

**Date: 16<sup>th</sup> September, 2016**  
**Ref: TRIL/SECT/2016-17/NSE-BSE/COMPL/29**

<b>To, The Secretary BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Security Code : 532928</b>	<b>To, The Secretary National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra - Kurla Complex, Bandra (E), Mumbai - 400 051 Trading Symbol : TRIL</b>
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Dear Sir/Madam,

**Sub: Voting Result of 22<sup>nd</sup> Annual General Meeting of the Company**

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we send herewith voting result (including e-voting) of 22<sup>nd</sup> Annual General Meeting of the Company held on Wednesday, 14<sup>th</sup> September, 2016 at Survey No. 427 P/ 3-4 and 431 P/ 1-2 Sarkhej - Bavla Highway, Village: Moraiya, Taluka: Sanand, Dist.: Ahmedabad - 382 213.

The Company had appointed Mr. Tapan Shah, Practicing Company Secretary as Scrutinizer to scrutinize e-voting process and Physical Voting. We also send herewith the Scrutinizer's Report received from Mr. Tapan Shah.

Request you to take the same on your records.

Thanking you,

Yours faithfully,

**For Transformers and Rectifiers (India) Limited**



**Jitendra Mamtora**  
**Chairman and Whole-time Director**  
**(DIN: 00139911)**

Encl.: As above

**Transformers and Rectifiers (India) Limited**  
**Details of Voting results under Regulation 44(3)**  
**22<sup>nd</sup> Annual General Meeting held on 14<sup>th</sup> September, 2016**

1. Date of AGM / EGM	14 <sup>th</sup> September, 2016
2. Total no. of shareholders on record date	29509
3. No. of Shareholders present in the meeting either in person or through proxy Promoters and Promoters Group: Public:	2 43
4. No. of Shareholders attended the meeting through video conferencing Promoters and Promoters Group: Public:	Not Arranged

**Resolution No - 1:**

**Details of Agenda:**

Resolution	Resolution Type	Whether promoter/ promoter group are interested in the agenda/resolution?
To Consider and Adopt the audited standalone financial statement of the Company for the financial year ended 31 <sup>st</sup> March, 2016, the reports of the Board of Directors and Auditors thereon; and the audited consolidated financial statement of the Company for the financial year ended 31 <sup>st</sup> March, 2016.	Ordinary Resolution	No

**Details of result of the said Resolution:**

Category	No. of Shares held (1)	No. of votes polled (2)		% of votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)			No. of votes against (5)			% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		E-voting	Poll		Total	E-voting	Poll	Total				
Promoter and Promoter Group	9928415	9928415	0	100.00	9928415	0	9928415	0	0	0	100.00	0
Public-Institutions	734536	728693	0	99.20	728693	0	728693	0	0	0	100.00	0
Public-Non Institutions	2593460	34540	28423	2.43	34540	28423	62963	0	0	0	100.00	0
<b>Total</b>	<b>13256411</b>	<b>10691648</b>	<b>28423</b>	<b>80.87</b>	<b>10691648</b>	<b>28423</b>	<b>10720071</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

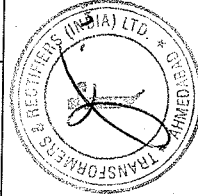


**Resolution No - 2:**

Resolution	Resolution Type	Whether promoter/ promoter group are interested in the agenda/resolution?
Re-appointment of Mrs. Karuna Mamtota (DIN: 00253549), who retires by rotation and being eligible, offers herself for re-appointment	Ordinary Resolution	No

**Details of result of the said Resolution:**

Category	No. of Shares held (1)	No. of votes polled (2)		% of votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)		No. of votes against (5)			% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		E-voting	Poll		Total	E-voting	Poll	Total			
Promoter and Promoter Group	9928415	9928415	0	100.00	9928415	0	9928415	0	0	100.00	0
Public-Institutions	734536	728693	0	99.20	728693	0	728693	0	0	100.00	0
Public-Non Institutions	2593460	34540	28423	2.43	34540	28423	62963	0	0	100.00	0
<b>Total</b>	<b>13256411</b>	<b>10691648</b>	<b>28423</b>	<b>80.87</b>	<b>10691648</b>	<b>28423</b>	<b>10720071</b>	<b>0</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

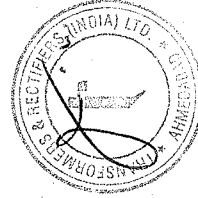


**Resolution No - 3:**

Resolution	Resolution Type	Whether promoter/ promoter group are interested in the agenda / resolution?
Ratification of Appointment of Statutory Auditors	Ordinary Resolution	No

**Details of result of the said Resolution:**

Category	No. of Shares held (1)	No. of votes polled (2)		% of votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes in favour (4)			No. of votes against (5)			% of votes in favour on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled (7) = [(5)/(2)]*100
		E-voting	Poll		Total	E-voting	Poll	Total	E-voting	Poll		
Promoter and Promoter Group	9928415	9928415	0	100.00	9928415	0	9928415	0	0	0	100.00	0
Public-Institutions	734536	728693	0	99.20	728693	0	728693	0	0	0	100.00	0
Public-Non Institutions	2593460	34540	28423	2.43	34540	28423	62963	0	0	0	100.00	0
<b>Total</b>	<b>13256411</b>	<b>10691648</b>	<b>28423</b>	<b>80.87</b>	<b>10691648</b>	<b>28423</b>	<b>10720071</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

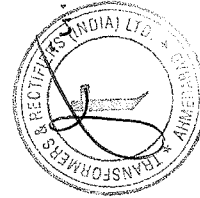


**Resolution No - 4:**

Resolution	Resolution Type	Whether promoter/ promoter group are interested in the agenda / resolution?
Re-appointment of Mr. Satyen Mamtara (DIN: 00139984) as a Managing Director of the Company	Special Resolution	No

**Details of result of the said Resolution:**

Category	No. of Shares held (1)	No. of votes polled (2)		% of votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes in favour (4)		No. of votes against (5)		% of votes in favour on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled (7) = [(5)/(2)]*100
		E-voting	Poll		Total	E-voting	Poll	Total		
Promoter and Promoter Group	9928415	9928415	0	100.00	9928415	0	9928415	0	100.00	0
Public-Institutions	734536	728693	0	99.20	728693	0	728693	0	100.00	0
Public-Non Institutions	2593460	34540	28423	2.43	34540	28423	62963	0	100.00	0
<b>Total</b>	<b>13256411</b>	<b>10691648</b>	<b>28423</b>	<b>80.87</b>	<b>10691648</b>	<b>28423</b>	<b>10720071</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

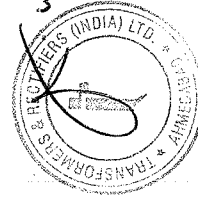


**Resolution No - 5:**

Resolution	Resolution Type	Whether promoter/ promoter group are interested in the agenda / resolution?
Re-appointment of Mr. Vinod Masson (DIN: 00059587) as an Executive Director of the Company	Ordinary Resolution	No

**Details of result of the said Resolution:**

Category	No. of Shares held (1)	No. of votes polled (2)		% of votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)			No. of votes against (5)			% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		E-voting	Poll		Total	E-voting	Poll	Total	E-voting	Poll		
Promoter and Promoter Group	9928415	9928415	0	9928415	9928415	0	9928415	0	0	0	100.00	0
Public-Institutions	734536	728693	0	728693	728693	0	728693	0	0	0	100.00	0
Public-Non Institutions	2593460	34540	28423	62963	34540	28423	62963	0	0	0	100.00	0
<b>Total</b>	<b>13256411</b>	<b>10691648</b>	<b>28423</b>	<b>10720071</b>	<b>10691648</b>	<b>28423</b>	<b>10720071</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

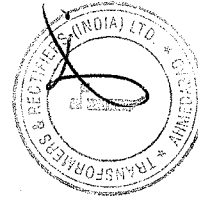


**Resolution No - 6:**

Resolution	Resolution Type	Whether promoter/ promoter group are interested in the agenda / resolution?
Ratification of remuneration payable to Cost Auditor for the financial year 2016-17	Ordinary Resolution	No

**Details of result of the said Resolution:**

Category	No. of Shares held (1)	No. of votes polled (2)		% of votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)			No. of votes against (5)		% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		E-voting	Poll		Total	E-voting	Poll	Total			
Promoter and Promoter Group	9928415	9928415	0	9928415	9928415	0	9928415	0	0	100.00	0
Public-Institutions	734536	728693	0	728693	728693	0	728693	0	0	100.00	0
Public-Non Institutions	2593460	34540	28423	62963	34540	28423	62963	0	0	100.00	0
<b>Total</b>	<b>13256411</b>	<b>10691648</b>	<b>28423</b>	<b>10720071</b>	<b>10691648</b>	<b>28423</b>	<b>10720071</b>	<b>0</b>	<b>0</b>	<b>100.00</b>	<b>0</b>



**Resolution No - 7:**

Resolution	Resolution Type	Whether promoter/ promoter group are interested in the agenda / resolution?
To Issue of Equity Shares by way of private placement to Qualified Institutional Buyers or Preferential allotment	Special Resolution	No

**Details of result of the said Resolution:**

Category	No. of Shares held (1)	No. of votes polled (2)		% of votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)			No. of votes against (5)		% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		E-voting	Poll		Total	E-voting	Poll	Total			
Promoter and Promoter Group	9928415	9928415	0	100.00	9928415	0	9928415	0	0	100.00	0
Public-Institutions	734536	728693	0	99.20	728693	0	728693	0	0	100.00	0
Public-Non Institutions	2593460	34540	28423	2.43	34540	28423	62963	0	0	100.00	0
<b>Total</b>	<b>13256411</b>	<b>10691648</b>	<b>28423</b>	<b>80.87</b>	<b>10691648</b>	<b>28423</b>	<b>10720071</b>	<b>0</b>	<b>0</b>	<b>100.00</b>	<b>0</b>



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**TAPAN SHAH**  
Company Secretary

816-818, Anand Mangal-3, Opp. Core House,  
Nr. Doctor House, Ellisbridge, Ahmedabad-380006  
Phone:(O) 26430810, 30081114 (R) 26650050  
E-mail : info@tapanshah.in, tapanshah814@yahoo.com  
Web : www.tapanshah.in

To,

The Chairman of the Meeting  
**Transformers & Rectifiers (India) Limited**  
Ahmedabad

Dear Sir,

**Subject: Declaration of Consolidated Results of Remote E-voting and Physical voting through Ballot process in respect of resolutions placed in the notice of 22<sup>nd</sup> Annual General Meeting of members of the Transformers & Rectifiers (India) Limited held on 14<sup>th</sup> September, 2016**

I, Mr. Tapan Shah, Practicing Company Secretary, has been appointed as a Scrutinizer of Transformers & Rectifiers (India) Limited ("the Company"), pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for the purpose of scrutinizing the remote e-voting and physical voting through ballot process at the 22<sup>nd</sup> Annual General Meeting ("AGM") of the Company in a fair and transparent manner on the below mentioned resolution(s), as mentioned in the agenda of the Notice dated 25<sup>th</sup> July, 2016 of AGM of the Equity Shareholders of the Company, held on 14<sup>th</sup> day of September, 2016 at 11.00 a.m. at Registered Office of the Company.

The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting and physical voting through ballot process on the resolution contained in the aforesaid notice to the AGM of the members of the company. My responsibility as a scrutinizer is to ensure and scrutinize the voting done through remote e-voting and physical voting through ballot process in a fair and transparent manner and to make a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolution, based on the reports generated from the remote e-voting system of Central Depository Services Limited (CDSL) and of physical voting through ballot process.

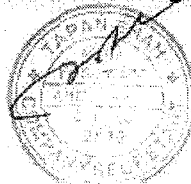


Following resolutions were carried out by the Company at the AGM;

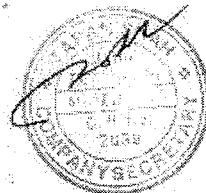
- i. **Ordinary Resolution** To consider and adopt the Standalone financial statement of the Company for the financial year ended on 31<sup>st</sup> March, 2016 and Reports of the Board of Directors' and Auditors' thereon; and Consolidated financial statement of the Company for the financial year ended on 31<sup>st</sup> March, 2016.
- ii. **Ordinary Resolution** To appoint a Director in place of Mrs. Karuna Mamtara (DIN -00253549) who retires by rotation and being eligible offers herself for re-appointment.
- iii. **Ordinary Resolution** To ratify appointment of Statutory Auditors of the Company for the financial year 2016-17 and to fix their remuneration.
- iv. **Special Resolution** To re-appoint Mr. Satyen Mamtara (DIN: 00139984) as a Managing Director of the Company.
- v. **Ordinary Resolution** To re-appoint Mr. Vinod Masson (DIN: 00059587) as an Executive Director of the Company.
- vi. **Ordinary Resolution** To approve the remuneration of the Cost Auditor for the Financial Year ending 31<sup>st</sup> March, 2017
- vii. **Special Resolution** To Issue Equity Shares by way of private placement to Qualified Institutional Buyers or preferential allotment.

I hereby report as under;

1. On the basis of the Register of Members and the list of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on 12<sup>th</sup> August, 2016, the Company completed dispatch of the Notice of the AGM:
  - A. by email to Members who had registered their email-ids with the Company on or before 20<sup>th</sup> August, 2016 and
  - B. by Courier to Members in physical form on or before 22<sup>nd</sup> August, 2016.
2. The Company has also placed the Notice of 22<sup>nd</sup> AGM on the Web site of the Company as well as web Site of E-voting Agency i.e. CDSL.

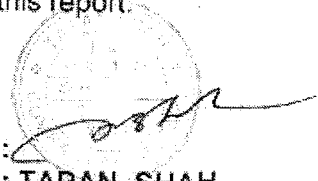


3. The Company has given the news paper advertisement for date and time of commencement and end of remote e-voting in;
  - A. The Financial Express (Vernacular Language - Gujarati) on 24<sup>th</sup> August, 2016 &
  - B. The Financial Express (English Language) on 24<sup>th</sup> August, 2016.
4. The Shareholders holding Shares as on the "Cut off" date, i.e. 9<sup>th</sup> September, 2016 were entitled to vote through remote e-voting and voting at the AGM through Physical ballot process on the resolutions as mentioned in the Notice of AGM of the Company.
5. In terms of the aforesaid Notice, remote e-voting was open for three days from 9.00 a.m. on Sunday, 11<sup>th</sup> September, 2016 to 05.00 p.m. on Tuesday, 13<sup>th</sup> September, 2016 and members were required to cast their votes electronically conveying their assent or Dissent in respect of the Ordinary/ Special resolutions, on remote e-voting platform provided by Central Depository Services Limited (CDSL).
6. Further, at the venue of Annual General Meeting, the Company has provided the facility of voting at the meeting through physical ballot papers to those Shareholders who were present at the Meeting and had not voted through remote e-voting.
7. After the conclusion of voting at the Annual General Meeting, I first counted the Vote cast at the meeting through physical ballots papers and thereafter unblocked the votes cast through remote e-voting on Friday, the 14<sup>th</sup> day of September, 2016 around 1.35 p.m. after the completion of voting at the Annual General Meeting, in the presence of two witnesses, namely, Mr. Naresh Prajapati and Ms. Janu Padia, who are not in employment of the Company
8. Total 2 Invalid ballot papers consisting of 305 shares were kept separately and considered in the voting results as invalid votes.
9. The consolidated results of remote e-voting and physical ballot papers voting in respect of resolutions placed in the notice of 22<sup>nd</sup> Annual General Meeting held on, 14<sup>th</sup> September, 2016 is annexed herewith.



10. The Register, all other papers and relevant records relating to electronic voting and voting at the AGM through physical ballot process shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.
11. The result of the voting by members through remote e-voting and physical ballots at the AGM in respect of the above mentioned resolutions may accordingly be declared by the Chairman or any other Director, as decided by the Board of Director of the Company and who has also countersigned this report.

Place : Ahmedabad

Date : 15<sup>th</sup> September, 2016Signature : 

Name of Company Secretary : TAPAN SHAH

C.P.No. : 2839

**Declaration**

We, the undersigned witnesseth that;

1. The physical ballot papers were opened in our presence;
2. The remote e-voting result/list was unblocked and downloaded from the CDSL website ([www.evotingindia.com](http://www.evotingindia.com)) in our presence at 1:35 p.m. on 14<sup>th</sup> September, 2016 at the office of Mr. Tapan Shah, the scrutinizer.

Place: Ahmedabad

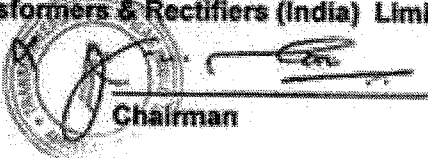
Date : 15<sup>th</sup> September, 2016Witness 1: 

**Mr. Naresh Prajapati**  
 41, Vijaylaxmi Soc.Nr Kabadi -3,  
 Bhulabhai road,  
 Ahmedabad- 380006

Witness 2: 

**Ms Janu Pada**  
 59/7, Samratnagar,  
 Isanpur,  
 Ahmedabad – 382443

Countersigned by  
**For Transformers & Rectifiers (India) Limited**



**Chairman**

## Detailed Consolidated Results of Remote e-voting and Ballot Forms voting

Annexure

**Resolution 1** - To consider and adopt the Standalone financial statement of the Company for the financial year ended on 31st March, 2018 and Reports of the Board of Directors' and Auditors' thereon, and Consolidated financial statement of the Company for the financial year ended on 31st March, 2016. - **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	15	68	83	28423	10691648	10720071	100.000
Assent	15	68	83	28423	10691648	10720071	100.000
Dissent	0	0	0	0	0	0	0.000
<b>Total</b>	<b>15</b>	<b>68</b>	<b>83</b>	<b>28423</b>	<b>10691648</b>	<b>10720071</b>	<b>100.000</b>

**Resolution 2** - To appoint a Director in place of Mrs. Karuna Mamora (holding DIN - 00253548) who retires by rotation and being eligible offers herself for re-appointment - **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	15	68	83	28423	10691648	10720071	100.000
Assent	15	68	83	28423	10691648	10720071	100.000
Dissent	0	0	0	0	0	0	0.000
<b>Total</b>	<b>15</b>	<b>68</b>	<b>83</b>	<b>28423</b>	<b>10691648</b>	<b>10720071</b>	<b>100.000</b>

**Resolution 3** - To ratify appointment of Statutory Auditors of the Company for the financial year 2016-17 and to fix their remuneration. - **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	15	68	83	28423	10691648	10720071	100.000
Assent	15	68	83	28423	10691648	10720071	100.000
Dissent	0	0	0	0	0	0	0.000
<b>Total</b>	<b>15</b>	<b>68</b>	<b>83</b>	<b>28423</b>	<b>10691648</b>	<b>10720071</b>	<b>100.000</b>

**Resolution 4** - To re-appoint Mr. Satyen Mamora (DIN: 00119984) as a Managing Director of the Company. - **Special Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	15	68	83	28423	10691648	10720071	100.000
Assent	15	68	83	28423	10691648	10720071	100.000
Dissent	0	0	0	0	0	0	0.000
<b>Total</b>	<b>15</b>	<b>68</b>	<b>83</b>	<b>28423</b>	<b>10691648</b>	<b>10720071</b>	<b>100.000</b>



Resolution 5 - To re-appoint Mr. Vinod Masson (DIN: 00058587) as an Executive Director of the Company. - Ordinary Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	15	68	83	28423	10691648	10720071	100.000
Assent	15	68	83	28423	10691648	10720071	100.000
Dissent	0	0	0	0	0	0	0.000
Total	15	68	83	28423	10691648	10720071	100.000

Resolution 6 - To approve the remuneration of the Cost Auditor for the FY ending 31st March, 2017 - Ordinary Resolution

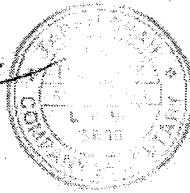
Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	15	68	83	28423	10691648	10720071	100.000
Assent	15	68	83	28423	10691648	10720071	100.000
Dissent	0	0	0	0	0	0	0.000
Total	15	68	83	28423	10691648	10720071	100.000

Resolution 7 - To Issue Equity Shares by way of private placement to Qualified Institutional Buyers or preferential allotment. - Special Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	15	68	83	28423	10691648	10720071	100.000
Assent	15	68	83	28423	10691648	10720071	100.000
Dissent	0	0	0	0	0	0	0.000
Total	15	68	83	28423	10691648	10720071	100.000

Thanking You  
Your Faithfully

Tapan Shah  
C.P. No. 2839







## TRANSFORMERS &amp; RECTIFIERS (INDIA) LIMITED

ISIN: INE763I01018

Voting Result Date : 15/09/2016

## LIST OF BALLOT PAPER WHICH ARE INVALID

Sr. No.	Name of Shareholders	Address	Folio No./ Client ID No.	No. of shares held on the Book Closure date	No. of Votes entitled	Invalid or Not	No. of Votes Invalid
13	MITULI J PATEL	7, RAMNAGAR SOCIETY NANDEJ (BAREJADI), AHMEDABAD - 382436	1295430000032911	155	155	YES	155
17	ARVIND P DABHI	521 NANO SUTHARVADJO KHADIA, AHMEDABAD-380001	1204200000141726	150	150	YES	150

Total	2	305
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\* Invalid due to Signature mismatchy/not signed.