

Record date	21-09-2017
Total number of shareholders on record date	830
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	2
b) Public	8
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of resolution passed in the meeting</b>	<b>4</b>



## Star Delta Transformers Limited

1 - To receive, consider and adopt the financial statement consisting of Balance Sheet as at March 31, 2017, the statement of Profit and Loss, Cash Flow Statement for the year ended on March 31, 2017 along with the reports of the Board of Directors and Auditors thereon										
Resolution Required : (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		2249800	100.0000	2249800	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0	0		
	Postal Ballot	2249800	0	0.0000	0	0	0	0		
	<b>Total</b>		<b>2249800</b>	<b>100.0000</b>	<b>2249800</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>		
Public Institutions	E-Voting		0	0	0	0	0.0000	0.0000		
	Poll		0	0	0	0	0.0000	0.0000		
	Postal Ballot	0	0	0	0	0	0.0000	0.0000		
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>		
Public Non Institutions	E-Voting		3401	0.4532	3401	0	100.0000	0.0000		
	Poll		41601	5.5438	41601	0	100.0000	0.0000		
	Postal Ballot	750400	0	0.0000	0	0	0	0		
	<b>Total</b>		<b>45002</b>	<b>5.9971</b>	<b>45002</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>		
<b>Total</b>		<b>3000200</b>	<b>2294802</b>	<b>76.4883</b>	<b>2294802</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>		



## Star Delta Transformers Limited

Resolution Required : (Ordinary)		2 - Reappointment of Mr. Rakesh Gupta [DIN: 00014139], who retires by rotation									
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		0	0.0000	0	0	0.0000	0.0000			
	Poll		0	0.0000	0	0	0	0			
	Postal Ballot	2249800		0.0000	0	0	0	0			
	<b>Total</b>		0	<b>0.0000</b>	0	<b>0</b>	<b>0</b>	<b>0</b>			
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000			
	Poll		0	0	0	0	0.0000	0.0000			
	Postal Ballot	0									
	<b>Total</b>		0		0	0	0.0000	0.0000			
Public Non Institutions	E-Voting		3401	0.4532	3401	0	100.0000	0.0000			
	Poll		41601	5.5438	41601	0	100.0000	0.0000			
	Postal Ballot	750400									
	<b>Total</b>		45002	<b>5.9971</b>	<b>45002</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>			
<b>Total</b>		<b>3000200</b>	45002	1.5	45002	0	100	0			



## Star Delta Transformers Limited

Resolution Required : (Ordinary)		3 - To appoint M/s. S.L. Khabya & Co, Chartered Accountants, the Statutory Auditors of the Company									
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		2249800	100.0000	2249800	0	100.0000	0.0000			
	Poll		0	0.0000	0	0	0	0			
	Postal Ballot	2249800		0.0000	0	0					
	<b>Total</b>		<b>2249800</b>	<b>100.0000</b>	<b>2249800</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>			
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot	0		0.0000	0	0					
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>			
Public Non Institutions	E-Voting		3401	0.4532	3400	1	99.9706	0.0294			
	Poll		41601	5.5438	41601	0	100.0000	0.0000			
	Postal Ballot	750400		0.0000	0	0					
	<b>Total</b>		<b>45002</b>	<b>5.9971</b>	<b>45001</b>	<b>1</b>	<b>99.9978</b>	<b>0.0022</b>			
<b>Total</b>		<b>3000200</b>	<b>2294802</b>	<b>76.4883</b>	<b>2294801</b>	<b>1</b>	<b>100.0000</b>	<b>0.0000</b>			



## Star Delta Transformers Limited

Resolution Required : (Ordinary)		4 - To ratify the remuneration of the Cost Auditors						
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		2249800	100.0000	2249800	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot	2249800	0	0.0000	0	0	0	0
	<b>Total</b>		<b>2249800</b>	<b>100.0000</b>	<b>2249800</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot	0	0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting		3401	0.4532	3401	0	100.0000	0.0000
	Poll		41601	5.5438	41601	0	100.0000	0.0000
	Postal Ballot	750400	0	0.0000	0	0	0	0
	<b>Total</b>		<b>45002</b>	<b>5.9971</b>	<b>45002</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>3000200</b>	<b>2294802</b>	<b>76.4883</b>	<b>2294802</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



*S. Anjum & Associates*  
Company Secretaries



To,

The Chairman

**Star Delta Transformers Limited**  
CIN: L31102MP1977PLC001393

92 A, Industrial Area, Govindpura,  
Bhopal, (M. P.) – 462023

Dear Sir,

At the outset, I would like to thank you for appointing me as the Scrutinizer for the Remote E-voting and Voting through Physical Ballot Papers by your members at the 41<sup>st</sup> Annual General Meeting of your Company held on Thursday, 28<sup>th</sup> September 2017 at 11:30 A.M.

I am pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

For and on behalf of

**S. Anjum & Associates**  
Company Secretaries

  
Shadab Anjum



FCS-8893

C.P.No.-10253

Bhopal

Dated 29<sup>th</sup> day of September 2017



**CONSOLIDATED SCRUTINIZER'S REPORT**

**(Pursuant to section 108 & 109 of the companies act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014)**

**1. Appointment as Scrutinizer:**

The Board of Directors of Star Delta Transformers Limited (CIN: L31102MP1977PLC001393) ("the Company") in their meeting held on Friday, 11<sup>th</sup> August 2017 has appointed me as the Scrutinizer Pursuant to section 108 & 109 of the companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, for Scrutinizing voting process (i.e. Remote E-voting and voting through Physical Ballot Papers at the meeting) on the resolutions contained in the Notice of Annual General Meeting held on Thursday, 28<sup>th</sup> September 2017 at the Registered office of the company at 92 A, Industrial Area, Govindpura, Bhopal (M. P.) 462023 at 11:30 A.M.

**2. Management's Responsibility:**

The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means (i.e. Remote E-voting) and voting through Physical Ballot Papers at the AGM. My responsibility as a scrutinizer for the voting process is restricted to preparing a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolution(s) based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL) (the Agency/ Service provider).

**3. Dispatch of Notice convening the Meeting:**

The Company had dispatched notice of AGM on 01.09.2017, to the Shareholders along with statement setting out material facts under Section 102 of the Act in respect of the below mentioned resolution passed at the Annual General Meeting.

**4. Cut-off date:**

The members of the company holding shares as on the "cut off date" i.e. 21<sup>st</sup> September 2017 were entitled to vote on the resolutions stated in the notice of the 41<sup>st</sup> Annual General Meeting. As per the provisions of the Companies Act, 2013 the numbers of votes cast in respect of any resolution will be counted according to the number of shares held by the concerned members. One share held will be equal to one vote.





**5. Remote e-voting:**

The company has availed the Remote e-voting facility offered by Central Depository Services (India) Ltd. (CDSL) for conducting remote e-voting by the shareholders of the company.

The Remote e-voting period was commenced on 25<sup>th</sup> September 2017 at 9:00 A.M. and ended on 27<sup>th</sup> September 2017 at 5:00 P.M. and at the end of the remote e-voting period, the remote e-voting facility was blocked by the CDSL.

**6. Voting at the venue of the AGM:**

The company has also provided Facility of voting through Physical Ballot Papers at the venue of the AGM to the shareholders present at the Annual General Meeting and who had not cast their votes earlier through Remote E-voting facility.

**7. Counting Process:**

After the conclusion of voting at the Annual General Meeting, after counting the votes cast at the meeting through Physical Ballot Papers in the presence of two witnesses Mr. Sonu Kushwaha & Mr. Vikas Jain who are not in the employment of the company, the votes cast through Remote E-voting were unblocked in the presence of above stated two witnesses. The results of Remote e - voting alongwith the list of members who voted "For" and "Against" the resolution were downloaded from the e-voting portal/website of CDSL.

**8. Results:**

On scrutiny of the votes cast through Remote E-voting facility and through Physical Ballot Papers, I observed that:

Out of total 830 Folios / Shareholders holding total 30,00,200 shares as on the cut off date 21<sup>st</sup> September 2017,

- 17 Members/Shareholders had cast their votes through Remote E-voting facility
- 08 Members/Shareholders had cast their votes through Physical Ballot Papers at the AGM,

Based on the aforesaid results, all the Ordinary Resolutions as contained in Item No. 1 to Item No. 4 of the Notice of AGM has been passed with requisite majority.

I submit herewith my detailed consolidated scrutinizer's report on the results of Voting through Electronic Means (Remote E-voting) and voting through Physical Ballot Papers as under:







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

To receive, consider and adopt the Audited financial statements of the company for the financial year ended on March 31, 2017 together with the reports of the Board of Directors and Auditors thereon.

Particulars (Mode of Voting)	Total No. of Folios/ Members Voted	Votes in Favour of Resolution		Votes Against the Resolutions		Invalid Votes
		Nos.	% of Total No. of Valid Votes Cast	Nos.	% of Total No. of Valid Votes Cast	
Remote e-voting	17	22,53,201	100	Nil	Nil	Nil
Physical Polling Papers	08	41,601	100	Nil	Nil	Nil
<b>Total</b>	<b>25</b>	<b>22,94,802</b>	<b>100</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

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

To appoint a Director in place of Mr. Rakesh Gupta [DIN: 00014139] who retires by rotation and being eligible, offers himself for re-appointment.

Particulars (Mode of Voting)	Total No. of Folios/ Members Voted	Votes in Favour of Resolution		Votes Against the Resolutions		Invalid Votes
		Nos.	% of Total No. of Valid Votes Cast	Nos.	% of Total No. of Valid Votes Cast	
Remote e-voting	06	3,401	100	Nil	Nil	Nil
Physical Polling Papers	08	41,601	100	Nil	Nil	Nil
<b>Total</b>	<b>14</b>	<b>45,002</b>	<b>100</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>





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

To appoint M/s. S.L. Khabya and Co., Chartered Accountants, (FR No. 00004-C) in place of the retiring auditors (M/s. A.K. Khabya and Co.) the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of 46th Annual General Meeting and to fix their remuneration.

Particulars (Mode of Voting)	Total No. of Folios/ Members Voted	Votes in Favour of Resolution		Votes Against the Resolutions		Invalid Votes
		Nos.	% of Total No. of Valid Votes Cast	Nos.	% of Total No. of Valid Votes Cast	
Remote e-voting	17	22,53,200	100	01	Nil	Nil
Physical Polling Papers	08	41,601	100	Nil	Nil	Nil
<b>Total</b>	<b>25</b>	<b>22,94,801</b>	<b>100</b>	<b>01</b>	<b>Nil</b>	<b>Nil</b>

**Item No. 4: As an Ordinary Resolution**

To ratify/confirm the remuneration payable to Cost Auditors for the financial year ending 31<sup>st</sup> March 2018.

Particulars (Mode of Voting)	Total No. of Folios/ Members Voted	Votes in Favour of Resolution		Votes Against the Resolutions		Invalid Votes
		Nos.	% of Total No. of Valid Votes Cast	Nos.	% of Total No. of Valid Votes Cast	
Remote e-voting	17	22,53,201	100	Nil	Nil	Nil
Physical Polling Papers	08	41,601	100	Nil	Nil	Nil
<b>Total</b>	<b>25</b>	<b>22,94,802</b>	<b>100</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

**Note:** As per Notice of AGM sent to members of the company, Item No. 04 i.e. (to Ratify/Confirm the remuneration payable to Cost Auditors for the financial year ending 31<sup>st</sup> March 2018) is shown/mentioned as special business and was required to be passed as an Ordinary Resolution, however in the EVSN generated on the CDSL e-voting Portal aforesaid Item No. 04 is marked/reflected as Special Resolution and not as Ordinary Resolution and as per information given by the management on CDSL e-voting Portal aforesaid Item No. 04 is marked/reflected as Special Resolution mistakenly; therefore aforesaid Item No. 04 is considered as an Ordinary Resolution.

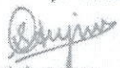


**PRINCIPAL PLACE OF BUSINESS :**

Plot No. 16, A.S.-1, Block -A, IInd Floor, Amar Stambh, Press Complex, Zone-I, M.P. Nagar, Bhopal (M.P.) India • 462 011.  
Tel. : +91 755 3299658, 4277519, Fax : +91 755 4277519, E-mail : csshadabanjum@gmail.com

Thanking You,

Yours Faithfully  
For S. Anjum & Associates

  
Shadab Anjum  
FCS: 8893, CP No. 10253



Countersigned by Chairman of the Meeting

  
(Mr. Laxmendra Maheshwari)  
(DIN: 00278005)

Place: Bhopal  
Date : 29.09.2017

We the undersigned witnessed that the votes cast at the meeting through Physical Ballot Papers and the votes cast through Remote E-voting were unblocked in our presence at the venue of Annual General Meeting i.e. at 92 A, Industrial Area, Govindpura, Bhopal, (M. P.) – 462023.

1)   
Mr. Sonu Kushwaha

2)   
Mr. Vikas Jain