



**Date: 13<sup>th</sup> May, 2024**

**Ref: TRIL/SECT/2024-25/NSE-BSE/COMPL/27**

<b>To, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Security Code : 532928</b>	<b>To, 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 30<sup>th</sup> Annual General Meeting of the Company**

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Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we send herewith voting result of 30<sup>th</sup> Annual General Meeting of the Company held on Monday, 13<sup>th</sup> May, 2024 through Video Conferencing (VC).

The Company had appointed Mr. Tapan Shah, Practicing Company Secretary as Scrutinizer to scrutinize Remote e-Voting process and e-Voting during AGM.

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**

**Rakesh Kiri  
Company Secretary**

Encl.: As above

*T & R is one of the leading manufacturers of a wide range of transformers globally. Today T & R is second largest Transformer manufacturing company based on Capacity in India. It has capability to develop world class power, distribution, furnace and specialty transformers with world class infrastructure at three plants around the city of Ahmedabad (Gujarat, India). T & R is managed by a highly skilled and experienced team of approximately 1200 employees, who consistently ensure that each and every activity factors in an adherence to high quality benchmarks established by the organisation*

CIN No.: L33121GJ1994PLC022460

Regd. Office : Survey No. 427 P/3-4, & 431 P/1-2, Sarkhej-Bavla Highway, Moraiya, Tal.: Sanand, Dist.: Ahmedabad 382 213.  
Tel.: 91 - 2717 - 661661 Fax: 91 - 2717 - 661716 E-mail: info@transformerindia.com Website: www.transformerindia.com

## Voting Result of 30<sup>th</sup> Annual General Meeting of the Company

General information about company	
Scrip code	532928
NSE Symbol	TRIL
MSEI Symbol	NOTLISTED
ISIN	INE763I01026
Name of the company	Transformers and Rectifiers (India) Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	13-05-2024
Start time of the meeting	11:14 AM
End time of the meeting	11:27 AM

Scrutinizer Details	
Name of the Scrutinizer	Tapan Shah
Firms Name	Tapan Shah
Qualification	CS
Membership Number	F4476
Date of Board Meeting in which appointed	08-04-2024
Date of Issuance of Report to the company	13-05-2024

Voting results	
Record date	06-05-2024
Total number of shareholders on record date	85315
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	5
b) Public	71
<b>No. of resolution passed in the meeting</b>	<b>10</b>

## Resolution (1)

<b>Resolution required: (Ordinary / Special)</b>				Ordinary					
<b>Whether promoter/promoter group are interested in the agenda/resolution?</b>				No					
<b>Description of resolution considered</b>				Adoption of Financial Statements, To consider and adopt: a) the audited financial statement of the Company for the financial year ended 31st March, 2024, 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 31st March, 2024 and the report of Auditors 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	
<b>Promoter and Promoter Group</b>	E-Voting		78209508	78.7615	78209508	0	100.0000	0.0000	
	Poll	99299150	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>		99299150	78209508	78.7615	78209508	0	100.0000	0.0000
<b>Public- Institutions</b>	E-Voting		4399121	14.8639	4399121	0	100.0000	0.0000	
	Poll	29596069	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>		29596069	4399121	14.8639	4399121	0	100.0000	0.0000
<b>Public- Non Institutions</b>	E-Voting		5634155	41.2188	5634155	0	100.0000	0.0000	
	Poll	13668902	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>		13668902	5634155	41.2188	5634155	0	100.0000	0.0000
<b>Total</b>			142564121	88242784	61.8969	88242784	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes		

For Transformers and Rectifiers (India) Limited

  
**Jitendra Mamora**  
 Chairman and Whole-time Director

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 dividend on equity shares for the financial 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		78209508	78.7615	78209508	0	100.0000	0.0000
	Poll	99299150	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	99299150	78209508	78.7615	78209508	0	100.0000	0.0000
Public-Institutions	E-Voting		4399121	14.8639	4399121	0	100.0000	0.0000
	Poll	29596069	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	29596069	4399121	14.8639	4399121	0	100.0000	0.0000
Public- Non Institutions	E-Voting		5634155	41.2188	5634129	26	99.9995	0.0005
	Poll	13668902	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	13668902	5634155	41.2188	5634129	26	99.9995	0.0005
<b>Total</b>		142564121	88242784	61.8969	88242758	26	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	

For Transformers and Rectifiers (India) Limited

  
**Jitendra Mamora**  
 Chairman and Whole-time Director

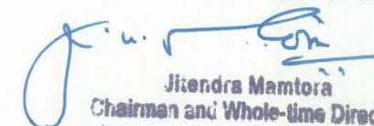
Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Satyen J. Mamtora (DIN: 00139984) who retires by rotation and 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	99299150	63953096	64.4045	63953096	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		63953096	64.4045	63953096	0	100.0000	0.0000
Public-Institutions	E-Voting	29596069	4399121	14.8639	4396395	2726	99.9380	0.0620
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		4399121	14.8639	4396395	2726	99.9380	0.0620
Public- Non Institutions	E-Voting	13668902	5632985	41.2102	5632985	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		5632985	41.2102	5632985	0	100.0000	0.0000
<b>Total</b>		142564121	73985202	51.8961	73982476	2726	99.9963	0.0037
<b>Whether resolution is Pass or Not.</b>							Yes	

For Transformers and Rectifiers (India) Limited

  
**Jitendra Mamtora**  
 Chairman and Whole-time Director

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Issue of Equity Shares by way of private placement to Qualified Institutional Buyers				
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	99299150	78209508	78.7615	78209508	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		78209508	78.7615	78209508	0	100.0000	0.0000
Public-Institutions	E-Voting	29596069	4399121	14.8639	4399121	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		4399121	14.8639	4399121	0	100.0000	0.0000
Public- Non Institutions	E-Voting	13668902	5634150	41.2187	5634136	14	99.9998	0.0002
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		5634150	41.2187	5634136	14	99.9998	0.0002
<b>Total</b>		142564121	88242779	61.8969	88242765	14	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	

For Transformers and Rectifiers (India) Limited

  
**Jitendra Mamora**  
 Chairman and Whole-time Director

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Approve 'TRIL–Employee Stock Option Plan 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		78209508	78.7615	78209508	0	100.0000	0.0000
	Poll	99299150	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	99299150	78209508	78.7615	78209508	0	100.0000	0.0000
Public-Institutions	E-Voting		4399121	14.8639	3095505	1303616	70.3664	29.6336
	Poll	29596069	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	29596069	4399121	14.8639	3095505	1303616	70.3664	29.6336
Public- Non Institutions	E-Voting		5634155	41.2188	5634115	40	99.9993	0.0007
	Poll	13668902	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	13668902	5634155	41.2188	5634115	40	99.9993	0.0007
<b>Total</b>		142564121	88242784	61.8969	86939128	1303656	98.5226	1.4774
<b>Whether resolution is Pass or Not.</b>							Yes	

For Transformers and Rectifiers (India) Limited

  
**Jitendra Mamora**  
 Chairman and Whole-time Director

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To revise the terms of remuneration w.e.f. 1st April, 2024 of Mr. Jitendra U. Mamtara (DIN: 00139911) as Chairman and Whole-time 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		14485052	14.5873	14485052	0	100.0000	0.0000
	Poll	99299150	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	99299150	14485052	14.5873	14485052	0	100.0000	0.0000
Public-Institutions	E-Voting		4399121	14.8639	4399121	0	100.0000	0.0000
	Poll	29596069	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	29596069	4399121	14.8639	4399121	0	100.0000	0.0000
Public- Non Institutions	E-Voting		5634115	41.2185	5634049	66	99.9988	0.0012
	Poll	13668902	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	13668902	5634115	41.2185	5634049	66	99.9988	0.0012
<b>Total</b>		142564121	24518288	17.1981	24518222	66	99.9997	0.0003
<b>Whether resolution is Pass or Not.</b>							Yes	

For Transformers and Rectifiers (India) Limited

  
**Jitendra Mamtara**  
 Chairman and Whole-time Director

## Resolution (7)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To revise the terms of Remuneration of Mrs. Karuna J. Mamtora (DIN: 00253549) as an Executive Director of the Company						
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		78209508	78.7615	78209508	0	100.0000	0.0000
	Poll	99299150	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	99299150	78209508	78.7615	78209508	0	100.0000	0.0000
Public- Institutions	E-Voting		4399121	14.8639	4399121	0	100.0000	0.0000
	Poll	29596069	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	29596069	4399121	14.8639	4399121	0	100.0000	0.0000
Public- Non Institutions	E-Voting		5634115	41.2185	5633899	216	99.9962	0.0038
	Poll	13668902	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	13668902	5634115	41.2185	5633899	216	99.9962	0.0038
<b>Total</b>		142564121	88242744	61.8969	88242528	216	99.9998	0.0002
<b>Whether resolution is Pass or Not.</b>							Yes	

For Transformers and Rectifiers (India) Limited

  
**Jitendra Mamtora**  
 Chairman and Whole-time Director

## Resolution (8)

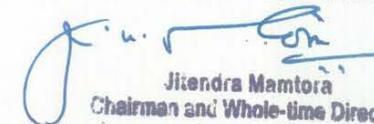
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To reappoint Mr. Satyen J. Mamtora (DIN: 00139984) as a Managing Director of the Company				
Category	Mode of voting	No. 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		63953096	64.4045	63953096	0	100.0000	0.0000
	Poll	99299150	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	99299150	63953096	64.4045	63953096	0	100.0000	0.0000
Public- Institutions	E-Voting		4399121	14.8639	4399121	0	100.0000	0.0000
	Poll	29596069	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	29596069	4399121	14.8639	4399121	0	100.0000	0.0000
Public- Non Institutions	E-Voting		5634115	41.2185	5634110	5	99.9999	0.0001
	Poll	13668902	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	13668902	5634115	41.2185	5634110	5	99.9999	0.0001
<b>Total</b>		142564121	73986332	51.8969	73986327	5	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	

For Transformers and Rectifiers (India) Limited

  
**Jitendra Mamtora**  
 Chairman and Whole-time Director

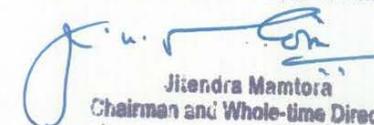
Resolution (9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To revise the terms of remuneration w.e.f. 1st April, 2024 of Mr. Satyen J. Mamtora (DIN: 00139984) as a Managing Director of the Company				
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		63953096	64.4045	63953096	0	100.0000	0.0000
	Poll	99299150	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	99299150	63953096	64.4045	63953096	0	100.0000	0.0000
Public-Institutions	E-Voting		4399121	14.8639	4399121	0	100.0000	0.0000
	Poll	29596069	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	29596069	4399121	14.8639	4399121	0	100.0000	0.0000
Public- Non Institutions	E-Voting		5634115	41.2185	5633896	219	99.9961	0.0039
	Poll	13668902	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	13668902	5634115	41.2185	5633896	219	99.9961	0.0039
<b>Total</b>		142564121	73986332	51.8969	73986113	219	99.9997	0.0003
<b>Whether resolution is Pass or Not.</b>							Yes	

For Transformers and Rectifiers (India) Limited

  
Jitendra Mamtora  
Chairman and Whole-time Director

Resolution (10)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration payable to Cost Auditor 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		78209508	78.7615	78209508	0	100.0000	0.0000
	Poll	99299150	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	99299150	78209508	78.7615	78209508	0	100.0000	0.0000
Public-Institutions	E-Voting		4399121	14.8639	4399121	0	100.0000	0.0000
	Poll	29596069	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	29596069	4399121	14.8639	4399121	0	100.0000	0.0000
Public- Non Institutions	E-Voting		5634115	41.2185	5634095	20	99.9996	0.0004
	Poll	13668902	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	13668902	5634115	41.2185	5634095	20	99.9996	0.0004
<b>Total</b>		142564121	88242744	61.8969	88242724	20	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	

For Transformers and Rectifiers (India) Limited

  
**Jitendra Mamora**  
 Chairman and Whole-time Director



**TAPAN SHAH**  
COMPANY SECRETARY

816-818, Anand Mangal – 3, Opp. Core House,  
Nr. Doctor House, Ellisbridge, Ahmedabad-380006  
Phone: (O) 40024320  
E-mail:[info@tapanshah.in](mailto:info@tapanshah.in)

**Date: 13<sup>th</sup> May, 2024**

**To,**  
**The Chairman**  
**Transformers and Rectifiers (India) Limited**  
CIN: L33121GJ1994PLC022460  
Survey No.427 P/3-4 and 431 P/1-2,  
Sarkhej - Bavla Highway, Village: Moraiya,  
Taluka: Sanand, Ahmedabad - 382 213 Gujarat

Dear Sir,

I thank you for appointing me as the Scrutinizer for remote e-voting process and voting by your Members during the 30<sup>th</sup> Annual General Meeting (AGM) of your Company held on Monday, 13<sup>th</sup> day of May, 2024 at 11:00 a.m. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to the remote e-voting and the casting through electronic voting (remote) at the meeting on resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and the voting conducted through electronic voting (remote) at the meeting is restricted to making a Scrutinizer's Report of the votes cast in favor or against the resolutions.

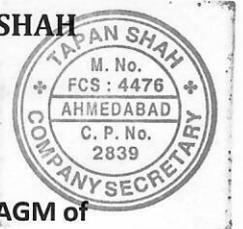
I am pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

**Signature:** 

**Name of Company Secretary: TAPAN SHAH**

**C.P.No.: 2839**

**UDIN: F004476F000342473**



**Report of Scrutinizer on remote e-voting process and voting by members during the 30<sup>th</sup> AGM of  
Transformers and Rectifiers (India) Limited held on 13<sup>th</sup> May, 2024**

**SCRUTINIZER'S REPORT**

<b>Name of the Company</b>	<b>Transformers and Rectifiers (India) Limited</b>
<b>Meeting</b>	<b>30<sup>th</sup> Annual General Meeting</b>
<b>Day, Date &amp; Time</b>	<b>Monday, 13<sup>th</sup> day of May, 2024 at 11:00 a.m.</b>
<b>Deemed Venue</b>	<b>Survey No.427 P/3-4 and 431 P/1-2, Sarkhej - Bavla Highway, Village: Moraiya, Taluka: Sanand, Ahmedabad - 382 213 Gujarat</b>
<b>Mode</b>	<b>Video Conferencing ("VC") / Other Audio- Visual Means ("OAVM")</b>

**1. Appointment as Scrutinizer:-**

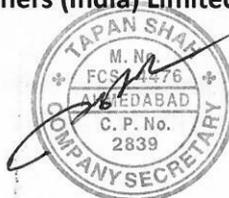
I was appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the 30<sup>th</sup> Annual General Meeting ("AGM") of TRANSFORMERS AND RECTIFIERS (INDIA) LIMITED (hereinafter referred to as the Company) scheduled on Monday, 13<sup>th</sup> day of May, 2024 at 11:00 a.m. held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

**2. Dispatch of Notice convening the AGM:-**

- i. Pursuant to General Circular No. 20/2020 dated 5th May, 2020, 2/2022 dated 5 May 2022, 10/2022 dated 28th December, 2022 and 09/2023 dated 25 September, 2023 issued by the Ministry of Corporate Affairs and the SEBI Circular no. SEBI/HO/DDHS/P/CIR/2023/0164 dated 6th October 2023, advertisement was published in the English Financial Express (in English language) and in Gujarati Financial Express (in Gujarati language), both having Ahmedabad edition on 21<sup>st</sup> and 22<sup>nd</sup> April, 2024, respectively, specifying the date and time of the AGM, and the corrigendum to such notice in both the newspapers on 2<sup>nd</sup> May, 2024, availability of the notice on Company's website and website of the Stock Exchanges, manner of registration of email IDs by the members (both physical and demat) who are yet to register their email IDs with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

**Report of Scrutinizer on remote e-voting process and voting by members during the 30<sup>th</sup> AGM of Transformers and Rectifiers (India) Limited held on 13<sup>th</sup> May, 2024**

Page 2 of 5





**TAPAN SHAH**  
COMPANY SECRETARY

816-818, Anand Mangal – 3, Opp. Core House,  
Nr. Doctor House, Ellisbridge, Ahmedabad-380006  
Phone: (O) 40024320  
E-mail:[info@tapanshah.in](mailto:info@tapanshah.in)

- ii. The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited and National Stock Exchange of India Limited on 23<sup>rd</sup> April, 2024 and corrigendum to such notice as on 6<sup>th</sup> May, 2024.
- iii. The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Link Intime India Pvt. Ltd., the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., Central Depository Services (India) Limited ("CDSL") and National Securities Depository Limited ("NSDL"), the Company completed dispatch of Notice of AGM and Corrigendum of Notice of AGM:
  - On 20<sup>th</sup> April, 2024 and 1<sup>st</sup> May, 2024, respectively, by E-mail to Members who had already registered their email IDs with the Company / Depositories and other members through couriers.

### 3. Cut-off date:-

Voting rights were reckoned as on Monday, 06<sup>th</sup> May, 2024, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting during the AGM.

### 4. Remote e-voting process:-

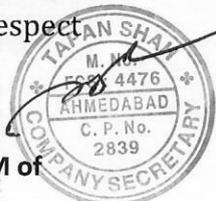
#### i. Agency

The Company appointed Central Depository Services (India) Ltd (CDSL) as the agency for providing the platform for remote e-voting and e-voting during the AGM.

#### ii. Remote e-voting period

Remote e-voting platform was open from 09:00 a.m. on Friday, 10<sup>th</sup> May, 2024 till 05:00 p.m. on Sunday, 12<sup>th</sup> May, 2024 and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by CDSL.

Report of Scrutinizer on remote e-voting process and voting by members during the 30<sup>th</sup> AGM of  
Transformers and Rectifiers (India) Limited held on 13<sup>th</sup> May, 2024



**5. Voting at the AGM:-**

- i. As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID/ folios, number of shares held but not the manner in which they have voted.
- ii. Accordingly, CDSL, the remote e-voting agency provided us with the names, DP ID & Client ID/ folios and shareholding of the members who had cast their votes through remote e-voting.

**6. Counting Process:-**

On completion of e-voting during the AGM, I unblocked the results of the remote e-voting and e-voting by members at the AGM, on the CDSL e-voting platform and downloaded the results, in the presence of two witnesses who were not in the employment of the Company.

**7. Results:-**

- i. I observed that
  - 6 Members had cast their votes through e-voting during the AGM;
  - 144 Members had cast their votes through remote e-voting.
- ii. Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 08<sup>th</sup> April, 2024 is enclosed herewith.
- iii. Based on the aforesaid results, I report that four (4) Ordinary and six (6) Special Resolutions as set out in Item Nos. 1 to 10 of the Notice of the AGM dated 08<sup>th</sup> April, 2024 have been passed with the requisite majority.

Place: Ahmedabad  
Date: 13/05/2024

Signature:   
Name of Company Secretary: TAPAN SHAH  
C.P.No.: 2839  
UDIN: F004476F000342473



Report of Scrutinizer on remote e-voting process and voting by members during the 30<sup>th</sup> AGM of  
Transformers and Rectifiers (India) Limited held on 13<sup>th</sup> May, 2024



**TAPAN SHAH**  
COMPANY SECRETARY

816-818, Anand Mangal – 3, Opp. Core House,  
Nr. Doctor House, Ellisbridge, Ahmedabad-380006  
Phone: (O) 40024320  
E-mail:[info@tapanshah.in](mailto:info@tapanshah.in)

### Declaration

We, the undersigned witnessed that;

1. The remote e-voting result/list was unblocked and downloaded from the CDSL website ([www.evotingindia.com](http://www.evotingindia.com)) in my presence at 11:44 A.M. on 13<sup>th</sup> May, 2024.

Place: Ahmedabad  
Date: 13/05/2024

Countersigned by  
For TRANSFORMERS & RECTIFIERS (INDIA) LIMITED

Witness: 1

Mrs. Sristy Arya



Witness: 2

Mr. Karan Parikh

Chairman

## CONSOLIDATED RESULTS

**Resolution No. 1: To receive, consider and adopt the Audited Standalone and consolidated Financial Statement of the company for the financial year ended 31st March 2024 and the reports of the Board of Directors' and Auditors' thereon**

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	144	82551602	6	5691182	150	88242784	100.00
Dissent	0	0	0	0	0	0	0.00
<b>Total</b>	<b>144</b>	<b>82551602</b>	<b>6</b>	<b>0</b>	<b>150</b>	<b>88242784</b>	<b>100.00</b>

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Resolution No. 1** of the Notice of the AGM dated 08th April, 2024 has been **passed with requisite majority**.

**Resolution No. 2: To declare a dividend on equity shares for the financial year ended 31 March 2024**

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	142	82551576	6	5691182	148	88242758	100.00
Dissent	2	26	0	0	2	26	0.00
<b>Total</b>	<b>144</b>	<b>82551602</b>	<b>6</b>	<b>0</b>	<b>150</b>	<b>88242784</b>	<b>100.00</b>

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Resolution No. 2** of the Notice of the AGM dated 08th April, 2024 has been **passed with requisite majority**.

**Resolution No. 3: To appoint a Director in place of Mr. Satyen J. Mamtora (DIN: 00139984) who retires by rotation and being eligible, offers himself for re-appointment.**

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	140	68291294	6	5691182	146	73982476	100.00
Dissent	2	2726	0	0	2	2726	0.00
<b>Total</b>	<b>142</b>	<b>68294020</b>	<b>6</b>	<b>5691182</b>	<b>148</b>	<b>73985202</b>	<b>100.00</b>

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Resolution No. 3** of the Notice of the AGM dated 08th April, 2024 has been **passed with requisite majority**.



**Resolution No. 4: To Issue of Equity Shares by way of private placement to Qualified Institutional Buyers**

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	140	82551583	6	5691182	146	88242765	100.00
Dissent	3	14	0	0	3	14	0.00
Total	143	82551597	6	5691182	149	88242779	100.00

Based on the aforesaid result, I report that the **Special Resolution** as set out in **Resolution No. 4** of the Notice of the AGM dated 08th April, 2024 has been **passed with requisite majority**.

**Resolution No. 5: To Approve 'TRIL–Employee Stock Option Plan 2024'**

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	127	81247956	5	5691172	132	86939128	98.52
Dissent	17	1303646	1	10	18	1303656	1.48
Total	144	82551602	6	5691182	150	88242784	100.00

Based on the aforesaid result, I report that the **Special Resolution** as set out in **Resolution No. 5** of the Notice of the AGM dated 08th April, 2024 has been **passed with requisite majority**.

**Resolution No. 6: To revise the terms of remuneration w.e.f. 1st April, 2024 of Mr. Jitendra U. Mamtora (DIN: 00139911) as Chairman and Whole-time Director**

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	137	18827050	5	5691172	142	24518222	100.00
Dissent	4	56	1	10	5	66	0.00
Total	141	18827106	6	5691182	147	24518288	100.00

Based on the aforesaid result, I report that the **Special Resolution** as set out in **Resolution No. 6** of the Notice of the AGM dated 08th April, 2024 has been **passed with requisite majority**.



**Resolution No. 7: To revise the terms of Remuneration of Mrs. Karuna J. Mamtora (DIN: 00253549) as an Executive Director of the Company**

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	138	82551346	6	5691182	144	88242528	100.00
Dissent	5	216	0	0	5	216	0.00
Total	143	82551562	6	5691182	149	88242744	100.00

Based on the aforesaid result, I report that the **Special Resolution** as set out in **Resolution No. 7** of the Notice of the AGM dated 08th April, 2024 has been **passed with requisite majority**.

**Resolution No. 8: To reappoint Mr. Satyen J. Mamtora (DIN: 00139911) as a Managing Director of the Company**

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	141	68295145	6	5691182	147	73986327	100.00
Dissent	1	5	0	0	1	5	0.00
Total	142	68295150	6	5691182	148	73986332	100.00

Based on the aforesaid result, I report that the **Special Resolution** as set out in **Resolution No. 8** of the Notice of the AGM dated 08th April, 2024 has been **passed with requisite majority**.

**Resolution No. 9: To revise the terms of remuneration w.e.f. 1st April, 2024 of Mr. Satyen J. Mamtora (DIN: 00139911) as a Managing Director of the Company**

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	136	68294931	6	5691182	142	73986113	100.00
Dissent	6	219	0	0	6	219	0.00
Total	142	68295150	6	5691182	148	73986332	100.00

Based on the aforesaid result, I report that the **Special Resolution** as set out in **Resolution No. 9** of the Notice of the AGM dated 08th April, 2024 has been **passed with requisite majority**.



**Resolution No. 10: Ratification of remuneration payable to Cost Auditor for the financial year 2024-25**

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	142	82551542	6	5691182	148	88242724	100.00
Dissent	1	20	0	0	1	20	0.00
Total	143	82551562	6	5691182	149	88242744	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Resolution No. 10** of the Notice of the AGM dated 08th April, 2024 has been **passed with requisite majority**.

Place: Ahmedabad  
Date: 13/05/2024

Signature:   
Name of Company Secretary: TAPAN SHAH  
C.P No.:2839  
UDIN: F004476F000342473

