

Voltamp Transformers Limited

REF.:VTL/SEC/NSE/2011

September 8, 2011
By Email & Courier

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

Script Code : VOLTAMP EQ

Dear Sir / Madam,

Sub.: Minutes of the 44th Annual General Meeting of the Company.

With reference to above and as required under clause 31 of the Listing Agreement of the Stock Exchanges, we are enclosing herewith Certified True copy of Minutes of the 44th Annual General Meeting of our Company.

Please find the same in order and acknowledge the receipt.

Thanking you,

Yours Faithfully,
FOR VOLTAMP TRANSFORMERS LIMITED.



V. N. MADHANI
VICE PRESIDENT (COMMERCIAL) &
COMPANY SECRETARY

Encl.: As above

HELD AT _____ ON _____ TIME _____

MINUTES OF THE 44TH ANNUAL GENERAL MEETING OF THE MEMBERS OF VOLTAMP TRANSFORMERS LIMITED HELD AT THE AUDITORIUM OF THE VANIJYA BHAVAN, CENTRAL GUJARAT CHAMBER OF COMMERCE & INDUSTRIES, RACE COURSE CIRCLE, VADODARA - 390007, ON FRIDAY, 12TH AUGUST, 2011, AT 10:00 A.M.

PRESENT:	Shri Lalitkumar H. Patel	Chairman
	Shri Kunjal L. Patel	Vice Chairman & Managing Director
	Shri Kanubhai S. Patel	C.E.O. & Managing Director
	Shri Vasantlal L. Patel	Director
	Shri Arvind N. Shelat	Director
	Shri V. N. Madhani	Director & Company Secretary

15 members were personally present and 7 proxies were present on behalf of members.

Shri L. H. Patel, Chairman of the Company, took the chair.

After ascertaining that the requisite quorum for the meeting was present, the Chairman called the meeting to order.

The Chairman welcomed the members to the 44th Annual General Meeting.

The Chairman stated that original set of audited Annual Accounts for the Financial Year 2010-11 along with the Auditors' Report and Register of Directors' Shareholding are placed on the table and the same are available for inspection.

He thereafter introduced directors of the Company present at the meeting.

He thereafter suggested that notice of the meeting may be taken as read which was accepted by all the members present at the meeting. The Chairman then asked Mr. V. N. Madhani, Company Secretary of the Company to read Auditors Report, accordingly Auditors Report was read out by Mr. V. N. Madhani.

Thereafter, the Chairman read his statement to the members.

1) ANNUAL ACCOUNTS:

Shri L. H. Patel, Chairman, proposed the following resolution as an Ordinary Resolution:

"RESOLVED THAT the Audited Balance Sheet as at 31st March, 2011 and the Profit & Loss Account for the financial year ended on that date together with the Reports of the Directors and Auditors thereon, be and are hereby received, approved and adopted."

Shri Pradeep Chotalia then seconded the above resolution.



CHAIRMAN'S INITIALS

HELD AT _____

ON _____

TIME _____

The Chairman thereafter invited members to express their views on the matters pertaining to the Company's business.

The queries raised by the shareholders were replied by the Chairman and Shri Kanubhai S. Patel.

Thereafter, the resolution was then put to vote by the Chairman by show of hands which was passed unanimously.

2) THE CHAIRMAN THEN CALLED UPON THE MEMBERS TO CONSIDER DECLARATION OF FINAL DIVIDEND:

Shri Vijay Bhatt proposed the following resolution as an Ordinary Resolution which was seconded by Shri Nitin Parikh.

"RESOLVED THAT the final dividend (free of tax) as recommended by the Board of Directors on 10117120 Equity Shares of Rs.10/- each @ 90% i.e. Rs.9/- per share aggregating to Rs.9,10,54,080/- for the Financial Year 2010-11 be and is hereby approved and declared for payment to those shareholders whose names appear on the Register of Members and in the Beneficiary position of NSDL and CDSL as on 29th July, 2011."

The Chairman then put the resolution to vote by show of hands, which was passed, unanimously.

3) REAPPOINTMENT OF SHRI JAGANNATH S. AIYAR AS A DIRECTOR:

Shri Pradeep Chotalia proposed the following resolution as an Ordinary Resolution which was seconded by Shri Mukesh Banker

"RESOLVED THAT Shri Jagannath S. Aiyar be and is hereby re-appointed as a Director of the Company, liable to retire by rotation".

Thereafter the Chairman put the resolution to vote by show of hands, which was passed unanimously.

4) REAPPOINTMENT OF SHRI VALLABH N. MADHANI AS A DIRECTOR:

Shri Nitin Parikh proposed the following resolution as an Ordinary Resolution which was seconded by Shri Vijay Bhatt.

"RESOLVED THAT Shri Vallabh N. Madhani be and is hereby re-appointed as a Director of the Company, liable to retire by rotation".



CHAIRMAN'S INITIALS

HELD AT _____ ON _____ TIME _____

The Chairman then put the resolution to vote by show of hands, which was passed unanimously.

5) REAPPOINTMENT OF AUDITORS OF THE COMPANY:

Shri Mukesh Banker proposed the following resolution as an Ordinary Resolution which was seconded by Shri Pradeep Chotalia.

"RESOLVED THAT M/s. Chandulal M. Shah & Co. (Firm Registration No. 101698W), Chartered Accountant, be and are hereby re-appointed 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 a remuneration to be decided by the Board of Directors in consultation with them".

The Chairman then put the resolution to vote by show of hands, which was passed unanimously.

6) VOTE OF THANKS:

The meeting was concluded with a vote of thanks to the Chair.

DATE: 05.09.2011

Patel
CHAIRMAN

CERTIFIED TRUE COPY

For Voltamp Transformers Ltd.

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M. W. Mahajan

Vice President (Commercial) & Company Secretary

CHAIRMAN'S INITIALS