

VS/154/2/FA

August 14 2014

The Asst. Gen. Manager
Department of Corporate Services
Bombay Stock Exchange Limited
Phiroz Jeejeebhoy Towers
Dalal Street

MUMBAI - 400 001

Kind Attn.: Mr. Wilber Fernandes

Dear Sir,

Sub: Outcome of the 38th Annual General Meeting
BSE Code: 505978

We wish to inform you that our Annual General Meeting was held on 14th August 2014, we give below following details as required:

Date of Annual General Meeting	14 th August 2014
Total Number of Shareholders as on record	5744
Date	
No of Shareholders present in the meeting either in person or through the proxy:	41
Promoter and Promoter Group	02
Public	39


We have attached herewith the details of Resolutions passed at the AGM. In this regards all five Resolutions placed before the Shareholders have been passed with the requisite majority.

We have also attached herewith the Scrutinizer Report for your records.

Kindly acknowledge the receipt.

Thanking You
Your's faithfully

For Triton Valves Limited



V Sridhar
Compliance Officer



TRITON
VALVES LTD


Challenging Excellence

Details of outcome of AGM:

Date of Annual General Meeting	14 th August 2014
Total Number of Shareholders as on record Date	5744
No of Shareholders present in the meeting either in person or through the proxy:	41
Promoter and Promoter Group	2
Public	39
Details of Agenda:	
Ordinary Resolution	Details Enclosed
Mode of Voting	E-voting and Poll

Resolution No.	Subject Matter of Resolution.	Particulars
1.	Adoption of financial statement for the year ended 31st March 2014	Ordinary Resolution
2.	Declaration of dividend	Ordinary Resolution
3.	Appointment of Statutory Auditors	Ordinary Resolution
4.	To appoint Dr B R Pai as Independent Director	Ordinary Resolution
5.	To Increase Borrowing powers of Board of Directors.	Special Resolution

for **TRITON VALVES LIMITED**


(COMPLIANCE OFFICER)

CIN : L25119KA1975PLC002867

Sunrise Chambers, 22, Ulsoor Road, Bangalore - 560 042, India

P : +91 80 25588965 / 66

F : +91 80 25586483

W : www.tritonvalves.com

E : info@tritonvalves.com



TRITON
VALVES LTD

Challenging Excellence

Resolution No.	Details of Shareholding	No of Shares held.	No of Votes polled	No. of votes polled in favours of Resolution	No. of Votes polled against Resolution	% of votes in favours of Resolution	% of votes casts against the Resolution
1	Promoter and Promoter Group	500004	326823	326823	0	100	0
1	Institutions	0	0	0	0		0
1	Public-Others	490023	3237	3237	0	100	0
2	Promoter and Promoter Group	500004	326823	326823	0	100	0
2	Institutions	0	0	0	0		0
2	Public-Others	490023	3237	3237	0	100	0
3	Promoter and Promoter Group	500004	326823	326823	0	100	0
3	Institutions	0	0	0	0		0
3	Public-Others	490023	3237	3237	0	100	0
4	Promoter and Promoter Group	500004	326823	326823	0	100	0
4	Institutions	0	0	0	0		0
4	Public-Others	490023	3237	2989	248	92.33	7.67
5	Promoter and Promoter Group	500004	326823	326823	0	100	0
5	Institutions	0	0	0	0		0
5	Public-Others	490023	3237	3156	81	97.49	2.51

for TRITON VALVES LIMITEI

(COMPLIANCE OFFICER)

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SUDHINDRA K.S.

B.Com., ACS, LLB

Company Secretary

To,

14th August 2014

The Chairman
Triton Valves Limited
Sunrise Chambers,
22, Ulsoor Road,
Bangaluru-42.

Dear Sir

Sub: Combined Scrutinizer Report on e-voting and poll at the 38th Annual General Meeting of Members of the Company held on 14th August 2014 at "The Gateway Hotel, Residency Road, Bangalore-25.

I Sudhindra K S, a Company Secretary in Practice of Associate of S Kedarnath & Associates having office at No 85, 004 Ojus Apts, Ground Floor, 4th Main, 13th Cross, Malleswaram, Bangalore have been appointed as a Scrutinizer for the purpose of scrutinizing the e-voting and for the purposes of the poll taken in a fair and transparent and ascertaining the requisite majority on e voting and the poll carried out as per the provisions of the Companies Act, 2013 read with applicable rules of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions at the 28th Annual General Meeting of Members of Triton Valves Limited held on Thursday, the 14th August 2014 at 4 PM at "The Gateway Hotel, Residency Road, Bangalore-25.

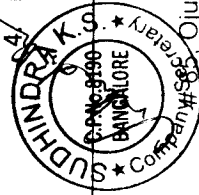
The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act 2013 and Rules relating to e-voting and the poll on the resolutions mentioned in notice of 38th Annual General Meeting of the Members of the Company. My responsibility as a scrutinizer for e voting and the poll is restricted to make a Scrutinizer's report of the votes cast "In favour" or "Against" the resolutions stated above, based on the reports generated from the e voting systems provided by e-voting-nsdl.com to provide for e- voting facilities for e- voting.

The Company had appointed National Securities Depository Limited (NSDL) as a service provider, for extending the facility of providing electronic voting to the Members of the Company from 8th August 2014 9.00AM till 11th August 2014 6.00PM. The Canbank Computer Services Limited is the Registrar and Share Transfer Agent of the Company. The e-voting results were unlocked by me on 11th August 2014 in the presence of two witnesses. For further details kindly refer my Scrutinizer Report dated 12th August 2014 attached herewith.

At the Annual General Meeting, the Company facilitated the members present in the meeting who could not participate in the e-voting to record their votes through the poll process. For details kindly refer to my Scrutinizer Report in Form MGT 13 dated 14th August 2014.

Poll papers were treated as invalid due to one or more following reasons:

1. No signature on poll papers.
2. Assent and Dissent on both side of poll papers.
3. Neither assents nor dissents are marked on poll papers.
4. Poll papers without attendance slip.



S.Kedarnath & Associates

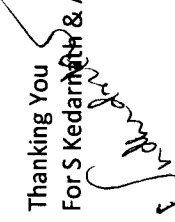
Ojus Apartments, 004, Ground Floor, 4th Main, 13th Cross, Malleswaram, Bangalore - 560 003.

Ph : (O) : 23345103, e-mail : sudhindraksfs@gmail.com. (M): 9844271319 / skedarnathassociates@gmail.com

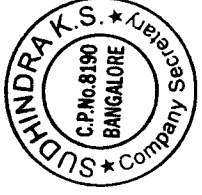
Consolidate results on e-voting and vote on poll is herewith attached.

The Register, all other papers and relevant records relating to electronic voting and poll papers and the same will be handed over to the Company Secretary for safe keeping

Thanking You
For S Kedar Nath & Associates



Sudhindra K S
Company Secretary



Part-III-Consolidated Results:

Consolidated Results of Item No: 1-Ordinary Resolution:

Particulars	Number of Votes contained in		Percentage
	E-Votes	Poll	
Assent	1397	328663	100%
Dissent	0	0	
Invalid	0	112531	25.43%
Total	1397	441223	

Accordingly, out of total of 330060 valid votes cast via e-voting and poll 330060 votes were cast assenting to the Ordinary Resolution constituting 100% of the votes polled; Zero votes were cast dissenting to the Ordinary Resolution constituting Zero % of the votes polled.

Thus the ordinary resolution contained in item no 1 of the notice date 30th May 2014 is stand passed with requisite majority.

Consolidated Results of Item No: 2-Ordinary Resolution:

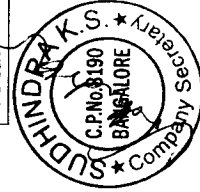
Particulars	Number of Votes contained in		Percentage
	E-Votes	Poll	
Assent	1397	328663	100%
Dissent	0	0	0%
Invalid	0	112560	25.43%
Total	1397	441223	

Accordingly, out of total of 330060 valid votes cast via e-voting and poll 330060 votes were cast assenting to the Ordinary Resolution constituting 100% of the votes polled; Zero votes were cast dissenting to the Ordinary Resolution constituting Zero % of the votes polled.

Thus the ordinary resolution contained in item no 2 of the notice dated 30th May 2014 is stand passed with requisite majority.

Consolidated Results of Item No: 3-Ordinary Resolution:

Particulars	Number of Votes contained in		Percentage
	E-Votes	Poll	
Assent	1397	328663	100%
Dissent	0	0	0%
Invalid	0	112560	25.43%
Total	1397	441223	



Accordingly, out of total of 330060 valid votes cast via e-voting and poll 330060 votes were cast assenting to the Ordinary Resolution constituting 100% of the votes polled; Zero votes were cast dissenting to the Ordinary Resolution constituting Zero % of the votes polled.

Thus the ordinary resolution contained in item no 3 of the notice dated 30th May 2014 is stand passed with requisite majority.

Consolidated Results of Item No: 4-Ordinary Resolution:

Particulars	Number of Votes contained in		Total	Percentage
	E-Votes	Poll		
Assent	1149	328663	329812	99.92%
Dissent	248	0	248	0.075
Invalid	0	112560	112560	25.43
Total	1397	441223	442620	

Accordingly, out of total of 330060 valid votes cast via e-voting and poll 329812 votes were cast assenting to the Ordinary Resolution constituting 99.92% of the votes polled 248 votes were cast dissenting to the Ordinary Resolution constituting 0.075% of the votes polled.

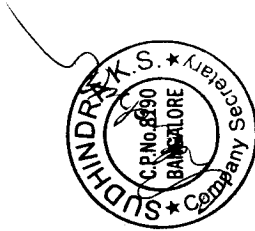
Thus the ordinary resolution contained in item no 4 of the notice dated 30th May 2014 is stand passed with requisite majority.

Consolidated Results of Item No: 5-Ordinary Resolution:

Particulars	Number of Votes contained in		Total	Percentage
	E-Votes	Poll		
Assent	1316	328663	329979	99.97%
Dissent	81	0	81	0.024
Invalid	0	112560	112560	25.43
Total	1397	441223	442620	

Accordingly, out of total of 330060 valid votes cast via e-voting and poll 329979 votes were cast assenting to the Special Resolution constituting 99.97.% of the votes polled 81 votes were cast dissenting to the Special Resolution constituting 0.024 % of the votes polled.

Thus the Special resolution contained in item no 5 of the notice dated 30th May 2014 is stand passed with ¾ majority.





SUDHINDRA K.S.

B.Com., ACS, LLB

Company Secretary

REPORT OF SCRUTINIZER

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

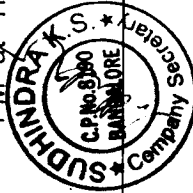
To,
The Chairman
Triton Valves Limited
Sunrise Chambers,
22, Ulsoor Road,
Bengaluru-42

Dear Sir,

Sub: Scrutinizer Report on the Electronic Voting in respect of matters set out in the Notice of 38th Annual General Meeting:

1. I Sudhindra K S, a Company Secretary In Practice having in office at No 85, 004 Ojus Apts, Ground Floor, 4th Main, 13th Cross, Malleswaram, Bangalore have been appointed as a Scrutinizer for the purpose of scrutinizing the e-voting process in a fair and transparent and ascertaining the requisite majority on e voting carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions at the 38th Annual General Meeting of Members of Triton Valves Limited to be held on Thursday, the 14th August 2014 at 4.00

PM at The Gateway Hotel, Residency Road, Bengaluru-25.



S.Kedarnath & Associates

85, Ojus Apartments, 004, Ground Floor, 4th Main, 13th Cross, Malleswaram, Bangalore - 560 003

Ph : (O) : 23345103, e-mail : sudhindraksfc@gmail.com, (M): 9844271319 / skedarnathassociates@gmail.com

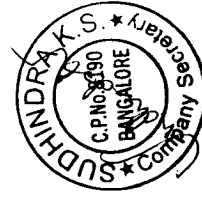
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act 2013 and Rules relating to e-voting on the resolutions mentioned in notice of 38th Annual General Meeting of the Members of the Company. My responsibility as a scrutinizer for e voting process is restricted to make a Scrutinizer's report of the votes cast "In favour" or "Against" or "Abstain" the resolutions stated above, based on the reports generated from the e-voting systems provided by e-voting.nsdl.com for e-voting.

3. I submit report as under:

a) The e-voting period remained open from 8th August 2014 (9AM) to 11th August 2014 (6PM).

b) The shareholders holding shares as on the "Cut off" date i.e. 11th July 2014 were entitled to vote on the proposed resolutions (Item No.s 1 to 5 as set out in the Notice of the 38th AGM of Triton Valves Limited).

c) The votes were unlocked on 11th August 2014 around 7.41 PM in the presence of two witnesses, Mr. Raghavendra P and Ms. Radhika S Kabra, who are not in the employment of the Company. They have signed below in confirmation of votes being unlocked in their presence. A statement to the effect that the aforesaid persons were witness to the unlocking is also attached in Annexure-1.



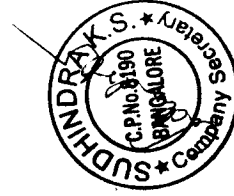
d) The details of containing, inter-alia, list of equity shareholders, who voted “For” and “Against”, were downloaded from the e-voting website of www.evoting.nsdl.com.

e) The particulars of all the votes cast by the shareholders, containing the particulars as required as required under Rule 20(3)(XII) of the Companies (Management and Administration) Rules, are maintained in the electronic mode in format made available by NSDL.

4. Details of e-voting that were cast between 8th August 2014 to 11th August 2014 as under:

Resolution No	Total No. of Equity Shares cast through e-voting	Total Number of Shareholders who have cast their vote through E-voting	Total Number of Shareholders who voted Against the Resolution in E-voting	No. of
1.	1397	6	0	
2.	1397	6	0	
3.	1397	6	0	
4.	1397	5	1	
5.	1397	5	1	


5. The result of the e-voting is attached in Annexure-2:



6. A Compact Disc (CD) containing a list of equity share holders who voted "FOR" "AGAINST", those whose votes were declared invalid and those who abstained from E-voting for each resolution is enclosed.
7. The Register, all other papers and relevant records relating to electronic voting will remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking You

Your's Faithfully



SUDHINDRA K S

Scrutinizer

ACS-22599

CP No.-8190

Place: Bangalore


Dated: 12/08/2014

Annexure-1

Statement of witness as required under to be present under Rule 20(3) (Xii) of Companies (Management and Administration) Rules, 2014:

Witness 1:

I Raghavendra S/o Prabhakar, resident of #90, 3rd Cross, 1st Main, Maruthi extn, Malleshwaram, Bangalore-560003 hereby state that I witnessed the downloading of the votes on the website www.evoting.nsdl.com, when Mr. Sudhindra K S, Scrutinizer appointed by Triton Valves Limited unblocked the same, I further state that I am not an employee of Triton Valves Limited.

Signature: 

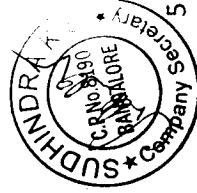
Date: 12/08/2014

Witness 2:

I Radhika S Kabra D/o Shrinivas Kabra resident of C-705, Gopalan Residency, Telecom Layout, Near Pipe Line Road, Vijaynagar, Bangalore-560 023, hereby state that I witnessed the downloading of the votes on the website www.evoting.nsdl.com, when Mr. Sudhindra K S, Scrutinizer appointed by Triton Valves Limited unblocked the same, I further state that I am not an employee of Triton Valves Limited.

Signature: R. S. Kabra

Date: 12/08/2014



Annexure-2

Resolution No.	Subject Matter of Resolution.	Total Number of Shareholders who have cast their vote through E-voting	Total No. of Equity Share holding, who voted through E-voting	No. of vote casts in favours of Resolution through E-voting	% of votes in favours of Resolution Through E-voting	No. of Votes Cast against Resolution in E-voting	% of votes against the Resolution through E-voting
1.	Adoption of financial statement for the year ended 31st March 2014	6	1397	1397	100%	0	0.00
2.	Declaration of dividend	6	1397	1397	100%	0	0.00
3.	Appointment of Statutory Auditors	6	1397	1397	100%	0	0.00
4.	To appoint Dr B R Pai as Independent Director	5	1397	1149	82.24%	248	17.75
5.	To Increase Borrowing powers of Board of Directors.	5	1397	1316	94.20	81	5.79




SUDHINDRA K.S.
 B.com., ACS, LLB
 Practising Company Secretary



SUDHINDRA K.S.
B.Com., ACS, LLB
Company Secretary

FORM NO. MGT-13

REPORT OF SCRUTINIZER

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

To,
The Chairman
Triton Valves Limited
Sunrise Chambers,
22, Ulsoor Road,
Bengaluru-42

Meeting: 38th Annual General Meeting of Members

Date and Time: 14th August 2014, 4.00PM

Venue: "The Gateway Hotel", Residency Road, Bangalore-25.

Dear Sir,

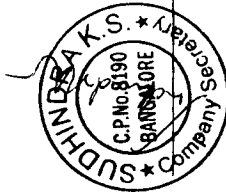
Sub: Scrutinizer Report on the Vote cast through Poll in respect of matters set out in the Notice of
38th Annual General Meeting:

I Sudhindra K S, a Company Secretary In Practice having office at No 85, 004 Ojus Apts, Ground Floor,
4th Main, 13th Cross, Malleswaram, Bangalore have been appointed as a Scrutinizer for the purpose
of poll taken on below mentioned resolutions at the meeting of Equity Shareholders of Triton Valves
Limited held on Thursday, 14th August 2014 at 4.00 PM at "The Gateway Hotel", Residency Road,
Bangalore-25.

The Management of the Company is responsible to ensure the compliance with the requirements of
the Companies Act 2013 and Rules relating voting through poll on the resolutions mentioned in
notice of 38th Annual General Meeting of the Members of the Company. My responsibility as a
scrutinizer for the voting process through the poll is restricted to make Scrutinizer's Report of the
vote cast "in favour" or "Against" the resolutions stated in the notice of 38th Annual General Meeting
based on the poll at Annual General Meeting as mentioned above.

Further the above, I submit my report as under:

1. After the time fixed for closing of the poll by the chairman, 1(One) ballot boxes kept for
pooling were locked at the 38th Annual General Meeting of Shareholders of Triton Valves
Limited in my presence and also in the presence of Directors and Shareholders and
Authorized person of Can Bank Computer Services Private Limited and due identification
marks placed by me.



¹
S.Kedarnath & Associates

85, Ojus Apartments, 004, Ground Floor, 4th Main, 13th Cross, Malleswaram, Bangalore - 560 003.

Ph : (O) : 23345103, e-mail : sudhindraksfcs@gmail.com. (M): 9844271319 / skedarnathassociates@gmail.com

2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligence scrutinized. The poll papers were reconciled with records maintained by the Company and Registrar and Transfer Agent of the company and the authorization s /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. No proxy was registered with the Company.
5. The result of the poll is as under:

Item no (1) Adoption of financial statement for the year ended March 31, 2014

(i) Voted in favour of the resolution :

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	328692	100%

(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NA	NA

(iii) Invalid Votes:

Total number of members (in persons or by proxy)whose votes were declared invalid	Total number of votes cast by them
7	112531

Item No (2) Declaration of dividend

Voted in favour of the resolution :

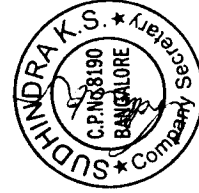
Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	328663	100%

(i) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NA	NA

(ii) Invalid Votes:

Total number of members (in persons or by proxy)whose votes were declared invalid	Total number of votes cast by them
7	112560



Item No (3) Appointment of Statutory Auditors:

(I) Voted in **favour** of the resolution :

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	328663	100%

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

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NA	NA

(III) Invalid Votes:

Total number of members (in persons or by proxy) whose votes were declared invalid	Total number of votes cast by them
7	112560

Item No (4) To appoint Dr B R Pai as Independent Director:

(I) Voted in **favour** of the resolution:

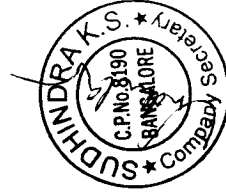
Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	328663	100%

(II) Voted **against** the resolution

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NA	NA

(III) Invalid Votes:

Total number of members (in persons or by proxy) whose votes were declared invalid	Total number of votes cast by them
7	112560



Item no (5) To Increase Borrowing powers of Board of Directors.

(I) Voted in favour of the resolution :

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	328663	100%

(II) Voted against the resolution:


Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NA	NA

(III) Invalid Votes:

Total number of members (in persons or by proxy) whose votes were declared invalid	Total number of votes cast by them
7	112560

A Compact Disc (CD) containing a list of equity share holders who voted "FOR", "AGAINST", and those whose votes were declared invalid for each resolution is enclosed.

The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking you,

Sudhindra K S
Scrutinizer



Place: Bangalore

Dated: 14/08/2014