

Date: 29th September, 2018

Ref: TRIL/SECT/2018-19/NSE-BSE/COMPL/28

To, The Secretary BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Security Code : 532928	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
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Dear Sir/Madam,

Sub: Voting Result of 24th 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 remote e-Voting) of 24th Annual General Meeting of the Company held on Friday, 28th September, 2018 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 Mamtara
Chairman and Whole-time Director
(DIN: 00139911)**



Encl.: As above

Transformers and Rectifiers (India) Limited
Details of voting results under Regulation 44(3)
24th Annual General Meeting held on 29th September, 2018

1. Date of AGM / EGM	28 th September, 2018
2. Total no. of shareholders on record date	35676
3. No. of Shareholders present in the meeting either in person or through proxy Promoters and Promoters Group: Public:	3 28
4. No. of Shareholders attended the meeting through video conferencing Promoters and Promoters Group: Public:	Not Arranged

Details of Agenda:

Resolution No: 1

Resolution	Resolution Type	Whether promoter/ promoter group are interested in the agenda/resolution?
Consider and Adopt a. the audited standalone financial statement of the Company for the financial year ended 31 st March, 2018, the reports of the Board of Directors and Auditors thereon; and b. the audited consolidated financial statement of the Company for the financial year ended 31 st March, 2018	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) = $\frac{(2)}{(1)} * 100$	No. of votes in favour (4)		No. of votes against (5)		% of votes in favour on votes polled (6) = $\frac{(4)}{(2)} * 100$	% of votes against on votes polled (7) = $\frac{(5)}{(2)} * 100$
		E-voting	Poll		E-voting	Poll	E-voting	Total		
Promoter and Promoter Group	99284150	99284150	0	100	99284150	0	99284150	0	100.000	0
Public-Institutions	2906576	2698766	0	92.85	2698766	0	2698766	0	100.000	0
Public-Non Institutions	30373384	214104	27	0.70	214131	27	213206	925	99.568	0.432
Total	132564110	102197020	27	77.09	102197047	27	102196122	925	99.999	0.001

For Transformers and Rectifiers (India) Limited



Jitendra Mamora
Chairman and Whole-time Director

Resolution No: 2

Resolution	Resolution Type	Whether promoter/ promoter group are interested in the agenda/resolution?
Re-appointment of Mrs. Karuna Mamtara (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	99284150	99284150	0	99284150	99284150	0	99284150	0	0	0	100.000	0
Public-Institutions	2906576	2698766	0	2698766	2698766	0	2698766	0	0	0	100.000	0
Public-Non Institutions	30373384	214104	27	214131	212849	27	212876	1255	0	1255	99.414	0.586
Total	132564110	102197020	27	102197047	102195765	27	102195792	1255	0	1255	99.999	0.001

For Transformers and Rectifiers (India) Limited



Jitendra Mamtara
Chairman and Whole-time Director

Resolution No: 3

Resolution

Resolution Type	Whether promoter/ promoter group are interested in the agenda/resolution?
Ordinary Resolution	No

Modification to the resolution relating to Appointment of Statutory Auditors

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	99284150	99284150	0	99284150	99284150	0	99284150	0	0	0	100.000	0
Public-Institutions	2906576	2698766	0	2698766	2698766	0	2698766	0	0	0	100.000	0
Public-Non Institutions	30373384	214104	27	214131	213079	27	213106	1025	0	1025	99.521	0.479
Total	132564110	102197020	27	102197047	102195995	27	102196022	1025	0	1025	99.999	0.001

For Transformers and Rectifiers (India) Limited


Jitendra Mamtara
Chairman and Whole-time Director

Resolution No: 4

Resolution

Resolution Type	Whether promoter/ promoter group are interested in the agenda/resolution?
Special Resolution	No

To Issue of Equity Shares by way of private placement to Qualified Institutional Buyers or Preferential allotment.

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	99284150	99284150	0	99284150	99284150	0	99284150	0	0	100.000	0
Public-Institutions	2906576	2698766	0	2698766	2698766	0	2698766	0	0	100.000	0
Public-Non Institutions	30373384	214104	27	214131	212749	27	212776	1355	0	99.367	0.633
Total	132564110	102197020	27	102197047	102195665	27	102195692	1355	0	99.999	0.001

For Transformers and Rectifiers (India) Limited



Jitendra Mamtara
Chairman and Whole-time Director

Resolution No: 5

Resolution	Resolution Type	Whether promoter/ promoter group are interested in the agenda/resolution?
Loans to T&R Jingke Electrical Equipments Private Limited, a Joint Venture 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	99284150	99284150	0	100	99284150	0	99284150	0	100.000	0
Public-Institutions	2906576	2698766	0	92.85	2698766	0	2698766	0	100.000	0
Public-Non Institutions	30373384	214104	27	0.70	214131	27	211636	0	98.835	1.165
Total	132564110	102197020	27	77.09	102197047	27	102194552	0	99.998	0.002

For Transformers and Rectifiers (India) Limited



Jitendra Mamora
Chairman and Whole-time Director

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 2018-19.	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	99284150	99284150	0	99284150	99284150	0	99284150	0	0	0	100.000	0
Public-Institutions	2906576	2698766	0	2698766	2698766	0	2698766	0	0	0	100.000	0
Public-Non Institutions	30373384	214104	27	214131	212849	27	212876	1255	0	1255	99.414	0.586
Total	132564110	102197020	27	102197047	102195765	27	102195792	1255	0	1255	99.999	0.001

For Transformers and Rectifiers (India) Limited



Jitendra Mamtara
Chairman and Whole-time Director



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 24th Annual General Meeting of members of the Transformers & Rectifiers (India) Limited held on Friday, 28th day of September, 2018.

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 24th 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 3rd August, 2018 of AGM of the Equity Shareholders of the Company, held on Friday, 28th day of September, 2018. 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 and Consolidated financial statements of the Company for the financial year ended on 31st March, 2018 and Reports of the Board of Directors' and Auditors' thereon.
- ii. **Ordinary Resolution** To re-appoint a Director, Mrs. Karuna Mamtora (DIN: 00253549) who retires by rotation.
- iii. **Ordinary Resolution** Modification to the resolution relating to Appointment of Statutory Auditors.
- iv. **Special Resolution** To Issue Equity Shares by way of private placement to Qualified Institutional Buyers or preferential allotment.
- v. **Special Resolution** Loans to T&R Jingke Electrical Equipments Private Limited, a Joint Venture Company.
- vi. **Ordinary Resolution** Ratification of remuneration payable to Cost Auditors for the financial year 2018-19.

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 **24.08.2018** 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 **03.09.2018** and
 - B. by Courier to Members in physical form on **03.09.2018**
2. The Company has also placed the Notice of 24th 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 **6th August, 2018**
 - B. The Financial Express (English Language) on **6th August, 2018.**



4. The Shareholders holding Shares as on the "Cut off" date, i.e. **21st August, 2018** 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 Tuesday, 25th August, 2018 to 5.00 p.m. on Thursday, 27th August, 2018** 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 28th day of August, 2018 around 01:14 p.m. after the completion of voting at the Annual General Meeting, in the presence of two witnesses, namely, Mr. Shubhanshu Jain and Ms. Shreya Shah who are not in employment of the Company.
9. Total 1 (one) Invalid ballot papers consisting of 2 shares were kept separately and considered in the voting results as invalid votes.
10. The consolidated results of remote e-voting and physical ballot papers voting in respect of resolutions placed in the notice of 24th Annual General Meeting held on, 28th August, 2018 is **annexed herewith**.
11. 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.



12. 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 : 29.09.2018

Signature : 

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) in our presence at 1.14 p.m. on 28th September, 2018 at the office of Mr. Tapan Shah, the scrutinizer.

Place: Ahmedabad

Place: Ahmedabad

Date: 29th September, 2018

Witness 1:

Mr. Shubhanshu Jain

143, Sardar Patel Colony,
Naranpura,
Ahmedabad-380013



Witness 2:

Ms Shreya Shah

114, Mahasukhnagar Society,
Naroda,
Ahmedabad – 382346




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 and Consolidated financial statements of the Company for the financial year ended on 31st March,2018 and Reports of the Board of Directors' and Auditors' thereon. - **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	3	81	84	27	102197020	102197047	100.000
Assent	3	79	82	27	102196095	102196122	99.999
Dissent	0	2	2	0	925	925	0.001
Total	3	81	84	27	102197020	102197047	100.000

Resolution 2 - To re-appoint a Director Mrs. Karuna Mamtara (DIN: 00253549) who retires by rotation. - **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	3	81	84	27	102197020	102197047	100.000
Assent	3	78	81	27	102195765	102195792	99.999
Dissent	0	3	3	0	1255	1255	0.001
Total	3	81	84	27	102197020	102197047	100.000

Resolution 3 Modification to the resolution relating to Appointment of Statutory Auditors.. - **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	3	81	84	27	102197020	102197047	100.000
Assent	3	78	81	27	102195995	102196022	99.999
Dissent	0	3	3	0	1025	1025	0.001
Total	3	81	84	27	102197020	102197047	100.000

Resolution 4 - -To Issue of 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	3	81	84	27	102197020	102197047	100.000
Assent	3	77	80	27	102195665	102195692	99.999
Dissent	0	4	4	0	1355	1355	0.001
Total	3	81	84	27	102197020	102197047	100.000




Resolution 5 Loans to T&R Jingke Electrical Equipments Private Limited, a Joint Venture Company. **Special Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	3	81	84	27	102197020	102197047	100.000
Assent	3	75	78	27	102194525	102194552	99.998
Dissent	0	6	6	0	2495	2495	0.002
Total	3	81	84	27	102197020	102197047	100.000

Resolution 6 -Ratification of remuneration payable to Cost Auditor for the financial year 2018-19. **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	3	81	84	27	102197020	102197047	100.000
Assent	3	78	81	27	102195765	102195792	99.999
Dissent	0	3	3	0	1255	1255	0.001
Total	3	81	84	27	102197020	102197047	100.000

Thanking You
Your Faithfull

Tapan Shah
C.P. No.: 2839





TRANSFORMERS & RECTIFIERS (INDIA) LIMITED

Sr. No.	Particulars	Cut-off Date : 21/09/2018						Voting Result Date : 29/09/2018					
		Resolution 1 OR		Resolution 2 OR		Resolution 3 OR		Resolution 4 SR		Resolution 5 SR		Resolution 6 OR	
		No. of E-Voting/ BP	No. of Shares	No. of E-Voting/ BP	No. of Shares	No. of E-Voting/ BP	No. of Shares	No. of E-Voting/ BP	No. of Shares	No. of E-Voting/ BP	No. of Shares	No. of E-Voting/ BP	No. of Shares
A(i)	E-voting Received	81	102197020	81	102197020	81	102197020	81	102197020	81	102197020	81	102197020
(ii)	Less: E voting Not voted for	0	0	0	0	0	0	0	0	0	0	0	0
(iii)	Less: Invalid E-voting due to related parties interested.	0	0	0	0	0	0	0	0	0	0	0	0
	Total valid E-voting exercised (A)	81	102197020	81	102197020	81	102197020	81	102197020	81	102197020	81	102197020
B(i)	Total Ballot Papers (BP) received (Physical)	4	29	4	29	4	29	4	29	4	29	4	29
(ii)	Less: Invalid Ballot Papers	1	2	1	2	1	2	1	2	1	2	1	2
(iii)	Less: Invalid Ballot Papers due to related parties interested	0	0	0	0	0	0	0	0	0	0	0	0
	Total valid Ballot Papers (B)	3	27	3	27	3	27	3	27	3	27	3	27
	Total Valid voting through E-voting/ Ballot Papers (A+B)	84	102197047	84	102197047	84	102197047	84	102197047	84	102197047	84	102197047
C.	Less: Ballot Papers - not voted for	0	0	0	0	0	0	0	0	0	0	0	0
D.	Net Valid E-voting/ Ballot Papers exercised:	84	102197047	84	102197047	84	102197047	84	102197047	84	102197047	84	102197047
(i)	e-Voting/ Ballot Papers with assent for the Resolution	82	102196122	81	102196022	81	102196022	80	102195692	78	102194652	81	102195792
	% of Assent	97.619	98.999	96.429	99.999	99.999	99.999	95.238	99.999	92.857	99.998	96.429	98.999
(ii)	e-Voting/ Ballot Papers with dissent for the Resolution	2	925	3	1255	3	1025	4	1355	6	2495	3	1255
	% of Dissent	2.381	0.001	3.571	0.001	0.001	0.001	4.762	0.001	7.143	0.002	3.571	0.001
	Total	84	102197047	84	102197047	84	102197047	84	102197047	84	102197047	84	102197047
	Total%	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000

