

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) of the Companies  
(Management and Administration) Amendment Rules, 2015]

CIN	L16003UP1994PLC016225
Name of the Company	RTCL Limited
Meeting	30 <sup>th</sup> Annual General Meeting
Date & Time	Saturday, 28 <sup>th</sup> September, 2024 at 02:30 P.M
Venue	8/226, Second Floor, SGM Plaza, Arya Nagar, Kanpur Uttar Pradesh 208001

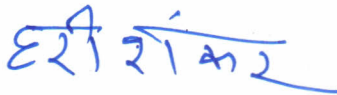
To,  
The Chairman

30<sup>th</sup> (Thirtieth) Annual General Meeting of the Equity Shareholders of **RTCL LIMITED**, held on 28<sup>th</sup> September, 2024 at 02:30 P.M. at the registered office of the Company situated at 8/226, Second Floor, SGM Plaza, Arya Nagar, Kanpur Uttar Pradesh-208001

Dear Sir,

I Sushil Kumar Gupta, Proprietor of Sushil Gupta & Associates, Company Secretaries having its Office at G-206, Yog Towers, 140/60-61, Civil Lines, Kanpur -208001 have been appointed by the Board of Directors of **RTCL LIMITED** as Scrutinizer for the remote E-Voting including through Poll at the meeting pursuant to Section 108 and Section 109 of the Companies Act, 2013 read with Rule 20 of the Companies ( Management and Administration ) Amendments Rules, 2015 and Rule 21 of the Companies (Management and Administration) Rules, 2014 respectively in respect of the below mentioned resolutions proposed at the 30<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company held on 28<sup>th</sup> September, 2024 at 02:30 P.M. the registered office of the Company situated at 8/226, Second Floor, SGM Plaza, Arya Nagar, Kanpur Uttar Pradesh 208001.

1. The Company has engaged the services of National Securities Depository Limited ('NSDL') as the Authorised Agency to provide secured system for E-Voting Process.
2. The E-Voting period remained open from 25<sup>th</sup> September, 2024 (9:00 AM) up to 27<sup>th</sup> September, 2024 (5:00 P.M).
3. The Cut-off date (i.e., the record date) for the purpose of determining the entitlement for Remote E-Voting on the proposed resolutions is 21<sup>st</sup> September, 2024.
4. The Votes cast electronically were unblocked on 28<sup>th</sup> September, 2024 at 03:50 P.M. after the Annual General Meeting was concluded in the presence of two witnesses, Mr. Hari Shanker and Mr. Satyendra Shukla who are not in the employment of the Company. They have signed below in confirmation of the E-Votes being unblocked in their presence.



Hari Shanker



Satyendra Shukla



5. Thereafter, the details containing inter alia, the information about equity shareholders voting "For" and "Against" the resolutions were generated from the E-Voting website of National Security Depository Limited and based on such reports, the results of E-voting on each resolution are given hereunder:

Consolidated Results:

Item No.	Resolution	Assent	Dissent	Invalid Votes	Percentage	Result
1	To adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended on March 31st, 2024, together with the Board's Report, the Report of Auditors' thereon.	5950187	120742	-	98.48	Resolution passed with requisite majority
2.	To appoint a Director in place of Mr. Ajay Kumar Jain (DIN: 00043349), who retires by rotation and being eligible, offers himself for re-appointment.	5950187	120742	-	98.48	Resolution passed with requisite majority
3.	To appoint M/S. Kumar Piyush & Co., Chartered Accountants (Firm Registration no. 005120N), as Statutory Auditors of the company to fill the casual vacancy caused by the resignation of M/S. Aggrawal & Rampal (Firm registration no. 003072N), Chartered Accountant.	5950187	120742	-	98.48	Resolution passed with requisite majority
4.	To approve the power given to Director's to sell, lease, dispose of, mortgage, charge, hypothecation, collateral security and guarantee according to the provisions of Sec 180(1)(a) of the Companies Act, 2013 as Special Resolution	5921296	120743	-	98.00	Resolution passed with requisite majority
5.	To approve the power conferred on the Board subject to approval of shareholders for borrowing under section 180(1)(c) of the Companies Act, 2013 as Special Resolution.	5921296	120743	-	98.00	Resolution passed with requisite majority
6.	To approve the power to give loan, guarantee or security under section 186 of Companies Act, 2013 as Special Resolution.	5921296	120743	-	98.00	Resolution passed with requisite majority
7.	To approve the Related Party Transactions entered into by the Company in accordance with the provisions of Section 188 of the Companies Act, 2013.	5950187	120742	-	98.48	Resolution passed with requisite majority



**SUSHIL GUPTA & ASSOCIATES**  
Company Secretaries

G-206, Yog Towers, 14/60-61,  
Civil Lines, Kanpur - 208001  
Contact No.: 09336818408

6. The Register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary for safe keeping.

Place: KANPUR  
Date: 28.09.2024

For Sushil Gupta & Associates  
Company Secretaries



  
(Sushil Kumar Gupta)  
Proprietor  
Membership No.03151  
UDIN: F003151F001361112

"ANNEXURE-A"

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) of the Companies  
(Management and Administration) Amendment Rules, 2015]

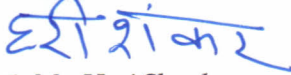
To,  
The Chairman  
RTCL Limited  
8/226, Second Floor, SGM Plaza Arya Nagar Kanpur, Uttar Pradesh- 208002

Dear Sir,

30<sup>th</sup> (Thirtieth) Annual General Meeting of the Equity Shareholders of RTCL Limited, held on 28<sup>th</sup> September, 2024 at 02:30 P.M. at the registered office of the Company situated at 8/226, Second Floor, SGM Plaza Arya Nagar Kanpur, Uttar Pradesh 208001.

The Votes cast electronically were unblocked on 28th September, 2024 at 03:50 P.M. after the Annual General Meeting was concluded in the presence of two witnesses, Mr. Hari Shanker and Mr. Satyendra Shukla who are not in the employment of the Company. They have witnessed the same as below that E- votes have been unblocked in their presence.

Witness:



1. Mr. Hari Shanker



2. Mr. Satyendra Shukla

Place: KANPUR  
Date: 28.09.2024

For Sushil Gupta & Associates  
Company Secretaries



  
(Sushil Kumar Gupta)  
Proprietor

Membership No.03151  
UDIN: F003151F001361112