

**TRITON**

Touching Lives. Moving India.®

September 29, 2021

To  
The General Manager  
Listing Department  
BSE Limited  
Department of Corporate Services  
PJ towers, Dalal Street, Mumbai -400 001  
**BSE Symbol: 505978**

Dear Sir,

**Subject: Declaration of Voting Results**

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results in the prescribed format, in respect of remote e-voting and e-voting at the meeting on all the resolutions mentioned in the Notice dated August 12, 2021 of the 45<sup>th</sup> AGM held on September 27, 2021.

Also, please find enclosed the Scrutinizer's' Report on remote e-voting and e-voting at the meeting.

Kindly take the same on your records and oblige.

Thanking You,

Yours Sincerely,  
**For Triton Valves Limited**

**Swathishree K R**  
**Company Secretary & Compliance Officer**



Encl: a/a

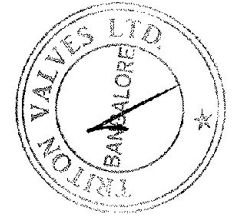


TRITON VALVES LTD

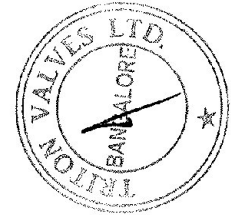


Date of AGM		27-Sep-21									
Total Number of Shareholders on record date		6369									
No. of shareholders present in the meeting either in person or through proxy (E- VOTING) :		Public									
Promoters & Promoter Group		7									
		45									
No. of shareholders attended the meeting through REMOTE E- VOTING		7									
Promoters & Promoter Group		43									
Agenda No 1: ADOPTION OF FINANCIAL STATEMENTS											
Regulation Required (Ordinary/Special)											
ORDINARY											
Whether Promoter/Promoter Group are interested in the Agenda/Resolution?											
NO											
No.	Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes outstanding shares	No. of Votes – in favour	No. of votes – against	% of Votes in favour on votes polled	% of votes against on votes polled	(7)=(5)/(2)*100	(7)=(5)/(2)*100
	Promoter and Promoter Group	E-Voting	539704	539704	100.00	539704	0	100	0	(6)=(4)/(2)*100	(7)=(5)/(2)*100
		Poll	0	0	0	0	0	0.000	0.000		
		Postal Ballot (if applicable)	N/A	N/A	N/A	N/A	N/A	N/A	N/A		
		Total	539704	539704	100.00	539704	0	100	0		
	Public Institutions	E-Voting	0	0	0.00	0	0	0	0		
		Poll	0	0	0	0	0	0	0		
		Postal Ballot (if applicable)	N/A	N/A	N/A	N/A	N/A	N/A	N/A		
		Total	0	0	0.00	0	0	0	0		
	Public - Non Institutions	E-Voting	490323	6963	1.00	6949	14	99.799	0.201		
		Poll	0	105	0	105	0	100.000	0.000		
		Postal Ballot (if applicable)	N/A	N/A	N/A	N/A	N/A	N/A	N/A		
		Total	490323	7068	1.00	7054	14	99.802	0.000		
	Total		1030027	546772	53.00	546758	14	99.997	0.003		

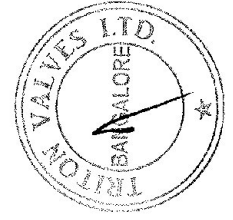
Agenda No 2: DECLARE OF DIVIDEND										
Regulation Required (Ordinary/Special)										
Whether Promoter/Promoter Group are interested in the Agenda/Resolution?										
No.	Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes – in favour	No. of votes against	% of Votes in favour on votes polled	% of votes against on votes polled	ORDINARY
										NO
	Promoter and Promoter Group	E-Voting	(1) 539704	(2) 539704	(3)=ROUND((2)/(1))*100.0	(4) 539704	(5) 0	(6)=(4)/(2)*100	(7)=(5)/(2)*100	
		Poll		0		0	0	0.000	0.000	
		Postal Ballot (if applicable)	N/A	N/A	N/A	N/A	N/A	N/A	N/A	
		Total	539704	539704	100.00	539704	0	100	100	
	Public Institutions	E-Voting		0		0	0	0	0	
		Poll		0		0	0	0	0	
		Postal Ballot (if applicable)	N/A	N/A	N/A	N/A	N/A	N/A	N/A	
		Total		0		0	0	0	0	
	Public - Non Institutions	E-Voting	490323	6963	1.00	6939	24	99.655	0.345	
		Poll		105		105	0	100.000	0.000	
		Postal Ballot (if applicable)	N/A	N/A	N/A	N/A	N/A	N/A	N/A	
		Total	490323	7068	1.00	7044	24	99.660	0.340	
	Total		1030027	546772	53.00	546748	24	99.996	0.004	



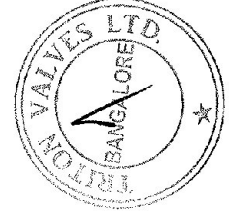
Agenda No 3: RETIREMENT OF DIRECTOR BY ROTATION										
Regulation Required (Ordinary/Special)										
Whether Promoter/Promoter Group are interested in the Agenda/Resolution?										
ORDINARY										
YES										
No. Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes 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)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100		
Promoter and Promoter Group	E-Voting	539704	539704	100.00	539704	0	100	0	0	0
	Poll	0	0	0	0	0	0.000	0.000	0.000	0.000
	Postal Ballot (if applicable)	N A	N A	N A	N A	N A	N A	N A	N A	N A
	Total	539704	539704	100.00	539704	0	100	0	0	0
Public Institutions	E-Voting	0	0	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	N A	N A	N A	N A	N A	N A	N A	N A	N A
	Total	0	0	0	0	0	0	0	0	0
Public - Non Institutions	E-Voting	490323	6961	1.42	6949	12	99.828	0.172	0.172	0.172
	Poll	0	105	0	50	55	47.619	52.381	52.381	52.381
	Postal Ballot (if applicable)	N A	N A	N A	N A	N A	N A	N A	N A	N A
	Total	490323	7066	1.00	6999	67	99.052	0.948	0.948	0.948
Total		1030027	546770	53.00	546703	67	99.988	0.012	0.012	0.012



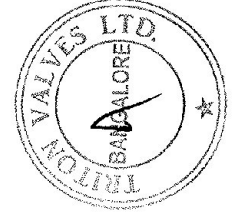
Agenda No 4: APPOINTMENT OF MR. SHRIHARI MAHABAL UDUPA AS DIRECTOR										
Regulation Required (Ordinary/Special)										
Whether Promoter/Promoter Group are interested in the Agenda/Resolution?										
ORDINARY										
NO										
No. Category	Made of Voting	No. of shares held	No. of votes 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	539704	539704	100.00	539704	0	0	0	0	0
	Poll	0	0	0	0	0	0.000	0.000		
	Postal Ballot (if applicable)	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	Total	539704	539704	100.00	539704	0	100	100		
Public Institutions	E-Voting	0	0	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	Total	0	0	0	0	0	0	0	0	0
Public - Non Institutions	E-Voting	490323	6961	1.00	6912	49	99.296	0.704		
	Poll	0	105	0	50	55	47.619	52.381		
	Postal Ballot (if applicable)	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	Total	490323	7066	1.00	6962	104	98.528	1.472		
Total		1030027	546770	53.00	546666	104	99.981	0.019		



Agenda No 5: APPOINTMENT OF MR. SHRIHARI MAHABAL UDUPA AS INDEPENDENT DIRECTOR										
Regulation Required (Ordinary/Special)										
Whether Promoter/Promoter Group are interested in the Agenda/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	ORDINARY	
									NO	NO
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100		
Promoter and Promoter Group	E-Voting	539704	539704	100.00	539704	0	0	0	0	0
	Poll	0	0	0	0	0	0.000	0.000		
	Postal Ballot (if applicable)	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	Total	539704	539704	100.00	539704	0	100	100	0	0
Public Institutions	E-Voting	0	0	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	Total	0	0	0	0	0	0	0	0	0
Public - Non Institutions	E-Voting	490323	6961	1.00	6912	49	99.296	0.704		
	Poll	0	105	0	50	55	47.619	52.381		
	Postal Ballot (if applicable)	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	Total	490323	7066	1.00	6962	104	98.528	1.472		
	Total	1030027	546770	53.00	546666	104	99.981	0.019		



Agenda No 6: RATIFICATION OF PAYMENT OF REMUNERATION TO COST AUDITOR FOR THE FINANCIAL YEAR 2021-22.									
Regulation Required (Ordinary/Special)									
Whether Promoter/Promoter Group are interested in the Agenda/Resolution?									
ORDINARY									
NO									
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)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	
Promoter and Promoter Group	E-Voting	539704	539704	100.00	539704	0	0	0	0
	Poll	0	0	0	0	0	0.000	0.000	
	Postal Ballot (if applicable)	N/A	N/A	N/A	N/A	N/A	N/A	N/A	
	Total	539704	539704	100.00	539704	0	100	0	
Public Institutions	E-Voting	0	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	N/A	N/A	N/A	N/A	N/A	N/A	N/A	
	Total	0	0	0	0	0	100	0	0
Public - Non Institutions	E-Voting	490323	6961	1.00	6942	19	99.727	0.273	
	Poll	0	105	0	105	0	100.000	0.000	
	Postal Ballot (if applicable)	N/A	N/A	N/A	N/A	N/A	N/A	N/A	
	Total	490323	7066	1.00	7047	19	99.731	0.269	
Total		1030027	546770	53.00	546751	19	99.997	0.003	



**PARAMESHWAR G. BHAT**

B.Com., LLB, ML, MBA, FCS

Company Secretary

# 496/4, II Floor, 10th Cross  
Near Bashyam Circle, Sadashivanagar,  
Bangalore - 560 080  
Tel : +91 80 23610847  
Telefax : +91 80 41231106  
e-mail : parameshwar@vjkt.in  
parameshwar.g.bhat@gmail.com

**SCRUTINIZER'S REPORT**

[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and the Companies  
(Management & Administration) Rules, 2014]

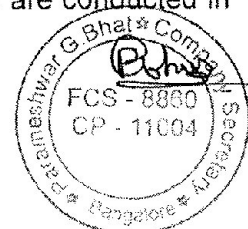
To  
Mr. S. K. Welling  
Chairman  
Triton Valves Limited  
Bengaluru

Dear Sir,

I, Parameshwar G. Bhat, Company Secretary in Whole-Time Practice (FCS No. 8860, CP No. 11004), having office at # 496/4, 2<sup>nd</sup> Floor, 10<sup>th</sup> Cross, Near Bashyam Circle, Sadashivanagar, Bengaluru - 560 080, duly appointed as Scrutinizer by Triton Valves Limited('the Company') for the purpose of scrutinizing the e-voting prior to the AGM ('remote e-voting') and electronic voting ('e-voting') at the 45<sup>th</sup> Annual General Meeting held on Monday, September 27, 2021 at 4.00 PM IST held through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), pursuant to Sections 108 and 109 of the Companies Act, 2013 (the Act), read with Rules 20 and 21 of the Companies (Management & Administration) Rules, 2014 (the Rules) as amended from time to time and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations), hereby furnish my Report to you.

The notice dated August 12, 2021, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions 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 02/2021 dated January 13, 2021 read with Circular No.14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 5, 2020 (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India (SEBI) Circulars dated May 12, 2020 and January 15, 2021.

The Management of the Company is responsible to ensure compliance of the requirements of the Companies Act, 2013 and Rules made there under relating to voting through remote e-voting and e-voting at the Annual General Meeting for the resolutions proposed in the Notice of 45<sup>th</sup> Annual General Meeting. My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and e-voting at the AGM are conducted in





a fair and transparent manner and is restricted to make a Scrutinizer's Report for the votes casts in "favour" or "against" the resolutions proposed in the Notice convening the 45<sup>th</sup> Annual General Meeting of the Company.

The e-voting facility both for remote e-voting and e-voting at the AGM were provided by National Securities Depository Limited (NSDL).

In terms of the aforesaid Notice and as per the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the remote e-voting was kept open for Five days from 22<sup>nd</sup> September, 2021 (9.00 A.M. IST) till 26<sup>th</sup> September, 2021 (5.00 P.M. IST) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform.

After declaration of voting by the Chairman, the Shareholders present at the AGM through VC/OAVM voted through e-voting facility at the AGM provided by NSDL at the AGM.

The Members holding Equity Shares as on the "cut-off date" i.e., 20<sup>th</sup> September, 2021 were entitled to vote on the Resolutions proposed in the Notice calling the 45<sup>th</sup> Annual General Meeting.

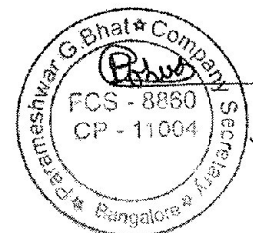
At the end of the voting period on 26<sup>th</sup> September, 2021 (5.00 P.M. IST), the voting portal of NSDL was blocked forthwith.

After the conclusion of e-voting at the AGM, the votes cast under remote e-voting and votes cast through e-voting at the AGM were unblocked on 27<sup>th</sup> September, 2021, in presence of Mr. S. R. Ravinand and Ms. Sahana Bhat who acted as witnesses as prescribed under sub-rule 3(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and thereafter the votes cast there under were counted.

Thereafter, the details containing *inter alia*, the list of the members, who voted "for" or "against" each of the resolution that were put to vote, were derived from the report generated from the e-voting portal of NSDL i.e. [www.evoting.nsd.com](http://www.evoting.nsd.com) and based on such reports

- a. 50(folio wise) members have cast their votes through remote e-voting.
- b. 02(folio wise) members have cast their votes through e-voting at the Annual General Meeting.

The brief analysis of the results of the remote e-voting and e-voting at the Annual General Meeting are as under:



**ORDINARY BUSINESS:**

Item No.1: Adoption of Financial Statements for the year ended 31<sup>st</sup> March, 2021 and the Reports of the Board of Directors and Auditors thereon:

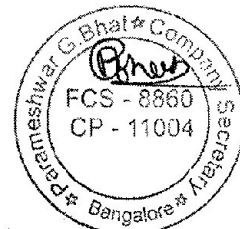
Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	47	546653	2	105	49	546758	99.997%
Dissent	3	14	0	0	3	14	0.003%
Total	50	546667	2	105	52	546772	100%
Abstained / Invalid	0	0	0	0	0	0	NA

Item No. 2: Declare the dividend of Rs. 20/- per Equity Share of Rs.10/- each (200%), for the financial year ended 31<sup>st</sup> March, 2021:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	46	546643	2	105	48	546748	99.996%
Dissent	4	24	0	0	4	24	0.004%
Total	50	546667	2	105	52	546772	100%
Abstained / Invalid	0	0	0	0	0	0	NA



Item No. 3: Appointment of Mrs. Anuradha M. Gokarn (DIN: 00185509) who retires by rotation, and being eligible, offers herself for re- appointment:

Ordinary Resolution:

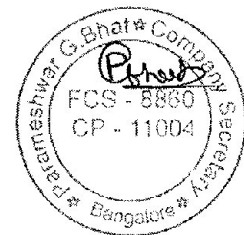
Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of member s voted	No. of Votes cast (shares)	No of member s voted	No. of Votes cast (shares)	
Assent	47	546653	1	50	48	546703	99.988%
Dissent	2	12	1	55	3	67	0.012%
Total	49	546665	2	105	51	546770	100%
Abstained / Invalid	1	2	0	0	1	2	NA

**SPECIAL BUSINESS:**

Item No. 4: Appointment of Mr. Shrihari Mahabal Udupa (DIN 07242880) as Director:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of member s voted	No. of Votes cast (shares)	No of member s voted	No. of Votes cast (shares)	
Assent	45	546616	1	50	46	546666	99.981%
Dissent	4	49	1	55	5	104	0.019%
Total	49	546665	2	105	51	546770	100%
Abstained / Invalid	1	2	0	0	1	2	NA



Item No. 5: Appointment of Mr. Shrihari Mahabal Udupa (DIN 07242880) as Independent Director:

Ordinary Resolution:

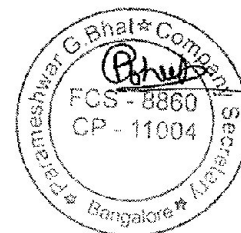
Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	45	546616	1	50	46	546666	99.981%
Dissent	4	49	1	55	5	104	0.019%
Total	49	546665	2	105	51	546770	100%
Abstained / Invalid	1	2	0	0	1	2	NA

Item No. 6: Ratification of payment of remuneration to Cost Auditor for the Financial Year 2021-22:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	46	546646	2	105	48	546751	99.997%
Dissent	3	19	0	0	3	19	0.003%
Total	49	546665	2	105	51	546770	100%
Abstained / Invalid	1	2	0	0	1	2	NA

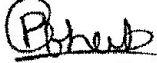
Based on the foregoing, the Resolutions numbered from 1 to 6 in respect of 45<sup>th</sup> Annual General Meeting maybe deemed to have been passed by requisite majority.



All the relevant records relating to remote e-voting and e-voting at the AGM are under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely.

Thanking You

Yours Sincerely

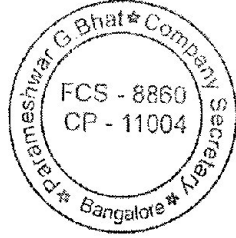


Parameshwar G. Bhat  
Company Secretary

Membership No.: FCS No.: 8860

CP No.: 11004

UDIN: F008860C001023711



Date: 28.09.2021

Place: Bengaluru

Witnesses:

Names

1. R. Ravinand
2. Sahana Bhat

Signatures

