

RTCL LIMITED

Registered Office: 8/226, Second Floor, SGM Plaza, Arya Nagar, Kanpur UP 208002

Corporate Office: 6926, Jaipuria Mills, Clock Tower, Subzi Mandi, Delhi-110007

CIN No.:L16003UP1994PLC016225, Tel. No.: 011-23852583, Fax No.: 011-23852666

Website: www.rtcllimited.in, E-mail: rgc.secretarial@gmail.com,

28th September, 2024

To,

The General Manager (Listing Department)
BSE Limited
Floor 25, P.J. Towers, Dalal Street,
Mumbai-400001,

Dear Sir,

Sub: Disclosure regarding voting results of 30th Annual General Meeting of the Company

As required by Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are enclosing herewith the disclosures pertaining to the voting results of the 30th Annual General Meeting of the Company held on Saturday, 28th September, 2024 at 02:30 P.M at 8/226, Second Floor, SGM Plaza, Arya Nagar, Kanpur, Uttar Pradesh-208001.

Kindly take note of the above.

Yours Sincerely

For RTCL Limited

~~For RTCL Limited~~

~~(Formerly known as Raghunath Tobacco Company Limited)~~

Ajay Kumar Jain
Director/Auth. Signatory
(Whole Time Director)

DIN: 00043349

Encl: As above

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DETAILS IN RESPECT OF THE 30th ANNUAL GENERAL MEETING HELD AT 8/226, SECOND FLOOR, SGM PLAZA, ARYA NAGAR, KANPUR UTTAR PRADESH 208001 OF VOTING RESULTS AS PER REGULATION 44(3) OF THE SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENT) REGULATION, 2015

Date of AGM	Saturday 28.09.2024
Total number of shareholders on record date	12076
Number of Shareholders present in the meeting in person or through Proxy	
- Promoters and Promoter Group:	10
- Public:	27
No. Of Shareholders attended the meeting through Video Conferencing	No Video Conferencing Facility was made available
- Promoters and Promoter Group:	N.A.
- Public:	N.A.

Agenda-wise disclosure

Resolution No. 1

Details of Agenda: To adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended on March 31st, 2024, together with the Board's Report, the Report of Auditors' thereon.

Resolution required: (Ordinary/Special): Ordinary

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting): Remote e-voting and Poll.

Whether promoter/ promoter group are interested in the agenda/ resolution?				No			
Promoter/Public	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	6654534						
Poll -		5545198	83.32	5545198	0	100.00	0
e-voting -		0	0	0	0	0	0
Sub- Total		5545198	83.32	5545198	0	100.00	0
Public - Institutional holders	0	0	0	0	0	0	0
Poll -		0	0	0	0	0	0

For RTCL Limited

(Formerly known as Raghunath Tobacco Company Limited)



Director/Auth: Signatory

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e-voting -		0	0	0	0	0	0
Sub- Total		0	0	0	0	0	0
Public-Others	5346636						
Poll -		372499	6.97	372499	0	100.00	0
e-voting -		124342	2.33	3600	120742	2.90	97.10
Sub- Total		496841	9.29	404989	120742	81.51	24.30
Total	12001170	6042039	50.34	5950187	120742	98.48	1.52

Resolution No. 2

Details of Agenda: To appoint a Director in place of Mr. Ajay Kumar Jain (DIN: 00043349), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required: (Ordinary/Special): Ordinary

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting): Remote e-voting and Poll.

Whether promoter/ promoter group are interested in the agenda/ resolution?				No			
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	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	6654534						
Poll -		5545198	83.32	5545198	0	100.00	0
e-voting -		0	0	0	0	0	0
Sub- Total		5545198	83.32	5545198	0	100.00	0
Public - Institutional holders	0	0	0	0	0	0	0
Poll -		0	0	0	0	0	0
e-voting -		0	0	0	0	0	0
Sub- Total		0	0	0	0	0	0
Public-Others	5346636						
Poll -		372499	6.97	372499	0	100.00	0
e-voting -		124342	2.33	3600	120742	2.90	97.10
Sub- Total		496841	9.29	404989	120742	81.51	24.30
Total	12001170	6042039	50.34	5950187	120742	98.48	1.52

RTCL Limited
 (Formerly known as Rajbunath Tobacco Company Limited)

Director/Auth. Signatory

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Resolution No. 3

Details of Agenda: To appoint M/S. Kumar Piyush & Co., Chartered Accountants (Firm Registration no. 005120N), as Statutory Auditors of the company to fill the casual vacancy caused by the resignation of M/S. Aggrawal & Rampal (Firm registration no. 003072N), Chartered Accountant.

Resolution required: (Ordinary/Special): Ordinary

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting): Remote e-voting and Poll.

Whether promoter/ promoter group are interested in the agenda/resolution?				No			
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	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	6654534						
Poll -		5545198	83.32	5545198	0	100.00	0
e-voting -		0	0	0	0	0	0
Sub- Total		5545198	83.32	5545198	0	100.00	0
Public - Institutional holders	0						
Poll -		0	0	0	0	0	0
e-voting -		0	0	0	0	0	0
Sub- Total		0	0	0	0	0	0
Public-Others	5346636						
Poll -		372499	6.97	372499	0	100.00	0
e-voting -		124342	2.33	3600	120742	2.90	97.10
Sub- Total		496841	9.29	404989	120742	81.51	24.30
Total	12001170	6042039	50.34	5950187	120742	98.48	1.52

For RTCL Limited
(Formerly known as Rayatnath Tobacco Company Limited)

Director/Auth. Signatory

RTCL LIMITED

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Resolution No. 4

Details of Agenda: To approve the power given to Director's to sell, lease, dispose of, mortgage, charge, hypothecation, collateral security and guarantee according to the provisions of Sec 180(1)(a) of the Companies Act, 2013 as Special Resolution.

Resolution required: (Ordinary/Special): Special

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting): Remote e-voting and Poll.

Whether promoter/ promoter group are interested in the agenda/resolution?				No			
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	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	6654534						
Poll -		5545198	83.32	5545198	0	100.00	0
e-voting -		0	0	0	0	0	0
Sub- Total		5545198	83.32	5545198	0	100.00	0
Public -	0						
Institutional holders		0	0	0	0	0	0
Poll -		0	0	0	0	0	0
e-voting -		0	0	0	0	0	0
Sub- Total		0	0	0	0	0	0
Public-Others	5346636						
Poll -		372499	6.97	372499	0	100.00	0
e-voting -		124342	2.33	3599	120743	2.90	97.10
Sub- Total		496841	9.29	376098	120743	75.70	24.30
Total	12001170	6042039	50.34	5921296	120743	98.00	2.00

For RTCL Limited
 (Formerly known as Rajnath Tobacco Company Limited)

Director/Auth. Signatory

RTCL LIMITED

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Website: www.rtcllimited.in, E-mail: rgc.secretarial@gmail.com,

Resolution No. 5

Details of Agenda: To approve the power conferred on the Board subject to approval of shareholders for borrowing under section 180(1)(c) of the Companies Act, 2013 as Special Resolution.

Resolution required: (Ordinary/Special): Special

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting): Remote e-voting and Poll.

Whether promoter/ promoter group are interested in the agenda/ resolution?				No			
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	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	6654534						
Poll -		5545198	83.32	5545198	0	100.00	0
e-voting -		0	0	0	0	0	0
Sub- Total		5545198	83.32	5545198	0	100.00	0
Public -	0						
Institutional holders		0	0	0	0	0	0
Poll -		0	0	0	0	0	0
e-voting -		0	0	0	0	0	0
Sub- Total		0	0	0	0	0	0
Public-Others	5346636						
Poll -		372499	6.97	372499	0	100.00	0
e-voting -		124342	2.33	3599	120743	2.90	97.10
Sub- Total		496841	9.29	376098	120743	75.70	24.30
Total	12001170	6042039	50.34	5921296	120743	98.00	2.00

For RTCL Limited
(Formerly known as Signatures of the Company Limited)

Director/Auth. Signatory

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Website: www.rtcllimited.in, E-mail: rgc.secretarial@gmail.com,

Resolution No. 6

Details of Agenda: To approve the power to give loan, guarantee or security under section 186 of Companies Act, 2013 as Special Resolution.

Resolution required: (Ordinary/Special): Special

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting): Remote e-voting and Poll.

Whether promoter/ promoter group are interested in the agenda/resolution?				No			
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	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	6654534						
Poll -		5545198	83.32	5545198	0	100.00	0
e-voting -		0	0	0	0	0	0
Sub- Total		5545198	83.32	5545198	0	100.00	0
Public -	0						
Institutional		0	0	0	0	0	0
holders		0	0	0	0	0	0
Poll -		0	0	0	0	0	0
e-voting -							
Sub- Total		0	0	0	0	0	0
Public-Others	5346636						
Poll -		372499	6.97	372499	0	100.00	0
e-voting -		124342	2.33	3599	120743	2.90	97.10
Sub- Total		496841	9.29	376098	120743	75.70	24.30
Total	12001170	6042039	50.34	5921296	120743	98.00	2.00

For RTCL Limited
(Formerly known as Rajasthan Tobacco Company Limited)

Director/Auth. Signatory

RTCL LIMITED

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CIN No.:L16003UP1994PLC016225, Tel. No.: 011-23852583, Fax No.: 011-23852666

Website: www.rtcllimited.in, E-mail: rgc.secretarial@gmail.com,

Resolution No. 7

Details of Agenda: To approve the Related Party Transactions entered into by the Company in accordance with the provisions of Section 188 of the Companies Act, 2013.

Resolution required: (Ordinary/Special): Special

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting): Remote e-voting and Poll.

Whether promoter/ promoter group are interested in the agenda/resolution?				No			
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	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	6654534						
Poll -		5545198	83.32	5545198	0	100.00	0
e-voting -		0	0	0	0	0	0
Sub- Total		5545198	83.32	5545198	0	100.00	0
Public -	0						
Institutional holders		0	0	0	0	0	0
Poll -		0	0	0	0	0	0
e-voting -		0	0	0	0	0	0
Sub- Total		0	0	0	0	0	0
Public-Others	5346636						
Poll -		372499	6.97	372499	0	100.00	0
e-voting -		124342	2.33	3600	120742	2.90	97.10
Sub- Total		496841	9.29	404989	120742	81.51	24.30
Total	12001170	6042039	50.34	5950187	120742	98.48	1.52

For RTCL Limited

For RTCL Limited
(Formerly known as Rajbhadr Tobacco Company Limited)

(Ajay Kumar Jain) Director/Auth. Signatory
Whole Time Director
DIN: 00043349

SCRUTINIZER'S REPORT

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

CIN	L16003UP1994PLC016225
Name of the Company	RTCL Limited
Meeting	30 th Annual General Meeting
Date & Time	Saturday, 28 th September, 2024 at 02:30 P.M
Venue	8/226, Second Floor, SGM Plaza, Arya Nagar, Kanpur Uttar Pradesh 208001

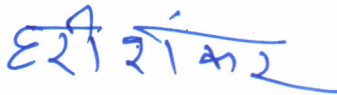
To,
The Chairman

30th (Thirtieth) Annual General Meeting of the Equity Shareholders of **RTCL LIMITED**, held on 28th September, 2024 at 02:30 P.M. at the registered office of the Company situated at 8/226, Second Floor, SGM Plaza, Arya Nagar, Kanpur Uttar Pradesh-208001

Dear Sir,

I Sushil Kumar Gupta, Proprietor of Sushil Gupta & Associates, Company Secretaries having its Office at G-206, Yog Towers, 14/60-61, Civil Lines, Kanpur -208001 have been appointed by the Board of Directors of **RTCL LIMITED** as Scrutinizer for the remote E-Voting including through Poll at the meeting pursuant to Section 108 and Section 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendments Rules, 2015 and Rule 21 of the Companies (Management and Administration) Rules, 2014 respectively in respect of the below mentioned resolutions proposed at the 30th Annual General Meeting of the Equity Shareholders of the Company held on 28th September, 2024 at 02:30 P.M. the registered office of the Company situated at 8/226, Second Floor, SGM Plaza, Arya Nagar, Kanpur Uttar Pradesh 208001.

1. The Company has engaged the services of National Securities Depository Limited ('NSDL') as the Authorised Agency to provide secured system for E-Voting Process.
2. The E-Voting period remained open from 25th September, 2024 (9:00 AM) up to 27th September, 2024 (5:00 P.M).
3. The Cut-off date (i.e., the record date) for the purpose of determining the entitlement for Remote E-Voting on the proposed resolutions is 21st September, 2024.
4. The Votes cast electronically were unblocked on 28th September, 2024 at 03:50 P.M. after the Annual General Meeting was concluded in the presence of two witnesses, Mr. Hari Shanker and Mr. Satyendra Shukla who are not in the employment of the Company. They have signed below in confirmation of the E-Votes being unblocked in their presence.



Hari Shanker



Satyendra Shukla



5. Thereafter, the details containing inter alia, the information about equity shareholders voting "For" and "Against" the resolutions were generated from the E-Voting website of National Security Depository Limited and based on such reports, the results of E-voting on each resolution are given hereunder:

Consolidated Results:

Item No.	Resolution	Assent	Dissent	Invalid Votes	Percentage	Result
1	To adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended on March 31st, 2024, together with the Board's Report, the Report of Auditors' thereon.	5950187	120742	-	98.48	Resolution passed with requisite majority
2.	To appoint a Director in place of Mr. Ajay Kumar Jain (DIN: 00043349), who retires by rotation and being eligible, offers himself for re-appointment.	5950187	120742	-	98.48	Resolution passed with requisite majority
3.	To appoint M/S. Kumar Piyush & Co., Chartered Accountants (Firm Registration no. 005120N), as Statutory Auditors of the company to fill the casual vacancy caused by the resignation of M/S. Aggrawal & Rampal (Firm registration no. 003072N), Chartered Accountant.	5950187	120742	-	98.48	Resolution passed with requisite majority
4.	To approve the power given to Director's to sell, lease, dispose of, mortgage, charge, hypothecation, collateral security and guarantee according to the provisions of Sec 180(1)(a) of the Companies Act, 2013 as Special Resolution	5921296	120743	-	98.00	Resolution passed with requisite majority
5.	To approve the power conferred on the Board subject to approval of shareholders for borrowing under section 180(1)(c) of the Companies Act, 2013 as Special Resolution.	5921296	120743	-	98.00	Resolution passed with requisite majority
6.	To approve the power to give loan, guarantee or security under section 186 of Companies Act, 2013 as Special Resolution.	5921296	120743	-	98.00	Resolution passed with requisite majority
7.	To approve the Related Party Transactions entered into by the Company in accordance with the provisions of Section 188 of the Companies Act, 2013.	5950187	120742	-	98.48	Resolution passed with requisite majority



SUSHIL GUPTA & ASSOCIATES
Company Secretaries


G-206, Yog Towers, 14/60-61,
Civil Lines, Kanpur - 208001
Contact No.: 09336818408

6. The Register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary for safe keeping.

Place: KANPUR
Date: 28.09.2024

For Sushil Gupta & Associates
Company Secretaries




(Sushil Kumar Gupta)
Proprietor
Membership No.03151
UDIN: F003151F001361112

"ANNEXURE-A"

SCRUTINIZER'S REPORT

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

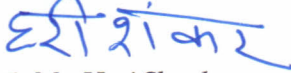
To,
The Chairman
RTCL Limited
8/226, Second Floor, SGM Plaza Arya Nagar Kanpur, Uttar Pradesh- 208002

Dear Sir,

30th (Thirtieth) Annual General Meeting of the Equity Shareholders of RTCL Limited, held on 28th September, 2024 at 02:30 P.M. at the registered office of the Company situated at 8/226, Second Floor, SGM Plaza Arya Nagar Kanpur, Uttar Pradesh 208001.

The Votes cast electronically were unblocked on 28th September, 2024 at 03:50 P.M. after the Annual General Meeting was concluded in the presence of two witnesses, Mr. Hari Shanker and Mr. Satyendra Shukla who are not in the employment of the Company. They have witnessed the same as below that E- votes have been unblocked in their presence.

Witness:



1. Mr. Hari Shanker




2. Mr. Satyendra Shukla

Place: KANPUR
Date: 28.09.2024

For Sushil Gupta & Associates
Company Secretaries




(Sushil Kumar Gupta)
Proprietor

Membership No.03151
UDIN: F003151F001361112