



CIN L65990MH1994PLC084098

October 01, 2024

To,
BSE Limited
The Department of Corporate Services
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai- 400 001

Ref: Scrip Code: 531583

Subject: Submission of Consolidated Scrutiniser's Report issued by Scrutinizer

Dear Sir/Madam,

This is to inform you that the 30th Annual General Meeting (AGM) of the Company was held on Monday, 30th September, 2024 at 11.00 AM. Through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") in accordance with circular(s) issued by Ministry of Corporate Affairs and Securities and Exchange Board of India. The Company provided remote e-voting facility and also electronic voting facility at the AGM to its Members in respect of business to be transacted at AGM.

Please find enclosed herewith the Consolidated Report of the Scrutinizers, dated 01st October, 2024, on e-voting and electronic voting at the AGM.

The above results will also be available on the website of the Company (www.rapmedialtd.co.in) and on the e voting website of Central Depository Services (India) Limited (www.evotingindia.com).

You are requested to kindly take the same on records.

Thanking you,

For **Rap Media Limited**

Rupinder Singh Arora
Managing Director
DIN: 00043968

Encl: As above

Registered Office :

B1 Lilaram Bhavan, Dandpada Khar Danda, Khar West Mumbai 400 052

Tel .: 91-22-42905000(10 Lines) | Fax : 91-22-26494657

Website : www.rapmedialtd.co.in | Email : info@rapmalls.com



Add: 105, B Wing, Halkara Complex, Avdhoot Nagar, Dahisar East, Mumbai – 400068

To,

The Chairman/ Company Secretary

RAP MEDIA LIMITED (“the Company”)

CIN: L65990MH1994PLC084098

Regd Office: B1, Lilaram Bhavan, Dandpada, KharDanda,

Khar West, Khar Colony, Mumbai, Mumbai, Maharashtra, India, 400052

Sub: Consolidated Scrutinizers Report in respect of e-voting for the 30th Annual General Meeting ('AGM') of the Company held on 30th September, 2024.

The Board of Directors of RAP Media Limited ('the Company') at its meeting held on 13th August, 2024 has appointed me, Amit Jaste of Amit Jaste & Associates, Practising Company Secretaries, as the scrutinizer for the remote e-voting process and venue e-voting process for the AGM pursuant to the provisions of the Section 108 & 109 of the Companies Act, 2013 ('the Act') read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 ('the Rules') and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 as amended from time to time.

The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 & relevant Rules and provisions of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 relating to e-voting. My responsibility as a scrutinizer for e-voting process for AGM is restricted to make a Scrutinizer's Report of the votes cast by the members on the resolutions contained in Notice dated 2nd September, 2024, ("Notice of AGM") i.e. on votes cast "in favour" or "against" and "invalid votes" based on the reports generated from the e-voting service provided by e-voting service provider viz. Central Depository Services Limited, appointed by the Company.

Pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April 2020, 5th May 2020 respectively and Circular No 2/2021 dated 13th January 2021 and 14th December 2021, Circular No. 10/2022 dated 28th December 2022 and Circular No 9/2023 dated 25th September 2023 issued by the Ministry of Corporate Affairs (“MCA”) and the Securities and Exchange Board of India (“SEBI”) Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023, the AGM of the Company was held by Video Conferencing and the voting for the items mentioned in the Notice of AGM was transacted through only through e-voting (remote as well as venue e-voting).

I further submit my report as under:

1. The Company had appointed Central Depository Services Limited (“CDSL”) as the service provider to facilitate remote e-voting and venue e-voting to the members of the Company.
2. Satellite Corporate Services Private Limited is the Registrar & Share Transfer Agent (‘RTA’) of the Company.
3. Notices convening the Annual General Meeting of the Company, along with the process for e-voting were sent in electronic mode only to those members whose email addresses are registered with the Company/ Depositories. The notice convening the Annual General Meeting was also placed on the website of the Company. The Public advertisement in this regard was published in English Newspaper (The Free Press Journal) and a vernacular newspaper (Nav Shakti) on 7th September, 2024.
4. The Shareholders holding the shares as on the “cut off” date i.e. 23rd September, 2024 were entitled to vote on the proposed resolutions. The remote e-voting period commenced on Wednesday, 25th September, 2024 (09:00 A.M. IST) and ended on Sunday, 29th September, 2024 (05.00 P.M. IST).
5. At the end of the voting period on 29th September, 2024 at 05.00 P.M., the voting portal of the service provider was blocked.
6. After conclusion of the venue-voting at the AGM, remote e-voting facility was duly unblocked by me as a scrutinizer in the presence of two witnesses who were not in the employment of the Company/ RTA.

The results of the remote e-voting for the AGM and voting at the Venue of AGM, based on the report generated by CDSL under the remote evoting and venue voting, are as under:

ORDINARY BUSINESS:**(a) Item No. 1 of the Notice (As an Ordinary Resolution):**

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2024 together with the reports of Board of Directors' and the Auditors' thereon;

Total Votes cast

No. of Members who cast their votes	No. of Shares voted	% of Total paid up share capital
58	2683876	45.64 %

Manner of Voting	Valid Votes in favor of the resolution		Valid Votes against the resolution		Abstain Votes	Invalid Votes
	Nos.	% of Total votes casted	Nos.	% of Total votes casted	Nos.	Nos.
Remote e-voting	2337221	87.08 %	346655	12.92 %	0	0
Venue Voting	0	0	0	0	0	0
Total	2337221	87.08 %	346655	12.92 %	0	0

Based on the aforesaid result generated as per report provided by CDSL, Resolution at Item No. 1 of the Notice of AGM stands passed with the requisite majority.

(b) Item No. 2 of the Notice (As an Ordinary Resolution):

To appoint a Director in place of Ms. Ritika Arora (DIN: 00102510), who retires by rotation and being eligible, offers herself for re-appointment.

Total Votes cast

No. of Members who cast their votes	No. of Shares voted	% of Total paid up share capital
58	2683876	45.64 %

Manner of Voting	Valid Votes in favor of the resolution		Valid Votes against the resolution		Abstain Votes	Invalid Votes
	Nos.	% of Total votes casted	Nos.	% of Total votes casted	Nos.	Nos.
Remote e-voting	2337121	87.08%	346755	12.92%	0	0
Venue Voting	0	0	0	0	0	0
Total	2337121	87.08%	346755	12.92%	0	0

Based on the aforesaid result generated as per report provided by CDSL, Resolution at Item No. 2 of the Notice of AGM stands passed with the requisite majority.

SPECIAL BUSINESS:**(c) Item No. 3 of the Notice (As a Special Resolution):****Authorisation under Section 186 of the Companies Act, 2013****Total Votes cast**

No. of Members who cast their votes	No. of Shares voted	% of Total paid up share capital
58	2683876	45.64 %

Manner of Voting	Valid Votes in favor of the resolution		Valid Votes against the resolution		Abstain Votes	Invalid Votes
	Nos.	% of Total votes casted	Nos.	% of Total votes casted	Nos.	Nos.
Remote e-voting	2337221	87.08 %	346655	12.92 %	0	0
Venue Voting	0	0	0	0	0	0
Total	2337221	87.08 %	346655	12.92 %	0	0

Based on the aforesaid result generated as per report provided by CDSL, Resolution at Item No. 3 of the Notice of AGM stands passed with the requisite majority.

(d) Item No. 4 of the Notice (As a Special Resolution):

Change of Name of the Company

Total Votes cast

No. of Members who cast their votes	No. of Shares voted	% of Total paid up share capital
58	2683876	45.64 %

Manner of Voting	Valid Votes in favor of the resolution		Valid Votes against the resolution		Abstain Votes	Invalid Votes
	Nos.	% of Total votes casted	Nos.	% of Total votes casted		
Remote e-voting	2337221	87.08 %	346655	12.92 %	0	0
Venue Voting	0	0	0	0	0	0
Total	2337221	87.08 %	346655	12.92 %	0	0

Based on the aforesaid result generated as per report provided by CDSL, Resolution at Item No. 4 of the Notice of AGM stands passed with the requisite majority.

(e) Item No. 5 of the Notice (As a Special Resolution):

Alteration of Articles of Association by adopting fresh Set of Articles

Total Votes cast

No. of Members who cast their votes	No. of Shares voted	% of Total paid up share capital
58	2683876	45.64 %

Manner of Voting	Valid Votes in favor of the resolution		Valid Votes against the resolution		Abstain Votes	Invalid Votes
	Nos.	% of Total votes casted	Nos.	% of Total votes casted	Nos.	Nos.
Remote e-voting	2336721	87.07%	347155	12.93%	0	0
Venue Voting	0	0	0	0	0	0
Total	2336721	87.07%	347155	12.93%	0	0

Based on the aforesaid result generated as per report provided by CDSL, Resolution at Item No. 5 of the Notice of AGM stands passed with the requisite majority.

(f) Item No. 6 of the Notice (As a Special Resolution):

Borrowings Powers of the Company

Total Votes cast

No. of Members who cast their votes	No. of Shares voted	% of Total paid up share capital
58	2683876	45.64 %

Manner of Voting	Valid Votes in favor of the resolution		Valid Votes against the resolution		Abstain Votes	Invalid Votes
	Nos.	% of Total votes casted	Nos.	% of Total votes casted	Nos.	Nos.
Remote e-voting	2336721	87.07%	347155	12.93%	0	0
Venue Voting	0	0	0	0	0	0
Total	2336721	87.07%	347155	12.93%	0	0

Based on the aforesaid result generated as per report provided by CDSL, Resolution at Item No. 6 of the Notice of AGM stands passed with the requisite majority.

(g) Item No. 7 of the Notice (As a Special Resolution):

Mortgaging/Charging of the properties of the Company

Total Votes cast

No. of Members who cast their votes	No. of Shares voted	% of Total paid up share capital
58	2683876	45.64 %

Manner of Voting	Valid Votes in favor of the resolution		Valid Votes against the resolution		Abstain Votes	Invalid Votes
	Nos.	% of Total votes casted	Nos.	% of Total votes casted	Nos.	Nos.
Remote e-voting	2336321	87.05%	347555	12.95%	0	0
Venue Voting	0	0	0	0	0	0
Total	2336321	87.05%	347555	12.95%	0	0

Based on the aforesaid result generated as per report provided by CDSL, Resolution at Item No. 7 of the Notice of AGM stands passed with the requisite majority.

All relevant records relating to e-voting in respect of AGM, shall be under my safe custody till the Chairman considers, approves and signs the minutes and thereafter the same shall be handed over to you or any other person authorized by you.

Yours faithfully
Thanking You,

Place : Mumbai
Date : 01-10-2024

Amit Jaste
Proprietor
Amit Jaste & Associates
Practising Company Secretaries
FCS - 7289; CP No. 12234
UDIN: F007289F001400692