



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

Date: 3rd February, 2025

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

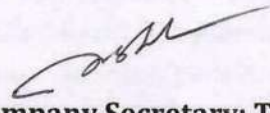
Dear Sir,

I thank you for appointing me as the Scrutinizer for remote e-voting process and voting by your Members during the Extra Ordinary General Meeting (EOGM) of your Company held on Monday, 3rd day of February, 2025 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: F004476F003835017

**Report of Scrutinizer on remote e-voting process and voting by members during the EOGM of
Transformers and Rectifiers (India) Limited held on 3rd February, 2025**





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SCRUTINIZER'S REPORT

Name of the Company	Transformers and Rectifiers (India) Limited
Meeting	Extra Ordinary General Meeting
Day, Date & Time	Monday, 3rd day of February, 2025 at 11:00 a.m.
Deemed Venue	Survey No.427 P/3-4 and 431 P/1-2, Sarkhej - Bavla Highway, Village: Moraiya, Taluka: Sanand, Ahmedabad - 382 213 Gujarat
Mode	Video Conferencing ("VC") / Other Audio- Visual Means ("OAVM")

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 Extra Ordinary General Meeting ("EOGM") of TRANSFORMERS AND RECTIFIERS (INDIA) LIMITED (hereinafter referred to as the Company) scheduled on Monday, 3rd day of February, 2025 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 EOGM:-

- i. Pursuant to General Circular No. 20/2020 dated 5th May, 2020, 2/2022 dated 5 May 2022, 10/2022 dated 28th December, 2022, 09/2023 dated 25 September, 2023 and 09/2024 dated 19th September, 2024 issued by the Ministry of Corporate Affairs and the SEBI Circular no. SEBI/HO/CFD/CFD – PoD-2/P/CIR/2024/133 dated 3th October 2024, advertisement was published in the English Financial Express (in English language) and in Gujarati Financial Express (in Gujarati language), specifying the date and time of the EOGM and the such details, in both the newspapers, on 10th January, 2025. The said Notice is available on Company's website and website of the Stock Exchanges and contains 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 EOGM, etc.

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- ii. The Company hosted the notice of EOGM on its website, website of the CDSL providing the platform for remote e-voting and e-voting during the EOGM and also intimated the same to BSE Limited and National Stock Exchange of India Limited on 9th January, 2025.
- 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 EOGM:
 - On 9th January, 2025, 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, 27th January, 2025, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting during the EOGM.

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 EOGM.

ii. Remote e-voting period

Remote e-voting platform was open from 09:00 a.m. on Friday, 31st January, 2025 till 05:00 p.m. on Sunday, 2nd February, 2025 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.

5. Voting at the EOGM:-

- 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:-

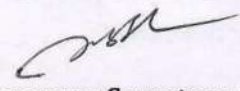
On completion of e-voting during the EOGM, I unblocked the results of the remote e-voting and e-voting by members at the EOGM, on the CDSL e-voting platform and downloaded the results, in the presence of two witnesses who were not in the employment of the Company.

7. Results:-

- i. I observed that
 - 7 (Seven) Members had cast their votes through e-voting during the EOGM;
 - 257 (Two Hundred and Fifty Seven) 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 EOGM dated 08th January, 2025 is enclosed herewith.
- iii. Based on the aforesaid results, I report that two (2) Ordinary and two (2) Special Resolutions as set out in Item Nos. 1 to 4 of the Notice of the EOGM dated 08th January, 2025 have been passed with the requisite majority.

Place: Ahmedabad

Date: 03/02/2025

Signature: 

Name of Company Secretary: TAPAN SHAH

C.P.No.: 2839

UDIN: F004476F003835017

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Declaration

We, the undersigned witnessed that;

1. The remote e-voting result/list was unblocked and downloaded from the CDSL website (www.evotingindia.com) in my presence at 11.29 A.M. on 3rd February, 2025.

Place: Ahmedabad
Date: 03/02/2025

Countersigned by
For TRANSFORMERS & RECTIFIERS (INDIA) LIMITED

Witness: 1

Mr. Aryan Jethva

Witness: 2

Ms. Falguni Panchal

Chairman



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Transformers and Rectifiers (India) Limited held on 3rd February, 2025

CONSOLIDATED RESULTS

Resolution No. 1: Increase in Authorised Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association- Ordinary Resolution.

Particulars	Remote E-Voting		Voting at the EOGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	253	112601872	6	4490	259	112606362	100.00
Dissent	4	3474	1	1	5	3475	0.00
Total	257	112605346	7	4491	264	112609837	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Resolution No. 1** of the Notice of the EOGM dated 8th January, 2025 has been **passed with requisite majority**.

Resolution No. 2: Approval for issue of Bonus Shares to the Shareholders of the Company- Ordinary Resolution.

Particulars	Remote E-Voting		Voting at the EOGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	248	111523083	6	4490	254	111527573	99.04
Dissent	12	1082263	1	1	13	1082264	0.96
Total	260	112605346	7	4491	267	112609837	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Resolution No. 2** of the Notice of the EOGM dated 08th January, 2025 has been **passed with requisite majority**.

Resolution No. 3: To Issue of Equity Shares by way of private placement to Qualified Institutional Buyers- Special Resolution

Particulars	Remote E-Voting		Voting at the EOGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	251	111740965	6	4490	257	111745455	99.23
Dissent	6	864381	1	1	7	864382	0.77
Total	257	112605346	7	4491	264	112609837	100.00

Based on the aforesaid result, I report that the **Special Resolution** as set out in **Resolution No. 3** of the Notice of the EOGM dated 08th January, 2025 has been **passed with requisite majority**.

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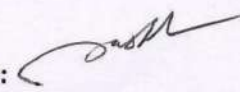


Resolution No. 4: Alteration of Articles of Association with respect to removal of common seal clause- Special Resolution

Particulars	Remote E-Voting		Voting at the EOGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	252	112563717	5	4485	257	112568202	100.00
Dissent	4	3629	2	6	6	3635	0.00
Total	256	112567346	7	4491	263	112571837	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 EOGM dated 08th January, 2025 has been **passed with requisite majority**.

Place: Ahmedabad
Date: 03/02/2025

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