

ARUN GOEL & ASSOCIATES

COMPANY SECRETARIES

Office: 169, Basement Ashoka part-III, Faridabad, Haryana – 121003

Report of Scrutinizer – Consolidated (on E-voting)

[Pursuant to section 108, 109 of Companies Act, 2013 and Rule 20(xi) of Companies (Management and Administration) Rules, 2014]

To
The Chairperson/Resolution Professional
Mr. Arvind Kumar,
28th Annual General Meeting of the
Equity Shareholders of Richa Industries Limited
Plot No.29, DLF Industrial Area
Phase-II, Faridabad-121003

Subject: Consolidated Scrutinizer Report on remote E-Voting and e-voting conducted pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and administration) Rules, 2014, as amended by the Companies (Management and administration) Amendment Rules, 2015 for the 28th Annual General Meeting of M/s Richa Industries Limited for the financial year 2021-22 held on Saturday, 31st December, 2022 at 11:30 A.M through through Video Conferencing (VC)/Other Audio-Visual Means (OAVM).

Dear Sir,

I, Arun Goel , Practicing Company Secretary, having office at 169, Basement, Ashoka Part-III, Faridabad-121003 Haryana, has been appointed as Scrutinizer pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and administration) Rules, 2014, as amended to conduct the remote e-voting process and e-voting process in respect of the below mentioned resolution proposed at the 28th Annual General Meeting of M/s Richa Industries Limited for the financial year 2021-22 held on Saturday, 31st December, 2022 at 11:30 A.M through Video Conferencing (VC)/Other Audio-Visual Means (OAVM).

The Resolution Professional is responsible to ensure the compliances of the Companies Act, 2013 and Rule thereof on the resolutions contained in the Notice of 28th AGM. My responsibilities as scrutinizer is restricted to make a scrutinizer report of the votes cast For or Against the resolution stated in the Notice.

I hereby furnish the consolidated report as under:

- 1) The Notice dated 30.10.2022 for convening the 28th AGM of the Company for FY 2021-22 on held on Saturday, 31st December, 2022 at 11:30 A.M. at Registered office of the Company at Plot no-29, DLF Industrial Area, Phase-II, Faridabad-121003, Haryana was circulated to the shareholders of the Company through e-mails, to those members whose email ids are registered with the Company/Depository Participants(s). The dispatch of Notice of AGM was completed on December 09, 2022.
- 2) The Company had availed the remote e-voting and e-voting facility offered by Link Intime India Private Limited ("LIPL/ Service Provider) for conducting remote e-voting/e-voting by the shareholder of the company.



- 3) The remote e-voting commenced from Wednesday, 28th December, 2022 at 9.00 a.m. and ends on Friday, 30th December, 2022 at 5.00 P.M. and at the end of remote e-voting period, voting portal of service provider was blocked forthwith.
- 4) Members who had not casted their vote by remote e-voting are allowed to do e-voting at the AGM.
- 5) The shareholders holding shares as on cut off date i.e. December 24, 2022 were entitled to vote on the resolution stated in the Notice of the 28th AGM of the Company.
- 6) After the closure of e-voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and were counted.
- 7) I have scrutinized and reviewed the remote e-voting prior and e-voting AGM during the AGM and vote cast therein based on the data downloaded from the LIPL e-voting system.
- 8) The E-voting have been carried out in fair and transparent manner.
- 9) Brief summary of Voting is as under:

Details	Information
Dates and timing of E-voting	Wednesday, 28th December, 2022 at 9.00 a.m. and ends on Friday, 30th December, 2022 at 5.00 P.M.
Date and timing of A.G.M.	31 st December, 2022 at 11:30 AM
Total Number of Shares on Record Date	23430000

Resolution-1: To receive, consider and adopt the standalone audited financial statements including Balance Sheet as at March 31, 2022, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and Reports of the Board of Directors and Auditors thereon.

Ordinary Resolution

a) Voted in favour of the Resolution:

Mode of Voting	Number of Member Voted	Number of votes cast by them	% of total number of valid vote cast
Remote E-Voting	50	3115	95.17
E-voting	2	105	3.20
Total	52	3220	98.37

b) Voted against the Resolution:

Number of Member Voted	Number of Member Voted	Number of votes cast by them	% of total number of valid vote cast
Remote E-Voting	4	53	1.63
E-voting	0	0	0
Total	4	53	1.63

c) Votes Invalid:

Total Number of Members Whose Votes declare Invalid	Number of Invalid Votes cast by them
0	0



Resolution-2: To receive, consider and adopt the consolidated audited financial statements including Balance Sheet as at March 31, 2022, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and Report of the Auditors thereon.

Ordinary Resolution

a) Voted in favour of the Resolution :

Mode of Voting	Number of Member Voted	Number of votes cast by them	% of total number of valid vote cast
Remote E-Voting	50	3115	95.17
E-voting	2	105	3.20
Total	52	3220	98.37

b) Voted against the Resolution:

Mode of Voting	Number of Member Voted	Number of votes cast by them	% of total number of valid vote cast
Remote E-Voting	4	53	1.63
E-voting	0	0	0
Total	4	53	1.63

c) Votes Invalid :

Total Number of Members Whose Votes declare Invalid	Number of Invalid Votes cast by them
0	0

Resolution-3: To consider the appointment of M/s Vigyan Arora & Co, (ICAI Firm Registration No. 013159N) as the Statutory Auditors of the Company

Ordinary Resolution

a) Voted in favour of the Resolution :

Mode of Voting	Number of Member Voted	Number of votes cast by them	% of total number of valid vote cast
Remote E-Voting	50	3115	95.17
E-voting	1	58	1.77
Total	52	3173	96.94

b) Voted against the Resolution:

Mode of Voting	Number of Member Voted	Number of votes cast by them	% of total number of valid vote cast
Remote E-Voting	4	53	1.62
E-voting	1	47	1.44
Total	5	100	3.06

c) Votes Invalid :

Total Number of Members Whose Votes declare Invalid	Number of Invalid Votes cast by them
0	0

10) This Consolidated report has been prepared in consonance with the voting through e-voting.



- 11) The Resolution Professional may proceed to declare the results as all ordinary resolution are passed, as per his convenience and subject to compliance of the timelines prescribed in the Companies Act, 2013.

Note: The Corporate Insolvency Resolution Process ("CIRP") has been initiated, on a petition filed by Tata Bluescope Steel Limited against Richa Industries Limited ("the Company"), vide an Order dated 18-12-2018 ("Insolvency Commencement Date") by the Hon'ble National Company Law Tribunal ("NCLT"), Chandigarh Bench, under the provisions of the Insolvency and Bankruptcy Code, 2016 ("the Code"). Mr. Arvind Kumar, IP Registration No.IBBI/IPA-001/IP-P00178/2017-2018/10357 has been appointed as Interim Resolution Professional ("IRP") to manage affairs of the Company in accordance with the provisions of the Code and thereafter appointed as the Resolution Professional ("RP") by the committee of creditors ("CoC") of the Company in the meeting held on January 17, 2019 under the provisions of the Code. Pursuant to the Hon'ble NCLT Order for commencement of the CIRP and in line with the Provisions of the Code, the power of the Board of Directors stands suspended and same is being exercised by RP in terms of the provisions of Section 17 & 20 of the Code. Further vide an Order dated June 7, 2019, Hon'ble NCLT has extended the CIRP period for a further period of 90 days beyond the initial a statutory period of 180 days. Pursuant to the non-approval of resolution plan, the COC in its meeting held on 03.09.2019 has passed a resolution for liquidation of Company and directed the Resolution Professional to file an application, seeking order of liquidation, before Adjudicating Authority "AA"; consequent to which, the RP has filed an application for liquidation on 12th September 2019 which is pending for approval by AA.

Thanking You,
Yours faithfully,

For Arun Goel & Associates
Company Secretaries

Arun Goel

Membership no- F 9892

Certificate of Practice No- 12508

UDIN: F009892D002846121

Place: Faridabad

Date: 31-12-2022