



RIR POWER ELECTRONICS LIMITED

(Formerly RUTTONSHA INTERNATIONAL RECTIFIER LIMITED)

REGD. / CORPORATE OFFICE : 139/141, Solaris 1, B-Wing, 1st Floor, Saki Vihar Road, Powai, Andheri (East), Mumbai - 400 072. Maharashtra • Tel. : +91-22 28471956, 57, 58 • Fax : +91-22 28471959
E-mail : admin@ruttonsha.com • Website: www.ruttonsha.com • CIN : L31109MH1969PLC014322

FACTORY : 338, International House, Baska, Halol, Dist. Panchmahals, Pin - 389 350. Gujarat (India)
Tel. : +91-02676352000 • E-mail : adminbsk@ruttonsha.com



An ISO 9001:2015 Company

Ref.RIR/SEC/13598/2024

11th March, 2024

The Bombay Stock Exchange Limited
Corporate Relationship Department,
1st Floor, Rotunda Building, P. J. Towers,
Dalal Street, Mumbai-400001

Scrip Code : 517035

Subject.: Disclosure of Voting Results of Postal Ballot by remote e-voting process and Submission of Scrutinizer's Report.

Ref: Reg.44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

This is further to our letter dated 9th February, 2024, enclosing the copy of Postal Ballot Notice for seeking approval of the members regarding the following special businesses:

- 1. ALTERATION IN CLAUSE 8(1)(e) OF THE ARTICLES OF ASSOCIATION**
- 2. ISSUE OF UPTO 10,00,000 CONVERTIBLE WARRANTS ON PREFERENTIAL BASIS TO THE NON-PROMOTER ALLOTTEES OF THE COMPANY**

We would further like to inform you that pursuant to the provisions of Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 as amended from time to time, the Company had conducted the Postal Ballot as per the instructions set out in the notice of Postal Ballot dated 9th February, 2024.

The Remote e-voting process concluded on 10th March, 2024 at 5.00 p.m. (IST) post which the scrutinizer has submitted her report on the results of the postal ballot. Based on the report of the scrutinizer, we hereby inform you that the members of the Company have duly passed both the special resolutions as mentioned in the Notice.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details of the voting results and Scrutinizer's Report in this behalf for your record.

The voting results and the Scrutinizer's Report are being uploaded on the Company's website www.ruttonsha.com and on website of CDSL at www.evotingindia.com.

Thanking you.
Yours faithfully,
For RIR Power Electronics Limited
(Formerly Ruttonsha International Rectifier Ltd.)

Bhavin P Rambhia
Company Secretary

Encl : a/a

www.ruttonsha.com

Manufacturers of SEMICONDUCTOR DEVICES • BATTERY CHARGERS • POWER RECTIFIERS



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ISO 9001 Certified
Cert # 19113D1011

CB-036-MS

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Voting Results of Postal Ballot under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of Notice of Postal Ballot	Friday, 9th February, 2024
Total number of the Shareholders as on the record date	11302

Sr. No.	Type of Resolution	Description of the businesses as set out in the Notice of Postal Ballot	Mode of Voting
1.	Special	Alteration in Clause 8(1)(e) of the Articles of Association	Remote E-voting
2.	Special	Issue of upto 10,00,000 Convertible Warrants on Preferential Basis to the Non-Promoter Allottees of the Company	Remote E-voting

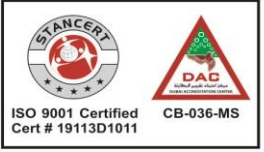


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Resolution No.1

Description of Resolution			Alteration in Clause 8(1)(e) of the Articles of Association					
Resolution Required			Special Resolution					
Whether Promoter/Promoter group are interested in the agenda or resolution			No					
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) = $\frac{(2)}{(1)} * 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} * 100$	(7) = $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	Remote E-voting under Postal Ballot	4905082	4688649	95.5876	4688649	0.00	100.00	0.00
	Total	4905082	4688649	95.5876	4688649	0.00	100.00	0.00
Public Institutions	Remote E-voting under Postal Ballot	1400	0	0.00	0	0	0.00	0.00
	Total	1400	0	0.00	0	0	0.00	0.00
Public - Non Institutions	Remote E-voting under Postal Ballot	2050758	46103	2.2481	46092	11	99.9761	0.0239
	Total	2050758	46103	2.2481	46092	11	99.9761	0.0239
TOTAL		6957240	4734752	68.055	4734741	11	99.9998	0.0002

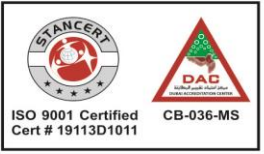


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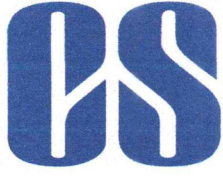
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Cert # 19113D1011

CB-036-MS

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Resolution No.2

Description of Resolution			Issue of upto 10,00,000 Convertible Warrants on Preferential Basis to the Non-Promoter Allottees of the Company					
Resolution Required			Special Resolution					
Whether Promoter/Promoter group are interested in the agenda or resolution			No					
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) = $\frac{(2)}{(1)} * 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} * 100$	(7) = $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	Remote E-voting under Postal Ballot	4905082	4688649	95.5876	4688649	0.00	100.00	0.00
	Total	4905082	4688649	95.5876	4688649	0.00	100.00	0.00
Public Institutions	Remote E-voting under Postal Ballot	1400	0	0.00	0	0	0.00	0.00
	Total	1400	0	0.00	0	0	0.00	0.00
Public - Non Institutions	Remote E-voting under Postal Ballot	2050758	46103	2.2481	46102	1	99.9978	0.0022
	Total	2050758	46103	2.2481	46102	1	99.9978	0.0022
TOTAL		6957240	4734752	68.055	4734751	1	100.00	0



Neetu Agrawal & Co.
Practicing Company Secretaries

SCRUTINIZER'S REPORT

[Pursuant to section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
RIR Power Electronics Limited
(Formerly Ruttonsha International Rectifier Ltd.),
139/141, Solaris 1, B-wing, 1st Floor,
Saki Vihar Road, Powai, Andheri (East),
Mumbai – 400072, Maharashtra

Subject: Scrutinizer's Report on Postal Ballot process conducted through electronic voting system in respect of passing of resolutions set-out in the Postal Ballot notice dated 9th February, 2024

Dear Sir,

I, Mrs. Neetu V. Agrawal, Proprietor of M/s. Neetu Agrawal & Co., Practising Company Secretary, have been appointed as a Scrutinizer by the Board of Directors of RIR Power Electronics Ltd. ("the Company") for the purpose of scrutinizing the postal ballot voting conducted by way of remote e-voting process in a fair and transparent manner in respect of special resolutions contained in the Postal Ballot Notice dated 9th February, 2024 in compliance with General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated April 13, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 3/2022 dated May 5, 2022, Circular No. 11/2022 dated December 28, 2022 and Circular No.9/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars").

1. The said appointment as Scrutinizer is under the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize the process of e-voting conducted for the postal ballot, using an electronic voting system on the dates referred to in the Notice.



2. Management's Responsibility:

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolution contained in the Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

3. Scrutinizer's Responsibility:

My responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" by the members in respect of the resolution contained in the Notice. My report is based on verification of data and reports generated from the voting system provided by Central Depository Services (India) Limited (CDSL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers/ documents, if any, furnished to me electronically till the time fixed for closure of the e-voting process i.e., on Sunday, March 10, 2024 (5.00 p.m. IST).

4. Cut -off date

The Members of the Company as on the "cut-off" date i.e. Friday, February 2, 2024, were entitled to vote on the resolution set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.

5. Remote e-voting process:

- i. The Company had appointed Central Depository Services (India) Limited (CDSL) as the service provider, for the purpose of providing E-voting facility to the Members of the Company.
- ii. CDSL had provided a system for recording the votes of the Members through E-voting on all the items of the business as mentioned in the Postal Ballot Notice of the Company.
- iii. CDSL had set up an electronic voting facility on its website, <https://www.evotingindia.com> The Company had uploaded all the items of the



business as mentioned in Postal Ballot Notice, on the website of the Company (www.ruttonsha.com) to facilitate the Members of the Company to cast their vote through E-voting. The same was also uploaded on the website of CDSL and on the website of Bombay Stock Exchange (BSE) i.e. www.bseindia.com, for information of the members of the Company.

- iv. The remote e-voting period remained open from Saturday, 10th February, 2024 (9.00 a.m. IST) and ended on Sunday, 10th March, 2024 (5.00 p.m. IST).
- v. The votes cast during the remote e-voting were unblocked Monday 11th March, 2024 after the conclusion of e-voting period for Postal Ballot and was witnessed by two witnesses who are not in the employment of the Company.
- vi. Thereafter, the details containing, inter alia, the list of Members who voted "in favour" or "against" on the resolution were generated from the remote e-voting website of CDSL i.e. <https://www.evotingindia.com>. Based on the report generated by CDSL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

6. I submit my report on the results of the remote e-voting for postal ballot, based on the reports generated by Central Depository Services (India) Limited (CDSL), scrutinized on test check basis, and relied upon by me as under:

Special Resolution No.1: ALTERATION IN CLAUSE 8(1) (e) OF THE ARTICLES OF ASSOCIATION

I. Voted in favour of Resolution:

Particulars	Number of members Voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Remote E-voting	44	4734741	99.99

II. Voted against the Resolution:

Particulars	Number of members Voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Remote E-voting	2	11	0.01



III. Invalid/abstained/Less Voted:

Particulars	Number of members voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Remote E-voting		NIL	

Based on scrutiny of the valid votes cast via remote e-voting in relation to the Special Resolution as set out in the Notice, I report that the number of votes cast in favor of the special resolution are more than three times the number of votes cast against the special resolution, therefore the said special resolution as set out in the Notice has been passed with the requisite majority as per the provisions of the Companies Act, 2013.

Special Resolution No. 2: ISSUE OF UPTO 10,00,000 CONVERTIBLE WARRANTS ON PREFERENTIAL BASIS TO THE NON-PROMOTER ALLOTTEES OF THE COMPANY

I. Voted in favour of Resolution:

Particulars	Number of members Voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Remote E-voting	45	4734751	100.00

II. Voted against the Resolution:

Particulars	Number of members Voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Remote E-voting	1	1	0.00

III. Invalid/abstained/Less Voted:

Particulars	Number of members voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Remote E-voting		NIL	



Based on scrutiny of the valid votes cast via remote e-voting in relation to the Special Resolutions as set out in the Notice, I report that the number of votes cast in favor of the special resolutions are more than three times the number of votes cast against the special resolutions, therefore the said special resolutions as set out in the Notice has been passed with the requisite majority as per the provisions of the Companies Act, 2013.

All the special resolutions voted through e-voting system conducted for the postal ballot were passed with **"REQUISITE MAJORITY"**. You may accordingly declare the results of the voting.

All the electronic data and relevant records relating to the e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the Postal Ballot and thereafter, the same shall be handed over to the Chairman/ Company Secretary of the Company for safe keeping.

Thanking you,

Yours faithfully,
For **Neetu Agrawal & Co.**
Company Secretaries



Neetu Vikas Agrawal
Proprietor
FCS : 8347; CP : 9272
Peer Review No. 2845/2022
UDIN : F008347E003566858

Place : Thane
Date : 11th March, 2024

Countersigned by
For RIR POWER ELECTRONICS LIMITED
(Formerly Ruttonsha International Rectifier Limited)

Bhavin P Rambhia
COMPANY SECRETARY