



# **RTS Power Corporation Limited**

Regd. Office : 56, Netaji Subhas Road, Kolkata - 700 001, ☎ : 2242 6025, 2242-6054, Fax : 033 2242 6732  
E-mail : H.O. : [kolkata@rtspower.com](mailto:kolkata@rtspower.com), [headoffice@rtspower.com](mailto:headoffice@rtspower.com), Works : [dhulagori@rtspower.com](mailto:dhulagori@rtspower.com) / [jaipurrts@rtspower.com](mailto:jaipurrts@rtspower.com)  
CIN: L17232WB1947PLC016105, Website : [www.rtspower.com](http://www.rtspower.com)  
Works : Jaipur ☎ : (0141) 233 0405 ☐ Agra ☎ : (0562) 2641413 ☐ Kolkata ☎ : 98300 70057 / 98300 70074

01.10.2016

To.  
The General Manager  
Corporate Relationship Department  
BSE Limited  
Phiroze Jheejheebay Towers  
Dalal Street, Fort  
**Mumbai- 400001**

Dear Sir,

**Sub: Disclosure of voting Results along with the Scrutiniser's Report**

Pursuant to Regulation 44(3) of the SEBI( Listing Obligations and Disclosure Requirements) Regulations, 2015 please find attached herewith the details of voting results of 68<sup>th</sup> AGM of RTS Power Corporation Limited held on Thursday, the 29<sup>th</sup> day of September, 2016 along with the Scrutiniser's Report for your reference and record.

Thanking you

Yours faithfully

For RTS POWER CORPORATION LIMITED

**J. BISWAS**  
**COMPANY SECRETARY**

Enclosures : As said above

**68<sup>th</sup> Annual General Meeting (AGM) of RTS Power Corporation Limited- details of voting results**

<b>Date of AGM</b>	29 <sup>th</sup> September 2016
<b>Total number of shareholders on record date:</b> (being the cut-off date for determining shareholders entitled to vote- 22 <sup>nd</sup> September, 2016)	2980
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group: Public	12 425
<b>No. of Shareholders attended the meeting through video conferencing:</b> Promoters and Promoter Group: Public	Not Applicable Not Applicable

**Agenda-wise disclosure**

**Item No. 1:** Consideration and adoption of the audited Financial Statements of the Company, the Reports of the Board of Directors and Auditors thereon and the audited Consolidated Financial Statements of the Company and the Report of the Auditors thereon for the Financial Year ended March 31, 2016.

Resolution required : (Ordinary/ Special)		Ordinary						
Whether promoter / promoter group are interested in the agenda/resolution?		NOT APPLICABLE						
Category	Mode of Voting	No. of shares held(1)	No. of votes polled(2)	% of votes polled on outstanding shares (3)={(2)/(1)}*100	No. of Votes -in Favour (4)	No. of Votes -against (5)	% of Votes in favour on Votes polled (6)={(4)/(2)}*100	% of Votes against on votes polled (7)={(5)/(2)}*100
Promoter and Promoter Group	E-voting		5493256	100.0000	5493256	0	100.0000	0
	Poll	5493256	0	0.0000	0	0	0	0
	Postal Ballot( If applicable)		0	0.0000			0	0
	<b>Total</b>		5493256	100.0000	5493256	0	100.0000	0
Public Institutions	E-voting			0.0000			0	0
	Poll	0		0.0000			0	0
	Postal Ballot( If applicable)			0.0000			0	0
	<b>Total</b>		0	0.0000	0	0	0	0
Public Non Institutions	E-voting		1140211	42.6208	1140211		99.9992	0
	Poll		9	0.0003	9		0.0008	0
	Postal Ballot( If applicable)	2675244		0.0000			0	0
	<b>Total</b>		1140220	42.6212	1140220	0	100	0
<b>Total</b>		8168500	6633476	81.2030	6633476	0	100.0000	0.0000

**RTS POWER CORPORATION LIMITED**

  
**Company Secretary**

**Item No. 2:** Appointment of Sri Rajendra Bhutoria (DIN 00013637) as a Director of the Company who retires by rotation.

Resolution required : (Ordinary/ Special)		Ordinary						
Whether promoter / promoter group are interested in the agenda/resolution?		Rajendra Bhutoria						
Category	Mode of Voting	No. of shares held(1)	No. of votes polled(2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes -in Favour (4)	No. of Votes- against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	5493256	5312398	96.708	5312398	0	100	0
	Poll		0	0.000	0	0	0	0
	Postal Ballot( If applicable)		0	0.000				
	Total		5312398	96.708	5312398	0	100.000	0
Public Institutions	E-voting	0	0	0.000				
	Poll		0	0.000				
	Postal Ballot( If applicable)			0.000				
	Total		0	0.000	0	0	0	0
Public Non-Institutions	E-voting	2675244	1140211	42.621	1140211	0	99.999	0
	Poll		9	0.000	9	0	0.001	0
	Postal Ballot( If applicable)			0.000				
	Total		1140220	42.621	1140220	0	100	0
<b>Total</b>		<b>8168500</b>	<b>6452618</b>	<b>78.994</b>	<b>6452618</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>

**RTS POWER CORPORATION LIMITED**

*[Signature]*  
**Company Secretary**

**Item No. 3:** Ratification of re-appointment of M/s. A.C.Bhuteria & Co. Chartered Accountants (Firm Registration No. 303105E) as statutory Auditors of the Company and fixation of their remuneration.

Resolution required : (Ordinary/ Special)		Ordinary						
Whether promoter / promoter group are interested in the agenda/resolution?		NOT APPLICABLE						
Category	Mode of Voting	No. of shares held(1)	% of votes polled on outstanding shares		% of Votes in favour against		% of Votes against on votes polled	
			No. of votes polled(2)	(3)=[(2)/(1)]*100	No. of Votes-in Favour (4)	No. of Votes-against (5)		
				(6)=[(4)/(2)]*100		(7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-voting		5493256	100.0000	5493256	0	100.000	
	Poll	5493256	0	0.0000	0	0	0	
	Postal Ballot( if applicable)		0	0.0000			0	
	Total		5493256	100.0000	5493256	0	100.000	
Public Institutions	E-voting		0	0.0000			0	
	Poll		0	0.0000			0	
	Postal Ballot( if applicable)		0	0.0000			0	
	Total		0	0.0000	0	0	0	
Public Non-Institutions	E-voting		1140220	42.6208	1140220	0	99.9992	
	Poll		9	0.0003	9	0	0.0008	
	Postal Ballot( if applicable)	2675244	0	0.0000				
	Total		1140229	42.6212	1140229	0	100	
Total		8168500	6633476	81.2080	6633476	0	100.000	

**BTS POWER CORPORATION LIMITED**

*[Signature]*  
**Company Secretary**



**Item No. 4:** Ratification of re-appointment of M/s Jain Shrimal & Co. Chartered Accountants (Firm Registration No. 001704C) as Branch Auditors of the Company and fixation of their remuneration.

Resolution required : (Ordinary/ Special)		Ordinary						
Whether promoter / promoter group are interested in the agenda/resolution?		NOT APPLICABLE						
Category	Mode of Voting	No. of shares held(1)	No. of votes polled(2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes-in Favour (4)	No. of Votes-against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		5493256	100.0000	5493256	0	100.000	0
	Poll	5493256	0	0.0000	0	0	0	0
	Postal Ballot( If applicable)		0	0.0000			0	0
	Total		5493256	100.0000	5493256		100.000	0
Public Institutions	E-voting			0.0000				0
	Poll		0	0.0000				0
	Postal Ballot( If applicable)			0.0000				0
	Total		0	0.0000	0	0	0	0
Public Non-Institutions	E-voting		1140211	42.6208	1140211		99.9992	0
	Poll		9	0.0003	9		0.0008	0
	Postal Ballot( If applicable)	2675244		0.0000			0	0
	Total		1140220	42.6212	1140220		100	0
Total		8168500	6633476	81.2080	6633476		100.000	0.0000

**RTS POWER CORPORATION LIMITED**

*[Signature]*  
**Company Secretary**

**Item No. 5:** Ratification of remuneration payable to M/s K G Goyal & Associates, Cost Accountants (Registration No. FRN 000024) as Cost Auditors of the Company for the Financial Year ended March 31, 2017.

Resolution required : (Ordinary/ Special)		Ordinary						
Whether promoter / promoter group are interested in the agenda/resolution?		NOT APPLICABLE						
Category	Mode of Voting	No. of shares held(1)	No. of votes polled(2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes -in- Favour (4)	No. of Votes- against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		5493256	100.0000	5493256	0	100.000	0
	Poll	5493256	0	0.000	0	0	0	0
	Postal Ballot( if applicable)		0	0.000			0	0
	Total		5493256	100.0000	5493256	0	100.000	0
Public Institutions	E-voting		0	0.000			0	0
	Poll		0	0.000			0	0
	Postal Ballot( if applicable)		0	0.000			0	0
	Total		0	0.000	0	0	0	0
Public Non-Institutions	E-voting		1140211	42.6203	1140211	0	99.9992	0
	Poll		9	0.0003	9	0	0.0008	0
	Postal Ballot( if applicable)	2675244	0	0.000			0	0
	Total		1140220	42.6212	1140220	0	100	0
Total		8168500	6633476	81.2080	6633476	0	100.000	0.000

**RTS POWER CORPORATION LIMITED**

*[Signature]*  
Company Secretary

**Item No. 6** Authorising Board of Directors of the Company for contribution to bonafide charitable and other funds.

Resolution required : (Ordinary/ Special)		Ordinary						
Whether promoter / promoter group are interested in the agenda/resolution?		NOT APPLICABLE						
Category	Mode of Voting	No. of shares held(1)	% of votes polled on outstanding		No. of Votes - in		% of Votes in favour on Votes polled	% of Votes against on votes polled
			No. of votes polled(2)	(3)=[(2)/(1)]*100	Favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		5493256	100.0000	5493256	0	100.000	0
	Poll	5493256	0	0.0000	0	0	0	0
	Postal Ballot( if applicable)		0	0.0000			0	0
	Total		5493256	100.0000	5493256	0	100.000	0
Public Institutions	E-voting			0.000			0	0
	Poll		0	0.000			0	0
	Postal Ballot( if applicable)			0.000			0	0
	Total		0	0.000	0	0	0	0
Public Non-Postal Ballot( if applicable)	E-voting		1140211	42.6208	1140211		99.9992	
	Poll		9	0.0003	9		0.0008	0
	Postal Ballot( if applicable)	2675244		0.000			0	0
	Total		1140220	42.6212	1140220		100	
Total		8168500	6633476	81.2080	6633476		100.000	

All resolutions, as set out in the Notice dated 12<sup>th</sup> August, 2016, were passed by the Members by requisite majority.

**RTS POWER CORPORATION LIMITED**

*[Signature]*  
Company Secretary





**MANOJ SHAW & CO.**  
COMPANY SECRETARIES

**"COMMERCE HOUSE"**  
2A, GANESH CHANDRA AVENUE,  
8TH FLOOR, R. NO. 8C, KOLKATA- 700 013  
☎ : 033-2213-2007, Cell : 9830271137  
E-mail : shawmanoj2003@yahoo.co.in  
shawmanoj2003@gmail.com

### Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015 and Section 109 of the Companies Act, 2013 and Rule 21 of the Companies (Management and Administration) Rules, 2014]

The Chairman  
RTS Power Corporation Limited  
56 Netaji Subhas Road , 2<sup>nd</sup> Floor,  
Kolkata 700001

68<sup>th</sup> Annual General Meeting of the Members of RTS Power Corporation Limited. ("the Company") held on Thursday, 29<sup>th</sup> September, 2016 at 10.00 a.m. at Hotel Lindsay, 8A & 8B, Lindsay Street- 700087.

Dear Sir,

I, Manoj Prasad Shaw, Proprietor of Manoj Shaw & Co. appointed by the Board of Directors of the Company to act as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 read with Regulation 44(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the purpose of scrutinizing the process of remote e-voting and physical votes through ballot paper, pursuant to the provisions of Section 109 of the Companies Act, 2013 and Rule 21 of the Companies (Management and Administration) Rules, 2014, at the 68<sup>th</sup> Annual General Meeting (AGM) of the Company in respect of the Resolutions for approval at the said AGM.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and relating to voting through electronic means (i.e. by remote e-voting) and voting by Ballot at the AGM for the resolutions contained in the Notice to the AGM of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting) is restricted to make a consolidated scrutinizer's report of the votes cast "In Favour" or "Against" the resolutions, based on the reports generated from the e-voting system provided by CDSL, the Agency authorized under the Rules and from Ballot Papers received at the venue of the AGM of the Company.





I submit my report as under :-

The Remote e-voting period remained open from Monday 26<sup>th</sup> September, 2016 (9:00 a.m. IST) and ends on Wednesday 28<sup>th</sup> September, 2016, (5:00 p.m. IST).

The members of the Company as on the "cut off" date i.e., Thursday, 22<sup>nd</sup> September, 2016 were entitled to vote on the resolutions as set out in the notice of the AGM of the Company.

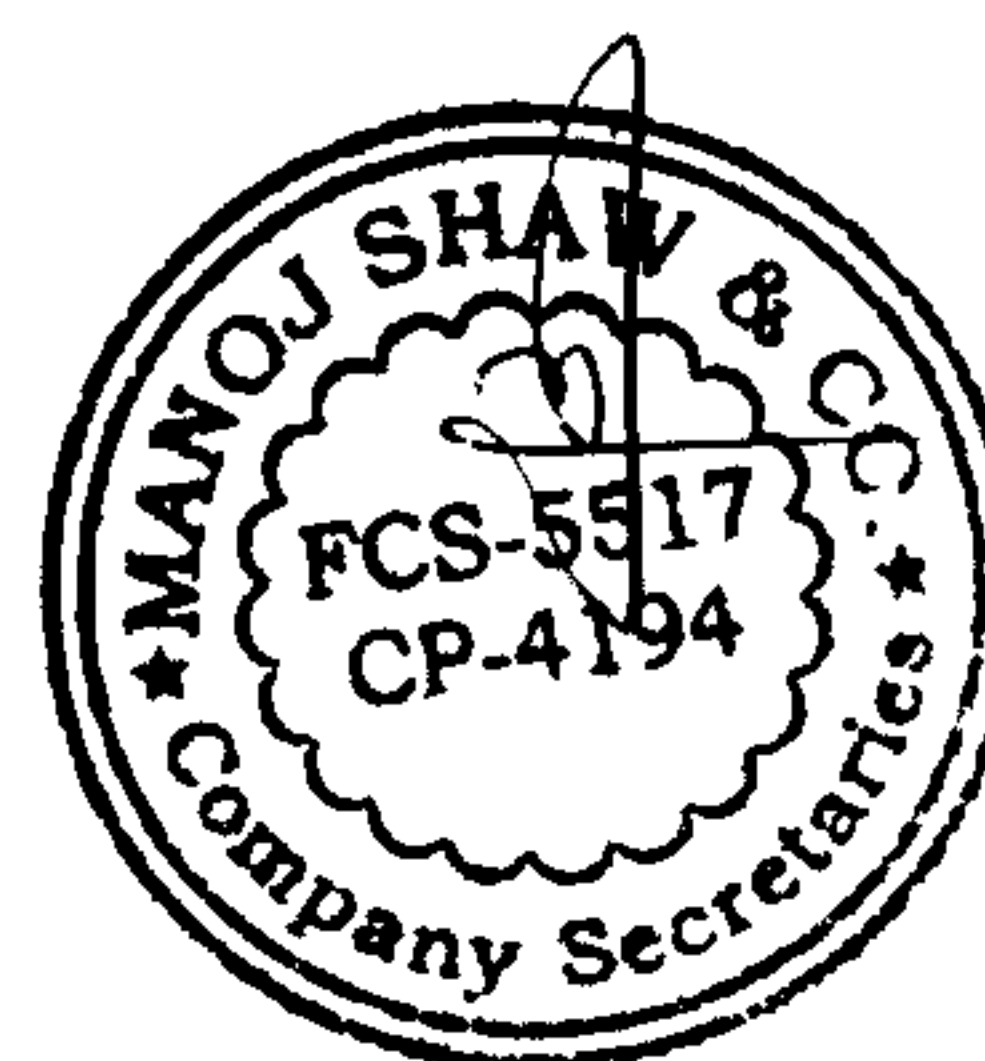
The votes cast on remote e- voting were unblocked at 10:58 a.m. on 29<sup>th</sup> September 2016, in the presence of two witnesses who were not in employment of the company and e-voting result/ list of equity shareholders who have voted "IN FAVOUR" and "AGAINST" were downloaded from the e-voting website of Central Depository Services Limited (CDSL) i.e. website [www.evoting.cdsl.com](http://www.evoting.cdsl.com) .

After the time fixed for closing of the physical voting at the AGM by the Chairman, one ballot box kept for physical voting was locked in my presence with due identification marks placed by me.

The locked ballot box was subsequently opened in my presence and two witnesses not in employment of the Company and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.

The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

The combined results of the voting i.e. remote e-voting through e-voting services by CDSL and physical voting at the AGM is hereunder:-



**ORDINARY BUSINESS:****Item No.1- Ordinary Resolution**

Consideration and adoption of the audited Financial Statements of the Company, the Reports of the Board of Directors and Auditors thereon and the audited Consolidated Financial Statements of the Company and the Report of the Auditors thereon for the Financial Year ended March 31, 2016.

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	18	6633467	3	9	21	6633476	100
Voted against the resolution	0	0	0	0	0	0	0
Invalid votes	0	0	0	0	0	0	0
Total	18	6633467	3	9	21	6633476	100

**Item No.2- Ordinary Resolution-**

Appointment of Sri Rajendra Bhutoria (DIN 00013637) as a Director of the Company who retires by rotation.

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	14	6452609	3	9	17	6452618	100
Voted against the resolution	0	0	0	0	0	0	0
Invalid votes	0	0	0	0	0	0	0
Total	14	6452609	3	9	17	6452618	100



**Item No.3- Ordinary Resolution:**

Ratification of re-appointment of M/s. A.C. Bhuteria & Co as statutory Auditors of the Company and fixation of their remuneration.

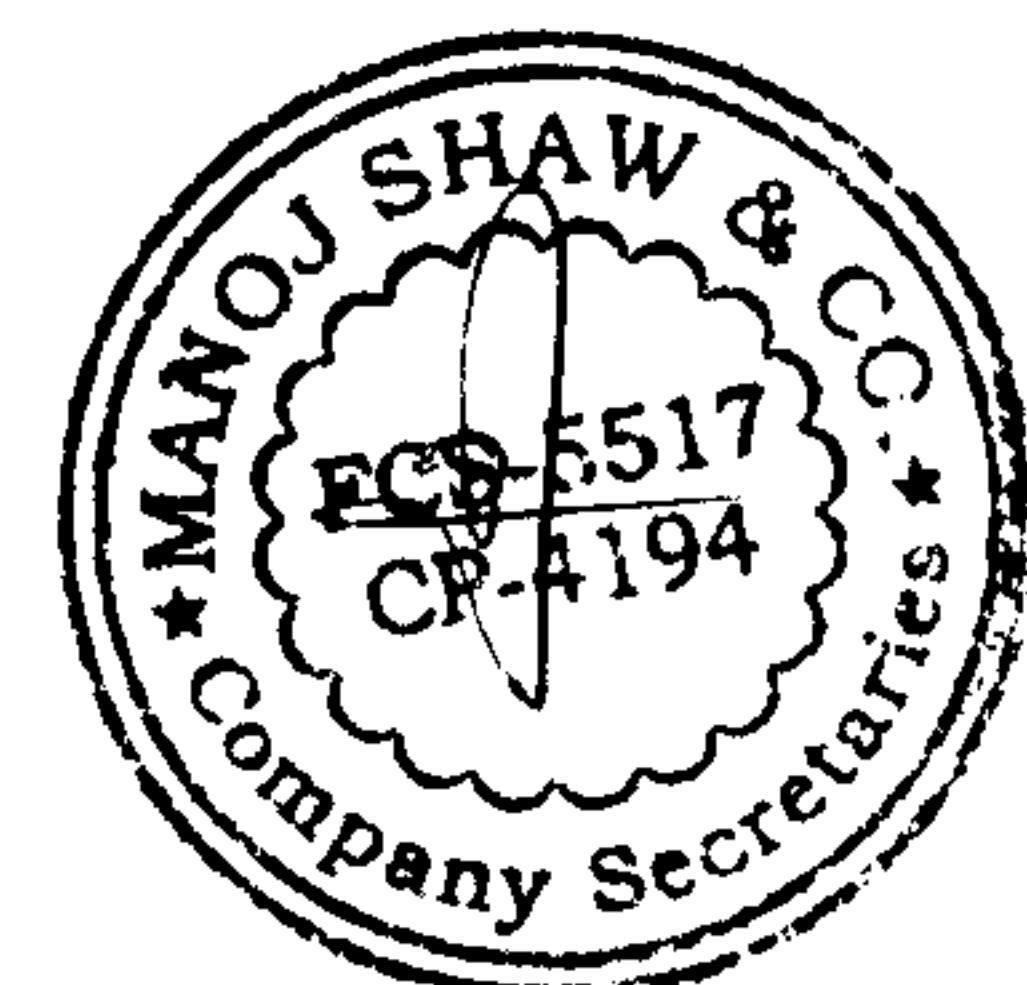
	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	18	6633467	3	9	21	6633476	100
Voted against the resolution	0	0	0	0	0	0	0
Invalid votes	0	0	0	0	0	0	0
Total	18	6633467	3	9	21	6633476	100

**SPECIAL BUSINESS:**

**Item No.4- Ordinary Resolution:**

Ratification of re-appointment of M/s Jain Shrimal & Co as Branch Auditors of the Company and fixation of their remuneration

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	18	6633467	3	9	21	6633476	100
Voted against the resolution	0	0	0	0	0	0	0
Invalid votes	0	0	0	0	0	0	0
Total	18	6633467	3	9	21	6633476	100





**Item No.5- Ordinary Resolution:**

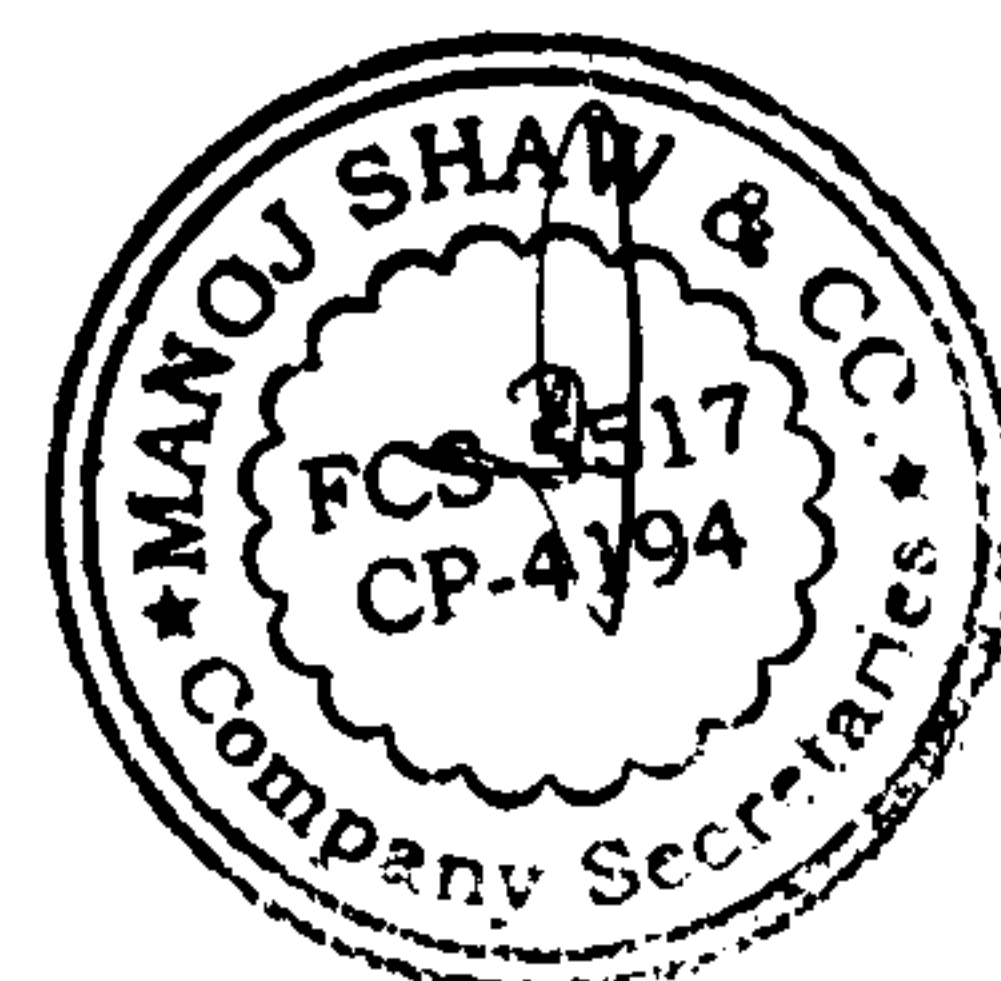
Ratification of remuneration payable to M/s KG Goyal & Associates as Cost Auditors of the Company for the Financial Year ended March 31, 2017

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	18	6633467	3	9	21	6633476	100
Voted against the resolution	0	0	0	0	0	0	0
Invalid votes	0	0	0	0	0	0	0
Total	18	6633467	3	9	21	6633476	100

**Item No.6- Ordinary Resolution:**

Authorising Board of Directors of the Company for contribution to bonafide charitable and other funds

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	18	6633467	3	9	21	6633476	100
Voted against the resolution	0	0	0	0	0	0	0
Invalid votes	0	0	0	0	0	0	0
Total	18	6633467	3	9	21	6633476	100





The Electronic data and the ballot papers and all other relevant records were sealed and handed over to the Company secretary authorized by the Board for safe keeping.

Yours faithfully

For Manoj Shaw & Co.



*Manoj Prasad Shaw*

(Manoj Prasad Shaw)

(Scrutinizer)

FCS-5517

CP-4194

Date: 29.09.2016

Place: Kolkata

WITNESS 1: *Arit Karmakar*

(ARIT KARMAKAR)

WITNESS 2: *Abhishek Pal*

(ABHISHEK PAL)

**Countersigned by :-**

FOR RTS POWER CORPORATION LTD

*[Signature]*

(Chairman)