

REPORT OF SCRUTINIZER

(E-Voting: EVSN: 190225009)

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20(3) of the Companies (Management and Administration) Amendment Rules, 2015]

To

The Chairman- Cum- Managing Director

M/s. Alfa Transformers Limited

CIN: L31102OR1982PLC001151

Plot No. 3337, Mancheswar Industrial Estate,

Bhubaneswar, Odisha-751010

Extra-ordinary General Meeting of the shareholders of M/s. Alfa Transformers Limited, held on Monday, the 25th March, 2019 at 11.30 A.M. at the registered office of the Company at Plot No. 3337, M.I.E., Bhubaneswar, Odisha- 751010.

Dear Sir,

I, Ms Aditi Patnaik, Partner of M/s. Saroj Ray & Associates, Company Secretaries having our office at N/6-215, Ground Floor, IRC Village, Nayapalli, Bhubaneswar, Odisha-751015, have been appointed as the Scrutinizer, for remote e-voting process of Extra-ordinary General Meeting of M/s Alfa Transformers Limited, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and the Regulation 44 of the Securities & Exchange Board of India (Listing Obligation & Disclosure Requirements) Regulations, 2015 to scrutinize the remote e-voting process in a fair and transparent manner and ascertaining the requisite majority on remote e-voting carried out as per the provision of Companies Act, 2013 on the below mentioned resolutions, in connection with the Extra-ordinary General Meeting of the Shareholders of M/s. Alfa Transformers Limited, held on Monday, the 25th March, 2019 at 11.30 A.M. at the registered office of the Company at Plot No. 3337, M.I.E., Bhubaneswar, Odisha- 751010.



For ALFA TRANSFORMERS LTD.

MANAGING DIRECTOR

1. The remote e-voting period remained open from 10:00 hours on Friday, the 22nd March, 2019 and ended at 17:00 hours on Sunday, the 24th March, 2019.
2. The shareholders holding shares in dematerialized form and physical form as on the "cut off" date i.e. Monday, the 18th March, 2019 were entitled to vote on the resolutions (Item no. 1) as set out in the Notice of the Extra-ordinary General Meeting of the Company.
3. The remote e-voting process was finalized on Monday, the 25th March, 2019 at 17:24 hours, in the presence of two witnesses, Mr. Suprabhat Pati & Mr. Deepak Sonthalia who are not in the employment of the Company. They have signed at the end of the report, in confirmation of the votes being finalized in their presence.
4. Thereafter, the details, containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of M/s. Central Depository Services (India) Limited.

The results of the e-voting Voting are as follows:

SPECIAL BUSINESS:

Resolution 1:- Special Resolution.

Closure of Unit II by way of disposal of land & building and unutilized machineries situated at Unit-II at Plot No. 2, Zone-D, Phase-A, Mancheswar Industrial Estate, Bhubaneswar-751010 and transfer of usable machineries, furniture & fixtures etc to Unit I and Unit IV and sale of the flat at A/7, Ground Floor, Lord Gunjan Palace, Rasulgarh, Bhubaneswar-751010.

No of members who participated in the Remote e-voting - 24.

Total Number of votes cast	Voted in favour of the resolution		Voted in against the resolution		Invalid Votes	
	Number of Votes Cast	% of Total number of Valid	Number of Votes Cast	% of Total number of Valid	Number of Votes Cast	% of Total number of Valid votes



For ALFA TRANSFORMERS LTD.

MANAGING DIRECTOR

		votes cast		votes cast		cast
5,066,698	5,066,698	100	-	-	-	-

For Saroj Ray & Associates
(Company Secretaries)

Aditi Patnaik
CS. Aditi Patnaik, ACS
(Partner)

M. No. 45308, C. P. No. 18186

Place: Bhubaneswar

Date: 26th March, 2019

Witness No: 1

Name: Mr. Suprabhat Pati

Sign: *Suprabhat Pati*

Witness No: 2

Name: Mr. Deepak Sonthalia

Sign: *Deepak Sonthalia*



For ALFA TRANSFORMERS LTD.
MANAGING DIRECTOR

[Signature]



For ALFA TRANSFORMERS LTD.

MANAGING DIRECTOR

FORM NO- MGT-13**Report of Scrutinizers**

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To

The Chairman-cum-Managing Director

M/s. Alfa Transformers Limited

Plot No. 3337, Mancheswar Industrial Estate,

Bhubaneswar, Odisha-751010

Extra-ordinary General Meeting of the shareholders of M/s. Alfa Transformers Limited, held on Monday, the 25th March, 2019 at 11.30 A.M. at the registered office of the Company at Plot No. 3337, M.I.E., Bhubaneswar, Odisha- 751010.

Dear Sir,

I, Ms. Aditi Patnaik, Partner of M/s. Saroj Ray & Associates, Company Secretaries having our office at N/6-215, Ground Floor, IRC Village, Nayapalli, Bhubaneswar, Odisha-751015, have been appointed as the Scrutinizer, for the purpose of scrutinizing the poll taken on the below mentioned resolution at the Extra-ordinary General Meeting of M/s. Alfa Transformers Limited, held on Monday, the 25th March, 2019 at 11.30 A.M. at the registered office of the Company at Plot No. 3337, M.I.E., Bhubaneswar, Odisha-751010. Pursuant to this, we hereby submit our report as under.

1. After the time fixed for closing of the Poll by the Chairman, the ballot boxes were locked in our presence, with the identification marks placed by Mr. Suprabhat Pati & Mr. Deepak Sonthalia, representatives of M/s. Saroj Ray & Associates, Practising Company Secretaries of N/6-215, Ground Floor, IRC Village, Nayapalli, Bhubaneswar, Odisha-751015.
2. The locked ballot Boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled, with records provided by M/s. MCS Share Transfer Agent Limited, 12/1/5, Manoharpukur Road, Kolkata-700026, the Registrar & Share Transfer Agent of the Company and the authorizations/Proxies lodged with the Company.
3. The poll papers, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately.



For ALFA TRANSFORMERS LTD.

MANAGING DIRECTOR

4. The result of the Poll on the matter put to vote at the Extra-ordinary General Meeting is as under.

Special Business:

Resolution 1:- Special Resolution.

Closure of Unit II by way of disposal of land & building and unutilized machineries situated at Unit-II at Plot No. 2, Zone-D, Phase-A, Mancheswar Industrial Estate, Bhubaneswar-751010 and transfer of usable machineries, furniture & fixtures etc to Unit I and Unit IV and sale of the flat at A/7, Ground Floor, Lord Gunjan Palace, Rasulgarh, Bhubaneswar-751010.

No of members participated in the poll- 2.

i. Voted In favor of the Resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	4,40,000	100

ii. Voted against the Resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii. Invalid Votes

Total number of member whose votes were declared as invalid. (present in person or proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

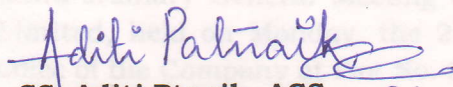


For ALFA TRANSFORMERS LTD.

MANAGING DIRECTOR,

5. A Compact Disc (CD) containing a list of Equity Shareholders who voted "FOR" "AGAINST" and those whose votes were declared invalid for each Resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

For Saroj Ray & Associates
(Company Secretaries)


CS, Aditi Pttnaik, ACS
(Partner)

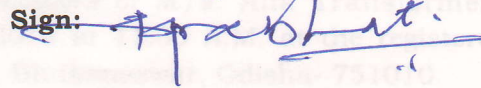
M. No. 45308, C. P. No. 18186

Place: Bhubaneswar

Date: 26th March, 2019

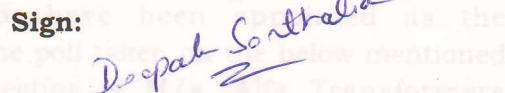
Witness No: 1

Name: Mr. Suprabhat Pati

Sign: 

Witness No: 2

Name: Mr. Deepak Sonthalia

Sign: 



For ALFA TRANSFORMERS LTD.


MANAGING DIRECTOR

CONSOLIDATED REPORT OF SCRUTINIZER

[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and Rules 20 of the Companies (Management and Administration) Amendment Rules, 2015 & 21(2) of the Companies (Management and Administration) Rules, 2014]

To

The Chairman- Cum- Managing Director

M/s. Alfa Transformers Limited.

CIN: L31102OR1982PLC001151

Plot No. 3337, Mancheswar Industrial Estate,

Bhubaneswar, Odisha-751010.

Extra-ordinary General Meeting of the shareholders of M/s. Alfa Transformers Limited held on Monday, the 25th March, 2019 at 11.30 A.M. at the registered office of the Company at Plot No. 3337, M.I.E., Bhubaneswar, Odisha-751010.

Dear Sir,

I, Ms. Aditi Patnaik, Partner of M/s. Saroj Ray & Associates, Company Secretaries having our office at N/6-215, Ground Floor, IRC Village, Nayapalli, Bhubaneswar, Odisha-751015, have been appointed as the Scrutinizer:

a) For remote e-voting process of Extra-ordinary General Meeting of M/s Alfa Transformers Limited, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and the Regulation 44 of the Securities & Exchange Board of India (Listing Obligation & Disclosure Requirements) Regulations, 2015 to scrutinize the remote e-voting process in a fair and transparent manner and ascertaining the requisite majority on remote e-voting carried out as per the provision of Companies Act, 2013 on the below mentioned resolutions, in connection with the Annual General Meeting of the Shareholders of M/s. Alfa Transformers Limited, held on Monday, the 25th March, 2019 at 11.30 A.M. at the registered office of the Company at Plot No. 3337, M.I.E., Bhubaneswar, Odisha- 751010.



For ALFA TRANSFORMERS LTD.

MANAGING DIRECTOR

1. The remote e-voting period remained open from 10:00 hours on Friday, the 22nd March, 2019 and ended at 17:00 hours on Sunday, the 24th March, 2019.
 2. The shareholders holding shares in dematerialized form and physical form as on the "cut off" date i.e. Monday, the 18th March, 2019 were entitled to vote on the resolution (Item no. 1) as set out in the Notice of the Extra-ordinary General Meeting of the Company.
 3. The remote e-voting process was finalized on Monday, the 25th March, 2019 at 17:24 hours, in the presence of two witnesses, Mr. Suprabhat Pati & Mr. Deepak Sonthalia who are not in the employment of the Company. They have signed at the end of the report, in confirmation of the votes being finalized in their presence.
 4. Thereafter, the details, containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of M/s. Central Depository Services (India) Limited.
- b) For the purpose of scrutinizing the poll taken on the below mentioned resolution at the Extra-ordinary General Meeting of M/s. Alfa Transformers Limited, held on Monday, the 25th March, 2019 at 11.30 A.M. at the registered office of the Company at Plot No. 3337, M.I.E., Bhubaneswar, Odisha- 751010.
1. After the time fixed for closing of the Poll by the Chairman, the ballot boxes were locked in our presence, with the identification marks placed by Mr. Suprabhat Pati and Mr. Deepak Sonthalia, representatives of M/s. Saroj Ray & Associates, Practising Company Secretaries of N/6-215, Ground Floor, IRC Village, Nayapalli, Bhubaneswar, Odisha- 751015.

Mode of Voting			
Remote E-voting			
Poll (Including Proxy)	2	440,000	100
Total	26	440,000	100



For ALFA TRANSFORMERS LTD.

MANAGING DIRECTOR,

- (ii) Voted against the resolution
2. The locked ballot Boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled, with records provided by M/s. MCS Share Transfer Agent Limited, 12/1/5, Manoharpukur Road, Kolkata-700026, the Registrar & Share Transfer Agent of the Company and the authorizations/Proxies lodged with the Company.
 3. The poll papers, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately.
 4. We have issued separate Scrutinizer's Reports dated 26th March, 2019 on the remote e-voting and on the poll, on the resolution contained in the notice of the Extra-ordinary Annual General Meeting (AGM). We submit herewith our consolidated scrutinizer's report on the remote e-voting & poll at the Annual General Meeting, as under.

Special Business:

Resolution 1:- Special Resolution.

Closure of Unit II by way of disposal of land & building and unutilized machineries situated at Unit-II at Plot No. 2, Zone-D, Phase-A, Mancheswar Industrial Estate, Bhubaneswar-751010 and transfer of usable machineries, furniture & fixtures etc to Unit I and Unit IV and sale of the flat at A/7, Ground Floor, Lord Gunjan Palace, Rasulgarh, Bhubaneswar-751010.

No of members participated in the remote e-voting & poll- 26 (24 & 2).

(i) Voted in favor of the resolution

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	24	5,066,698	100
Poll (Including Proxy)	2	440,000	100
Total	26	5,506,698	100



For ALFA TRANSFORMERS LTD

MANAGING DIRECTOR,

(ii) Voted against the resolution

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Poll (Including Proxy)	0	0	0
Total	0	0	0

(iii) Invalid votes

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Poll (Including Proxy)	0	0	0
Total	0	0	0

With the above the resolution set out in the notice of Extra-ordinary General Meeting has been passed successfully with the requisite majority.

The list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each Resolution in the poll is submitted herewith in a Compact Disk (CD).

The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping. All the relevant records relating to the remote e-voting will remain in our safe custody until the chairman considers, approves and signs the minutes of the Extra-ordinary General Meeting and thereafter the same shall be handed over to the Chairman/ Company Secretary for safe keeping.

For Saroj Ray & Associates
(Company Secretaries)

Place: Bhubaneswar

Date: 26th March, 2019

Aditi Patnaik
CS. Aditi Patnaik, ACS

(Partner)

M. No. 45308, C. P. No. 18186



For ALFA TRANSFORMERS LTD.

MANAGING DIRECTOR