



**RISHIROOP**

Rishiroop Ltd.

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Tel: +91-22-4095 2000  
CIN: L25200MH1984PLC034093  
[www.rishiroop.in](http://www.rishiroop.in)

RL/MUM/AF/25/2024-25

August 12, 2024

To,  
Department of Corporate Services  
BSE Ltd,  
P.J.Towers, Dalal Street,  
Fort, Mumbai - 400 001

Ref.: BSE Scrip Code No.526492 : ISIN INE582D01013

Dear Sirs,

**Sub : Regulation 30 of SEBI (LODR) Regulations, 2015 -  
Summary of proceedings of 39<sup>th</sup> Annual General Meeting held on August 12, 2024**

The 39<sup>th</sup> Annual General Meeting ('AGM' or 'meeting') of the Members of Rishiroop Limited ('Company') was held on Monday, August 12, 2024 at 11.00 a.m. through Video Conferencing ('VC') /Other Audio Visual Means ('OAVM'), without the physical presence of the Members at a common venue, in accordance with the applicable provisions of the Companies Act, 2013, the SEBI Listing Regulations, 2015 and related circulars issued by the Ministry of Corporate Affairs and SEBI.

Total of 45 members were present through Video Conference as per the record of attendance.

At the outset Chairman introduced himself and the other members of the Board of Directors and Key Managerial Personnel who were present at the meeting through VC along with representatives of the Auditors and the Scrutinizer appointed for the AGM. He also specified the location from where they were attending the meeting.

After obtaining confirmation that the required quorum was present, Mr. Arvind M. Kapoor, Chairman of the Board of Directors, took the Chair and called the meeting to order. He invited the Company Secretary to highlight certain points with respect to the conduct of the meeting.

Company Secretary informed that the Registered Office of the Company was deemed to be the venue of the meeting.



He informed Members that the statutory registers and documents referred to in the Notice of 39<sup>th</sup> AGM were available and kept open and accessible during the meeting. He also informed that since the meeting was being conducted through VC without the physical attendance of members, there was no requirement of appointment of proxies, and therefore, no proxies have been received. He invited the Chairman to deliver his formal address.

Chairman delivered his address to the Members. He summarized the performance of the Company during the year under review including the financial highlights and CSR performance.

He informed that the Notice of the Annual General Meeting, Directors' Report and other documents had been sent to the Members via email, and with the permission of the Members these documents were taken as read.

He also informed that there were no qualifications, observations or comments in the Statutory Auditor's Report and Secretarial Auditors Report, and with the permission of Members these Report were taken as read.

Thereafter, Chairman read out the items listed on the Agenda (as below) -

**ORDINARY BUSINESS:**

1. Adoption of Directors' Report, Financial Statements for year ended March 31, 2024, and the Auditors' Report thereon;
2. Declaration of final dividend on equity shares for the financial year 2023-24 @ 18% i.e. Rs.1.80 per equity share;
3. Reappointment of Mr. Arvind M Kapoor, Director (DIN-00002704) who retires by rotation;

**SPECIAL BUSINESS:**

4. Continuation of Mr. Atul Shah, Non-Executive Director (DIN-00004528) who will attain the age of seventy-five years (Special Resolution);
5. Consent of member for increase in the limits applicable for making investments under Section 186 of the Companies Act, 2013 (Special Resolution);
6. To consider and approve place other than the registered office where statutory register, returns etc. of the company may be kept (Special Resolution);

These 6 items were put to vote by the members.



The e-voting procedure was summarized as under:

As per Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 44 of SEBI Listing Regulations, 2015, the Company has provided e-voting platform of Central Depository Services Ltd to the shareholders for exercising their voting rights in electronic form.

The Company has appointed CS Shreyans Jain, Practicing Company Secretary, as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

The remote e-voting window opened on Thursday, August 8, 2024 at 9.00 a.m. and closed on Sunday, August 11, 2024 at 5.00 p.m. Members who have not voted earlier, could vote during the AGM on the CDSL e-voting platform. The electronic voting facility would close 15 minutes after the conclusion of the AGM.

The results of voting on each resolution would be determined by adding the votes of remote e-voting in favour of or against a resolution, along with the votes casted during the meeting by the members in favour of or against the respective resolution.

As per the Reg. 44 of SEBI Regulations, 2015, the combined results of remote e-voting and e-voting during AGM shall be submitted to BSE Limited within two working days of conclusion of the AGM. The voting results would also be uploaded on the website of the Company, and on CDSL website.

Chairman then requested the speakers who had registered with the Company to ask their questions and give their views, following which he responded to the questions.

Chairman expressing his sincere appreciation to the shareholders who had taken the time to attend the meeting through Video Conference. The meeting concluded at 11.32 am.

E-voting results would be communicated separately to the Exchange.

Thanking you,

Yours sincerely,

For RISHIROOP LIMITED



AGNELO A. FERNANDES  
COMPANY SECRETARY