



Date: 26.07.2024

To,
Department of Corporate Service
The Bombay Stock Exchange
BSE Limited
25 P. J. Tower, Dalal Street,
Mumbai – 400 001

To,
Secretary
The Calcutta Stock Exchange
CSE Limited
7, Lyons Range,
Kolkata 700001

Ref: Scrip Code: 539090
Scrip Code in CSE: 28089

Disclosure under regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015.

Sub: Declaration of Voting Results of 82nd AGM

Dear Sir,

We are enclosing herewith voting results of 82nd Adjourned Annual General Meeting held on Wednesday, July 24 2024 at 03:00 P.M. (Original Meeting held on 17.07.2024 adjourned due to lack of quorum) through video conference or other audio visual means Under Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Scrutinizer's Report in this regard.

In this regard, please find enclosed the following:

1. Voting results as required under Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; and

Rajputana Investment & Finance Limited

Reg. Address: Building No: 1/110, BRD Complex, NH Bypass, Konikkara, Thrissur, Thrissur Kerala, 680306, India

Corporate Office Address: Building No: 1/110, BRD Complex, NH Bypass, Konikkara, Thrissur, Thrissur Kerala, 680306, India

CIN: L50100KL1941PLC078267|**Email Id:** rajputanainvestment@gmail.com

Website: www.rajputanainvestment.com| **Ph No:** 91+ 7593818458

2. Scrutinizer's Report dated 26.07.2024 for remote e-voting and voting through ballot paper obtained from Ms. Liya Antony (ACS 39611), Practicing Company Secretary.

This is for your kind information and records

Thanking You,
Yours Faithfully,
For M/s Rajputana Investment & Finance Limited

Villadath Vinitha
Company Secretary & Compliance Officer
Membership No: A59401



LIYA AND ASSOCIATES
COMPANY SECRETARY IN PRACTICE

Phone: 96564 40562 | 91420 96033 | Email: liyaandassociates@gmail.com

REPORT OF SCRUTINIZER

[Pursuant to Section 108 and Section 110 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014]

To

The Chairman
Rajputana Investment & Finance Ltd
Building No: 1/110, BRD Complex, NH Bypass, Konikkara, Thrissur,
Kerala, 680306, India

Dear Sir

Sub: Scrutinizer's Report on remote e-voting conducted in accordance with the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for the 82nd Annual General Meeting (Adjourned) of the equity shareholders of RAJPUTANA INVESTMENT & FINANCE LTD held on Wednesday, 24th July 2024 at 3 PM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

I, Liya Antony, Practising Company Secretary holding Membership No.ACS 39611 and Certificate of Practice No.19314 had been appointed by the Board of Directors of RAJPUTANA INVESTMENT & FINANCE LTD ("the Company") as the scrutinizer to conduct the remote electronic voting process in respect of the below mentioned resolutions proposed at the 82nd Annual General Meeting (Adjourned) held on Wednesday, 24th July 2024 at 3 PM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

I was also appointed as the scrutinizer to scrutinize the remote e-voting process during the said AGM.

The notice dated 20th June 2024 convening the 82nd Annual General Meeting as confirmed by the company in respect of the below mentioned resolutions passed at the Adjourned AGM of the company along with the Annual Report 2023-2024 was sent through electronic mode to those Members whose e-mail addresses are registered with the company/depositories, in compliance with the MCA circulars dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023 (collectively referred to as MCA Circulars) and SEBI Circular dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023 and the latest being October 7, 2023 unless any member has requested for a physical copy of the same.

The 82nd Annual General Meeting which was held on Wednesday July 17, 2024 at 3 P M was adjourned to Wednesday July 24, 2024 at 3 P M since requisite quorum was not present at the meeting.



No.101, First Floor, Santhi K George Technology Arcade
K C Joseph Road, Panampilly Nagar, Ernakulam - 682036, Kerala
Ph: 0484 4022118, 9142096033, 9656440562

The Company had availed the e-voting facility offered by CDSL for conducting the remote e-voting by the shareholders of the Company.

The voting period for remote e-voting commenced on Sunday, July 14, 2024 (9:00 a.m. IST) and ended on Tuesday, July 16, 2024 (5:00 p.m. IST) and the CDSL e-voting platform was disabled thereafter.

The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the cut-off date Wednesday, July 10, 2024 are entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of remote e-voting at the AGM, the report on remote e-voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked in the presence of two witnesses who are not in the employment of the company and counted.

I have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting is restricted to making a scrutinizer's report of the votes cast in favour or against the resolutions.

I now submit my report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions.

**Resolution No: 1 – Ordinary Resolution
Adoption of Annual Accounts**

Votes in favour of the resolution	
Number of members	15
Number of votes cast by them	2023931
% of total number of valid votes cast	100
Votes against the resolution	
Number of members	2
Number of votes cast by them	11
% of total number of valid votes cast	0
Invalid Votes	
Number of members whose votes were declared invalid	NIL
Number of invalid votes cast by them	NIL



Resolution No: 2 - Special Resolution

Re-Appointment of Mr. Sunny Mathew (DIN: 08389552) as non-executive Independent Director

Votes in favour of the resolution	
Number of members	15
Number of votes cast by them	2023931
% of total number of valid votes cast	100
Votes against the resolution	
Number of members	2
Number of votes cast by them	11
% of total number of valid votes cast	0
Invalid Votes	
Number of members whose votes were declared invalid	NIL
Number of invalid votes cast by them	NIL

Resolution No: 3 -Special Resolution

Re-Appointment of Ms. Liji Jmmy Thalakkottoor (DIN: 08448618) as non-executive Independent Director

Votes in favour of the resolution	
Number of members	15
Number of votes cast by them	2023931
% of total number of valid votes cast	100
Votes against the resolution	
Number of members	2
Number of votes cast by them	11
% of total number of valid votes cast	0
Invalid Votes	
Number of members whose votes were declared invalid	NIL
Number of invalid votes cast by them	NIL

Resolution No: 4 -Special Resolution

Increment in building rent from Rs. 10000.00/- to Rs. 50000.00/- per month.

Votes in favour of the resolution	
Number of members	15
Number of votes cast by them	2023931
% of total number of valid votes cast	100
Votes against the resolution	
Number of members	2
Number of votes cast by them	11
% of total number of valid votes cast	0
Invalid Votes	
Number of members whose votes were	NIL



declared invalid	
Number of invalid votes cast by them	NIL

Resolution No: 5 -Special Resolution

Approval of park and sale commission agreement with BRD Car World Limited u/s 188 of the Companies Act 2013.

Votes in favour of the resolution	
Number of members	15
Number of votes cast by them	2023931
% of total number of valid votes cast	100
Votes against the resolution	
Number of members	2
Number of votes cast by them	11
% of total number of valid votes cast	0
Invalid Votes	
Number of members whose votes were declared invalid	NIL
Number of invalid votes cast by them	NIL

Resolution No: 6-Special Resolution

Remuneration to Managing Director in excess of 5% of the Net Profit of the company.

Votes in favour of the resolution	
Number of members	15
Number of votes cast by them	2023931
% of total number of valid votes cast	100
Votes against the resolution	
Number of members	2
Number of votes cast by them	11
% of total number of valid votes cast	0
Invalid Votes	
Number of members whose votes were declared invalid	NIL
Number of invalid votes cast by them	NIL

Date: 25.07.2024

UDIN: A039611F000820215

Peer Review No: 2482/2022

For LIYA AND ASSOCIATES

LIYA ANTONY

Company Secretary In Practice

Membership No: 39611, CP No: 19314

No: 101, 1st Floor, K George Technology Arcade

K C Joseph Road, Panampilly Nagar

Ernakulam, Kerala -682 036

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General information about company

Scrip code	539090
NSE Symbol	
MSEI Symbol	
ISIN	INE751R01014
Name of the company	UTANA INVESTMENT & FINANCE LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	24-07-2024
Start time of the meeting	03:00 PM
End time of the meeting	03:30 PM

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Scrutinizer Details

Name of the Scrutinizer	LIYA ANTONY
Firms Name	LIYA AND ASSOCIATES
Qualification	CS
Membership Number	39611
Date of Board Meeting in which appointed	22-05-2024
Date of Issuance of Report to the company	26-07-2024

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Voting results	
Record date	10-07-2024
Total number of shareholders on record date	1141
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	7
b) Public	13
No. of resolution passed in the meeting	6
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2024 and the Reports of the Directors and Auditors thereon and, in this regard, to consider and if thought fit, to pass the following resolution, with or without				
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	E-Voting	2298966	2021816	87.9446	2021816	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		2298966	2021816	87.9446	2021816	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	781034	2126	0.2722	2115	11	99.4826	0.5174
	Poll							
	Postal Ballot (if applicable)							
	Total		781034	2126	0.2722	2115	11	99.4826
Total		3080000	2023942	65.7124	2023931	11	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-Appointment of Mr. Sunny Mathew (DIN: 08389552) as non-executive Independent Director.				
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	E-Voting	2298966	2021816	87.9446	2021816	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		2298966	2021816	87.9446	2021816	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	781034	2126	0.2722	2115	11	99.4826	0.5174
	Poll							
	Postal Ballot (if applicable)							
	Total		781034	2126	0.2722	2115	11	99.4826
Total		3080000	2023942	65.7124	2023931	11	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-Appointment of Ms. Liji Jmmy Thalakkottoor (DIN: 08448618) as non-executive Independent Director				
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	E-Voting	2298966	2021816	87.9446	2021816	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		2298966	2021816	87.9446	2021816	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	781034	2126	0.2722	2115	11	99.4826	0.5174
	Poll							
	Postal Ballot (if applicable)							
	Total		781034	2126	0.2722	2115	11	99.4826
Total		3080000	2023942	65.7124	2023931	11	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Increment in building rent from Rs. 10000.00/- to Rs. 50000.00/- per month				
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	E-Voting	2298966	2021816	87.9446	2021816	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		2298966	2021816	87.9446	2021816	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	781034	2126	0.2722	2115	11	99.4826	0.5174
	Poll							
	Postal Ballot (if applicable)							
	Total		781034	2126	0.2722	2115	11	99.4826
Total		3080000	2023942	65.7124	2023931	11	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of park and sale commission agreement with BRD Car World Limited u/s 188 of the Companies Act 2013				
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	E-Voting	2298966	2021816	87.9446	2021816	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		2298966	2021816	87.9446	2021816	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	781034	2126	0.2722	2115	11	99.4826	0.5174
	Poll							
	Postal Ballot (if applicable)							
	Total		781034	2126	0.2722	2115	11	99.4826
Total		3080000	2023942	65.7124	2023931	11	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Remuneration to Managing Director in excess of 5% of the Net Profit of the company				
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	E-Voting	2298966	2021816	87.9446	2021816	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		2298966	2021816	87.9446	2021816	0	100.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	781034	2126	0.2722	2115	11	99.4826	0.5174
	Poll							
	Postal Ballot (if applicable)							
	Total		781034	2126	0.2722	2115	11	99.4826
Total		3080000	2023942	65.7124	2023931	11	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	