Ref: VTL/SEC/NSE-BSE/49AGM
Date: August 13, 2016

# Voltamp Transformers Limited

To,
**NATIONAL STOCK EXCHANGE OF INDIA LTD.**
Listing Department "Exchange Plaza,"
Bandra –Kurla Complex,
Bandra (E),
Mumbai 400 051

**Scrip Code: VOLTAMP EQ**

To,
**BSE LIMITED**
Department of Corporate Services,
Floor 1, Rotunda Building,
P J Towers, Dalal Street,
Mumbai 400 001

**Scrip Code: 532757**

Dear Sir/ Mam,

Sub: **Submission of voting results pursuant to Clause 44(3) of the SEBI LODR Regulations 2015 and Report of Scrutinizer**

We herewith enclosed Voting results of Annual General Meeting held on August 12, 2016 under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Report of Scrutinizer.

This is for your information and records. Kindly take the same on record.

Thanking you,

Yours faithfully,
**For Voltamp Transformers Limited**

**Sanket Rathod**
**Company Secretary**

Encl: as above

# Voltamp Transformers Limited

Annexure I

Format for Voting Results

| | |
|---|---|
| Date of the AGM/ EGM | August 12, 2016 |
| Total number of shareholders on record date | 14,102 |
| No. of shareholders present in the meeting either in person or through proxy:<br>Promoters and Promoter Group:<br>Public: | <br>2<br>33 |
| No. of Shareholders attended the meeting through Video Conferencing<br>Promoters and Promoter Group:<br>Public: | <br>NIL |

**ITEM NO. 1: Adoption of the Audited Statement of Profit and Loss for the Financial Year ended March 31, 2016, the Balance Sheet as on that date, the Directors' and the Auditors' Reports thereon.**

| Resolution required: (Ordinary/ Special) | | | | | Ordinary | | | |
|---|---|---|---|---|---|---|---|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | No | | | |
| Category | Mode of Voting | 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 |
| Promoter and Promoter Group | E-Voting | 4804067 | 4804067 | 100% | 4804067 | - | 100% | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 4804067 | 100% | 4804067 | - | 100% | - |
| Public-Institutions | E-Voting | 3718025 | 2797505 | 75.24% | 2797505 | - | 100% | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 2797505 | 75.24% | 2797505 | - | 100% | - |
| Public-Non Institutions | E-Voting | 1595028 | 1893 | 0.12% | 1890 | 3 | 99.84% | 00.16% |
| | Poll | | 753 | 0.047% | 753 | - | 100% | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 2646 | 0.17% | 2643 | 3 | 99.87% | 00.13% |
| Total | | 10117120 | 7604218 | 75.16% | 7604215 | 3 | 100.00% | Nil |

**Regd. Office & Works :** Makarpura, VADODARA-390014, GUJARAT, [INDIA] **Phone :** +91 - 265 2642011, 3041403-480 +91 8128675078, 8128675080
**Fax :** +91 - 265 264 6774, 304 1499 **Email :** voltamp@voltamptransformers.com **Web :** www.voltamptransformers.com **CIN** : L31100GJ1967PLC001437

**Branches :** Ahmedabad / Bangalore / Chandigarh / Chennai / Coimbatore / Ghaziabad / Jamshedpur / Kolkata / Mumbai / Nagpur / New Delhi / Pune / Secunderabad

ITEM NO. 2: Declaration of dividend on equity shares:

| Resolution required: (Ordinary/ Special) | | | | | Ordinary | | | |
|---|---|---|---|---|---|---|---|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | No | | | |
| Category | Mode of Voting | 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 |
| Promoter and Promoter Group | E-Voting | 4804067 | 4804067 | 100% | 4804067 | - | 100% | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 4804067 | 100% | 4804067 | - | 100% | - |
| Public-Institutions | E-Voting | 3718025 | 2797505 | 75.24% | 2797505 | - | 100% | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 2797505 | 75.24% | 2797505 | - | 100% | - |
| Public-Non Institutions | E-Voting | 1595028 | 1893 | 0.12% | 1890 | 3 | 99.84% | 00.16% |
| | Poll | | 753 | 0.047% | 753 | - | 100% | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 2646 | 0.17% | 2643 | 3 | 99.87% | 00.13% |
| Total | | 10117120 | 7604218 | 75.16% | 7604215 | 3 | 100.00% | Nil |

ITEM NO. 3: Re-appointment of Shri Kunjalbhai L. Patel (DIN: 00008354) who retires by rotation and being eligible offers himself for re-appointment:

| Resolution required: (Ordinary/ Special) | | | | | Ordinary | | | |
|---|---|---|---|---|---|---|---|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | Yes | | | |
| Category | Mode of Voting | 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 |
| Promoter and Promoter Group | E-Voting | 4804067 | 4804067 | 100% | 4804067 | - | 100% | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 4804067 | 100% | 4804067 | - | 100% | - |
| Public-Institutions | E-Voting | 3718025 | 2797505 | 75.24% | 2797505 | - | 100% | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 2797505 | 75.24% | 2797505 | - | 100% | - |
| Public-Non Institutions | E-Voting | 1595028 | 1893 | 0.12% | 1875 | 18 | 99.05% | 00.95% |
| | Poll | | 753 | 0.047% | 753 | - | 100% | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 2646 | 0.17% | 2628 | 18 | 99.32% | 00.68% |
| Total | | 10117120 | 7604218 | 75.16% | 7604200 | 18 | 100.00% | Nil |



ITEM NO. 4: Appointment of Auditors of the Company and fixing their remuneration:

| Resolution required: (Ordinary/ Special) | | | | | Ordinary | | | |
|---|---|---|---|---|---|---|---|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | No | | | |
| Category | Mode of Voting | 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 |
| Promoter and Promoter Group | E-Voting | 4804067 | 4804067 | 100% | 4804067 | - | 100% | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 4804067 | 100% | 4804067 | - | 100% | - |
| Public-Institutions | E-Voting | 3718025 | 2797505 | 75.24% | 2797505 | - | 100% | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 2797505 | 75.24% | 2797505 | - | 100% | - |
| Public-Non Institutions | E-Voting | 1595028 | 1893 | 0.12% | 1880 | 13 | 99.31% | 00.69% |
| | Poll | | 753 | 0.047% | 753 | - | 100% | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 2646 | 0.17% | 2633 | 13 | 99.51% | 00.49% |
| Total | | 10117120 | 7604218 | 75.16% | 7604205 | 13 | 100.00% | Nil |

ITEM NO. 5: Approval of remuneration of Cost Auditors:

| Resolution required: (Ordinary/ Special) | | | | | Ordinary | | | |
|---|---|---|---|---|---|---|---|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | No | | | |
| Category | Mode of Voting | 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 |
| Promoter and Promoter Group | E-Voting | 4804067 | 4804067 | 100% | 4804067 | - | 100% | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 4804067 | 100% | 4804067 | - | 100% | - |
| Public-Institutions | E-Voting | 3718025 | 2797505 | 75.24% | 2797505 | - | 100% | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 2797505 | 75.24% | 2797505 | - | 100% | - |
| Public-Non Institutions | E-Voting | 1595028 | 1888 | 0.12% | 1875 | 13 | 99.31% | 00.69% |
| | Poll | | 753 | 0.047% | 753 | - | 100% | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 2641 | 0.17% | 2628 | 13 | 99.51% | 00.49% |
| Total | | 10117120 | 7604213 | 75.16% | 7604200 | 13 | 100.00% | Nil |

For Voltamp Transformers Ltd.

Sanket K. Rathod
Company Secretary

VOLTAMP TRANSFORMERS LTD. * VADODARA *

Vijay J. Bhatt
B.Com (Hons.), LL.B. (Spl), FCS

**VIJAY BHATT & CO**
**COMPANY SECRETARIES**

110, RAJVEE TOWERS, NR. TUBE COMPANY, OLD PADRA ROAD, VADODARA – 390 020
Ph. :(O) 0265 2339 002 ♦ Email:vbhatt2004@yahoo.co.in

# Scrutinizer's Report

**[Pursuant to Section 108 and 109 of The Companies Act, 2013 and Rule 20 (3) (xi) and Rule 21 (2) of the Companies (Management and Administration) Rules, 2014]**

To,
The Chairman,
Voltamp Transformers Limited
Makarpura,
Vadodara- 390 014

Dear Sir,

Sub: **Scrutinizer's Report**

I, Vijay J Bhatt, Proprietor of Vijay Bhatt & Co. Company Secretaries Firm has been appointed by the Board of Directors of Voltamp Transformers Limited (The Company) having its registered office at Makarpura, Vadodara - 390 014 as a scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provision of the Section 108 of The Companies Act, 2013 read with Rule 20 (3) (xi) of the Companies (Management and Administration) Rules 2014 as amended vide Notification no. G.S.R. 207 (E) dated 19th March, 2015 and poll taken on the resolutions contained in the notice (hereinafter referred to as "the resolutions") of the 49th Annual General Meeting (AGM) of the members of the Company, to be held on 12th August, 2016 at Vadodara Chamber of Commerce & Industry, VCCI Commercial Complex, 2nd Floor, 73, GIDC, Makarpura, Vadodara – 390 010.

The notice dated 30th May, 2016 convening the 49th Annual General Meeting (AGM) of the Company along with statements setting out material facts under Section 102 of the Companies Act, 2013 was sent to the shareholders in respect of the resolutions to be passed at the said AGM of the Company to be held on 12th August, 2016.

The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the notice of Annual General Meeting (AGM) of the Company. My responsibility as scrutinizer for e-voting process and poll taken is restricted to make a scrutinizer's report of the vote cast "in favour" or "against" the resolutions and "invalid" votes, based on the reports generated from e-voting system provided by National Services Depository (India) Limited the authorized agency to provide e-voting facilities, engaged by the Company and scrutinizing votes cast at Annual General Meeting.

Further to the above I submit my report as under :-

1 The e-voting period commenced on Tuesday, August 09, 2016 at 09:00 am and ended on Thursday, August 11, 2016 at 5:00 pm.

2 The Members of the Company as on "cut off" date i.e. Friday, 5th August, 2016 were entitled to vote on the resolutions as set out in the notice to the Annual General Meeting (AGM) of the members of the Company.

3 The e-votes cast were unblocked on 12th August, 2016 at 11.00 a.m in the presence of 2 witnesses Ms. Priyanka Rana and Ms. Bhumi Vaid who are not in the employment of the Company.

4 Thereafter, the details containing *inter alia* , list of Equity Shareholders, who voted "for", "against" and "invalid" each of the resolutions that were put to vote, were generated from e-voting website www.evoting.nsdl.com.

5 After the time fixed for closing of the poll by the Chairman at the Annual General Meeting, ballot box kept for polling were locked in my presence with due identification marks placed by me.

6 The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agent of the Company and the authorizations/ proxies lodged with the company.

7 The poll papers, which were complete, have been treated as valid.

VIJAY BHATT & CO. C. P. No. 2265 VADODARA COMPANY SECRETARIES

Vijay J. Bhatt
B.Com (Hons.), LL.B. (Spl), FCS

**VIJAY BHATT & CO**
**COMPANY SECRETARIES**

110, RAJVEE TOWERS, NR. TUBE COMPANY, OLD PADRA ROAD, VADODARA – 390 020
Ph. :(O) 0265 2339 002 ♦ Email:vbhatt2004@yahoo.co.in



8 The over all result of e-voting and poll is as under:

(a) **Resolution** No. 1 – To receive and adopt the Audited Statement of Profit and Loss for the Financial Year ended 31st March, 2016, the Balance Sheet as on that date, the Directors' and the Auditors' Reports thereon:

(i) Voted **in favour** of the resolution:

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid votes |
|---|---|---|---|
| E-voting | 40 | 76,03,462 | 100 |
| Physical | 19 | 753 | 100 |
| Total | 59 | 76,04,215 | 100 |

(ii) Voted **against** the resolution:

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid Votes |
|---|---|---|---|
| E-voting | 1 | 3 | Negligible |
| Physical | Nil | Nil | Nil |
| Total | 1 | 3 | Negligible |

(iii) **Invalid** votes :

| Mode of Polling | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|---|---|
| E-voting | Nil | Nil |
| Physical | Nil | Nil |
| Total | Nil | Nil |

(b) **Resolution** No. 2 – To declare dividend on equity shares:

(i) Voted **in favour** of the resolution:

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid votes |
|---|---|---|---|
| E-voting | 40 | 76,03,462 | 100 |
| Physical | 19 | 753 | 100 |
| Total | 59 | 76,04,215 | 100 |

(ii) Voted **against** the resolution:

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid Votes |
|---|---|---|---|
| E-voting | 1 | 3 | Negligible |
| Physical | Nil | Nil | Nil |
| Total | 1 | 3 | Negligible |

VIJAY BHATT & CO. C. P. No. 2265 VADODARA COMPANY SECRETARY

Vijay J. Bhatt
B.Com (Hons.), LL.B. (Spl), FCS

**VIJAY BHATT & CO**
**COMPANY SECRETARIES**

110, RAJVEE TOWERS, NR. TUBE COMPANY, OLD PADRA ROAD, VADODARA – 390 020
Ph. :(O) 0265 2339 002 ♦ Email:vbhatt2004@yahoo.co.in



(iii) **Invalid** votes :

| Mode of Polling | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|---|---|
| E-voting | Nil | Nil |
| Physical | Nil | Nil |
| Total | Nil | Nil |

(c) **Resolution** No. 3 – To appoint a Director in place of Shri Kunjalbhai L. Patel, who retires by rotation and being eligible offers himself for reappointment:

(i) Voted **in favour** of the resolution:

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid votes |
|---|---|---|---|
| E-voting | 38 | 76,03,447 | 100 |
| Physical | 19 | 753 | 100 |
| Total | 57 | 76,04,200 | 100 |

(ii) Voted **against** the resolution:

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid Votes |
|---|---|---|---|
| E-voting | 3 | 18 | Negligible |
| Physical | Nil | Nil | Nil |
| Total | 3 | 18 | Negligible |

(iii) **Invalid** votes :

| Mode of Polling | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|---|---|
| E-voting | Nil | Nil |
| Physical | Nil | Nil |
| Total | Nil | Nil |

(d) **Resolution** No. 4– To re-appoint Auditors of the Company:

(i) Voted **in favour** of the resolution:

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid votes |
|---|---|---|---|
| E-voting | 39 | 76,03,452 | 100 |
| Physical | 19 | 753 | 100 |
| Total | 58 | 76,04,205 | 100 |

VIJAY BHATT & CO. C. P. No. 2265 VADODARA COMPANY SECRETARIES

Vijay J. Bhatt
B.Com (Hons.), LL.B. (Spl), FCS

**VIJAY BHATT & CO**
**COMPANY SECRETARIES**

110, RAJVEE TOWERS, NR. TUBE COMPANY, OLD PADRA ROAD, VADODARA – 390 020
Ph. :(O) 0265 2339 002 ♦ Email:vbhatt2004@yahoo.co.in



(ii) Voted **against** the resolution:

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid Votes |
|---|---|---|---|
| E-voting | 2 | 13 | Negligible |
| Physical | Nil | Nil | Nil |
| Total | 2 | 13 | Negligible |

(iii) **Invalid** votes :

| Mode of Polling | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|---|---|
| E-voting | Nil | Nil |
| Physical | Nil | Nil |
| Total | Nil | Nil |

(e) **Resolution** No. 5– To approve remuneration of the Cost Auditors for the financial year ending March 31, 2017:

(i) Voted **in favour** of the resolution:

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid votes |
|---|---|---|---|
| E-voting | 38 | 76,03,447 | 100 |
| Physical | 19 | 753 | 100 |
| Total | 57 | 76,04,200 | 100 |

(ii) Voted **against** the resolution:

| Mode of Polling | Number of members voted | Number of votes cast by them | % of total number of valid Votes |
|---|---|---|---|
| E-voting | 2 | 13 | Negligible |
| Physical | Nil | Nil | Nil |
| Total | 2 | 13 | Negligible |

(iii) **Invalid** votes :

| Mode of Polling | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|---|---|
| E-voting | Nil | Nil |
| Physical | Nil | Nil |
| Total | Nil | Nil |

VIJAY BHATT & CO C. P. No. 2265 VADODARA COMPANY SECRETARIES

Vijay J. Bhatt
B.Com (Hons.), LL.B. (Spl), FCS

**VIJAY BHATT & CO**
**COMPANY SECRETARIES**

110, RAJVEE TOWERS, NR. TUBE COMPANY, OLD PADRA ROAD, VADODARA – 390 020
Ph. :(O) 0265 2339 002 ♦ Email:vbhatt2004@yahoo.co.in



9. The register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Yours truly,
For Vijay Bhatt & Co.
Company Secretaries,

Vijay. J. Bhatt
Proprietor
CP: 2265
FCS: 4900

Place: Vadodara
Date: 12.08.2016