

Royal Cushion Vinyl Products Limited

Cin no: L24110MH1983PLC031395

“Shlok” 60 – CD,

Govt. Industrial Estate, Charkop,

Kandivali (W), Mumbai – 400 067

Tel: + 91 22 28603514, 16

Website: www.rcvp.in

Email: legalho83@gmail.com

September 23, 2024

BSE Ltd.

Corporate Relation Department

1st Floor, New Trading Ring,

Rotunda Building, Phiroze Jeejebhoy Towers,

Mumbai 400 001.

Kind Attn: Mr. Rakesh Parekh

Scrip Code No. 526 193

Dear Sir,

Sub: Proceedings of the 40th Annual General Meeting of the Company held on 23rd September 2024.

This is with reference to the 40th Annual General Meeting (“AGM”) of the Company held on Monday, 23rd September, 2024 at 3.30 p.m. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

In compliance with the provisions of Regulation 44 of the SEBI LODR Regulations, Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules 2014 as amended, the Company had provided remote e-voting facility to all its Members to enable them to cast their vote on all matters listed in the Notice convening the AGM during the period commencing from Friday, 20th September, 2024 (09.00 a.m.) to Sunday, 22nd September, 2024 (05.00 p.m.). The Company had also provided e-voting facility to the Members attending the AGM through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) and who had not cast their vote earlier through remote e-voting facility. Pursuant to Regulation 30 of the SEBI LODR Regulations, we are submitting herewith the details regarding the brief proceedings of the 40th AGM of the Company.

Kindly take the same on record.

Thanking you,

For Royal Cushion Vinyl Products Limited



Deepthi Parekh
Company Secretary
ACS60978



Encl: a/a

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PROCEEDINGS OF THE 40th ANNUAL GENERAL MEETING OF THE COMPANY HELD ON 23rd SEPTEMBER, 2024.

1. The 40th Annual General Meeting of M/s. Royal Cushion Vinyl Products Limited (Scrip Code 526913) was held through Video Conferencing/Other Audio Visual Means (VC/OAVM) on Monday, 23rd September, 2024 at 3.30 p.m.
2. All the Directors, Chief Executive Officer, Chief Financial Officer and the Company Secretary were present at the Meeting thru video conference.
3. The representatives of the Statutory Auditors, Secretarial Auditors and Scrutinizer were also present at the meeting through video conference.
4. The Chairman of the Company, Shri Mahesh Shah preside the Annual General Meeting thru VC. The Company Secretary informed that the quorum for the meeting is present in the meeting thru VC.
5. After introducing the other Directors, CEO and CFO present in the meeting thru VC, the Company Secretary informed the members that the required Statutory Registers and other documents relating to the Agendas of the meeting are available on the website of the Company for inspection by the members.
6. The notice convening the 40th Annual General Meeting was taken as read.
7. Since there was no qualification, adverse remark or observation in the Independent Auditors Report/ Secretarial Audit Report, the same were not read.
8. The Chairman then read the Chairman's speech and Chief Executive Officer has given brief on operations and Financials.
9. The Company Secretary informed that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management & Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company has provided electronic voting facility to the Members entitled to cast their vote at the 40th Annual General Meeting. The e-voting process was carried out by the Company between 20th September, 2024 to 22nd September, 2024 with cut-off date for determining shareholders entitled to vote being 16th September, 2024.
10. The Company Secretary then informed that the facility will be given to the shareholders present at the meeting thru VC and who have not earlier voted by electronic process to cast their vote during the meeting.



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11. She then informed that Mrs. Padma Loya of M/s. Loya & Shariff, Company Secretaries was appointed as the Scrutinizer to scrutinize the remote e-voting process and that she is present at the meeting through video conference.
12. She informed that the results of the voting will be declared after the report of the scrutinizer is received and shall be posted on the website of the Company and shall be displayed on the notice board of the Company at its registered office.
13. The CS thereafter informed the members that the following items on the agenda as stated in the notice of this Annual General Meeting requires the approval of the members thru e-voting.

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31st, 2024 together with the reports of the Board of Directors and Auditors thereon - Ordinary Resolution.
2. To re-appoint Mr. Jayesh Motasha (DIN 00054236), who retires by rotation, as a Director – Ordinary Resolution.
3. To re-appoint M/s. Manek & Associates, Statutory Auditors of the Company for a term of five years from the 40th Annual General Meeting (Year 2024) till the conclusion of 45th Annual General Meeting (Year 2029)

SPECIAL BUSINESS:

4. Approval of Material Related Party Transactions pursuant to section 188 of the Companies Act, 2013 and as per SEBI LODR to be entered into by the Company with Natroyal Industries Private Limited.
5. To approve power to borrow funds from related parties not exceeding Rs. 90 Crores, pursuant to the provisions of section 180(1)(c), Section 188 of the Companies Act, 2013 by passing as a special resolution.
6. To approve power to borrow funds from persons other than related parties not exceeding Rs. 50 Crores, pursuant to the provisions of section 180(1)(c) of the Companies Act, 2013 by passing as a special resolution.



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7. Approval for investment of funds of the Company not exceeding Rs. 50.00 Crores, as may be determined by the Board of Directors of the Company from time to time, pursuant to provision of Section 186 of the Companies Act, 2013 by passing as a special resolution.
14. The Company Secretary then requested the members to raise their queries/questions, if any.
15. Thereafter, the Company Secretary informed that the e-voting module is available for e-voting to the members attending the Meeting and who have not cast their votes earlier for the next the 15 minutes and thereafter, this Annual General meeting will be deemed to be closed with a vote of thanks.
16. The e voting module was then kept open for next 15 minutes and thereafter, the meeting ended at 4.15 p.m.

