



# TARAPUR TRANSFORMERS LTD.

Dated: 01<sup>st</sup> October, 2020

To,

Department of Corporate Services  
BSE Ltd.  
P.J. Towers, Dalal Street,  
Mumbai - 400 001

The Manager-Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, BandraKurla Complex,  
Bandra (East), Mumbai – 400 051

Stock Code: 533203

Stock Code: TARAPUR

**Sub: Submission of Voting Results and Consolidated Scrutinizer Report for Remote E-Voting for the 32<sup>nd</sup> Annual General Meeting of the Company held on 30<sup>th</sup> September, 2020.**

**Scrip Code : 533203 – Tarapur Transformers Limited**

Dear Sir (S),

Please find enclosed details of the Voting Results (already submitted in prescribed format to the Stock Exchange) of the 32<sup>nd</sup> Annual General Meeting of the Company held on Wednesday, 30<sup>th</sup> September, 2020 at 11.00 A.M. with the consolidated Scrutinizer's Report for Remote E-Voting.

You are requested to kindly take note of the above submission on record.

Thanking you,  
Yours faithfully,  
For **Tarapur Transformers Limited,**

  
**Suresh Sakharam More**  
Managing Director  
(DIN: 06873425)



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**CONSOLIDATED SCRUTINIZER REPORT**  
**FOR REMOTE E-VOTING AND ELECTRONIC VOTING**

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015]

To  
**The Chairman**  
**Tarapur Transformers Limited**  
S-105, Rajiv Gandhi Complex,  
Ekta Nagar, Kandivali (West),  
Mumbai - 400067

Dear Sir,

**Consolidated Scrutinizer's Report on voting through Remote E-Voting and Electronic Voting at the Annual General Meeting of the Tarapur Transformers Limited held on Wednesday, September 30, 2020 at 11.00 a.m. through video conferencing ('VC') / other audio visual means 'OAVM'.**

I, Bhuwneesh Bansal, Practicing Company Secretary (FCS – 6526/CP-9089) have been appointed as the Scrutinizer by the Board of Directors of the Company held on 31<sup>st</sup> August, 2020, to conduct the following.

- i) Remote e-voting process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
- ii) Electronic Voting at the AGM under the provision of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the AGM held on 30th September, 2020 at 11:00 A.M.

The notice dated August 31, 2020, convening the AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed to be 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 the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Sunday, September 27, 2020 (9:00 a.m.) and ended on Tuesday, September 29, 2020 (5:00 p.m.) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier.

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Responsibility of the Management

The management of the Company is responsible to ensure compliance with the requirement of Companies Act, 2013 and the rules made there under in relation to exercising of voting right through electronic means on the resolutions as set out in the notice convening the Annual General Meeting dated August 31, 2020.

Responsibility as a scrutinizer

My responsibility, as the scrutinizer for the Remote E-Voting and Electronic Voting at the Annual General Meeting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions set out in the notice convening the Annual General Meeting, based on the reports generated from the E-voting system provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the Company for providing E-voting facilities and also at the time of Electronic Voting during the Annual General Meeting.

I submit my report as under:-

1. On completion of E-voting period, in compliance of the provisions of Rule 20 (4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015, I have unblocked the votes on 30th September, 2020.
2. At the Annual General Meeting of the Company held on 30th September, 2020, the Company had also provided remote e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier

**The result of the remote e-voting and during the AGM in respect of the said resolutions as under:-**

**<A> ORDINARY BUSINESS:**

**Resolution 1**

To receive, consider and adopt the Audited Financial Statement of the Company for the year ended 31st March, 2020 including Audited Balance Sheet as at 31st March, 2020 and the Statement of Profit & Loss Account and Statement of Cash Flow, for the year ended as on that date together with the reports of the Board of Directors and Auditors thereon.:-

(i) Voted **in Favour** of the resolution:-

<b>Number of members voted</b>	<b>Number of Valid votes cast by them</b>	<b>% of total number of Valid votes cast</b>
60	9681786	100.00

(ii) Voted **against** the resolution:

Number of members voted	Number of Valid votes cast by them	% of total number of Valid votes cast
2	2200	0.00

(iii) **Invalid** votes

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

### **Resolution 2**

To appoint a Director in place of Mr. Rajendrakumar Choudhary (DIN: 00494663) who retires by rotation and being eligible offers herself for re-appointment.

(i) Voted **in Favour** of the resolution:-

Number of members voted	Number of Valid votes cast by them	% of total number of Valid votes cast
48	973703	100.00

(ii) Voted **against** the resolution:

Number of members voted	Number of Valid votes cast by them	% of total number of Valid votes cast
1	200	0.00

(iii) **Invalid** votes

Number of members whose votes were declared invalid	Number of invalid votes cast by them
13	8710083

<B> **SPECIAL BUSINESS:**

### **Resolution 3**

Re-appointment of Ms. Kiran Shrivastav (DIN: 01078946) as an Independent Director of the Company for a second term of Five consecutive Years:-

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Type of Resolution: Special Resolution

(i) Voted **in Favour** of the resolution:-

Number of members voted	Number of Valid votes cast by them	% of total number of Valid votes cast
61	9683786	100.00

(ii) Voted **against** the resolution:

Number of members voted	Number of Valid votes cast by them	% of total number of Valid votes cast
1	200	0.00

(iii) **Invalid** votes

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

**Resolution 4**

Re-appointment of Mr. Lalit Laxiram Agarwal (DIN: 06427436) as an Independent Director of the company for a second term of Five consecutive Years:-

Type of Resolution: Ordinary Resolution

(i) Voted **in Favour** of the resolution:-

Number of members voted	Number of Valid votes cast by them	% of total number of Valid votes cast
60	9681786	100.00

(ii) Voted **against** the resolution:

Number of members voted	Number of Valid votes cast by them	% of total number of Valid votes cast
2	2200	0.00

(iii) **Invalid** votes

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

**BHUWNESH BANSAL & ASSOCIATES**  
**Company Secretaries**

002, Dreamland Park C Wing CHS Ltd.  
Gokuldharm Road, Near Vijay park,  
Mira Road (E), Thane 401107  
Mobile – 7738181976  
Email- [csbbansal@gmail.com](mailto:csbbansal@gmail.com)

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All the resolutions stands passed under E-voting and Electronic Voting during the AGM with requisite majority.

The electronic data and all other relevant records relating to the E-voting shall remain in our safe custody and shall be handed over to the Company.

Thanking You.

Yours faithfully,

**For Bhwnesh Bansal & Associates**

**Bhwnesh Bansal**  
**Proprietor**  
**FCS No. – 6526**  
**CP No. – 9089**  
**UDIN - F006526B000778077**

**Place:** Mumbai

**Date:** 30/09/2020

General information about company	
Scrip code	533203
NSE Symbol	TARAPUR
MSEI Symbol	
ISIN	INE747K01017
Name of the company	Tarapur Transformers Ltd
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-09-2020
Start time of the meeting	11:00 AM
End time of the meeting	11:15 AM

Scrutinizer Details	
Name of the Scrutinizer	Bhwnesh Bansal
Firms Name	BHUWNESH BANSAL & ASSOCIATES
Qualification	CS
Membership Number	6529
Date of Board Meeting in which appointed	31-08-2020
Date of Issuance of Report to the company	30-09-2020

Voting results	
Record date	23-09-2020
Total number of shareholders on record date	9885
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	6
b) Public	34
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	

Resolution(1)	
Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	To receive, consider and adopt the Audited Financial Statement of the Company for the year ended 31st March, 2020 including Audited Balance Sheet as at 31st March, 2020 and the Statement of Profit & Loss Account and Statement of Cash Flow, for the year ended as on that date together with the reports of the Board of Directors and Auditors

				thereon				
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	8703036	8703035	100	8703035	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8703036	8703035	100	8703035	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	10796975	980951	9.0854	978751	2200	99.7757	0.2243
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10796975	980951	9.0854	978751	2200	99.7757
Total		19500011	9683986	49.6614	9681786	2200	99.9773	0.0227
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mr. Rajendrakumar Choudhary (DIN: 00494663) who retires by rotation and being eligible offers herself for re-appointment.				
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	E-Voting	8703036	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot							



Group	(if applicable)		0	0	0	0	0	0
	Total	8703036	0	0	0	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	10796975	973903	9.0201	973703	200	99.9795	0.0205
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	10796975	973903	9.0201	973703	200	99.9795	0.0205
Total		19500011	973903	4.9944	973703	200	99.9795	0.0205
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

### Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

### Resolution(3)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Re-appointment of Ms. Kiran Shrivastav (DIN: 01078946) as an Independent Director of the Company for a second term of Five consecutive Years						
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	8703036	8703035	100	8703035	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	8703036	8703035	100	8703035	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0

	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	10796975	980951	9.0854	980751	200	99.9796	0.0204
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	10796975	980951	9.0854	980751	200	99.9796	0.0204
Total		19500011	9683986	49.6614	9683786	200	99.9979	0.0021
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Lalit Laxiram Agarwal (DIN: 06427436) as an Independent Director of the company for a second term of Five consecutive Years				
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	8703035	8703035	100	8703035	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	8703035	8703035	100	8703035	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	980951	980951	100	978751	2200	99.7757	0.2243
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	980951	980951	100	978751	2200	99.7757	0.2243
Total		9683986	9683986	100	9681786	2200	99.9773	0.0227

Whether resolution is Pass or Not.	Yes
Disclosure of notes on resolution	

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	