0	0	100.0000	0.0000
Public- Institutions	0	0	0	0	0.0000	. 0	0	0	0	0	0	0.0000	0.0000
Public- Non Institutions	33264960	284709	0	284709	0.8559	283279	0	283279	1430	0	1430	99.9649	0.0351
Total	132564110	99583859	0	99583859	75.1213	99582429	0	99582429	1430	0	1430	99.9986	0.0014

Resolution	Resolution Type	Whether promoter/ promoter group are interested in the agenda/resolution?
To reappoint Mr. Jitendra Mamtora (DIN: 00139911) as Chairman and Whole-time Director of the Company.	Special Resolution	No

Category	No. of Shares held (1)	Shares (2)			% of votes Polled on outstanding shares (3)=[(2) /(1)]*100	No. of votes in favour (4)			No. of votes against (5)			% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		E-voting	Poll	Total		E-voting	Poll	Total	E- voting	Poll	Total		
Promoter and Promoter Group	99299150	99295230	0	99295230	100.0000	99295230	0	99295230	0	0	0	100.0000	0.0000
Public- Institutions	0	0	0	0	0.0000	0	0	0	0	0	0	0.0000	0.0000
Public- Non Institutions	33264960	284709	0	284709	0.8559	283279	0	283279	1430	0	1430	99.9649	0.0351
Total	132564110	99583859	0	99583859	75.1213	99582429	0	99582429	1430	0	1430	99.9986	0.0014

Resolution	Resolution Type	Whether promoter/ promoter group are interested in the agenda/resolution?
To re-appoint Mrs. Karuna Mamtora (DIN: 00253549) as an Executive Director of the Company	Ordinary Resolution	No

Category	No. of Shares held (1)	No. of votes polled (2)			% of votes Polled on outstanding shares (3 = (2 / 1) *100	No. of votes in favour (4)			No. of votes against (5)			% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		E-voting	Poll	Total		E-voting	Pol1	Total	E- voting	Poll	Total		
Promoter and Promoter Group	99299150	99295230	0	99295230	100.0000	99295230	0	99295230	0	0	0	100.0000	0.0000
Public- Institutions	0	0	0	0	0.0000	0	0	0	0	0	0	0.0000	0.0000
Public- Non Institutions	33264960	284709	0	284709	0.8559	283279	0	283279	1430	0	1430	99.9649	0.0351
Total	132564110	99583859	0	99583859	75.1213	99582429	0	99582429	1430	0	1430	99.9986	0.0014

Resolution	Resolution Type	Whether promoter/ promoter group are interested in the agenda/resolution?
To Issue of Equity Shares by way of private placement to Qualified Institutional Buyers or Preferential allotment.	Special Resolution	No

Category	No. of Shares held (1)	Shares (2)			% of votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)			No. of	votes (5)	against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		E-voting	Pol1	Total		E-voting	Poli	Total	E- voting	Poli	Total		
Promoter and Promoter Group	99299150	99295230	0	99295230	100.0000	99295230	0	99295230	0	0	0	100.0000	0.0000
Public- Institutions	0	O	0	0	0.0000	0	0	0	0	0	0	0.0000	0.0000
Public- Non Institutions	33264960	284709	0	284709	0.8559	241946	0	241946	42763	0	42763	84.9801	15.0199
Total	132564110	99583859	0	99583859	75.1213	99541096	0	99541096	42763	0	42763	99.9571	RECT O.

Resolution	Resolution Type	Whether promoter/ promoter group are interested in the ag enda/resolution?
Ratification of remuneration payable to Cost Auditor for the financial year 2020-21.	Ordinary Resolution	No

Category	No. of Shares held (1)	No. of	votes (2)	polled	% of votes Polled on outstanding shares (3)=(2)/(1)]*100	No. of v	otes ii (4)	ı favour	No. of	votes (5)	against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		E-voting	Poll	Total		E-voting	Poll	Total	E- voting	Pol1	Total		
Promoter and Promoter Group	99299150	99295230	0	99295230	100.0000	99295230	0	99295230	0	0	0	100.0000	0.0000
Public- Institutions	0	0	0	0	0.0000	0	0	0	0	0	0	0.0000	0.0000
Public- Non Institutions	33264960	284709	0	284709	0.8559	243276	0	243276	41433	0	41433	. 85.4472	14.5528
Total	132564110	99583859	0	99583859	75.1213	99542426	0	99542426	41433	0	41433	99.9584	0.0416



816-818, Anand Mangal-3, Opp. Core House, Nr. Doctor House, Ellisbridge, Ahmedabad-380006 Phone:(O) 26430810, 30081114 (R) 26650050 E-mail: info@tapanshah.in, tapanshah814@yahoo.com Web: www.tapanshah.in

Date: 30/09/2020

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 26<sup>th</sup>Annual General Meeting of your Company held on Wednesday, 30<sup>th</sup>day of September, 2020 at 11:00 a.m. through Video Conferencing ("VC") I 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 AGM.

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

Mark

C.P.No.: 2839

UDIN:F004476B000780218





## **SCRUTINIZER'S REPORT**

Nameof the Company	Transformers and Rectifiers (India) Limited
Meeting	26th Annual General Meeting
Day, Date & Time	Wednesday, 30th day of September, 2020 at 11:00 a.m.
Deemed Venue	Survey No.427 P/3-4 and 431 P/1-2, Sarkhej - Bavla Highway, Village: Moraiya, Taluka: Sanand, Ahmedabad - 382 213 Gujarat
Mode	Video Conferencing ("VC") / Other Audio- Visual Means ("OAVM")

## 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 26th Annual General Meeting ("AGM") of TRANSFORMERS AND RECTIFIERS (INDIA) LIMITED(hereinafter referred to as the Company) scheduled on Wednesday, 30th day of September, 2020 at 11:00 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 issued by the Ministry of Corporate Affairs, advertisement was published in The Financial Express (English Edition in English language) and in Financial Express (Gujarati Edition in Gujarati language), both having Ahmedabad edition on 8th September, 2020, specifying the date and time of the AGM, 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 AGM etc.

Report of Scrutinizer on remote e-voting process and voting by members during the 26<sup>th</sup> AGM of Transformers and Rectifiers (India) Limited held on 30<sup>th</sup> September, 2020





- ii. The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited and National Stock Exchange of India Limited on 7th September, 2020.
- 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 7th September, 2020 by E-mail to 28,312 Members who had already registered their email IDs with the Company / Depositories, however 2063 copies of annual report were sent through couriers as on 9th September,2020 to the shareholders whose email bounce due to some reason.

#### 3. Cut-off date:-

Voting rights were reckoned as on Thursday, 23<sup>rd</sup> September, 2020, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting during the AGM.

## 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 AGM.

## ii. Remote e-voting period

Remote e-voting platform was open from 09:00 a.m. on Sunday, 27thSeptember, 2020 till 05:00 p.m. on Tuesday, 29thSeptember, 2020 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.

## 5. Voting at the AGM:-

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

Report of Scrutinizer on remote e-voting process and voting by members during the 26<sup>th</sup> AGM of Transformers and Rectifiers (India) Limited held on 30<sup>th</sup> September, 2020





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 AGM, we unblocked the results of the remote e-voting and e-voting by members at the AGM, 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. We observed that
  - > 1 Member had cast their votes through e-voting during the AGM;
  - > 76 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 AGM dated 4<sup>th</sup> September, 2020 is enclosed herewith.
- iii. Based on the aforesaid results, we report that 6 Ordinary and Special Resolutions as set out in Item Nos. 1 to 6 of the Notice of the AGM dated 4<sup>th</sup> September, 2020 have been passed with the requisite majority.

Place: Ahmedabad

Date: 30<sup>th</sup> September, 2020

Signature:

Name of Company Secretary: TAPAN SHAH

C.P.No.: 2839

UDIN:F004476B000780218

#### Declaration

We, the undersigned witnessed that;

1. The remote e-voting result/list was unblocked and downloaded from the CDSL website (<a href="www.evotingindia.com">www.evotingindia.com</a>) in our presence at 11:34 a.m. on 30th September, 2020 at the office of Mr. Tapan Shah, the scrutinizer.

Place: Ahmedabad

Date: 30th September, 2020

Countered signed by

For TRANSFORMERS & RECTIFIERS (INDIA) LIMITED

Witness 1:

Witness 2:

Ms. Hina Patel

Ms. Isha Safi

Chairman

Report of Scrutinizer on remote e-voting process and voting by members during the 26<sup>th</sup> AGM of Transformers and Rectifiers (India) Limited held on 30<sup>th</sup> September, 2020

Page 4 of 4

#### **COSOLIDATED RESULTS**

Resolution No. 1: To receive, consider and adopt the Audited Standalone and consolidated Financial Statement of the company for the financial year ended 31st March 2020 and the reports of the Board of Directors' and Auditors' thereon

Particulars	Remot	E-Voting	Voting at	the AGM	Tota	Percentage	
Assent	Number	Votes	Number	Votes	Number	Votes	(%)
Dissent	/5	99583061	1	698	76	99583759	100.0
	1	100	•	d	1	100	100.0
Total	76	99583161	1	698	77	99583859	100.0

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Resolution No. 1** of the Notice of the AGM dated 4th september 2020 has been **passed with requisite majority.** 

Resolution No. 2: To appoint a Director in place of Mr. Satyen Mamtora (DIN: 00139984) who retires by rotation and being eligible, offers himself for reappointment

Doublaston	Remote E	-Voting	Voting at t	he AGM	Tot	Percentage	
Particulars -	Number	Votes	Number	Votes	Number	Votes	(%)
Dissent	73	99581731	1	698	74	99582429	100.00
Total	3	1430	0	0	3	1430	0.00
TOTAL	76	99583161	1	698	77	99583859	100.00

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Resolution No. 2** of the Notice of the AGM dated 4th september 2020 has been **passed with requisite majority.** 

Resolution No. 3: To reappoint Mr. Jitendra Mamtora (DIN: 00139911) as Chairman and Whole-time Director of the Company

Particulars	Remote E	-Voting	Voting at t	he AGM	Tot	Percentage	
Assent	Number	Votes	Number	Votes	Number	Votes	(%)
Dissent	73	99581731	1	698	74	99582429	100.00
otal	3	1430	0	0	3	1430	0.00
Otal	76	99583161	1	698	77	99583859	100.00

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Resolution No. 3** of the Notice of the AGM dated 4th september 2020 has been **passed with requisite majority.** 





Company Secretary

Resolution No. 4: To re-appoint Mrs. Karuna Mamtora (DIN: 00253549) as an Executive Director of the Company

	Remote E	-Voting	Voting at	t the AGM	Tota	Perentage	
Particulars -	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	73	99581731	1	698	74	99582429	100-0
Dissent	3	1430	q	0	3	1430	0.0
Total	76	99583161	1	698	77	99583859	100.0

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Resolution No. 4** of the Notice of the AGM dated 4th september 2020 has been **passed with requisite majority.** 

Resolution No. 5: To Issue of Equity Shares by way of private placement to Qualified Institutional Buyers or preferential allotment

4.00-	Remote E	-Voting	Voting at t	the AGM	Tot	Percentage	
Particulars	Number	Votes	Number	Votes	Number	\/otes	(%)
Assent	72	99540398	1	698	73	99541096	99.9
Dissent	4	42763	0	0	4	42763	0.0
Total	76	99583161	1	698	77	99583859	100.00

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Resolution No.5** of the Notice of the AGM dated 4th september 2020 has been **passed with requisite majority.** 

Resolution No. 6: Ratification of remuneration payable to Cost Auditor for the financial year 2020-21

	Remote E	-Voting	Voting at t	he AGM	Tot	Percentage	
Particulars	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	74	99541728	1	698	75	99542426	99.96
Dissent	2	41433	0	0	2	41433	0.04
Total	76	99583161	1	698	77	99583859	100.00

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Resolution No. 6** of the Notice of the AGM dated 4th september 2020 has been **passed with requisite majority**.

M-No. CS: 4476 AHMEDABAD C P No. 2839

Signature: 6811

Name of Company Secretary: TAPAN SHAH

FCS:4476 COP:2839 UDIN: F004476B000780218



## Transformers & Rectifiers (India) Limited

NICI	: INE7631010	20			Cut - off			-Amaria M	4 (17	Charten - 1	Voting Result Da	ate .30/09/	2020
											Votes (AGM)		
			rtion 1 OR		tion 2 OR		ution 3 SR	No. of E-	ution 4 OR		ution 5 SR	No. of E-	ion 6 OR
Sr No.	Particulars	No. of E- Voting/ E- voting (AGM)	No. of Shares	No. of E- Voting/ E- voting (AGM)	No. of Shares	No. of E- Voting/ E- voting (AGM)	No. of Shares	Voting/ E- voting (AGM)	No. of Shares	No. of E- Voting/ E- voting (AGM)	No. of Shares	Voting/ E- voting (AGM)	No. of Share
A(i)	E-voting Received	76	99583161	76	99583161	76	99583161	76	99583161	76	99583161	76	99583161
(ii)	Less: E voting Not voted for	0	0	0	0	0	0	0	0	0	0	0	0
(iii)	Less: Invalid E- voting due to BR not received	0	0	0	0	0	0	0	0	0	o	o	O
	Total valid E- voting exercised (A)	76	99583161	76	99583161	76	99583161	76	99583161	76	99583161	76	99583161
B(i)	Total E-voting at AGM	1	698	1	698	1	698	1	698	1	698	1	698
(ii)	Less: Invalid E- voting due to resolutions	0	0	0	0	0	0	0	0	0	0	0	0
(iii)	Less: Invalid E- voting due to related parties interested	0	0	0	0	0	0	0	0	О	0	0	0
	Total valid E- voting at AGM (B)	1	698	1	698	1	698	1	698	1	698	1	698
	Total Valid voting through E-voting (Remote) / E-voting at AGM ( A+B)	77	99583859	77	99583859	77	99583859	77	99583859	77	99583859	77	99583859
C.	Less : E-voting -	0	0	0	0	0	0	0	0	0	0	0	0
D.	Net Valid E- voting/ E-voting at AGM exercised:	77	99583859	77	99583859	77	99583859	77	99583859	77	99583859	77	99583859
(i)	e-Voting (Remote)/ e- Voting (AGM) with assent for the Resolution	76	99583759	74	99582429	74	99582429	74	99582429	73	99541096	75	99542426
	% of Assent	98.70	100.00	96.10	100.00	96.10	100.00	96.10	100.00	94.81	99.96	97.40	99.96
(ii)	e-Voting (Remote)/ e- Voting (AGM) with dissent for the Resolution	1	100	3	1430	3	1430	3	1430	4	42763	2	41433
	% of Dissent	1.30	0.00	3.90	0.00	3.90	0.00	3.90	0.00	5.19	0.04	2.60	0.04
	Total	77	99583859	77	99583859	77	99583859	77	99583859	77	99583859	77	00597950





