

Date: 3rd August, 2013

Ref: TRIL/SECT/2013-14/NSE-BSE/COMPL/041

To, The Secretary Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400023	To, The Secretary National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai-400051
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Dear Sir/Madam,

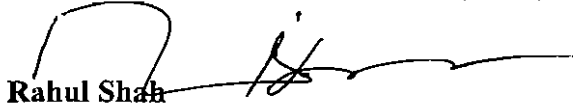
Sub: Proceeding of 19th Annual General Meeting

With reference to clause 31 of the Listing Agreement, please find enclosed herewith copy of proceedings of 19th Annual General Meeting of the Company held on Wednesday, 31st July, 2013 at 11.00 a.m. at Survey No. 427 P/3-4 & 431 P/1-2, Sarkhej-Bavla Highway, Village: Moraiya, Taluka: Sanand, Ahmedabad-382213.

Please take the same on your record.

Thanking you,

Yours faithfully,
For Transformers and Rectifiers (India) Limited


Rahul Shah
CFO & Compliance Officer

Encl.: As above

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To,
The Secretary
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400023

To,
The Secretary
National Stock Exchange of India Limited
Exchange Plaza,
Bandra-Kurla Complex,
Bandra (E), Mumbai-400051

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Sub: Proceeding of 19th Annual General Meeting

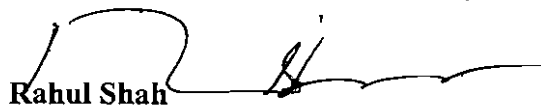
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MINUTES OF THE 19th ANNUAL GENERAL MEETING OF THE MEMBERS OF TRANSFORMERS & RECTIFIERS (INDIA) LIMITED HELD ON WEDNESDAY, 31st JULY, 2013 AT 11.00 A.M. AT SURVEY NO.427 P/3-4 & 431 P/1-2 SARKHEJ-BAVLA HIGHWAY, VILLAGE: MORAIYA, TALUKA: SANAND, AHMEDABAD-382213.

The Following Directors were present:

- | | | |
|------------------------------|---|--|
| 1. Mr. Jitendra U. Mamtora | - | Chairman & Whole-time Director |
| 2. Mrs. Karuna J. Mamtora | - | Executive Director |
| 3. Mr. Satyen J. Mamtora | - | Managing Director |
| 4. Mr. Vinod Masson | - | Executive Director |
| 5. Mr. Rajendra Shah | - | Director |
| 6. Mr. Sureshchandra Agarwal | - | Director (Chairman of Audit Committee) |

- Mr. Rahul Shah - CFO

Invitee

- Mr. Gaurav Shah - Statutory Auditor
- Mr. Sanjay Vastupal. - Internal Auditor
- Mr. Tapan Shah - Practising Company Secretary

35 Members were present in person and the Company has received 2 proxies for 171263 equity shares.

Mr. Jitendra U. Mamtora, Chairman of the Company took the chair.

The Directors Report, Audited Statement of Accounts, the Register of Directors' Shareholding maintained under section 307 of the Companies 1956 was laid on the table.

The Chairman welcomed the Members to the 19th Annual General Meeting and read Chairman Speech and gave highlights of Company's working and its future prospects.

With the consent of the Members, the Notice convening the meeting was taken as read.

The Chairman requested Mr. Tapan Shah, Practising Company Secretary to read the Auditors report, which was read by Mr. Tapan Shah.

ORDINARY BUSINESS

1. Approval of Annual Accounts for the Year 2012-2013

Resolution No. 1 was proposed as an Ordinary Resolution

Resolution pertaining to approval of Annual Accounts for the year ended 31st March, 2013 and reports of the Directors & Auditors of the Company.

Proposed by: Mr. L.K.Ramrakhiani

Seconded by: Mr. Atul Passawala

"RESOLVED THAT the audited Balance Sheet as at 31st March, 2013 and Profit & Loss Accounts of the Company for the year ended 31st March, 2013 along with the Directors' Report together with the Report on Corporate Governance & Auditors' Report thereon as placed before the meeting be and is hereby received, considered and adopted."

The resolution was thereafter put to vote by show of hands and was carried unanimously.

2. Approval of Dividend for the Year 2012-2013

Resolution No. 2 was proposed as an Ordinary Resolution

Resolution pertaining to declare dividend on Equity Shares of the Company.

Proposed by : Mr. Tapan Shah

Seconded by : Mr. Sonaji Lal

"RESOLVED THAT in terms of the recommendation of the dividend by Board of directors of the Company, the approval of the members of the Company be and is hereby granted for payment of dividend of Rs.0.75 per equity shares (7.5%) on the Equity Share of the Company for the year 2012-2013 and the same be paid within 30 days to all the members who are entitled to receive the same."

The resolution was thereafter put to vote by show of hands and was carried unanimously.



Chairman's Initial

3. Reappointment of Mr. Harish Rangwala as a Director of the Company

Resolution No. 3 was proposed as an Ordinary Resolution

Proposed by : Mr. Priyank Shah

Seconded by : Mr. Chintan Pandya

"RESOLVED THAT Mr. Harish Rangwala, a Director of the Company who retires by rotation, being eligible offers himself for re-appointment, be and is hereby re-appointed as Director of the Company, liable to retire by rotation."

The resolution was thereafter put to vote by show of hands and was carried unanimously.

4. Reappointment of Mr. Bhaskar Sen as a Director of the Company

Resolution No. 4 was proposed as an Ordinary Resolution

Proposed by: Mr. Bharat Shah

Seconded by: Mr. Narendra Ambalal

"RESOLVED THAT Mr. Bhaskar Sen, a Director of the Company who retires by rotation, being eligible offers himself for re-appointment, be and is hereby re-appointed as Director of the Company, liable to retire by rotation."

The resolution was thereafter put to vote by show of hands and was carried unanimously.

5. Reappointment of Auditors & Fix their Remuneration

Resolution No. 5 was proposed as an Ordinary Resolution

Resolution pertaining to reappointment of Statutory Auditors of the Company.

Proposed by : Mr. Jayant R Mehta

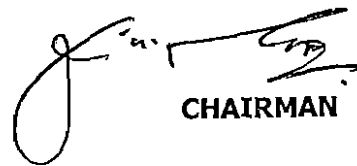
Seconded by : Mr. Pravin A Dave

"RESOLVED THAT M/s. Deloitte Haskins & Sells, Ahmedabad, (Firm Registration No. 117365W) be and are hereby reappointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting on remuneration to be fixed by the Board of Directors of the Company."

The resolution was thereafter put to vote by show of hands and was carried unanimously.

The Chairman then declared the meeting as over and thanked the members for participating in the meeting and their continuous support to the Company.

Date: 31/07/2013
Place: Ahmedabad



CHAIRMAN