

**RIR**

# **RIR** POWER ELECTRONICS LIMITED

REGD. / CORPORATE OFFICE : 139/141, Solaris 1, B-Wing, 1st Floor, Saki Vihar Road, Powai, Andheri (East), Mumbai - 400 072. Maharashtra • Tel. : +91-022 28471956, 57, 58, 59  
E-mail : admin@ruttonsha.com • Website: [www.ruttonsha.com](http://www.ruttonsha.com) • CIN : L31109MH1969PLC014322

FACTORY : 338, International House, Baska, Halol, Dist. Panchmahals, Pin - 389 350. Gujarat (India)  
Tel. : +91-02676352000 • E-mail : [adminbsk@ruttonsha.com](mailto:adminbsk@ruttonsha.com)



An ISO 9001:2015 Company

Ref.RIR/SEC/13851/2026

16<sup>th</sup> January, 2026

**The Bombay Stock Exchange Limited**  
Corporate Relationship Department,  
1<sup>st</sup> Floor, Rotunda Building, P. J. Towers,  
Dalal Street, Mumbai-400001

Scrip Code : 517035

**Subject.: Disclosure of Voting Results of Postal Ballot by remote e-voting process and Submission of Scrutinizer's Report.**

**Ref: Reg.44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir,

This is further to our letter dated 16<sup>th</sup> December, 2025, enclosing the copy of Postal Ballot Notice for seeking approval of the members regarding the following special businesses:

1. **TO APPROVE THE “RIR POWER ELECTRONICS LIMITED EMPLOYEES STOCK OWNERSHIP PLAN - 2025”.**
2. **TO APPROVE THE GRANT OF EMPLOYEE STOCK OPTIONS TO THE ELIGIBLE EMPLOYEES OF THE SUBSIDIARY COMPANY(IES) AND ASSOCIATE COMPANY(IES) OF THE COMPANY UNDER “RIR POWER ELECTRONICS LIMITED EMPLOYEES STOCK OWNERSHIP PLAN - 2025”.**
3. **TO APPROVE THE APPOINTMENT OF Mr. KUSH GUPTA (DIN : 09077090) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.**

We would further like to inform you that pursuant to the provisions of Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 as amended from time to time, the Company had conducted the Postal Ballot as per the instructions set out in the notice of Postal Ballot dated 13<sup>th</sup> December, 2025.

The Remote e-voting process concluded on 15<sup>th</sup> January, 2026 at 5.00 p.m. (IST) post which the scrutinizer has submitted her report on the results of the postal ballot. Based on the report of the scrutinizer, we hereby inform you that the members of the Company have duly passed all the resolutions as mentioned in the Notice.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details of the voting results and Scrutinizer's Report in this behalf for your record.

The voting results and the Scrutinizer's Report are being uploaded on the Company's website [www.rirpowersemi.com](http://www.rirpowersemi.com) and on website of CDSL at [www.evotingindia.com](http://www.evotingindia.com).

Thanking you.  
Yours faithfully,  
For RIR Power Electronics Limited

Bhavin P Rambhia  
Company Secretary  
Encl : a/a

[www.ruttonsha.com](http://www.ruttonsha.com)

Manufacturers of SEMICONDUCTOR DEVICES • BATTERY CHARGERS • POWER RECTIFIERS



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### Voting Results of Postal Ballot under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of Notice of Postal Ballot	Saturday, 13 <sup>th</sup> December, 2025
Total number of the Shareholders as on the record date	52438

Sr. No.	Type of Resolution	Description of the businesses as set out in the Notice of Postal Ballot	Mode of Voting
1.	Special	To approve the “RIR Power Electronics Limited Employees Stock Ownership Plan – 2025”.	Remote E-voting
2.	Special	To approve the Grant of Employee Stock Options to the Eligible Employees of the Subsidiary Company(ies) and Associate Company(ies) of the Company under “RIR Power Electronics Limited Employees Stock Ownership Plan – 2025”.	Remote E-voting
3.	Special	To approve the appointment of Mr. Kush Gupta (Din : 09077090) as a Non-Executive Independent Director of the Company.	Remote E-voting



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### Resolution No.1

<b>Description of Resolution</b>			To approve the “RIR Power Electronics Limited Employees Stock Ownership Plan – 2025”.					
<b>Resolution Required</b>			Special Resolution					
<b>Whether Promoter/Promoter group are interested in the agenda or resolution</b>			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			(1)	(2)	(3) = $\{(2)/(1)\} * 100$	(4)	(5)	(6) = $\{(4)/(2)\} * 100$ (7) = $\{(5)/(2)\} * 100$
<b>Promoter and Promoter Group</b>	Remote E-voting under Postal Ballot	46729190	44794400	95.86	44794400	0	100.00	0.00
	<b>Total</b>	<b>46729190</b>	<b>44794400</b>	<b>95.86</b>	<b>44794400</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<hr/>								
<b>Public Institutions</b>	Remote E-voting under Postal Ballot	7909435	7448835	94.18	7448835	0	100.00	0.00
	<b>Total</b>	<b>7909435</b>	<b>7448835</b>	<b>94.18</b>	<b>7448835</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<hr/>								
<b>Public - Non Institutions</b>	Remote E-voting under Postal Ballot	24933775	61540	0.25	53192	8348	86.43	13.57
	<b>Total</b>	<b>24933775</b>	<b>61540</b>	<b>0.25</b>	<b>53192</b>	<b>8348</b>	<b>86.43</b>	<b>13.57</b>
<b>TOTAL</b>			<b>79572400</b>	<b>52304775</b>	<b>65.73</b>	<b>52296427</b>	<b>8348</b>	<b>99.98</b>
								<b>0.02</b>



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### Resolution No.2

Description of Resolution			To approve the Grant of Employee Stock Options to the Eligible Employees of the Subsidiary Company(ies) and Associate Company(ies) of the Company under "RIR Power Electronics Limited Employees Stock Ownership Plan – 2025".					
Resolution Required			Special Resolution					
Whether Promoter/Promoter group are interested in the agenda or resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			(1)	(2)	(3) = $\{(2)/(1)\} * 100$	(4)	(5)	(6) = $\{(4)/(2)\} * 100$ (7) = $\{(5)/(2)\} * 100$
Promoter and Promoter Group	Remote E-voting under Postal Ballot	46729190	44794400	95.86	44794400	0	100.00	0.00
	<b>Total</b>	<b>46729190</b>	<b>44794400</b>	<b>95.86</b>	<b>44794400</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	Remote E-voting under Postal Ballot	7909435	7448835	94.18	7448835	0	100.00	0.00
	<b>Total</b>	<b>7909435</b>	<b>7448835</b>	<b>94.18</b>	<b>7448835</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public - Non Institutions	Remote E-voting under Postal Ballot	24933775	60290	0.24	51942	8348	86.15	13.85
	<b>Total</b>	<b>24933775</b>	<b>60290</b>	<b>0.24</b>	<b>51942</b>	<b>8348</b>	<b>86.15</b>	<b>13.85</b>
<b>TOTAL</b>	<b>79572400</b>	<b>52303525</b>	<b>65.73</b>	<b>52295177</b>	<b>8348</b>	<b>99.98</b>	<b>0.02</b>	



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### Resolution No.3

<b>Description of Resolution</b>			<b>To approve the appointment of Mr. Kush Gupta (Din : 09077090) as a Non-Executive Independent Director of the Company.</b>					
<b>Resolution Required</b>			<b>Special Resolution</b>					
<b>Whether Promoter/Promoter group are interested in the agenda or resolution</b>			<b>No</b>					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes polled on outstanding shares</b>	<b>No. of Votes – in favour</b>	<b>No. of Votes – Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
			(1)	(2)	(3) = $\{(2)/(1)\} * 100$	(4)	(5)	(6) = $\{(4)/(2)\} * 100$ (7) = $\{(5)/(2)\} * 100$
<b>Promoter and Promoter Group</b>	Remote E-voting under Postal Ballot	46729190	44794400	95.86	44794400	0	100.00	0.00
	<b>Total</b>	<b>46729190</b>	<b>44794400</b>	<b>95.86</b>	<b>44794400</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Public Institutions</b>	Remote E-voting under Postal Ballot	7909435	7448835	94.18	7448835	0	100.00	0.00
	<b>Total</b>	<b>7909435</b>	<b>7448835</b>	<b>94.18</b>	<b>7448835</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Public - Non Institutions</b>	Remote E-voting under Postal Ballot	24933775	61540	0.25	60359	1181	98.08	1.92
	<b>Total</b>	<b>24933775</b>	<b>61540</b>	<b>0.25</b>	<b>60359</b>	<b>1181</b>	<b>98.08</b>	<b>1.92</b>
<b>TOTAL</b>		<b>79572400</b>	<b>52304775</b>	<b>65.73</b>	<b>52303594</b>	<b>1181</b>	<b>100.00</b>	<b>0.00</b>



Neetu Agrawal & Co.

## Company Secretaries

### SCRUTINIZER'S REPORT

[Pursuant to section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman,  
**RIR Power Electronics Limited**  
139/141, Solaris 1, B-wing, 1<sup>st</sup> Floor,  
Saki Vihar Road, Powai, Andheri (East),  
Mumbai - 400072, Maharashtra

**Subject : Scrutinizer's Report on Postal Ballot process conducted through electronic voting system in respect of passing of resolutions set-out in the Postal Ballot notice dated 13<sup>th</sup> December, 2025**

Dear Sir,

I, Mrs. Neetu V. Agrawal, Proprietor of M/s. Neetu Agrawal & Co., Practising Company Secretary, have been appointed as a Scrutinizer by the Board of Directors of RIR Power Electronics Ltd. ("the Company") for the purpose of scrutinizing the postal ballot voting conducted by way of remote e-voting process in a fair and transparent manner in respect of ordinary and special resolutions as contained in the Postal Ballot Notice dated 13<sup>th</sup> December, 2025 in compliance with General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated April 13, 2020, read with other relevant circulars issued in this regard, the latest being General Circular No.09/2024 dated September 19, 2024 and 03/2025 dated 22<sup>nd</sup> September, 2025 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars").

1. The said appointment as Scrutinizer is under the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As a Scrutinizer, I have to scrutinize the process of e-voting conducted for the postal ballot, using an electronic voting system on the dates referred to in the Notice.

#### 2. Management's Responsibility:

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolution contained in the Notice. The





Neetu Agrawall & Co.

## Company Secretaries

management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

### 3. Scrutinizer's Responsibility:

My responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" by the members in respect of the resolutions contained in the Notice. My report is based on verification of data and reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and papers/ documents, if any, furnished to me electronically till the time fixed for closure of the e-voting process i.e., on Thursday, 15<sup>th</sup> January, 2026 (5.00 p.m. IST).

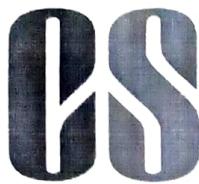
### 4. Cut -off date

The Members of the Company as on the "cut-off" date i.e. Friday, 12<sup>th</sup> December, 2025, were entitled to vote on the resolutions set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.

### 5. Remote e-voting process:

- i. The Company had appointed Central Depository Services (India) Limited (CDSL) as the service provider, for the purpose of providing E-voting facility to the Members of the Company.
- ii. CDSL had provided a system for recording the votes of the Members through E-voting on all the items of the business as mentioned in the Postal Ballot Notice of the Company.
- iii. CDSL had set up an electronic voting facility on its website, <https://www.evotingindia.com> The Company had uploaded all the items of the business as mentioned in Postal Ballot Notice, on the website of the Company ([www.rirpowersemi.com](http://www.rirpowersemi.com)) to facilitate the Members of the Company to cast their vote through E-voting. The same was also uploaded on the website of CDSL and on the website of Bombay Stock Exchange (BSE) i.e. [www.bseindia.com](http://www.bseindia.com), for information of the members of the Company.
- iv. The remote e-voting period remained open from Wednesday, 17<sup>th</sup> December, 2025 (9.00 a.m. IST) and ended on Thursday, 15<sup>th</sup> January, 2026 (5.00 p.m. IST).





Neetu Agrawall & Co.

## Company Secretaries

- v. The votes cast during the remote e-voting were unblocked Thursday 15<sup>th</sup> January, 2026 after the conclusion of e-voting period for Postal Ballot and was witnessed by two witnesses who are not in the employment of the Company.
  - vi. Thereafter, the details containing, inter alia, the list of Members who voted "in favour" or "against" on the resolution were generated from the remote e-voting website of CDSL i.e. <https://www.evotingindia.com>. Based on the report generated by CDSL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.
6. I submit my report on the results of the remote e-voting for postal ballot, based on the reports generated by Central Depository Services (India) Limited (CDSL), scrutinized on test check basis, and relied upon by me as under:

Special Resolution No.1: TO APPROVE THE "RIR POWER ELECTRONICS LIMITED EMPLOYEES STOCK OWNERSHIP PLAN - 2025".

### I. Voted in favour of Resolution:

Particulars	Number of members Voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Remote E-voting	106	52296427	99.98

### II. Voted against the Resolution:

Particulars	Number of members Voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Remote E-voting	14	8348	0.02

### III. Invalid/abstained/Less Voted:

Particulars	Number of members voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Remote E-voting		NIL	

Based on scrutiny of the valid votes cast via remote e-voting in relation to the Special Resolution as set out in the Notice, I report that the number of votes cast in favor of the resolution are more than three times the number of votes cast against the resolution, therefore the said special resolution as set out in the Notice has been passed with the requisite majority as per the provisions of the Companies Act, 2013.

406, 4<sup>th</sup> Floor, Central Plaza, Opp. Gopal Nagar, Kalyan Naka, Bhiwandi, Thane  
Email - [neetugoel1802@gmail.com](mailto:neetugoel1802@gmail.com)





Neetu Agrawall & Co.

## Company Secretaries

Special Resolution No. 2 : TO APPROVE THE GRANT OF EMPLOYEE STOCK OPTIONS TO THE ELIGIBLE EMPLOYEES OF THE SUBSIDIARY COMPANY(IES) AND ASSOCIATE COMPANY(IES) OF THE COMPANY UNDER "RIR POWER ELECTRONICS LIMITED EMPLOYEES STOCK OWNERSHIP PLAN - 2025".

I. Voted in favour of Resolution:

Particulars	Number of members Voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Remote E-voting	104	52295177	99.98

II. Voted against the Resolution:

Particulars	Number of members Voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Remote E-voting	14	8348	0.02

III. Invalid/abstained/Less Voted:

Particulars	Number of members voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Remote E-voting		NIL	

Based on scrutiny of the valid votes cast via remote e-voting in relation to the Special Resolution as set out in the Notice, I report that the number of votes cast in favor of the resolution are more than three times the number of votes cast against the resolution, therefore the said special resolution as set out in the Notice has been passed with the requisite majority as per the provisions of the Companies Act, 2013.

Special Resolution No. 3 : TO APPROVE THE APPOINTMENT OF Mr. KUSH GUPTA (DIN : 09077090) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.

I. Voted in favour of Resolution:

Particulars	Number of members Voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Remote E-voting	108	52303594	100.00





Neetu Agrawal & Co.

## Company Secretaries

### II. Voted against the Resolution:

Particulars	Number of members Voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Remote E-voting	12	1181	0.00

### III. Invalid/abstained/Less Voted:

Particulars	Number of members voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Remote E-voting		NIL	

Based on scrutiny of the valid votes cast via remote e-voting in relation to the Special Resolution as set out in the Notice, I report that the number of votes cast in favor of the resolution are more than three times the number of votes cast against the resolution, therefore the said special resolution as set out in the Notice has been passed with the requisite majority as per the provisions of the Companies Act, 2013.

All the resolutions voted through e-voting system conducted for the postal ballot were passed with "REQUISITE MAJORITY". You may accordingly declare the results of the voting.

All the electronic data and relevant records relating to the e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the Postal Ballot and thereafter, the same shall be handed over to the Chairman/ Company Secretary of the Company for safe keeping.

Thanking you,  
Yours faithfully,

For Neetu Agrawal & Co.  
Company Secretaries

Neetu Vikas Agrawal  
Proprietor  
FCS : 8347; CP : 9272  
Peer Review No. 2845/2022  
UDIN : F008347G003314760  
Place : Thane  
Date : 16<sup>th</sup> January, 2026



Countersigned by  
For RIR Power Electronics Limited  
(Formerly Ruttonsha International Rectifier Limited)

Company Secretary



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