



# HIND RECTIFIERS LIMITED

REGD. & H.O. LAKE ROAD, BHANDUP (W), MUMBAI - 400 078. • TEL.: +91 22 2569 6789 • FAX: +91 22 2596 4114  
• www.hirect.com • corporate@hirect.com / marketing@hirect.com • CIN: L28900MH1958PLC011077

Ref. No. HIRECT/SEC/94

9<sup>th</sup> September, 2017

The General Manager  
Corporate Relations Department  
BSE Ltd.  
1st Floor, New Trading Ring  
Phiroz Jeejeebhoy Towers  
Dalal Street Mumbai 400 001

The General Manager  
Listing Department  
The National Stock Exchange of India  
Ltd. "Exchange Plaza", C-1, Block 'G'  
Bandra Kurla Complex  
Bandra (East) Mumbai 400 051

Security Code No. 504036/HIRECT  
Type of Security: Equity

**Sub: Regulation 44(3) of SEBI LODR, 2015 - Voting Results of 59<sup>th</sup> Annual General Meeting of the Company held on 8<sup>th</sup> September, 2017 along with Scrutinizer Report.**

Dear Sirs,

We enclose the Voting Results of the 59<sup>th</sup> Annual General Meeting of the Company held on 8<sup>th</sup> September, 2017.

We are also enclosing the consolidated report of the Scrutinizer on e-voting and voting through ballot paper at the AGM. The above are also being uploaded on the Company's website viz. hirect.com.

This is for your information and record.

Thanking you,

Yours faithfully,  
For **Hind Rectifiers Limited**  
*Meenakshi Anchia*  
**Meenakshi Anchia**  
(Compliance Officer)

Encl: As above

HIND RECTIFIERS LTD

Voting Results of the 59<sup>th</sup> Annual General Meeting of the Company held on 8<sup>th</sup> September, 2017

| Item no of the Notice | Particulars  | Votes in favour | Votes against | Invalid votes |
|-----------------------|--|-----------------|---------------|---------------|
| 1                     | Consider and adopt the Audited Financial Statement of the Company for the financial year ended 31 <sup>st</sup> March, 2017 along with the reports of the Board of Directors' and Auditors' thereon. | 5645095         | -             | 10            |
| 2                     | Re-appointment of Shri Pawan Golyan, a Director liable to retire by rotation.  | 5422095         | -             | 10            |
| 3.                    | Appointment of M/s Ravi A. Shah & Associates, Chartered Accountants as Statutory Auditors and fixing their remuneration  | 5645095         | -             | 10            |
| 4.                    | Appointment of Branch Auditors for Nashik Plant and fixing their remuneration  | 5645095         | -             | 10            |
| 5.                    | Appointment of Branch Auditors for Dehradun Plants and fixing their remuneration   | 5645095         | -             | 10            |
| 6.                    | Ratification of remuneration to Cost Auditors  | 5645095         | -             | 10            |
| 7.                    | Determine the fees for delivery of any document  | 5645095         | -             | 10            |
| 8.                    | Appointment of Smt. Akshada Nevatia as an Executive Director and approval of remuneration  | 302748          | -             | 10            |
| 9.                    | Appointment of Shri  | 5643295         | -             | 10            |



|     |  |         |   |    |
|-----|--|---------|---|----|
|     | Vandan Shah as a Non-Executive Director                                  |         |   |    |
| 10. | Invitation and acceptance of Unsecured Fixed Deposits from the Members   | 5645095 | - | 10 |
| 11. | Re-classification of the Status of the Existing Promoters of the Company | 3576657 | - | 10 |

## Notes:

1. The mode of voting for all resolutions was e-voting at remote place and poll at the meeting.
2. All the aforesaid resolutions were passed with requisite majority.

For Hind Rectifiers Limited



S. K. Nevatia  
(Chairman and Managing Director)



Date: 9.09.2017  
Place: Mumbai

### Voting Results

|   |   |
|---|---|
| Date of the AGM   | 8 <sup>th</sup> September, 2017         |
| Total number of shareholders on record date (cut off date)                    | 6115 on 1 <sup>st</sup> September, 2017 |
| No. of shareholders present in the meeting either in person or through proxy: | 69                                      |
| Promoters and Promoter Group:   | 10                                      |
| Public:   | 59                                      |
| No. of Shareholders attended the meeting through Video Conferencing           | Not applicable                          |
| Promoters and Promoter Group:   |   |
| Public  |   |



| Hind Rectifiers Limited   |                             |                |                          |                     |   |                          |                        |                                      |                                    |
|---|-----------------------------|----------------|--------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| To consider and adopt the Audited Financial Statement of the Company for the financial year ended 31 <sup>st</sup> March, 2017 along with the reports of the Board of Directors' and Auditors' thereon. |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Resolution required: (Ordinary / Special) : Ordinary  |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Whether promoter/ promoter group are interested in the agenda/resolution: No  |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Resolution No. 1  |                             |                |                          |                     |   |                          |                        |                                      |                                    |
|   | Promoter/Public             | Mode of Voting | Total 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                  |
| 1   | Promoter and Promoter Group | E-Voting       | 6701757                  | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|   |                             | Poll*          |                          | 5633047             | 84.05                                   | 5633047                  | 0                      | 100                                  | 0                                  |
|   |                             | Total          |                          | 5633047             | 84.05                                   | 5633047                  | 0                      | 100                                  | 0                                  |
| 2   | Public-Institutions         | E-Voting       | 9750                     | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|   |                             | Poll*          |                          | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|   |                             | Total          |                          | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
| 3   | Public- Non Institutions    | E-Voting       | 8346423                  | 348                 | 0.004                                   | 348                      | 0                      | 100                                  | 0                                  |
|   |                             | Poll*          |                          | 11700               | 0.14                                    | 11700                    | 0                      | 100                                  | 0                                  |
|   |                             | Total          |                          | 12048               | 0.14                                    | 12048                    | 0                      | 100                                  | 0                                  |
| Total   |                             |                | 15057930                 | 5645095             | 37.49                                   | 5645095                  | 0                      | 100                                  | 0                                  |

\*Voting through ballot paper at the AGM



| Hind Rectifiers Limited   |                             |                |                          |                     |   |                          |                        |                                      |                                    |
|---|-----------------------------|----------------|--------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Re-appointment of Shri Pawan Golyan a Director liable to retire by rotation.  |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Resolution required: (Ordinary / Special) : Ordinary                          |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Whether promoter/ promoter group are interested in the agenda/resolution: Yes |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Resolution No. 2  |                             |                |                          |                     |   |                          |                        |                                      |                                    |
|   | Promoter/Public             | Mode of Voting | Total 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                  |
| 1   | Promoter and Promoter Group | E-Voting       | 6701757                  | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|   |                             | Poll*          |                          | 5410047             | 80.73                                   | 5410047                  | 0                      | 100                                  | 0                                  |
|   |                             | Total          |                          | 5410047             | 80.73                                   | 5410047                  | 0                      | 100                                  | 0                                  |
| 2   | Public-Institutions         | E-Voting       | 9750                     | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|   |                             | Poll*          |                          | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|   |                             | Total          |                          | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
| 3   | Public- Non Institutions    | E-Voting       | 8346423                  | 348                 | 0.004                                   | 348                      | 0                      | 100                                  | 0                                  |
|   |                             | Poll*          |                          | 11700               | 0.14                                    | 11700                    | 0                      | 100                                  | 0                                  |
|   |                             | Total          |                          | 12048               | 0.14                                    | 12048                    | 0                      | 100                                  | 0                                  |
| Total   |                             |                | 15057930                 | 5422095             | 36.01                                   | 5422095                  | 0                      | 100                                  | 0                                  |

\*Voting through ballot paper at the AGM



| Hind Rectifiers Limited   |                             |                |                          |                     |   |                          |                        |                                      |                                    |
|---|-----------------------------|----------------|--------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Appointment of M/s Ravi A. Shah & Associates, Chartered Accountants as Statutory Auditors and fixing their remuneration |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Resolution required: (Ordinary / Special) : Ordinary  |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Whether promoter/ promoter group are interested in the agenda/resolution: No  |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Resolution No. 3  |                             |                |                          |                     |   |                          |                        |                                      |                                    |
|   | Promoter/Public             | Mode of Voting | Total 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                  |
| 1   | Promoter and Promoter Group | E-Voting       | 6701757                  | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|   |                             | Poll*          |                          | 5633047             | 84.05                                   | 5633047                  | 0                      | 100                                  | 0                                  |
|   |                             | Total          |                          | 5633047             | 84.05                                   | 5633047                  | 0                      | 100                                  | 0                                  |
| 2   | Public-Institutions         | E-Voting       | 9750                     | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|   |                             | Poll*          |                          | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|   |                             | Total          |                          | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
| 3   | Public- Non Institutions    | E-Voting       | 8346423                  | 348                 | 0.004                                   | 348                      | 0                      | 100                                  | 0                                  |
|   |                             | Poll*          |                          | 11700               | 0.14                                    | 11700                    | 0                      | 100                                  | 0                                  |
|   |                             | Total          |                          | 12048               | 0.14                                    | 12048                    | 0                      | 100                                  | 0                                  |
| Total   |                             |                | 15057930                 | 5645095             | 37.49                                   | 5645095                  | 0                      | 100                                  | 0                                  |

\*Voting through ballot paper at the AGM



| Hind Rectifiers Limited   |                             |                |                          |                     |   |                          |                        |                                      |                                    |
|---|-----------------------------|----------------|--------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Appointment of Branch Auditors for Nashik Plant and fixing their remuneration |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Resolution required: (Ordinary / Special) : Ordinary                          |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Whether promoter/ promoter group are interested in the agenda/resolution: No  |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Resolution No. 4  |                             |                |                          |                     |   |                          |                        |                                      |                                    |
|   | Promoter/Public             | Mode of Voting | Total 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                  |
| 1   | Promoter and Promoter Group | E-Voting       | 6701757                  | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|   |                             | Poll*          |                          | 5633047             | 84.05                                   | 5633047                  | 0                      | 100                                  | 0                                  |
|   |                             | Total          |                          | 5633047             | 84.05                                   | 5633047                  | 0                      | 100                                  | 0                                  |
| 2   | Public-Institutions         | E-Voting       | 9750                     | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|   |                             | Poll*          |                          | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|   |                             | Total          |                          | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
| 3   | Public- Non Institutions    | E-Voting       | 8346423                  | 348                 | 0.004                                   | 348                      | 0                      | 100                                  | 0                                  |
|   |                             | Poll*          |                          | 11700               | 0.14                                    | 11700                    | 0                      | 100                                  | 0                                  |
|   |                             | Total          |                          | 12048               | 0.14                                    | 12048                    | 0                      | 100                                  | 0                                  |
| Total   |                             |                | 15057930                 | 5645095             | 37.49                                   | 5645095                  | 0                      | 100                                  | 0                                  |

\*Voting through ballot paper at the AGM





| Hind Rectifiers Limited   |                             |                |                          |                     |   |                          |                        |                                      |                                    |
|---|-----------------------------|----------------|--------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Appointment of Branch Auditors for Dehradun Plant and fixing their remuneration |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Resolution required: (Ordinary / Special) : Ordinary                            |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Whether promoter/ promoter group are interested in the agenda/ resolution: No   |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Resolution No. 5  |                             |                |                          |                     |   |                          |                        |                                      |                                    |
|   | Promoter/Public             | Mode of Voting | Total 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                  |
| 1   | Promoter and Promoter Group | E-Voting       | 6701757                  | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|   |                             | Poll*          |                          | 5633047             | 84.05                                   | 5633047                  | 0                      | 100                                  | 0                                  |
|   |                             | Total          |                          | 5633047             | 84.05                                   | 5633047                  | 0                      | 100                                  | 0                                  |
| 2   | Public-Institutions         | E-Voting       | 9750                     | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|   |                             | Poll*          |                          | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|   |                             | Total          |                          | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
| 3   | Public- Non Institutions    | E-Voting       | 8346423                  | 348                 | 0.004                                   | 348                      | 0                      | 100                                  | 0                                  |
|   |                             | Poll*          |                          | 11700               | 0.14                                    | 11700                    | 0                      | 100                                  | 0                                  |
|   |                             | Total          |                          | 12048               | 0.14                                    | 12048                    | 0                      | 100                                  | 0                                  |
| Total   |                             |                | 15057930                 | 5645095             | 37.49                                   | 5645095                  | 0                      | 100                                  | 0                                  |

\*Voting through ballot paper at the AGM



| Hind Rectifiers Limited  |                             |                |                          |                     |   |                          |                        |                                      |                                    |
|--|-----------------------------|----------------|--------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Ratification of remuneration to Cost Auditors                                |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Resolution required: (Ordinary / Special) : Ordinary                         |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Whether promoter/ promoter group are interested in the agenda/resolution: No |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Resolution No. 6   |                             |                |                          |                     |   |                          |                        |                                      |                                    |
|  | Promoter/Public             | Mode of Voting | Total 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                  |
| 1  | Promoter and Promoter Group | E-Voting       | 6701757                  | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  |                             | Poll*          |                          | 5633047             | 84.05                                   | 5633047                  | 0                      | 100                                  | 0                                  |
|  |                             | Total          |                          | 5633047             | 84.05                                   | 5633047                  | 0                      | 100                                  | 0                                  |
| 2  | Public-Institutions         | E-Voting       | 9750                     | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  |                             | Poll*          |                          | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  |                             | Total          |                          | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
| 3  | Public- Non Institutions    | E-Voting       | 8346423                  | 348                 | 0.004                                   | 348                      | 0                      | 100                                  | 0                                  |
|  |                             | Poll*          |                          | 11700               | 0.14                                    | 11700                    | 0                      | 100                                  | 0                                  |
|  |                             | Total          |                          | 12048               | 0.14                                    | 12048                    | 0                      | 100                                  | 0                                  |
| Total  |                             |                | 15057930                 | 5645095             | 37.49                                   | 5645095                  | 0                      | 100                                  | 0                                  |

\*Voting through ballot paper at the AGM



| Hind Rectifiers Limited   |                             |                |                          |                     |   |                          |                        |                                      |                                    |
|---|-----------------------------|----------------|--------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Determine the fees for delivery of any document                               |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Resolution required: (Ordinary / Special) : Ordinary                          |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Whether promoter/ promoter group are interested in the agenda/ resolution: No |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Resolution No. 7  |                             |                |                          |                     |   |                          |                        |                                      |                                    |
|   | Promoter/Public             | Mode of Voting | Total 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                  |
| 1   | Promoter and Promoter Group | E-Voting       | 6701757                  | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|   |                             | Poll*          |                          | 5633047             | 84.05                                   | 5633047                  | 0                      | 100                                  | 0                                  |
|   |                             | Total          |                          | 5633047             | 84.05                                   | 5633047                  | 0                      | 100                                  | 0                                  |
| 2   | Public-Institutions         | E-Voting       | 9750                     | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|   |                             | Poll*          |                          | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|   |                             | Total          |                          | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
| 3   | Public- Non Institutions    | E-Voting       | 8346423                  | 348                 | 0.004                                   | 348                      | 0                      | 100                                  | 0                                  |
|   |                             | Poll*          |                          | 11700               | 0.14                                    | 11700                    | 0                      | 100                                  | 0                                  |
|   |                             | Total          |                          | 12048               | 0.14                                    | 12048                    | 0                      | 100                                  | 0                                  |
| Total   |                             |                | 15057930                 | 5645095             | 37.49                                   | 5645095                  | 0                      | 100                                  | 0                                  |

\*Voting through ballot paper at the AGM



| Hind Rectifiers Limited  |                             |                |                          |                     |   |                          |                        |                                      |                                    |
|--|-----------------------------|----------------|--------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Appointment of Smt. Akshada Nevatia as an Executive Director and approval of remuneration. |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Resolution required: (Ordinary / Special) : Ordinary                                       |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Whether promoter/ promoter group are interested in the agenda/resolution: Yes              |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Resolution No. 8   |                             |                |                          |                     |   |                          |                        |                                      |                                    |
|  | Promoter/Public             | Mode of Voting | Total 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                  |
| 1  | Promoter and Promoter Group | E-Voting       | 6701757                  | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  |                             | Poll*          |                          | 290700              | 4.34                                    | 290700                   | 0                      | 100                                  | 0                                  |
|  |                             | Total          |                          | 290700              | 4.34                                    | 290700                   | 0                      | 100                                  | 0                                  |
| 2  | Public-Institutions         | E-Voting       | 9750                     | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  |                             | Poll*          |                          | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  |                             | Total          |                          | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
| 3  | Public- Non Institutions    | E-Voting       | 8346423                  | 348                 | 0.004                                   | 348                      | 0                      | 100                                  | 0                                  |
|  |                             | Poll*          |                          | 11700               | 0.14                                    | 11700                    | 0                      | 100                                  | 0                                  |
|  |                             | Total          |                          | 12048               | 0.14                                    | 12048                    | 0                      | 100                                  | 0                                  |
| Total  |                             |                | 15057930                 | 302748              | 2.01                                    | 302748                   | 0                      | 100                                  | 0                                  |

\*Voting through ballot paper at the AGM



| Hind Rectifiers Limited  |                             |                |                          |                     |   |                          |                        |                                      |                                    |
|--|-----------------------------|----------------|--------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Appointment of Shri Vandan Shah as a Non-Executive Director                    |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Resolution required: (Ordinary / Special) : Ordinary                           |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Whether promoter/ promoter group are interested in the agenda/ resolution: Yes |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Resolution No. 9   |                             |                |                          |                     |   |                          |                        |                                      |                                    |
|  | Promoter/Public             | Mode of Voting | Total 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                  |
| 1  | Promoter and Promoter Group | E-Voting       | 6701757                  | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  |                             | Poll*          |                          | 5633047             | 84.05                                   | 5633047                  | 0                      | 100                                  | 0                                  |
|  |                             | Total          |                          | 5633047             | 84.05                                   | 5633047                  | 0                      | 100                                  | 0                                  |
| 2  | Public-Institutions         | E-Voting       | 9750                     | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  |                             | Poll*          |                          | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  |                             | Total          |                          | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
| 3  | Public- Non Institutions    | E-Voting       | 8346423                  | 348                 | 0.004                                   | 348                      | 0                      | 100                                  | 0                                  |
|  |                             | Poll*          |                          | 9900                | 0.12                                    | 9900                     | 0                      | 100                                  | 0                                  |
|  |                             | Total          |                          | 10248               | 0.12                                    | 10248                    | 0                      | 100                                  | 0                                  |
| Total  |                             |                | 15057930                 | 5643295             | 37.48                                   | 5643295                  | 0                      | 100                                  | 0                                  |

\*Voting through ballot paper at the AGM



| Hind Rectifiers Limited  |                             |                |                          |                     |   |                          |                        |                                      |                                    |
|--|-----------------------------|----------------|--------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Invitation and acceptance of Unsecured Fixed Deposits from the Members       |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Resolution required: (Ordinary / Special) : Ordinary                         |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Whether promoter/ promoter group are interested in the agenda/resolution: No |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Resolution No. 10  |                             |                |                          |                     |   |                          |                        |                                      |                                    |
|  | Promoter/Public             | Mode of Voting | Total 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                  |
| 1  | Promoter and Promoter Group | E-Voting       | 6701757                  | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  |                             | Poll*          |                          | 5633047             | 84.05                                   | 5633047                  | 0                      | 100                                  | 0                                  |
|  |                             | Total          |                          | 5633047             | 84.05                                   | 5633047                  | 0                      | 100                                  | 0                                  |
| 2  | Public-Institutions         | E-Voting       | 9750                     | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  |                             | Poll*          |                          | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  |                             | Total          |                          | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
| 3  | Public- Non Institutions    | E-Voting       | 8346423                  | 348                 | 0.004                                   | 348                      | 0                      | 100                                  | 0                                  |
|  |                             | Poll*          |                          | 11700               | 0.14                                    | 11700                    | 0                      | 100                                  | 0                                  |
|  |                             | Total          |                          | 12048               | 0.14                                    | 12048                    | 0                      | 100                                  | 0                                  |
| Total  |                             |                | 15057930                 | 5645095             | 37.49                                   | 5645095                  | 0                      | 100                                  | 0                                  |

\*Voting through ballot paper at the AGM



| Hind Rectifiers Limited   |                             |                |                          |                     |   |                          |                        |                                      |                                    |
|---|-----------------------------|----------------|--------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Re-classification of the Status of the Existing Promoters of the Company      |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Resolution required: (Ordinary / Special) : Ordinary                          |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Whether promoter/ promoter group are interested in the agenda/resolution: Yes |                             |                |                          |                     |   |                          |                        |                                      |                                    |
| Resolution No. 11   |                             |                |                          |                     |   |                          |                        |                                      |                                    |
|   | Promoter/Public             | Mode of Voting | Total 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                  |
| 1   | Promoter and Promoter Group | E-Voting       | 6701757                  | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|   |                             | Poll*          |                          | 3566409             | 53.22                                   | 3566409                  | 0                      | 100                                  | 0                                  |
|   |                             | Total          |                          | 3566409             | 53.22                                   | 3566409                  | 0                      | 100                                  | 0                                  |
| 2   | Public-Institutions         | E-Voting       | 9750                     | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|   |                             | Poll*          |                          | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|   |                             | Total          |                          | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
| 3   | Public- Non Institutions    | E-Voting       | 8346423                  | 348                 | 0.004                                   | 348                      | 0                      | 100                                  | 0                                  |
|   |                             | Poll*          |                          | 9900                | 0.12                                    | 9900                     | 0                      | 100                                  | 0                                  |
|   |                             | Total          |                          | 10248               | 0.12                                    | 10248                    | 0                      | 100                                  | 0                                  |
| Total   |                             |                | 15057930                 | 3576657             | 23.75                                   | 3576657                  | 0                      | 100                                  | 0                                  |

\*Voting through ballot paper at the AGM

for HIND RECTIFIERS LTD.  
*Meenakshi Anchlia*  
 (MEENAKSHI ANCHLIA)  
 COMPANY SECRETARY



FORM No. MGT-13

**Combined Report of Scrutinizer for Remote e-voting & Poll Process**  
[Pursuant to Section 108/109 of the Companies Act, 2013 read with the Rule 20(4) (xii) of  
the Companies (Management and Administration) Rules, 2014 as amended]

To,  
The Chairman,  
Hind Rectifiers Limited,  
Lake Road, Bhandup West  
Mumbai - 400078

**Subject: 59<sup>th</sup> Annual General Meeting of the Shareholders of Hind Rectifiers Limited held on Friday, September 8, 2017 at 3:30 p.m. at Kamalnayan Bajaj Hall & Art Gallery, Bajaj Bhavan, Ground Floor, Nariman Point, Mumbai - 400 021.**

Dear Sir,

We, M/s. GMJ & Associates, Company Secretaries, represented by Mr. Mahesh Soni, Partner have been duly appointed by the Board of Directors for the purpose of scrutinizing the Remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment thereof and voting through Poll at the venue of the Annual General Meeting (AGM) in a fair and transparent manner in respect of the Resolutions contained in the Notice of the 59<sup>th</sup> AGM of Equity Shareholders of Hind Rectifiers Limited at their Meeting held on Friday, September 8, 2017 at Kamalnayan Bajaj Hall & Art Gallery, Bajaj Bhavan, Ground Floor, Nariman Point, Mumbai - 400 021.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means (Remote e-voting) and voting by Poll at the venue of AGM on the Resolutions contained in the Notice of the 59<sup>th</sup> AGM of the Members of the Company. Our responsibility as a Scrutinizer for the Remote e-voting process and for the Poll at the 59<sup>th</sup> AGM is restricted to make a Scrutinizer's Report of the Votes Cast "in favour" or "against" the Resolutions as





stated below on the report generated from the Remote e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorised agency engaged by Company to provide Remote e-voting facilities and the Report generated electronically for voting by Poll at the venue of AGM.

After the time fixed for closing of Poll by the Chairperson, Ballot box kept for polling was locked in our presence with due identification marks placed by us.

The locked Ballot box was subsequently opened by us in the presence of two witnesses, who are not in employment of the Company, thereafter; the Poll papers were diligently scrutinized. The Poll papers were reconciled with the records maintained by the Registrar and Transfer Agents/ the Company and the authorizations/ proxies lodged with the Company. Incomplete, invalid and defective Poll papers were rejected by us.

The Consolidated Scrutinizer's Report on the resolutions proposed in the Notice of the AGM with respect to Remote e-voting and Poll Process is as under:

**ITEM NO. 1: ORDINARY RESOLUTION:**

Adoption of Audited Financial Statement of the Company for the Financial Year ended March 31, 2017, along with the Reports of the Board of Directors' and Auditor's thereon.

| Mode of voting     | Total Valid Votes | Votes in Favor of Resolution |                |                  | Votes against the Resolution |           |                  | Invalid Votes |
|--------------------|-------------------|------------------------------|----------------|------------------|------------------------------|-----------|------------------|---------------|
|                    |                   | No of ballot/e-voting entry  | Nos.           | % to total valid | No of ballot/e-voting entry  | Nos.      | % to total valid |               |
| E-voting           | 348               | 10                           | 348            | 100              | --                           | --        | --               | --            |
| Poll/Ballot voting | 5644747           | 36                           | 5644747        | 100              | --                           | --        | --               | 10            |
| <b>Total</b>       | <b>5645095</b>    | <b>46</b>                    | <b>5645095</b> | <b>100</b>       | <b>--</b>                    | <b>--</b> | <b>--</b>        | <b>10</b>     |



**ITEM NO. 2: ORDINARY RESOLUTION:**

Re-appointment of Shri Pawan Golyan (DIN: 00356807), who retires by rotation.

| Mode of voting      | Total Valid Votes | Votes in Favor of Resolution |                |                  | Votes against the Resolution |           |                  | Invalid Votes |
|---------------------|-------------------|------------------------------|----------------|------------------|------------------------------|-----------|------------------|---------------|
|                     |                   | No of ballot/e-voting entry  | Nos.           | % to total valid | No of ballot/e-voting entry  | Nos.      | % to total valid |               |
| E-voting            | 348               | 10                           | 348            | 100              | --                           | --        | --               | --            |
| *Poll/Ballot voting | 5421747           | 35                           | 5421747        | 100              | --                           | --        | --               | 10            |
| <b>Total</b>        | <b>5422095</b>    | <b>45</b>                    | <b>5422095</b> | <b>100</b>       | <b>--</b>                    | <b>--</b> | <b>--</b>        | <b>10</b>     |

\* Note: Surabhi Golyan, Member being interested in the aforesaid resolution abstained from voting.

**ITEM NO. 3: ORDINARY RESOLUTION:**

Appointment of M/s. Ravi A. Shah & Associates, Chartered Accountants as a Statutory Auditors, in place of M/s. Khandwala & Shah, Chartered Accountants for a term of Five (5) years.

| Mode of voting     | Total Valid Votes | Votes in Favor of Resolution |                |                  | Votes against the Resolution |           |                  | Invalid Votes |
|--------------------|-------------------|------------------------------|----------------|------------------|------------------------------|-----------|------------------|---------------|
|                    |                   | No of ballot/e-voting entry  | Nos.           | % to total valid | No of ballot/e-voting entry  | Nos.      | % to total valid |               |
| E-voting           | 348               | 10                           | 348            | 100              | --                           | --        | --               | --            |
| Poll/Ballot voting | 5644747           | 36                           | 5644747        | 100              | --                           | --        | --               | 10            |
| <b>Total</b>       | <b>5645095</b>    | <b>46</b>                    | <b>5645095</b> | <b>100</b>       | <b>--</b>                    | <b>--</b> | <b>--</b>        | <b>10</b>     |



**ITEM NO. 4: ORDINARY RESOLUTION:**

Appointment of M/s. Ratan Chandak & Co., Chartered Accountants as the Branch Auditors for Nashik Plant of the Company.

| Mode of voting     | Total Valid Votes | Votes in Favor of Resolution |                |                  | Votes against the Resolution |           |                  | Invalid Votes |
|--------------------|-------------------|------------------------------|----------------|------------------|------------------------------|-----------|------------------|---------------|
|                    |                   | No of ballot/e-voting entry  | Nos.           | % to total valid | No of ballot/e-voting entry  | Nos.      | % to total valid |               |
| E-voting           | 348               | 10                           | 348            | 100              | --                           | --        | --               | --            |
| Poll/Ballot voting | 5644747           | 36                           | 5644747        | 100              | --                           | --        | --               | 10            |
| <b>Total</b>       | <b>5645095</b>    | <b>46</b>                    | <b>5645095</b> | <b>100</b>       | <b>--</b>                    | <b>--</b> | <b>--</b>        | <b>10</b>     |

**ITEM NO. 5: ORDINARY RESOLUTION:**

Appointment of M/s. Ronak Gada & Associates, Chartered Accountants as the Branch Auditors for Dehradun Plant of the Company.

| Mode of voting     | Total Valid Votes | Votes in Favor of Resolution |                |                  | Votes against the Resolution |           |                  | *Invalid Votes |
|--------------------|-------------------|------------------------------|----------------|------------------|------------------------------|-----------|------------------|----------------|
|                    |                   | No of ballot/e-voting entry  | Nos.           | % to total valid | No of ballot/e-voting entry  | Nos.      | % to total valid |                |
| E-voting           | 348               | 10                           | 348            | 100              | --                           | --        | --               | --             |
| Poll/Ballot voting | 5644747           | 36                           | 5644747        | 100              | --                           | --        | --               | 10             |
| <b>Total</b>       | <b>5645095</b>    | <b>46</b>                    | <b>5645095</b> | <b>100</b>       | <b>--</b>                    | <b>--</b> | <b>--</b>        | <b>10</b>      |



**ITEM NO. 6: ORDINARY RESOLUTION:**

Ratification of Remuneration paid to Cost Auditors of the Company:

| Mode of voting     | Total Valid Votes | Votes in Favor of Resolution |                |                  | Votes against the Resolution |           |                  | Invalid Votes |
|--------------------|-------------------|------------------------------|----------------|------------------|------------------------------|-----------|------------------|---------------|
|                    |                   | No of ballot/e-voting entry  | Nos.           | % to total valid | No of ballot/e-voting entry  | Nos.      | % to total valid |               |
| E-voting           | 348               | 10                           | 348            | 100              | --                           | --        | --               | --            |
| Poll/Ballot voting | 5644747           | 36                           | 5644747        | 100              | --                           | --        | --               | 10            |
| <b>Total</b>       | <b>5645095</b>    | <b>46</b>                    | <b>5645095</b> | <b>100</b>       | <b>--</b>                    | <b>--</b> | <b>--</b>        | <b>10</b>     |

**ITEM NO. 7: ORDINARY RESOLUTION:**

Determining the fees for Service of Delivery of any Documents requested by Members of the Company:

| Mode of voting     | Total Valid Votes | Votes in Favor of Resolution |                |                  | Votes against the Resolution |           |                  | Invalid Votes |
|--------------------|-------------------|------------------------------|----------------|------------------|------------------------------|-----------|------------------|---------------|
|                    |                   | No of ballot/e-voting entry  | Nos.           | % to total valid | No of ballot/e-voting entry  | Nos.      | % to total valid |               |
| E-voting           | 348               | 10                           | 348            | 100              | --                           | --        | --               | --            |
| Poll/Ballot voting | 5644747           | 36                           | 5644747        | 100              | --                           | --        | --               | 10            |
| <b>Total</b>       | <b>5645095</b>    | <b>46</b>                    | <b>5645095</b> | <b>100</b>       | <b>--</b>                    | <b>--</b> | <b>--</b>        | <b>10</b>     |



**ITEM NO. 8: ORDINARY RESOLUTION:**

Appointment of Ms. Akshada Nevatia as an Executive Director of the Company for a term of Three (3) years, Commencing from 15<sup>th</sup> January, 2017.

| Mode of voting      | Total Valid Votes | Votes in Favor of Resolution |               |                  | Votes against the Resolution |           |                  | Invalid Votes |
|---------------------|-------------------|------------------------------|---------------|------------------|------------------------------|-----------|------------------|---------------|
|                     |                   | No of ballot/e-voting entry  | Nos.          | % to total valid | No of ballot/e-voting entry  | Nos.      | % to total valid |               |
| E-voting            | 348               | 10                           | 348           | 100              | --                           | --        | --               | --            |
| *Poll/Ballot voting | 302400            | 30                           | 302400        | 100              | --                           | --        | --               | 10            |
| <b>Total</b>        | <b>302748</b>     | <b>40</b>                    | <b>302748</b> | <b>100</b>       | <b>--</b>                    | <b>--</b> | <b>--</b>        | <b>10</b>     |

\* Note: S. K. Nevatia, Suramya Nevatia, Bharti Nevatia, Shriya Nevatia, Saurabh Nevatia and Akshada Nevatia (Jog) Members being interested in the aforesaid resolution abstained from voting.

**ITEM NO. 9: ORDINARY RESOLUTION:**

Appointment of Shri Vandan Shah as a Non - Executive Director of the Company.

| Mode of voting      | Total Valid Votes | Votes in Favor of Resolution |                |                  | Votes against the Resolution |           |                  | Invalid Votes |
|---------------------|-------------------|------------------------------|----------------|------------------|------------------------------|-----------|------------------|---------------|
|                     |                   | No of ballot/e-voting entry  | Nos.           | % to total valid | No of ballot/e-voting entry  | Nos.      | % to total valid |               |
| E-voting            | 348               | 10                           | 348            | 100              | --                           | --        | --               | --            |
| *Poll/Ballot voting | 5642947           | 35                           | 5642947        | 100              | --                           | --        | --               | 10            |
| <b>Total</b>        | <b>5643295</b>    | <b>45</b>                    | <b>5643295</b> | <b>100</b>       | <b>--</b>                    | <b>--</b> | <b>--</b>        | <b>10</b>     |

\* Note: Vandan Shah Member being interested in the aforesaid resolution abstained from voting.



**ITEM NO. 10: ORDINARY RESOLUTION:**

Invitation and Acceptance of Unsecured Fixed Deposits from the Members

| Mode of voting     | Total Valid Votes | Votes in Favor of Resolution |                |                  | Votes against the Resolution |           |                  | *Invalid Votes |
|--------------------|-------------------|------------------------------|----------------|------------------|------------------------------|-----------|------------------|----------------|
|                    |                   | No of ballot/e-voting entry  | Nos.           | % to total valid | No of ballot/e-voting entry  | Nos.      | % to total valid | Nos.           |
| E-voting           | 348               | 10                           | 348            | 100              | --                           | --        | --               | --             |
| Poll/Ballot voting | 5644747           | 36                           | 5644747        | 100              | --                           | --        | --               | 10             |
| <b>Total</b>       | <b>5645095</b>    | <b>46</b>                    | <b>5645095</b> | <b>100</b>       | <b>--</b>                    | <b>--</b> | <b>--</b>        | <b>10</b>      |

**ITEM NO. 11: ORDINARY RESOLUTION:**

Re- classification of the status of the existing promoters of the Company from "Promoter and Promoter Group Category" to "Public Category".

| Mode of voting      | Total Valid Votes | Votes in Favor of Resolution |                |                  | Votes against the Resolution |           |                  | Invalid Votes |
|---------------------|-------------------|------------------------------|----------------|------------------|------------------------------|-----------|------------------|---------------|
|                     |                   | No of ballot/e-voting entry  | Nos.           | % to total valid | No of ballot/e-voting entry  | Nos.      | % to total valid | Nos.          |
| E-voting            | 348               | 10                           | 348            | 100              | --                           | --        | --               | --            |
| *Poll/Ballot voting | 3576309           | 32                           | 3576309        | 100              | --                           | --        | --               | 10            |
| <b>Total</b>        | <b>3576657</b>    | <b>42</b>                    | <b>3576657</b> | <b>100</b>       | <b>--</b>                    | <b>--</b> | <b>--</b>        | <b>10</b>     |

\* Note: S. K. Nevatia, Surabhi Golyan, Bharat Swaroop and Vandan Shah were interested in the aforesaid resolution, hence abstained and did not vote.



All the resolutions voted through Remote e-voting and Poll Process were passed with Requisite Majority.

The Poll papers and all other relevant records were sealed and handed over to the Chairperson of the Company for safe keeping.

For GMJ & ASSOCIATES  
Company Secretaries

  
MUMBAI  
[CS MAHESH SONI]  
PARTNER  
FCS: 3706; COP: 2324

PLACE: MUMBAI  
DATE: SEPTEMBER 8, 2017.