

# TARAPUR TRANSFORMERS LTD.

Dated: 22<sup>nd</sup> September, 2021

To,

Department of Corporate Services BSE Ltd. P.J. Towers, Dalal Street, Mumbai - 400 001	The Manager-Listing Department National Stock Exchange of India Limited Exchange Plaza, BandraKurla Complex, Bandra (East), Mumbai - 400 051
Stock Code: 533203	Stock Code: TARAPUR

**Sub: Submission of Voting Results and Consolidated Scrutinizer Report for Remote E-Voting for the 33<sup>rd</sup> Annual General Meeting of the Company held on 22<sup>nd</sup> September, 2021.**


**Scrip Code : 533203 – Tarapur Transformers Limited**

Dear Sir (S),

In terms of regulation 44 of SEBI (LODR) Regulation 2015, please find enclosed details of the Voting Results of the 33<sup>rd</sup> Annual General Meeting of the Company held on Wednesday, 22<sup>nd</sup> September, 2021 at 12.30 P.M. along with the consolidated Scrutinizer's Report.

You are requested to kindly take note of the above submission on record.

Thanking you,  
Yours faithfully,  
For **Tarapur Transformers Limited,**

  
**Suresh Sakharam More**  
Managing Director  
(DIN: 06873425)

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**CONSOLIDATED SCRUTINIZER REPORT**  
**FOR REMOTE E-VOTING AND ELECTRONIC VOTING**

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015]

To  
**The Chairman**  
**Tarapur Transformers Limited**  
S-105, Rajiv Gandhi Complex,  
Ekta Nagar, Kandivali (West),  
Mumbai - 400 067

Dear Sir,

**Consolidated Scrutinizer's Report on voting through Remote E-Voting and Electronic Voting at the Annual General Meeting of the Tarapur Transformers Limited held on Wednesday, September 22, 2021 at 12.30 p.m. through video conferencing ('VC') / other audio visual means 'OAVM'.**

I, Bhuwnesb Bansal, Practicing Company Secretary (FCS – 6526/CP-9089) have been appointed as the Scrutinizer by the Board of Directors of the Company held on 25<sup>th</sup> August, 2021, to conduct the following.

- i) **Remote e-voting** process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
- ii) **Electronic Voting at the AGM** under the provision of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the AGM held on 22<sup>nd</sup> September, 2021 at 12:30 P.M.

The notice dated 25<sup>th</sup> August, 2021, convening the AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020, April 13, 2020 and January 13, 2021 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020 and January 15, 2021.

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Sunday, September 19, 2021 (9:00 a.m.) and ended on Tuesday, September 21, 2021 (5:00 p.m.) and the NSDL e-voting platform was disabled thereafter.

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The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier.

### **Responsibility of the Management**

The management of the Company is responsible to ensure compliance with the requirement of Companies Act, 2013 and the rules made there under in relation to exercising of voting right through electronic means on the resolutions as set out in the notice convening the Annual General Meeting dated August 25, 2021.

### **Responsibility as a scrutinizer**

My responsibility, as the scrutinizer for the Remote E-Voting and Electronic Voting at the Annual General Meeting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions set out in the notice convening the Annual General Meeting, based on the reports generated from the E-voting system provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the Company for providing E-voting facilities and also at the time of Electronic Voting during the Annual General Meeting.

I submit my report as under:-

1. On completion of E-voting period, in compliance of the provisions of Rule 20 (4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015, I have unblocked the votes on 22<sup>nd</sup> September, 2021.
2. At the Annual General Meeting of the Company held on 22<sup>nd</sup> September, 2021, the Company had also provided remote e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier

**The result of the remote e-voting and during the AGM in respect of the said resolutions as under:-**

#### **<A> ORDINARY BUSINESS:**

##### **Resolution 1**

To receive, consider and adopt the Audited Financial Statement of the Company for the year ended 31st March, 2021 including Audited Balance Sheet as at 31st March, 2021 and the Statement of Profit & Loss Account and Statement of Cash Flow, for the year ended as on that date together with the reports of the Board of Directors and Auditors thereon.-

(i) Voted **in Favour** of the resolution:-

<b>Number of members voted</b>	<b>Number of Valid votes cast by them</b>	<b>% of total number of Valid votes cast</b>
93	8935085	99.99%

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

Number of members voted	Number of Valid votes cast by them	% of total number of Valid votes cast
5	982	0.01%

(iii) **Invalid** votes

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

### **Resolution 2**

To appoint a Director in place of Mr. Rajendrakumar Anandilal Choudhary (DIN: 00494663) who retires by rotation and being eligible offers himself for re-appointment.

(i) Voted **in Favour** of the resolution:-

Number of members voted	Number of Valid votes cast by them	% of total number of Valid votes cast
92	8934835	99.99%

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

Number of members voted	Number of Valid votes cast by them	% of total number of Valid votes cast
6	1232	0.01%

(iii) **Invalid** votes

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

<B> **SPECIAL BUSINESS:**

### **Resolution 3**

To appoint Mr. Sureshkumar Anandilal Choudhary (DIN: 00494510) as a Non-Executive Director of the Company:-

BHUWNEESH BANSAL  
SH  
BANSAL  
Digitally signed  
by BHUWNEESH  
BANSAL  
Date: 2021.09.22  
14:29:52 +05'30'

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Type of Resolution: Ordinary Resolution

(i) Voted **in Favour** of the resolution:-

Number of members voted	Number of Valid votes cast by them	% of total number of Valid votes cast
91	8934826	99.99%

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

Number of members voted	Number of Valid votes cast by them	% of total number of Valid votes cast
6	1232	0.01%

(iii) **Invalid** votes

Number of members whose votes were declared invalid	Number of invalid votes cast by them
1	9

**Resolution 4**

To Appoint Mr. Anil Mahabir Gupta (DIN: 01128035) as an Independent Director for the period of five years on the Board of the Company:-

Type of Resolution: Special Resolution

(i) Voted **in Favour** of the resolution:-

Number of members voted	Number of Valid votes cast by them	% of total number of Valid votes cast
91	8934785	99.99%

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

Number of members voted	Number of Valid votes cast by them	% of total number of Valid votes cast
7	1282	0.01%

(iii) **Invalid** votes

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

**Resolution 5**

To Re-appoint Mr Suresh More (DIN: 06873425) as Managing Director for period of Five Years on the Board of the Company:-

**Type of Resolution: Special Resolution**

(i) Voted **in Favour** of the resolution:-

Number of members voted	Number of Valid votes cast by them	% of total number of Valid votes cast
90	8934034	99.98%

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

Number of members voted	Number of Valid votes cast by them	% of total number of Valid votes cast
8	2033	0.02%

(iii) **Invalid** votes

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

**Resolution 6**

To enter into transactions, contracts, and agreements with Related Parties of the Company at a Maximum of RS 2 Crores per transaction:-

**Type of Resolution: Ordinary Resolution**

(iv) Voted **in Favour** of the resolution:-

Number of members voted	Number of Valid votes cast by them	% of total number of Valid votes cast
90	8932735	99.96%

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

Number of members voted	Number of Valid votes cast by them	% of total number of Valid votes cast
8	3332	0.04%

(vi) **Invalid votes**

<b>Number of members whose votes were declared invalid</b>	<b>Number of invalid votes cast by them</b>
Nil	Nil

All the resolutions stands passed under E-voting and Electronic Voting during the AGM with requisite majority.

The electronic data and all other relevant records relating to the E-voting shall remain in our safe custody and shall be handed over to the Company.

Thanking You.

Yours faithfully,

**For Bhwnesh Bansal & Associates**

 Digitally signed by  
BHUWNESH  
BANSAL  
Date: 2021.09.22  
14:31:58 +05'30'

**Bhwnesh Bansal**

**Proprietor**

**FCS No. – 6526**

**CP No. – 9089**

**UDIN - F006526C000986395**

**Place: Mumbai**

**Date: 22/09/2021**

General information about company	
Scrip code	533203
NSE Symbol	TARAPUR
MSEI Symbol	-
ISIN	INE747K01017
Name of the company	Tarapur Transformers Ltd
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	22-09-2021
Start time of the meeting	12:30 PM
End time of the meeting	12:40 PM

Scrutinizer Details	
Name of the Scrutinizer	Bhuwnesh Bansal
Firms Name	BHUWNESH BANSAL & ASSOCIATES
Qualification	CS
Membership Number	6529
Date of Board Meeting in which appointed	25-08-2021
Date of Issuance of Report to the company	22-09-2021

Voting results	
Record date	15-09-2021
Total number of shareholders on record date	10370
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	3
b) Public	49
No. of resolution passed in the meeting	6
Disclosure of notes on voting results	

Resolution(1)	
Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	To receive, consider and adopt the Audited Financial Statement of the Company for the year ended 31st March, 2021 including Audited Balance Sheet as at 31st March, 2021 and the Statement of Profit & Loss Account and Statement of Cash Flow, for the year ended as on that date together with the reports of the Board of Directors and Auditors



				thereon				
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	E-Voting	8703036	8430460	96.868	8430460	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8703036	8430460	96.868	8430460	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	10796975	505607	4.6829	504625	982	99.8058	0.1942
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10796975	505607	4.6829	504625	982	99.8058
Total		19500011	8936067	45.826	8935085	982	99.989	0.011
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

### Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

### Resolution(2)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mr. Rajendrakumar Anandilal Choudhary (DIN: 00494663) who retires by rotation and being eligible offers himself for re-appointment.				
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	E-Voting	8703036	8430460	96.868	8430460	0	100	0
	Poll		0	0	0	0	0	0

Promoter Group	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	8703036	8430460	96.868	8430460	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	10796975	505607	4.6829	504375	1232	99.7563	0.2437
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	10796975	505607	4.6829	504375	1232	99.7563	0.2437
Total		19500011	8936067	45.826	8934835	1232	99.9862	0.0138
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			To appoint Mr. Sureshkumar Anandilal Choudhary (DIN: 00494510) as a Non-Executive Director of the Company					
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	E-Voting	8703036	8430460	96.868	8430460	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	8703036	8430460	96.868	8430460	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	10796975	505607	4.6829	504375	1232	99.7563	0.2437
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	10796975	505607	4.6829	504375	1232	99.7563	0.2437
Total		19500011	8936067	45.826	8934835	1232	99.9862	0.0138
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Appoint Mr. Anil Mahabir Gupta (DIN: 01128035) as an Independent Director for the period of five years on the Board of the Company				
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	E-Voting	8703036	8430460	96.868	8430460	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	8703036	8430460	96.868	8430460	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	10796975	505607	4.6829	504325	1282	99.7464	0.2536
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	10796975	505607	4.6829	504325	1282	99.7464	0.2536
Total		19500011	8936067	45.826	8934785	1282	99.9857	0.0143

Whether resolution is Pass or Not.	Yes
Disclosure of notes on resolution	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Re-appoint Mr Suresh More (DIN: 06873425) as Managing Director for period of Five Years on the Board of the Company				
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	E-Voting	8703036	8430460	96.868	8430460	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8703036	8430460	96.868	8430460	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	10796975	505607	4.6829	503574	2033	99.5979	0.4021
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10796975	505607	4.6829	503574	2033	99.5979
Total		19500011	8936067	45.826	8934034	2033	99.9772	0.0228
Whether resolution is Pass or Not.				Yes				
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	

Public Insitutions	
Public - Non Insitutions	

Resolution(6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To take Approval for Related Party Transaction of the Company:				
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	E-Voting	8703036	8430460	96.868	8430460	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8703036	8430460	96.868	8430460	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	10796975	505607	4.6829	502275	3332	99.341	0.659
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10796975	505607	4.6829	502275	3332	99.341
Total		19500011	8936067	45.826	8932735	3332	99.9627	0.0373
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	