

Date: **03/06/2024**

The Manager
Listing Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001

Company Code No.: 539761

Dear Sir/Madam,

Sub: Voting Results of the Extra Ordinary General Meeting of the Company held on June 01, 2024.

This is with reference to the Extra-Ordinary General Meeting ('AGM') of the Company held on Saturday, June 01, 2024 at L N College, 2nd Floor, H.D.Gaonkar Vidya Sankul, Plot No.89, Near General Kariappa Bridge, Rajendra Nagar Borivali East, Mumbai - 66.

As per the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility & polling Papers to vote during the EOGM. The Company had appointed M/s. Mayank Arora & Co., as a Scrutinizer for conducting the remote e-voting and the voting during the EOGM in a fair and transparent manner. As per the Scrutinizer's Report, all Resolutions as set out in the Notice of EOGM have been duly approved by the Members with requisite majority.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details of voting results of the business transacted at the said EOGM in the prescribed format.

Further, we are also enclosing herewith consolidated Report of the Scrutinizer dated June 3, 2024 on remote e-voting and voting during the EOGM.
Please take it on your record and oblige us.

Thanking You,
Yours faithfully,
For **Vantage Knowledge Academy Limited**

Neeta Dedhia
Managing Director
DIN: 00969568

MAYANK ARORA & Co.

COMPANY SECRETARIES

FORM NO. MGT-13

SCRUTINIZER'S CONSOLIDATED REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the Extraordinary General Meeting (EGM) of **VANTAGE KNOWLEDGE ACADEMY LIMITED** held on Saturday, June 01, 2024 at 11.00 A.M. (IST) at L N College, 2nd Floor, H.D.Gaonkar Vidya Sankul, Plot No.89, Near General Kariappa Bridge, Rajendra Nagar Borivali East, Mumbai – 66.

Dear Sir,

1. I, Mayank Arora, Practicing Company Secretary, Partner of M/s. Mayank Arora & Co., Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of Royal India Corporation Limited ("**the Company**") for the purpose of Scrutinizing the process of voting in a fair and transparent manner on the resolutions contained in the notice dated May 09, 2024 ("Notice") calling the Extraordinary General Meeting of its Equity Shareholders ("the Meeting" / "EGM"). The EGM was convened on Saturday, 01st June, 2024, at 11.00 A.M.
2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**") and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("**LODR**"). As the Scrutinizer, I have to scrutinize:
 - (i) process of e-voting remotely, before the EGM, using an electronic voting system on the dates referred to in the Notice calling the EGM ("remote e-voting"); and
 - (ii) process of physical ballot process on the resolutions ("ballot")

Management's Responsibility

3. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through physical ballot process on the resolution contained in the Notice of Extra Ordinary General Meeting.

 +91-22497 35566  +91-93242 54455  cs@mayankarora.co.in  www.mayankarora.co.in

 Office No. 101, 1st Floor, Udyog Bhavan, Sonawala Road, Goregaon (East), Mumbai – 400 063, India.

Scrutinizer's Responsibility

4. My responsibility as a Scrutinizer for remote e-voting and voting through physical ballots is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system of National Securities Depository Limited (NSDL) and of voting through physical ballots casted by the Members present at the Extra Ordinary General Meeting of the Company.

Cut-off date

5. The Equity Shareholders of the Company as on the "cut-off" date May 24, 2024 were entitled to vote on the resolutions (item nos. 1 to 4 as set out in the Notice calling the EGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

I submit my report as under:

1. The Company informed me that they have appointed National Securities Depository Limited (NSDL) as the service provider, for extending the facility for the remote e-voting to the Members of the Company from May 29, 2024, at 09:00 A.M. and ends on May 31, 2024 at 05:00 P.M.
2. The Company facilitated the Members present in the Extraordinary General Meeting who could not participate in the remote e-voting to cast their votes through poll process. After the time fixed for the poll by the Chairman, ballot box kept for polling was locked in my presence with due identification marks placed by me.
3. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
4. The votes were unblocked on June 01, 2024 (after the conclusion of the meeting) in the presence of 2 witnesses, namely Ms. Nishita Gandhi and Ms. Jheel Parekh. Both of them are not in the employment of the Company.

NISHITA GANDHI

JHEEL PAREKH

5. The Results of the voting are as under:

ORDINARY BUSINESS:

RESOLUTION NO 1: (AS A SPECIAL RESOLUTION)

To consider and approve issue of Convertible Warrants on a preferential basis:

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 1276702
Remote E-voting	20	976649	76.50%
Polling Paper	12	300040	23.50%
Total	32	1276689	100%

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 1276702
Remote E-voting	2	13	0.00%
Polling Paper	0	0	0.00%
Total	2	13	0.00%

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Polling Paper	0	0
Total	0	0

Result: Resolution passed with requisite majority

RESOLUTION NO 2: (AS AN ORDINARY RESOLUTION)

To consider sub-division of Equity Shares from the face value of Rs. 10/- to face value of Rs. 1/- per equity share subject to the approval of shareholders:

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 1276702
Remote E-voting	20	976649	76.50%
Polling Paper	12	300040	23.50%
Total	32	1276689	100%

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 1276702
Remote E-voting	2	13	0.00%
Polling Paper	0	0	0.00%
Total	2	13	0.00%

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Polling Paper	0	0
Total	0	0

Result: Resolution passed with requisite majority

RESOLUTION NO 3: (AS AN ORDINARY RESOLUTION)

Alteration of Capital Clause of the Memorandum of Association of the Company:

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 1276702
Remote E-voting	20	976649	76.50%
Polling Paper	12	300040	23.50%
Total	32	1276689	100%

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 1276702
Remote E-voting	2	13	0.00%
Polling Paper	0	0	0.00%
Total	2	13	0.00%

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Polling Paper	0	0
Total	0	0

Result: Resolution passed with requisite majority

RESOLUTION NO 4: (AS A SPECIAL RESOLUTION)

To approve Change in the Object Clause of the Company:

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 1276702
Remote E-voting	20	976649	76.50%
Polling Paper	12	300040	23.50%
Total	32	1276689	100%

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 1276702
Remote E-voting	2	13	0.00%
Polling Paper	0	0	0.00%
Total	2	13	0.00%

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Polling Paper	0	0
Total	0	0

Result: Resolution passed with requisite majority

6. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Ms. Neeta Dedhia , the Managing Director of the Company for preserving safely after the Chairman considers, approves and signs the minutes of the EGM
7. The consolidated result of the votes cast (by Remote E-Voting and by Poll) is provided as **Annexure 1** to this report.

Thanking You,
Yours Faithfully,

**For Mayank Arora& Co,
Company Secretaries**

For Vantage Knowledge Academy Limited

**Mayank Arora
Partner
Place: Mumbai
Date: 03/06/2024
UDIN: F010378F000522890**

**Neeta Dedhia
Managing Director**

Notes:

- a. **Votes casted with two different folios are considered as one**
- b. **Votes casted through e-voting and in physical meeting are considered as one**

Annexure – 1

Consolidated result of voting (by remote e-voting and by Poll) for resolution numbers 1 to 4 of the Notice of the Extraordinary General Meeting of “Vantage Knowledge Academy Limited” held on Saturday, June 01, 2024 at 11.00 A.M (IST):-

Resol ution No.	Total Valid Votes Cast			Voted in favour of resolution				Voted against the resolution			
	Remote E-voting	Polling Papers	Total	Remote E-voting	Polling Papers	Total	%	Remote E- voting	Polling Papers	Tota l	%
1.	976662	300040	1276702	976649	300040	1276689	100 %	13	0	13	0.00 %
2.	976662	300040	1276702	976649	300040	1276689	100 %	13	0	13	0.00 %
3.	976662	300040	1276702	976649	300040	1276689	100 %	13	0	13	0.00 %
4.	976662	300040	1276702	976649	300040	1276689	100 %	13	0	13	0.00 %

**For Mayank Arora & Co,
Company Secretaries**

For Vantage Knowledge Academy Limited

**Mayank Arora
Partner
Place: Mumbai
Date: 03/06/2024
UDIN: F010378F000522890**

**Neeta Dedhia
Managing Director**