

21st September, 2024

AARCON
FACILITIES LTD.

Formerly known as R B Gupta Financials Ltd.
CIN No.: L65910GJ1993PLC019057

To,
The Manager
Department of Corporate Services
BSE Limited
Floor 25, P. J. Towers,
Dalal Street
Mumbai- 400 001

Scrip Code: 532024
ISIN: INE056J01015

Sub: Voting Results of the 31st Annual General Meeting

Dear Sir/Madam,

Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the Regulations") and the Companies Act, 2013; please find enclosed herewith the following:-

1. Voting results as required under Regulation 44 of the Regulations; and
2. Report of Scrutinizer dated 21st September, 2024, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration), Rules 2014.

Kindly take the above information on your records and acknowledge the receipt.

Thanking you,

Yours Faithfully,
FOR AARCON FACILITIES LIMITED


(BHARAT RAMCHANDRA GUPTA)
MANAGING DIRECTOR
DIN NO. 00547897
Enclosed a/a



DEVESH R DESAI
COMPANY SECRETARY

40-D, Arpita Park, Near ESI Hospital,
Gotri Road, Vadodara-390 021.
(M) 9879533717 (R) 2324248

Devesh R. Desai
M.Com. LL.B. ACS
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CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the companies Act, 2013 and Rule 20 of the companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (LODR) Regulations, 2015]

To,
AARCON FACILITIES LIMITED
(CIN No. L65910GJ1993PLC019057).
401, 402, Earth Complex, Opp. Vaccine Institute,
Old Padra Road, Vadodara-390015, Gujarat.

Subject: Consolidated Scrutinizer's Report on remote e-voting and e-voting during the 31st Annual General Meeting ('AGM') held on Saturday, September 21, 2024 at 11:00 AM (AST) through video conferencing ('VC')/other audio visual means ('OAVM') facility

Dear Sir,

1. I, Devesh R Desai, Practicing Company Secretary, was appointed as Scrutinizer by the Board of Directors of the Company vide resolution passed at their Board Meeting held on 8th August, 2024, for the purpose of scrutinizing the voting process, i.e. remote e-voting and e-voting at AGM of the Company held on **Saturday, September 21, 2024 at 11:00 AM (IST)** through VC/ OAVM facility in compliance with the provisions of Section 96, 101, 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and in accordance with the terms of circulars issued by Ministry of Corporate Affairs i.e. General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 and subsequent Circular No. 09/2023 dated September 25, 2023 (collectively referred to as "**MCA Circulars**") and in accordance with the terms of circulars issued by Securities and Exchange Board of India i.e. Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022 and SEBI/HO/CFD/ PoD-2/P/CIR/2023/4 dated January 5, 2023 Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 (collectively referred to as "**SEBI Circulars**"), the SEBI (Listing

Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and to submit a report thereon to the Company on the resolutions forming part of the AGM Notice dated August 08, 2024 (“**AGM Notice**”).

2. The said appointment as Scrutinizer is under the provisions of Section 108 and 109 of the Companies Act, 2013 (“the Act”) read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014, as amended (“the Rules”). As the Scrutinizer, I have to scrutinize:

1. Process of e-voting remotely, before the AGM, using an e-voting system on the dates referred to in the AGM Notice (“remote e-voting”);

2. Process of e-voting at the AGM through e-voting system (“Voting at the AGM through e-voting system”) to the shareholders present at the AGM through VC, who had not cast their votes earlier.

3. Management's Responsibility

The Management of the Company is responsible to ensure compliance with the requirements of:

(i) the Act and the Rules made there under;

(ii) the MCA Circulars; and

(iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (“LODR”) relating to remote e-voting and Voting at the AGM through e-voting system on the resolutions contained in the AGM Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems

4. Scrutinizer's Responsibility

My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and Voting at the AGM through e-voting system) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the AGM Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (“CDSL”) or any other Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers/documents furnished to me electronically by the Company and/ or CDSL for my verification.

5. Cut-off Date:

The shareholders of the Company holding shares as on the “cut-off” date of September 14, 2024 were entitled to vote on the resolutions forming part of the Notice of the AGM.

6. In accordance with the Notice of 31st Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20 (4) (V) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) in English and Gujarati News Paper, the remote e-voting commenced on Wednesday, 18th September, 2024 at 9.00 a. m. IST and end on Friday 20th September, 2024 at 5.00 p.m. IST.
7. On Saturday, September 21, 2024 after conclusion of the AGM at 11.15 a. m. IST and post counting of e-voting at AGM and remote e-voting event was unblocked by me in capacity as a Scrutinizer in the presence of two witnesses, who are not in employment of the Company.
8. Thereafter, the details containing inter-alia, the list of Equity Shareholders who voted "in favour" or "against", on each resolution that was put to vote were generated from the e-voting website of CDSL.
9. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting, based on the reports generated by CDSL, scrutinized on test check basis and relied upon by me as under:-

a) Resolution-1: Ordinary Resolution:

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2024 together with the reports of the Board of Directors and Auditors' thereon.

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-Voting	14	4446600	100 %
E-voting at AGM	0	0	0
Total	14	4446600	100 %

(ii) Voted in against the Resolution:

Mode of Voting	Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
E-voting at AGM	0	0	0
Total	0	0	0

(iii) Invalid Vote:

Total Number of Members whose votes were declared invalid	Total Number of Votes cast by them
0	0
0	0
0	0

b) Resolution No. 2: Ordinary Resolution

To appoint a director in place of Mrs. Anupama Bharat Gupta (DIN: 02221605), who retires by rotation, and being eligible, offers herself for re-appointment.

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-Voting	14	4446600	100 %
E-voting at AGM	0	0	0
Total	14	4446600	100 %

(ii) Voted in against the Resolution:

Mode of Voting	Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
E-voting at AGM	0	0	0
Total	0	0	0

(iii) Invalid Vote:

Total Number of Members whose votes were declared invalid	Total Number of Votes cast by them
0	0
0	0
0	0

c) Resolution No. 3: Special Resolution

Alteration of Object Clause of Memorandum of Association of the Company

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
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Remote e-Voting	14	4446600	100 %
E-voting at AGM	0	0	0
Total	14	4446600	100 %

(ii) Voted in against the Resolution:

Mode of Voting	Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
E-voting at AGM	0	0	0
Total	0	0	0

(iii) Invalid Vote:

Total Number of Members whose votes were declared invalid	Total Number of Votes cast by them
0	0
0	0
0	0

d) Resolution No. 4: Special Resolution

Adoption of new set of Articles of Association of the Company

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-Voting	14	4446600	100 %
E-voting at AGM	0	0	0
Total	14	4446600	100 %

(ii) Voted in against the Resolution:

Mode of Voting	Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
E-voting at AGM	0	0	0
Total	0	0	0

(iii) Invalid Vote:

Total Number of Members whose votes were declared invalid	Total Number of Votes cast by them
0	0
0	0
0	0

e) Resolution No. 5: Special Resolution

Adoption of new set of Memorandum of Association of the Company.

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-Voting	14	4446600	100 %
E-voting at AGM	0	0	0
Total	14	4446600	100 %

(ii) Voted in against the Resolution:

Mode of Voting	Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
E-voting at AGM	0	0	0
Total	0	0	0

(iii) Invalid Vote:

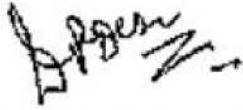
Total Number of Members whose votes were declared invalid	Total Number of Votes cast by them
0	0
0	0
0	0

All the resolutions stands passed under remote e-voting and e-voting at the AGM with the requisite majority.

All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the Minutes of the 31st Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping

10. Restriction on Use:

This report has been issued at the request of the Company for (i) placing on website of the Company and (ii) website of CDSL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.



Devesh R. Desai
Practicing Company Secretary
ACS#11332 CP#7484
UDIN No. A011332F001278719
Peer Review Certificate No. : 2043/2022

Place: Vadodara
Date: 21/09/2024