

# STAR DELTA TRANSFORMERS LIMITED



CIN: L31102MP1977PLC001393

REGT. OFFICE: 92-A, INDUSTRIAL AREA, GOVINDPURA, BHOPAL-462023 (M.P) INDIA

TEL.: (0) 0755-2586680, 4261016, 2587343, 4261003, FAX: (0755)2580059

Email Id: [Star.delta@rediffmail.com](mailto:Star.delta@rediffmail.com), Website: [www.stardeltatransformers.com](http://www.stardeltatransformers.com)

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Date: 08-04-2024

To,  
The Manager (listing)  
Listing Compliance Monitoring Team  
BSE Limited  
P J Towers, Dalal Street, Mumbai -400001, India  
Phone : 022-22728561

SCRIP CODE: 539255

Subject: Clarification and submission of revised corporate announcement of proceedings of AGM of the company held on 29.09.2023 along with explanation for delay in disclosure of the same

Ref: your mail dated April 06<sup>th</sup>, 2024 with subject line "Delayed Submission of Proceedings of General Meetings"

Dear Sir,

With reference to your email dated April 06<sup>th</sup>, 2024 regarding delayed submission of proceedings of annual general meeting (AGM) of the company held on 29<sup>th</sup> September 2023, due to change in period of disclosure from 24 hours to 12 hours as per the SEBI (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2023. In this regard, we would like to clarify that the proceedings were inadvertently filed within 24 hours of the conclusion of AGM due to oversight of SEBI (Listing Obligations Disclosure Requirements) (Second Amendment) Regulations, 2023 which was effective from 15.07.2023.

Further, we hereby request you to consider the attached revised corporate announcement of proceedings of AGM held on 29<sup>th</sup> September, 2023 for your record purpose.

Thanking you,  
Yours faithfully

For Star Delta Transformers Limited

ITISHA  
AGARWAL

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ITISHA AGARWAL  
Date: 2024.04.08  
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Itisha Agarwal  
Company Secretary and Compliance officer

# STAR DELTA TRANSFORMERS LIMITED



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Dated: September 29<sup>th</sup>, 2023

To,  
BSE Limited  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai 400 001, Maharashtra, India

**Script Code: 539255**

Dear Sir,

**Subject:** Summary of Proceedings of 47<sup>th</sup> Annual General Meeting of the Company held on Friday, 29<sup>th</sup> September, 2023- Compliance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that the 47<sup>th</sup> Annual General Meeting (AGM) of the members of Star Delta Transformers Limited was held on Friday, 29<sup>th</sup> September, 2023 at 12.30 p.m. at the Registered office of the Company at 92 A, Industrial Area, Govindpura, Bhopal 462023 (M. P.)

Mr. Kishore gupta (DIN:00014205), Managing Director & Chairman of the Company chaired the AGM.

The requisite quorum being present, Chairman called the meeting to order.

- All the Directors of the Company (including Chairman of the Audit Committee, Chairman of the Nomination and Remuneration Committee, Chairman of the Stakeholder's Relationship Committee, Chairman of the Corporate Social Responsibility Committee), M/S Piyush Bindal & Associates (Secretarial Auditor and Scrutinizer of the Company), M/s Sanjay Kasliwal & Associates (Cost auditors of the company) , Ms. Itisha Agarwal(Company Secretary of the Company) attended the AGM. M/s A.K. Khabya & Co., Chartered Accountant (Statutory Auditor of the Company), could not attend the AGM due to pre-occupancy , he was granted exemption by the Board.

The Chairman welcomed all the members and with the consent of the members Present, took the notice of the meeting, report of the board of Directors and of the Auditors and Standalone Financial Statements for the Financial year ended 31<sup>st</sup> March, 2023 as read.

The Chairman then delivered the speech to the Shareholders.

The Chairman informed the Shareholders that the In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Company had provided to the Shareholders, the facility to cast their vote electronically through remote e-voting facility provided by NSDL which had commenced on Tuesday, September 26th, 2023 (9:00 am) (IST) and ends on Thursday, September 28th, 2023 (5:00 pm) (IST), on all resolutions set forth in the Notice of the AGM. Shareholders who were present at the AGM and had not cast their vote electronically were provided an opportunity to cast their votes through Ballot Form at the end of the Meeting. The Shareholders were informed that the Board of Directors had appointed CS Piyush Bindal, Practicing Company Secretary Proprietor of M/s. Piyush Bindal & Associates as the Scrutinizer to supervise remote e-voting and Ballot voting process.

Further, Mr. Kishore Gupta, (DIN:00014205), Managing Director of the Company informed to members that he was interested in Resolutions No. 2, 5 and 6 hence, the Chair was handed to Mr. Ajay Gupta, Non-Interested Director for the Respective matters.

The following items of business as per the Notice of the AGM dated 11<sup>th</sup> August, 2023 were transacted at the AGM:

**Ordinary Business:**

1. To review, consider and adopt the Audited Financial Statements of the Company for the financial year Ended March 31<sup>st</sup>, 2023 and the reports of the Board of Directors and Auditors thereon.
2. Re-appointment of Mr. Mayank Gupta (DIN: 00244850), as a Director liable to retire by rotation, who has offered himself for re-appointment:

**Special Business:**

3. To ratify/confirm the remuneration payable to Cost auditors for the financial year ending March 31<sup>st</sup>, 2024;
4. Re-appointment of Mrs. Shalini Mathur (DIN: 08386168) as a "Women Independent Director" of the Company for her 2<sup>nd</sup> Consecutive Term with effect from March 12<sup>th</sup>, 2024.
5. Fixing Of Minimum Remuneration For Mr. Kishore Gupta (Din: 00014205) Managing Director Of The Company In The Event Of Inadequacy Or Absence Of Profit
6. Fixing Of Minimum Remuneration For Mr. Rakesh Gupta (DIN: 00014139) Whole Time Director and CFO Of The Company In The Event Of Inadequacy Or Absence Of Profit
7. Appointment of Shashendra Lahri (DIN: 02704101) as an "Independent Director" of the Company.

All the Shareholders present at the meeting casted their votes and then Chairman informed that that the results of the voting shall be declared within 48 (Forty Eight) hours from the conclusion of the AGM and accordingly, the Details of voting results and the Scrutinizers report will be submitted separately to the BSE Limited, NSDL and also be put up on the Company's website [www.stardeltatransformers.com](http://www.stardeltatransformers.com).

There were some questions related to latest order book position , average time to execute the orders , split of sales between state electricity board and private companies , capacity utilisation , working capital and future prospects of the company asked by one of the shareholder Ms. Aditi Ramesh Kasbekar (IN30051321355067) to the board and chairman answered all the questions in depth and also assured to provide details requested by her on her mail id. There were no other questions or queries asked by any other shareholders.

The AGM ended at 01.45 p.m. with a vote of thanks to the Chair.

Thanking you,

Yours faithfully,

For Star Delta Transformers Limited.

Itisha  
Agarwal

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Itisha Agarwal  
Date: 2023.09.30  
13:01:36 +05'30'

Itisha Agarwal  
Company Secretary & Compliance officer