

Voltamp Transformers Limited

Ref: VTL/SEC/NSE-BSE/AGM

Date: 29th July 2024

To,
National Stock Exchange of India Limited,
Listing Department "Exchange Plaza,"
Bandra –Kurla Complex,
Bandra (E),
Mumbai 400 051.

To,
BSE Limited,
Department of Corporate Services,
Floor 1, Rotunda Building,
P J Towers, Dalal Street,
Mumbai 400 001.

Scrip Code: VOLTAMP EQ

Scrip Code: 532757

Dear Sir/ Mam,

Sub: Submission of Voting Results pursuant to Clause 44(3) of the SEBI LODR Regulations 2015 and Report of Scrutinizer

We herewith enclosed Voting Results of Annual General Meeting held on 29th July 2024 under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Report of Scrutinizer.

This is for your information and records. Kindly take the same on record.

Thanking you,

Yours faithfully,
For Voltamp Transformers Limited

Sanket Rathod
Company Secretary & Compliance Officer

Encl. A/a.

Regd. Office & Works: Makarpura, Vaddara-3900 14, Gujarat, India **Phone :** + 91 265 6 141403-480, 3041403-480, +91 8 128675078 , 8128675080
Fax : + 91 - 265 6141499 , 304 1499 **Email :** voltamp@voltamptransformers.com **Web :** www.voltamptransformers.com **CIN :** L31100GJ1967PLC001437

Branches:

Ahmedabad / Bangalore / Bhubaneshwar / Chandigarh / Chennai / Coimbatore / Guwahati / Jaipur / Jamshedpur / Kolkata / Mumbai / Nagpur / New Delhi / Pune / Secunderabad



Vijay J. Bhatt

B. Com (Hons.), LL.B. (Spl), FCS

409-410, VIHAV SUPREMUS, NR. ISCON HEIGHTS, GOTRI ROAD, VADODARA – 390 021, GUJARAT, INDIA
(M): 9376222731 ♦ Email: vbhatt2004@yahoo.co.in

VIJAY BHATT & CO
COMPANY SECRETARIES

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
57th Annual General Meeting of
Voltamp Transformers Limited
held on Monday, 29th July, 2024, at 10:00 A.M. IST
through Video Conferencing / Other Audio-Visual Means ('VC / OAVM')

Dear Sir,

Sub: Consolidated Scrutinizer's Report on voting by remote e-voting and e-voting facility provided to the shareholders during the 57th Annual General Meeting (AGM) of the shareholders of Voltamp Transformers Limited held on Monday, 29th July, 2024 at 10:00 A.M. through Video Conference (VC) / Other Audio-Visual Means (OAVM).

I, Vijay J. Bhatt, Proprietor of Vijay Bhatt & Co. Company Secretaries Firm has been appointed by the Board of Directors of Voltamp Transformers Limited (the Company) having its registered office at Makarpura, Vadodara - 390 014 as a scrutinizer for the purpose of scrutinizing the e-voting process (remote e-voting) and electronic voting (e-voting) conducted at the 57th Annual General Meeting (AGM) pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. I confirm that I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

The notice dated 02nd May, 2024 convening the 57th Annual General Meeting (AGM) of the Company along with statements setting out material facts under Section 102 of the Companies Act, 2013 was sent to the shareholders in respect of the resolutions to be passed at the said AGM of the Company to be held on 29th July, 2024.

I submit report as under:

1. The AGM was held in compliance with the MCA Circular dated May 5, 2020 read with Circulars dated April 8, 2020, April 13, 2020 and January 13, 2021 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020 and January 15, 2021, MCA vide General Circular dated September 25, 2023 and SEBI circular dated October 7, 2023 for holding of the "AGM" through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue and as confirmed by the Company, the Notice of the AGM along with Annual Report 2023-24 was sent on 02nd July, 2024 through Electronic mode only to those Members whose e-mail addresses are registered with the Company, RTA or CDSL/NSDL (Depositories).
2. The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to e-voting (which includes remote e-voting and the electronic voting, provided at the AGM) to the Members on the Resolutions proposed in the Notice calling the 57th AGM of the Company is the responsibility of the management. My responsibility as a Scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner, and render a Consolidated Scrutinizer's Report on the voting to the Chairman on the Resolutions.





Vijay J. Bhatt

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3. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronic means (e-voting) was provided by National Services Depository (India) Limited (NSDL).
4. The Members of the Company as on "cut off" date i.e., Monday, 22nd July, 2024 were entitled to vote on the resolutions as set out in the notice of the AGM.
5. The e-voting period commenced on Friday, 26th July, 2024 at 09:00 am (IST) and ended on Sunday, 28th July, 2024 at 05:00 pm. (IST).
6. At the 57th AGM of the Company held on Monday, 29th July, 2024, the facility to vote through electronic voting system had been provided to facilitate voting for those Members who were present at the Meeting through VC/OAVM but could not participate in the Remote e-Voting to record their votes on the Resolutions to be passed.
7. After the closure of the e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked on Monday, 29th July, 2024 at 11.26 a.m. in the presence of two witnesses who are not in employment of the Company.
8. I hereby submit a Consolidated Scrutinizer's Report pursuant to Rule 20 (4)(xii) of the Companies (Management and Administration) Rules, 2014 on the Resolutions contained in the Notice of the aforesaid 57th AGM based on the scrutiny of remote e-voting and the electronic voting at the AGM and votes cast therein based on the data downloaded from the electronic voting system of the National Services Depository (India) Limited (NSDL).
9. The results of the Remote e-voting together with that of the voting through electronic voting system conducted at the AGM through VC/OAVM are as under:

Resolution No. 1: Ordinary Resolution:

To consider and adopt the Audited Financial Statement for the Financial Year ended 31st March, 2024, together with the Directors' and the Auditors' Reports thereon:

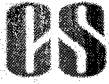
- (i) Voted in favour of the resolution:

Number of members voted electronically	Number of valid votes cast by them	% of total number of valid votes cast
289	8696655	100

- (ii) Voted against the resolution:

Number of members voted electronically	Number of valid votes cast by them	% of total number of valid votes cast
2	27	Negligible





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(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of valid votes cast by them
-	-

Resolution No. 2: Ordinary Resolution:

To declare a final dividend of Rs. 90 per equity share for the year ended March 31, 2024.

(i) Voted in favour of the resolution:

Number of members voted electronically	Number of valid votes cast by them	% of total number of valid votes cast
292	8721588	100

(ii) Voted against the resolution:

Number of members voted electronically	Number of valid votes cast by them	% of total number of valid votes cast
2	12	Negligible

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of valid votes cast by them
-	-

Resolution No. 3: Ordinary Resolution:

To appoint a director in place of Shri Kunjal L. Patel (DIN: 00008354), who retires by rotation and being eligible offers herself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted electronically	Number of valid votes cast by them	% of total number of valid votes
274	8594228	98.55





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

Number of members voted electronically	Number of valid votes cast by them	% of total number of valid votes
23	126586	1.45

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of valid votes cast by them
-	-

Resolution No. 4: Special Resolution:

To appoint Smt. Roopa B. Patel (DIN: 00090105) as an Independent Director:

(i) Voted **in favour** of the resolution:

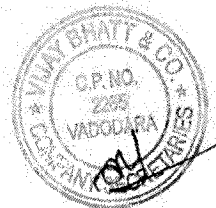
Number of members voted electronically	Number of valid votes cast by them	% of total number of valid votes
283	8710365	99.88

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

Number of members voted electronically	Number of valid votes cast by them	% of total number of valid votes
10	10449	0.12

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of valid votes cast by them
-	-





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Resolution No. 5: Special Resolution:

To appoint Shri Sameer Khara (DIN: 00009317) as an Independent Director:

(iii) Voted in favour of the resolution:

Number of members voted electronically	Number of valid votes cast by them	% of total number of valid votes
281	8710292	99.88

(iv) Voted against the resolution:

Number of members voted electronically	Number of valid votes cast by them	% of total number of valid votes
12	10522	0.12

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of valid votes cast by them
-	-

Resolution No. 6: Ordinary Resolution:

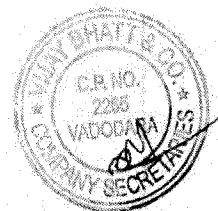
To approve remuneration of Cost Auditors for the financial year 2024-25.

(i) Voted in favour of the resolution:

Number of members voted electronically	Number of valid votes cast by them	% of total number of valid votes
289	8720745	100

(ii) Voted against the resolution:

Number of members voted electronically	Number of valid votes cast by them	% of total number of valid votes
4	69	Negligible





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(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of valid votes cast by them
-	-

10. All the relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Yours truly,
For Vijay Bhatt & Co.
Company Secretaries,

Vijay J. Bhatt
Proprietor

CP: 2265
FCS: 4900

Peer Review Cert. No:1546/2021
UDIN: F004900F000844068



Date: 29.07.2024
Place: Vadodara

Countersigned by:

Kanubhai S. Patel
Chairman of 57th Annual General Meeting of
Voltamp Transformers Limited



Date: 29.07.2024
Place: Vadodara

Voting results

Record date	22-07-2024
Total number of shareholders on record date	36343
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	2
b) Public	50
No. of resolution passed in the meeting	6
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 consider and adopt the Audited Financial Statement for the Financial Year ended 31st March, 2024, together with the Directors' and the Auditors' Reports 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	3844462	3844462	100	3844462	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		3844462	3844462	100	3844462	0	100
Public-Institutions	E-Voting	5243662	4844136	92.3808	4844136	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		5243662	4844136	92.3808	4844136	0	100
Public- Non Institutions	E-Voting	1028996	8084	0.7856	8057	27	99.666	0.334
	Poll							
	Postal Ballot (if applicable)							
	Total		1028996	8084	0.7856	8057	27	99.666
Total		10117120	8696682	85.9601	8696655	27	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare a final dividend of Rs. 100 per equity share for the year ended 31st March, 2024.				
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	3844462	3844462	100	3844462	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	3844462	3844462	100	3844462	0	100	0
Public- Institutions	E-Voting	5243662	4868268	92.841	4868268	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	5243662	4868268	92.841	4868268	0	100	0
Public- Non Institutions	E-Voting	1028996	8870	0.862	8858	12	99.8647	0.1353
	Poll							
	Postal Ballot (if applicable)							
	Total	1028996	8870	0.862	8858	12	99.8647	0.1353
Total		10117120	8721600	86.2064	8721588	12	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(3)								
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 Shri Kunjal L. Patel (DIN 0008354), who retires by rotation and being eligible offers himself 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 Group	E-Voting	3844462	3844462	100	3844462	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	3844462	3844462	100	3844462	0	100	0
Public- Institutions	E-Voting	5243662	4868268	92.841	4741753	126515	97.4012	2.5988
	Poll							
	Postal Ballot (if applicable)							
	Total	5243662	4868268	92.841	4741753	126515	97.4012	2.5988
Public- Non Institutions	E-Voting	1028996	8084	0.7856	8013	71	99.1217	0.8783
	Poll							
	Postal Ballot (if applicable)							
	Total	1028996	8084	0.7856	8013	71	99.1217	0.8783
Total		10117120	8720814	86.1986	8594228	126586	98.5485	1.4515
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Smt. Roopa B. Patel (DIN: 00090105) as an Independent Director.				
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	3844462	3844462	100	3844462	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		3844462	3844462	100	3844462	0	100
Public- Institutions	E-Voting	5243662	4868268	92.841	4857895	10373	99.7869	0.2131
	Poll							
	Postal Ballot (if applicable)							
	Total		5243662	4868268	92.841	4857895	10373	99.7869
Public- Non Institutions	E-Voting	1028996	8084	0.7856	8008	76	99.0599	0.9401
	Poll							
	Postal Ballot (if applicable)							
	Total		1028996	8084	0.7856	8008	76	99.0599
Total		10117120	8720814	86.1986	8710365	10449	99.8802	0.1198
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Shri Sameer Khera (DIN: 00009317) as an Independent Director.				
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	3844462	3844462	100	3844462	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		3844462	3844462	100	3844462	0	100
Public- Institutions	E-Voting	5243662	4868268	92.841	4857822	10446	99.7854	0.2146
	Poll							
	Postal Ballot (if applicable)							
	Total		5243662	4868268	92.841	4857822	10446	99.7854
Public- Non Institutions	E-Voting	1028996	8084	0.7856	8008	76	99.0599	0.9401
	Poll							
	Postal Ballot (if applicable)							
	Total		1028996	8084	0.7856	8008	76	99.0599
Total		10117120	8720814	86.1986	8710292	10522	99.8793	0.1207
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve remuneration of the Cost Auditors for the financial year 2024-25.				
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	3844462	3844462	100	3844462	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	3844462	3844462	100	3844462	0	100	0
Public- Institutions	E-Voting	5243662	4868350	92.8426	4868350	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	5243662	4868350	92.8426	4868350	0	100	0
Public- Non Institutions	E-Voting	1028996	8002	0.7777	7933	69	99.1377	0.8623
	Poll							
	Postal Ballot (if applicable)							
	Total	1028996	8002	0.7777	7933	69	99.1377	0.8623
Total		10117120	8720814	86.1986	8720745	69	99.9992	0.0008
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								