

Ritco Logistics Limited

Date: 20/07/2024

To
The Manager
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C-1, G Block,
Bandra- Kurla Complex, Bandra (East)
Mumbai-400051
NSE SYMBOL: RITCO

To
The General Manager
Department of Corporate Services
Bombay Stock Exchange Limited
1st Floor, New Trading Ring, Rotunda
Building, Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai-400001
BSE Scrip Code: 542383

Sir/ Madam,

Sub: Declaration of Voting Results of the Postal Ballot pursuant to Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 along with the Scrutinizer's Report of the Extra Ordinary General meeting held on Saturday, July 20, 2024 which commenced at 01:00 P.M. and concluded at 01:13 P.M. through video conferencing

This is with reference to above subject we hereby inform you that the Company had sought approval of the Shareholders in the EGM for the resolutions as mentioned in the Notice.

In this regard, please find enclosed herewith the following:

- Voting Results in the prescribed format pursuant to Regulation 44(3) of the Securities Exchange and Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as an **Annexure-A**
- Scrutinizer's Report dated 20th July, 2024 pursuant to Section 108 and 110 of the Companies Act 2013 read with Rule 20 and 22 of Companies (Management and Administration) Rules, 2014 as an **Annexure-B**;

Kindly take the same on your records.

Thanking you,

Yours Sincerely,

For **Ritco Logistics Limited**

Gitika
Arora
Digitally signed
by Gitika Arora
Date: 2024.07.20
20:59:57 +05'30'

Company Secretary cum Compliance Officer

Enclosed: as above



Corp. & Admin. Office : "RITCO HOUSE" 336, Phase-II, Udyog Vihar, Gurugram - 122016,
Haryana Ph. : 0124-4702300/301 E-mail : ho@ritcologistics.com CIN No. :
L60221DL2001PLC112167 Regd. Office : 508, 5th Floor, Jyoti Shikhar Tower, District Centre, Janakpuri,
New Delhi-110058 Ph.: 011-25522158

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Annexure: A

RITCO LOGISTICS LIMITED

Voting Results of the Resolution passed through postal Ballot E-voting process

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of the Company	RITCO LOGISTICS LIMITED
Date of Notice	June 26 th , 2024
Voting Start Date	July 17 th , 2024
Voting End Date	July 19 th , 2024
Total Number of Shareholders as on Record Date: July 13, 2024	6417
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	0 0
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	39 7 32

Voting Result of Extra Ordinary General Meeting of M/s Ritco Logistics Limited

Agenda wise details and Result:

Resolution Required: (Ordinary)		1-To increase in authorized share capital of the company and Consequential amendment in memorandum of association of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and	Remote E-Voting	17876618	17876618	100.00	17876618	0	100.0000	0.0000

Promoter Group	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17876618	100.00	17876618	0	100.0000	0.0000
Public-Institutions	Remote E-Voting	114108	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	Remote E-Voting	6485892	562157	8.6674	562154	3	99.9995	0.0005
	Poll		46422	0.7157	46422	0	100.00	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		608579	9.3831	608576	3	99.9995	0.0005
Total		24476618	18485197	75.5219	18485194	3	100.000	0.0000

Resolution Required: (Special)			2 - Consider And Approve Issuance of Equity Shares on Preferential Basis:					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	Remote E-Voting	17876618	17876618	100.000	17876618	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17876618	100.000	17876618	0	100.0000	0.0000
Public-Institutions	Remote E-Voting	114108	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000

	Total		0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	Remote E-Voting	6485892	562157	8.6674	562154	3	99.9995	0.0005
	Poll		46422	0.7157	46422	0	100.00	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		608579	9.3831	608576	3	99.9995	0.0005
Total		24476618	18485197	75.5219	18485194	3	100.00	0.0000

Resolution Required: (Special)			3 - To consider and approve Loan to M/s Trucksup Solutions Private Limited, step- down subsidiary company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	Remote E-Voting	17876618	17876618	100.00	17876618	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17876618	100.00	17875618	0	100.0000	0.0000
Public-Institutions	Remote E-Voting	114108	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	Remote E-Voting	6485892	562157	8.6674	562154	3	99.9995	0.0005
	Poll		46422	0.7157	46422	0	100.00	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		608579	9.3831	608576	3	99.9995	0.0005
Total		24476618	18485197	75.5219	18485194	3	100.00	0.0000

For Ritco Logistics Limited

Gitika Arora
 Digitally signed by Gitika Arora
 Date: 2024.07.20 21:00:26 +05'30'

Gitika Arora

Company Secretary cum Compliance Officer

SCRUTINIZER'S REPORT

To,
The Chairman,
Ritco Logistics Limited
508, 5th Floor, Jyoti Shikhar Tower
District Centre Janakpuri, New Delhi- 110058

Extra Ordinary General Meeting of the Shareholders of M/s Ritco Logistics Limited held on Saturday, the 20th July, 2024 commenced at 01:00 P.M. through video conferencing.

Dear Sir/Madam,

Sub: Result of E-voting

This is with reference to our appointment to scrutinizing the e-voting at the Extra Ordinary General Meeting ("EGM") of the Members of the Company held on July 20 2024.

We are enclosing herewith the following:

1. Report of the Scrutinizer on e-voting
2. Report of Venue Voting at the EGM

Kindly take it on your record.

Thanking you,
Yours faithfully,
For **Mukun Vivek & Company**



Mukun Arora
Partner

M. No. 12894

CP No. 4766

UDIN: F012894F000791672

Peer Review Certificate No. 3370/2023

Countersigned By
For Ritco Logistics Limited
Director

Chairman of EGM of the Company

Date: 20th July, 2024

Place: New Delhi

Encl: As above

I - Report on e-voting**Summary of E-voting Results**

Event No.	240259
ISIN	INE01EG01016
ISIN_NAME	RITCO LOGISTICS LIMITED
Voting Start Date	July 17, 2024 at 09.00 A.M
Voting End Date	July 19, 2024 at 05.00 P.M

Item No. of the Agenda	Voted in favour		Voted against		Abstained	
	No. of folios voted	No. of votes	No. of folios voted	No. of votes	No. of folios voted	No. of votes
1	35	18438772	3	3	0	0
2	35	18438772	3	3	0	0
3	35	18438772	3	3	0	0

For Mukun Vivek & Company

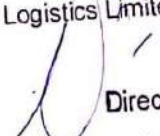


Mukun Arora
Partner
M. No. 12894
CP No. 4766
UDIN: F012894F000791672

Date: 20th July, 2024
Place: New Delhi

Peer Review Certificate No. 3370/2023

Countersigned by
For Ritco Logistics Limited


Director

Chairman of EGM of the Company

II -Report on Venue Voting at the EGM**Summary of Venue Voting**

Item No. of the Agenda	Voted in favour		Voted against		Abstained	
	No. of folios voted	No. of votes	No. of folios voted	No. of votes	No. of folios voted	No. of votes
1	8	46422	0	0	0	0
2	8	46422	0	0	0	0
3	8	46422	0	0	0	0

For Mukun Vivek & Company



Mukun Arora
Partner
M. No. 12894
CP No. 4766
UDIN: F012894F000791672

Countersigned By

For Ritco Logistics Limited

Director

Chairman of EGM of the Company

Date: 20th July, 2024

Place: New Delhi

Peer Review Certificate No. 3370/2023

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Ritco Logistics Limited
508, 5th Floor, Jyoti Shikhar Tower
District Centre Janakpuri, New Delhi- 110058

Consolidated Scrutinizer's Report on remote e-voting and e-voting during the EGM conducted to transact the items as set out in the Notice of Extra Ordinary General Meeting of the Shareholders of M/s Ritco Logistics Limited held on Saturday, the 20th July, 2024 commenced at 01:00 P.M. through video conferencing.

I, Mukun Arora, Partner of M/s Mukun Vivek & Company, Practising Company Secretaries, New Delhi was appointed as Scrutinizer for the purpose of scrutinizing the remote E-voting process for the business to be transacted at the Extra Ordinary General Meeting the ("EGM") of M/s Ritco Logistics Limited vide its Board Meeting held on 25th June 2024 pursuant to Section 108 & 109 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration Rules), 2014 on the resolutions contained in the Notice to the Extra Ordinary General Meeting of the Shareholders of M/s Ritco Logistics Limited, held today on Saturday, the 20th July, 2024 commenced at 01:00 P.M. through at Video Conferencing (VC)/ Other Audio Visual Means (OAVM), without the physical presence of the members at a common venue, in compliance with the Circular No. 20/2020 dated May 5, 2020, Circular No. 02/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs ('MCA Circulars') and Circular dated May 13, 2022 issued by the Securities and Exchange Board of India ('SEBI Circular') and as per the applicable provisions of the Companies Act, 2013 ('the Act') read with the rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). The MCA Circulars provides for relaxation to Companies to hold its EGM through VC/ OAVM including the manner of voting at the meeting.

I hereby submit my Consolidated Report for Remote e-voting and e-voting at EGM as under:

1. Pursuant to the MCA and SEBI Circulars, the Notice of the Extra Ordinary General Meeting was sent in electronic form only to those shareholders whose email address are registered with the Company/ Depositories. The Notice calling the EGM had been uploaded on the website of the Company at www.ritcologistics.com. The Notice can be accessed from the website of the Stock Exchange i.e. BSE Limited and National Stock Exchange of India.



2. The Company published advertisements in two newspapers on 27th June, 2024 for calling EGM of the M/s Ritco Logistics Limited.
3. Since this EGM was held pursuant to the MCA Circulars through VC or OAVM, physical attendance of Members had been dispensed with, accordingly, in terms of the above-mentioned MCA and SEBI Circulars, the facility for appointment of proxies by the Members was also dispensed with. Members attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
4. As there was no physical presence of the shareholders no voting was allowed through ballot papers or any other means for the meeting.
5. The shareholders of the Company holding shares as on the "cut off" date 13th July, 2024 were entitled to vote on the proposed resolutions as set out in item Nos., 1, 2 and 3 in the Notice of the EGM of M/s Ritco Logistics Limited.
6. The shareholders were allowed to vote during the e-voting period which commenced from Wednesday, the 17th July, 2024 at 9:00 A.M. and ended Friday, the 19th July, 2024 at 5:00 P.M. Further the Shareholders who did not cast their votes during the e-voting period, were also allowed to vote up to 15 minutes after the conclusion of the meeting.



7. **Management's Responsibility:**

The Management of the Company is responsible to ensure compliance with the requirements of (i) the Companies Act, 2013 and Rules Made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the EGM. The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

8. **Scrutinizer's Responsibility:**

My responsibility as a Scrutinizer for e-voting process i.e. remote e-voting and Electronic Voting (Remote) is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by Link Intime India Pvt. Ltd authorized under the Rules and engaged by the Company to provide e-voting facility and attended papers/ documents furnished to me electronically by the company and /or Link Intime India Pvt. Ltd for my verification.

9. The Summary of the e-voting is given below:

a) **Resolution 1: Ordinary resolution**

To Increase in Authorized Share Capital of the Company and Consequential Amendment in Memorandum of Association of the Company.

"RESOLVED THAT pursuant to the provisions of Section 61, 64 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or reenactment thereof) and the Rules framed thereunder, consent of the members of the Company be and is hereby accorded for increase in the Authorized Share Capital of the Company from existing from Rs. 26,00,00,000 (Rupees Twenty-Six Crore Only) divided into 2,60,00,000 (Two Crores Sixty Lakh) Equity Share of Rs. 10/- (Rupees Ten Only) to Rs. 30,00,00,000 (Rupees Thirty Crore Only) divided into 3,00,00,000 (Three Crores Lakh) Equity Share of Rs. 10/- (Rupees Ten Only) by addition of 40,00,000 (Forty Lakhs) Equity shares of Rs. 10/- each ranking pari-passu in all respect with the existing Equity Shares of the Company as per the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT pursuant to Section 13 and all other applicable provisions, if any, of the Companies Act, 2013, read with rules framed thereunder, consent of the members of the Company be and is hereby accorded, for alteration of Clause V(a) of the Memorandum of Association of the Company by substituting in its place and stead the following: -

"V. (a) The Authorized Capital of the Company is Rs. 30,00,00,000 (Rupees Thirty Crore Only) divided into 3,00,00,000 (Three Crores) Equity Share of Rs. 10/- each."

RESOLVED FURTHER THAT approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard."

i. Voted in Favour of the resolution:

Type of Voting	Number of Members Voted	Number of Votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	35	18438772	99.75%
Venue Voting (e-voting)	8	46422	00.25%
Total	43	18485194	100%

ii. Voted against the resolution:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	3	3	0
Venue Voting (e-voting)	0	0	0
Total	3	3	0

iii. Invalid votes



Type of Voting	Number of Members Voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	0	0	0
Venue Voting (e-voting)	0	0	0
Total	0	0	0

b) Resolution 2: Special resolution

To consider and approve issuance of equity shares on Preferential basis:

i. Voted in Favour of the resolution:

Type of Voting	Number of Members Voted	Number of Votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	35	18438772	99.75%
Venue Voting (e-voting)	8	46422	0.25%
Total	43	18485194	100%

ii. Voted against the resolution:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	3	3	0
Venue Voting (e-voting)	0	0	0
Total	3	3	0

iii. Invalid votes

Type of Voting	Number of Members Voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	0	0	0
Venue Voting (e-voting)	0	0	0
Total	0	0	0



(d) Resolution 3: Special resolution

To consider and approve loan to M/s Trucksup Solutions Private Limited, step down subsidiary company

Mukun Vivek & Company

COMPANY SECRETARIES

www.mvcoadvisory.com

"RESOLVED THAT pursuant to the provisions of Section 185 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), consent of the Members of the Company, be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include, unless the context otherwise required, any Committee of the Board or any Director(s) or Officer(s) authorised by the Board to exercise the powers conferred on the Board under this resolution) for giving loan(s) in one or more tranches including loan represented by way of book debt (the "Loan") to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/to be taken by Trucksup Solutions Private Limited (Step Down Subsidiary of Ritco Logistics Limited), up to a sum not exceeding Rs. 25 Crores [Rupees Twenty-Five Crores Only] at any point in time, in its absolute discretion deem beneficial and in the best interest of the Company."

"RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board of Directors of the Company be and is hereby authorized to finalize and execute all agreements, documents and writings and to do all acts, deeds and things in this connection and incidental thereto as they may in their absolute discretion deem fit to give effect to this resolution."

i. Voted in Favour of the resolution:

Type of Voting	Number of Members Voted	Number of Votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	35	18438772	99.75%
Venue Voting (e-voting)	8	46422	0.25%
Total	43	18485194	100%

ii. Voted against the resolution:

Type of Voting	Number of Members Voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	3	3	0
Venue Voting (e-voting)	0	0	0
Total	3	3	0

iii) Invalid votes

Type of Voting	Number of Members Voted	Number of votes cast by them	% of valid votes cast from total number of shares
Remote E-voting	0	0	0
Venue Voting (e-voting)	0	0	0



Mukun Vivek & Company

COMPANY SECRETARIES

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Total	0	0	0
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For Mukun Vivek & Company



Mukun Arora

Partner

M. No. 12894

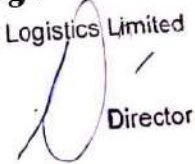
CP No. 4766

UDIN: F012894F000791672



Countersign

For Ritco Logistics Limited



Director

Chairman of EGM of the Company

Date: 20th July, 2024

Place: New Delhi

Peer Review Certificate No. 3370/2023