



# Vilas Transcore Limited

Mfg. of Transformer Components

Range of Products : · C.R.G.O. Cut to size Laminations · Toroidal Cores · Core Coil Assembly · Slit Coils  
· Wound Cores · Nano Crystalline Cores · Amorphous Cores · Radiators

Date:30-09-2024

To,  
The Listing Department  
National Stock Exchange of India Limited,  
Exchange Plaza, 5th Floor, Plot No. C-1,  
G-Block, Bandra Kurla Complex  
Mumbai – 400051

Dear Sir/Madam,

**Subject: Scrutinizer's Report**

Pursuant to Regulation 44 of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 read with section 108 of companies Act, 2013 and rules made thereunder, the company had provided remote e-voting facility and voting by electronic means at 18th Annual General Meeting to the members who are entitled to cast their votes on all resolutions stated in the AGM Notice.

Mr. Kashyap Shah, Practicing Company Secretary appointed as scrutinizer for scrutinizing remote e-voting process and voting by electronic means at Annual General Meeting, and issued Scrutinizer's Report thereon. We are herewith enclosed the Scrutinizer's Report for remote e-voting for Annual General Meeting held on Saturday, 28th September, 2024.

The meeting commenced at 11.00a.m. and concluded at 11.19a.m.

Kindly take the above information on record and acknowledge receipt.

Thanking you,

**For Vilas Transcore Limited**

**Gandhali Paluskar**

**Company Secretary & Compliance Officer**

**Vadodara Office :**

2nd Floor, 201-202, Sarvottam Complex,  
Opp. Navneet Park, Nr. SNDT College,  
Old Padra Road, Akota,  
Vadodara-390020, Gujarat, India  
Cell No. : (+91) 756 73 17 171

**Unit - I :**  
283-285, G.I.D.C., N.H.No.8,  
POR-Ramangamdi Ind. Estate,  
Dist. Vadodara-391243, Gujarat, India  
Cell No. : (+91) 932 80 26 763

**Corporate Office :**

**Unit - II :**  
Plot No. 435 to 437, 440, 453, 457  
Nr. Galaxy Hotel, N.H.No.8, VIII-POR  
Dist. Vadodara-391243, Gujarat, India  
Cell No. : (+91) 937 76 37 951

**Unit - III :**  
Block No. 419-420  
Village : Ganpatpura,  
Tal. Karjan, Dist. Vadodara-391220  
Gujarat, India.



**Certified ISO 9001:2015**

**CIN :** L31102GJ2006PLC049469  
**E-mail :** info@vilasranscore.com

**www.vilasranscore.com**  
ca@vilasranscore.com

**GSTIN No. :** 24 AAC CV4 397 A1ZH  
**E-mail :** kalpesh@vilasranscore.com



**Kashyap Shah & Co.**

Practising Company Secretaries  
Kashyap Shah (B.com, LL.B (Sp.), FCS)

B-203, Manubhai Towers,  
Opp. Faculty of Arts, Sayajigunj,  
Vadodara 390020.  
Ph. (O) 2362244 (m) 9727037685  
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## CONSOLIDATED SCRUTINIZERS REPORT

**[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015]**

To,  
The Chairman,  
18th Annual General Meeting of the Equity Shareholders of  
VILAS TRANSCORE LIMITED  
(CIN: L31102GJ2006PLC049469)  
Held on Saturday, 28th September, 2024 at 11:00 AM through Video Conferencing ("VC") /  
Other Audio-Visual Means ("OAVM")

Dear Sir,

1. I, Kashyap Shah, Proprietor of M/s. Kashyap Shah & Co., Company Secretaries have been appointed as scrutinizer by the Board of Directors of Vilas Transcore Limited (the Company) having its registered office at Plot No 435 To 437 Nr Galaxy Hotel N H No 8 Village Por, Vadodara, Gujarat, India, 391243 for the purpose of scrutinizing the remote e-voting process and electronic voting process through Video Conferencing / Other Audio Visual Means (VC / OAVM) conducted at 18th Annual General Meeting (AGM) of Equity Shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013, read with and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02 dated 13<sup>th</sup> January, 2021, Circular No. 19/2021 & 20/2021 dated December 08, 2021, Circular No. 02/2022 dated May 5, 2022 and General Circular No. 09/2023 dated 25<sup>th</sup> September, 2023 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars").

In compliance of the above Circulars, the 18th AGM of the Company was held through Video Conferencing (VC) or other audio visual means (OAVM) without the physical presence of the members at the common venue.

2. The Management of the Company is responsible to ensure compliance of the provisions of the Companies Act, 2013 and Rules made thereunder relating to voting through electronic means and on poll on the Resolutions contained in the Notice of AGM of the Members of the Company.



My responsibilities as a scrutinizer for remote e-voting process and for poll are restricted to make a Scrutinizers' Report on the votes cast "In favour" or "Against" the Resolutions and "Invalid" votes, based on the Reports generated from e-voting system provided by the National Securities Depository Limited (NSDL), the authorized agency engaged by the Company to provide e-voting facilities and on the poll conducted at the AGM.

3. Further to above, I submit my report as under:

- 3.1. The Company sent Notice dated 22nd August, 2024 convening the 18th AGM along with Statement setting out material facts under Section 102 of the Companies Act, 2013 and Annual Report 2023-24 through electronic means i.e. on the registered email IDs only to those members whose email address are registered with the Company, RTA or CDSL/NSDL.
- 3.2. The above Notice was also placed on the website of the Company ([www.vilatranscore.com](http://www.vilatranscore.com)) forthwith after it was sent to the members.
- 3.3. The notice clearly indicated the process and manner for electronic voting during the AGM and also the time schedule of remote e-voting from Wednesday, 25<sup>th</sup> September, 2024 (10:00 A.M. IST) to Friday, 27<sup>th</sup> September 2024 (05:00 P.M. IST) during which the votes could be cast and also provided the login ID and created facility for generating password and casting of vote in a secured manner.
- 3.4. As prescribed in the aforesaid Rules, the Company has also published newspaper advertisements on 05/09/2024 and it carried the required information as specified in the said Rules.
- 3.5. The remote e-voting remained open for a period of 3 days from Wednesday, 25<sup>th</sup> September, 2024 (10:00 A.M. IST) to Friday, 27<sup>th</sup> September 2024 (05:00 P.M. IST) and that the aforesaid remote e-voting period was completed one day prior to the date of the 18th AGM which was held on 28th September, 2024.
- 3.6. The Equity Shareholders holding shares as on the "cut off" date i.e. 21<sup>st</sup> September 2024 were entitled to vote on the proposed resolutions (Item Nos. 01 to 04) as set out in the Notice of the 18th Annual General Meeting of the Company.
- 3.7. At the 18th AGM of the Company held on 28th September, 2024 the facility to vote through electronic voting system had been provided to facilitate voting for those members who were present at the meeting through VC/OAVM but could not cast their votes through the Remote e-voting.
- 3.8. After the closing of the period for remote e-voting on 27<sup>th</sup> September, 2024, the details of members, such as their names, folios and number of shares held, who casted votes through remote e-voting were down loaded from the e-voting website of National Securities Depositories Limited (NSDL) - [www.evoting.nsd.com](http://www.evoting.nsd.com) for the purpose of ensuring that members who have casted their votes through remote e-voting do not electronically vote again at the 18th AGM.



- 3.9 After closure of Electronic Voting at the AGM, the votes cast through electronic voting at the AGM and through remote e-voting prior to the date of AGM were unblocked on Saturday, 28th September, 2024 at around 03:50 p.m. in presence of two witnesses who are not in employment of the company.
- 3.10 Thereafter, the details containing, inter alia, list of equity shareholders, who voted "for", against" each of the resolutions that were put to vote, were generated from the website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- 3.11 Based from the Reports generated from the e-voting website of NSDL, I hereby submit my Consolidated Report on the Result of the remote e-voting together with that of electronic voting at the 18th AGM of the Company in respect of the said Resolutions as under:

**ORDINARY BUSINESS:**

**Resolution No. 1 – As an Ordinary Resolution:**

To receive, consider, approve and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2024, together with the reports of the Board of Directors and Auditors thereon.

Mode of Voting	Number of members voted through e-voting process and Electronic Voting at AGM	Number of Votes cast by them	Number of Votes cast by them in favour of the Resolution	Number of Votes cast by them against the Resolution	% of Votes in Favour on total Votes through E-voting and Electronic Voting at AGM	% of Votes against on total Votes through E-voting and Electronic Voting at AGM
(1)	(2)	(3)	(4)	(5)	(6)	(7)
Remote E-voting	33	19086890	19086890	0	100.00	0.00
Electronic voting at AGM	0	0	0	0	100.00	0.00
<b>Total Voting</b>	<b>33</b>	<b>19086890</b>	<b>19086890</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>



**Resolution No. 2 – As an Ordinary Resolution:**

To appoint a Director in place of Ms.Natasha Patel (DIN 08757926), who retires by rotation and being eligible, offers herself for re-appointment.

Mode of Voting	Number of members voted through e-voting process and Electronic Voting at AGM	Number of Votes cast by them	Number of Votes cast by them in favour of the Resolution	Number of Votes cast by them against the Resolution	% of Votes in Favour on total Votes through E-voting and Electronic Voting at AGM	% of Votes against on total Votes through E-voting and Electronic Voting at AGM
(1)	(2)	(3)	(4)	(5)	(6)	(7)
Remote E-voting	34	19090890	19086890	4000	99.98	0.02
Electronic voting at AGM	0	0	0	0	0	0
<b>Total Voting</b>	34	19090890	19086890	4000	99.98	0.02

**Resolution No. 3 – As an Ordinary Resolution:**

To appoint the Statutory Auditors of the Company and to fix their remuneration

Mode of Voting	Number of members voted through e-voting process and Electronic Voting at AGM	Number of Votes cast by them	Number of Votes cast by them in favour of the Resolution	Number of Votes cast by them against the Resolution	% of Votes in Favour on total Votes through E-voting and Electronic Voting at AGM	% of Votes against on total Votes through E-voting and Electronic Voting at AGM
(1)	(2)	(3)	(4)	(5)	(6)	(7)
Remote E-voting	34	19090890	19090890	0	100.00	0.00
Electronic voting at AGM	0	0	0	0	0	0.00
<b>Total Voting</b>	34	19090890	19090890	0	100.00	0.00



**SPECIAL BUSINESS**

**Resolution No.: 4- as an Ordinary Resolution**

**Ratification of remuneration of the Cost Auditor for the financial year 2024-25.**

<b>Mode of Voting</b>	<b>Number of members voted through e-voting process and Electronic Voting at AGM</b>	<b>Number of Votes cast by them</b>	<b>Number of Votes cast by them in favour of the Resolution</b>	<b>Number of Votes cast by them against the Resolution</b>	<b>% of Votes in Favour on total Votes through E-voting and Electronic Voting at AGM</b>	<b>% of Votes against on total Votes through E-voting and Electronic Voting at AGM</b>
<b>(1)</b>	<b>(2)</b>	<b>(3)</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)</b>	<b>(7)</b>
<b>Remote E-voting</b>	34	19090890	19090890	0	100.00	0.00
<b>Electronic voting at AGM</b>	0	0	0	0	0	0.00
<b>Total Voting</b>	34	19090890	19090890	0	100.00	0.00

4. All relevant records relating to Remote e-voting as well as electronic voting at the 18th AGM of the Company shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same shall be handed over to the Compliance Officer for safe keeping.

Yours faithfully,

**For Kashyap Shah & Co.,  
Company Secretaries**

**Kashyap Shah  
Proprietor  
CP No – 6672, FCS – 7662**



**Place: Vadodara  
Dated: 30.09.2024  
UDIN: F007662F001370421  
Peer Review: 1378/2021**