

# **ARUN GOEL & ASSOCIATES**

**COMPANY SECRETARIES**

**OFFICE: 169, BASEMENT, ASHOKAPART-3, FARIDABAD-121003, HARYANA**

## **Report of Scrutinizer - Consolidated (on E-voting)**

**[Pursuant to section 108, 109 of Companies Act, 2013 and Rule 20(xi) of Companies (Management and Administration) Rules, 2014]**

To  
The Chairperson/Resolution Professional  
Mr. Arvind Kumar,  
25<sup>th</sup> Annual General Meeting of the  
Equity Shareholders of Richa Industries Limited  
Plot No.29, DLF Industrial Area  
Phase-II, Faridabad-121003

Subject: Consolidated Scrutinizer Report on remote E-Voting and e-voting conducted pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and administration) Rules, 2014, as amended by the Companies (Management and administration) Amendment Rules, 2015 for the 25<sup>th</sup> Annual General Meeting of M/s Richa Industries Limited for the financial year 2018-19 held on Thursday, 30<sup>th</sup> September, 2021 at 10:00 A.M through Video Conferencing (VC)/Other Audio-Visual Means (OAVM).

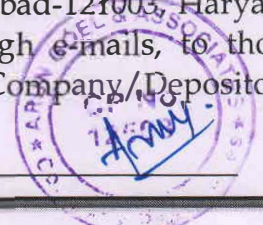
Dear Sir,

I, Arun Goel, Practicing Company Secretary, having office at 169, Basement, Ashoka Part-III, Faridabad-121003 Haryana, has been appointed as Scrutinizer pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and administration) Rules, 2014, as amended to conduct the remote e-voting process and e-voting process in respect of the below mentioned resolution proposed at the 25<sup>th</sup> Annual General Meeting of Richa Industries Limited for the financial year 2018-19 held on Thursday, 30<sup>th</sup> September, 2021 at 10:00 A.M through Video Conferencing (VC)/Other Audio-Visual Means (OAVM).

The management of the Company/ Resolution Professional is responsible to ensure the compliances of the Companies Act, 2013 and Rule thereof on the resolutions contained in the Notice of 25<sup>th</sup> AGM. My responsibilities as scrutinizer is restricted to make a scrutinizer report of the votes cast For or Against the resolution stated in the Notice.

I hereby furnish the consolidated report as under:

- 1) The Notice dated 14.08.2021 for convening the 25<sup>th</sup> AGM of the Company for FY 2018-19 on Thursday, September 30, 2021 at 10.00 A.M. at Registered office of the Company at Plot no-29, DLF Industrial Area, Phase-II, Faridabad-121003, Haryana was circulated to the shareholders of the Company through e-mails, to those members whose email ids are registered with the Company/Depository

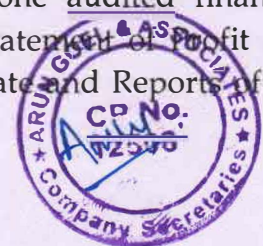


Participants(s). The dispatch of Notice of AGM was completed on September 08, 2021.

- 2) The Company had availed the remote e-voting and e-voting facility offered by Link Intime India Private Limited ("LI IPL/ Service Provider) for conducting remote e-voting/e-voting by the shareholder of the company.
- 3) The remote e-voting commenced from Monday, 27<sup>th</sup> September, 2021 at 9.00 a.m. and ends on Wednesday, 29<sup>th</sup> September, 2021 at 5.00 P.M. and at the end of remote e-voting period, voting portal of service provider was blocked forthwith.
- 4) Members who had not casted their vote by remote e-voting are allowed to do e-voting at the AGM.
- 5) The shareholders holding shares as on cut off date i.e September 23, 2021 were entitled to vote on the resolution stated in the Notice of the 25<sup>th</sup> AGM of the Company.
- 6) After the closure of e-voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and were counted.
- 7) I have scrutinized and reviewed the remote e-voting prior and e-voting AGM during the AGM and vote cast therein based on the data downloaded from the LI IPL e-voting system
- 8) The E-voting have been carried out in fair and transparent manner.
- 9) Brief summary of Voting is as under:

Details	Information
Dates and timing of E-voting	Monday, 27 <sup>th</sup> September, 2021 at 9.00 a.m. and ends on Wednesday, 29 <sup>th</sup> September, 2021 at 5.00 P.M.
Date and timing of A.G.M.	30 <sup>th</sup> September, 2021 at 10:00 AM
Total Number of Shares on Record Date	23430000

**Resolution-1:** To receive, consider and adopt the standalone audited financial statements including Balance Sheet as at March 31, 2019, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and Reports of the Board of Directors and Auditors thereon.



### Ordinary Resolution

#### a) Voted in favour of the Resolution :

Number of Member Voted	Number of valid votes cast by them	% of total number of valid vote cast
45	9478	90.4044

#### b) Voted against the Resolution :

Number of Member Voted	Number of valid votes cast by them	% of total number of valid vote cast
7	1006	9.5956

#### c) Votes Invalid :

Number of Member whose votes were declared invalid	Number of Invalid Votes cast by them
0	0

**Resolution-2:** To receive, consider and adopt the consolidated audited financial statements including Balance Sheet as at March 31, 2019, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and Report of the Auditors thereon.

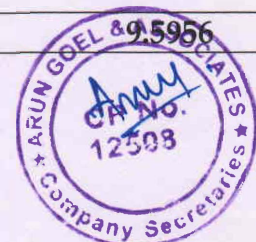
### Ordinary Resolution

#### a) Voted in favour of the Resolution :

Number of Member Voted	Number of valid votes cast by them	% of total number of valid vote cast
45	9478	90.4044

#### b) Voted against the Resolution :

Number of Member Voted	Number of valid votes cast by them	% of total number of valid vote cast
7	1006	9.5956



**c) Votes Invalid :**

Number of Member whose votes were declared invalid	Number of Invalid Votes cast by them
0	0

**Resolution-3: To appoint Statutory Auditors of the Company and to fix their remuneration:** To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution

**“RESOLVED THAT** pursuant to the provisions of Section 139,142 of the Companies Act, 2013 (“Act”), and other applicable provisions of the Act, if any and the rules made there under, the appointment of M/s. Sri Prakash & Co, (ICAI Firm Registration No. 002058C), as the auditors of the Company to hold office till the conclusion of the Annual General Meeting (“AGM”) to be held in the year 2023 be and is hereby appointed and that the Resolution Professional be and is hereby authorized to fix the remuneration payable to them.

**Ordinary Resolution**

**a) Voted in favour of the Resolution :**

Number of Member Voted	Number of valid votes cast by them	% of total number of valid vote cast
43	6590	84.6608

**b) Voted against the Resolution :**

Number of Member Voted	Number of valid votes cast by them	% of total number of valid vote cast
8	1194	15.3392

**c) Votes Invalid :**

Number of Member whose votes were declared invalid/Abstain	Number of Invalid/Abstain Votes cast
1	2700

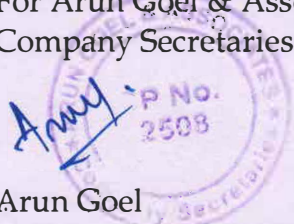


- 10) This Consolidated report has been prepared in consonance with the voting through e-voting.
- 11) The Resolution Professional may proceed to declare the results as all ordinary resolution are passed, as per his convenience and subject to compliance of the timelines prescribed in the Companies Act, 2013.

Note: The Corporate Insolvency Resolution Process ("CIRP") has been initiated, on a petition filed by Tata Bluescope Steel Limited against Richa Industries Limited ("the Company"), vide an Order dated 18-12-2018 ("Insolvency Commencement Date") by the Hon'ble National Company Law Tribunal ("NCLT"), Chandigarh Bench, under the provisions of the Insolvency and Bankruptcy Code, 2016 ("the Code"). Mr. Arvind Kumar, IP Registration No. IBBI/IPA-001/IP-P00178/2017-2018/10357 has been appointed as Interim Resolution Professional ("IRP") to manage affairs of the Company in accordance with the provisions of the Code and thereafter appointed as the Resolution Professional ("RP") by the committee of creditors ("CoC") of the Company in the meeting held on January 17, 2019 under the provisions of the Code. Pursuant to the Hon'ble NCLT Order for commencement of the CIRP and in line with the Provisions of the Code, the power of the Board of Directors stands suspended and same is being exercised by RP in terms of the provisions of Section 17 & 20 of the Code. Further vide an Order dated June 7, 2019, Hon'ble NCLT has extended the CIRP period for a further period of 90 days beyond the initial statutory period of 180 days. Pursuant to the non-approval of resolution plan, the COC in its meeting held on 03.09.2019 has passed a resolution for liquidation of Company and directed the Resolution Professional to file an application, seeking order of liquidation, before Adjudicating Authority "AA"; consequent to which, the RP has filed an application for liquidation on 12<sup>th</sup> September 2019 which is pending for approval by AA.

Thanking You,  
Yours faithfully,

For Arun Goel & Associates  
Company Secretaries

  
Arun Goel  
Membership no- F9892  
Certificate of Practice No- 12508  
UDIN: F009892C001071128

Place: Faridabad  
Date: 01-10-2021