

Royal Cushion Vinyl Products Limited

Cin no: L24110MH1983PLC031395

“Shlok” 60 – CD,

Govt. Industrial Estate, Charkop,

Kandivali (W), Mumbai – 400 067

Tel: + 91 22 286035 14, 16

Website: www.rcvp.in

Email: legalho83@gmail.com

March 03,2025

BSE Ltd.

Corporate Relation Department

1st Floor, New Trading Ring,

Rotunda Building, Phiroze Jeebhoy Towers,

Mumbai 400 001.

Script Symbol: ROYALCU

Script Code: 526193

ISIN: INE618A01011

Dear Sir/Madam,

Sub: Voting results and scrutinizer’s report on Postal Ballot

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith, details of voting results and scrutinizer’s report on the Postal Ballot conducted by the Company.

The Company had provided e-voting facility to Members through National Securities Depository Limited. Thee-voting period commenced from Thursday, 30th January, 2025 from 9.00 A.M. (IST) and ends at 5.00 P.M. (IST) on Friday, 28th February, 2025.

Request you to please take the same on your records.

Thanking you,

For Royal Cushion Vinyl Products Limited



Deepthi Parekh
Company Secretary & Compliance Officer
A-60978



Encl: a/a

Royal Cushion Vinyl Products Limited

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Govt. Industrial Estate, Charkop,
Kandivali (W), Mumbai – 400 067

Tel: + 91 22 28603514, 16

Website: www.rcvp.inEmail: leg.alho83@gmail.com**Result of Postal Ballot**

Pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 read together with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), also read with the General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 3/2022 dated 5th May, 2022, 11/2022 dated 28th December, 2022, 9/2023 dated 25th September, 2023 and 9/2024 dated 19th September, 2024, issued by the Ministry of Corporate Affairs, Government of India ('MCA Circulars'), the approval of shareholders was sought by postal ballot as per details furnished in the Postal Ballot Notice dated January 24, 2025, sent to all shareholders of the Company, on the following proposals for passing Special Resolution by way of postal ballot only by voting through electronic means.

1. Approval for investment of funds of the Company not exceeding INR 15.00 Crores, as may be determined by the Board of Directors of the Company from time to time, pursuant to provisions of Section 186 and 188 of the Companies Act, 2013 and Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Mrs. Padma Loya, a Practicing Company Secretaries from M/s. Loya and Shariff who was appointed as the scrutinizer for conducting postal ballot process in a fair and transparent manner, submitted his report on the postal ballot.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, details regarding postal ballot are as follows:

1	Date of Annual General Meeting/Extra Ordinary General Meeting	Not Applicable
2	Date of Postal Ballot Notice	24 th January, 2025
3	Total number of shareholders on record date	4893
4	Number of shareholder present in the meeting either in person or through proxy:	
	Promoters and Promoter Group:	Not Applicable
	Public:	Not Applicable
5	Number of shareholders attended meeting through video conferencing:	
	Promoters and Promoter Group:	Not Applicable
	Public:	Not Applicable

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On the basis of the report received from Mrs. Padma Loya, a Practicing Company Secretaries from M/s. Loya and Shariff and scrutinizer, since 99.99% of total votes polled are in favour of the above-mentioned Resolution no. 1, the said resolutions are duly passed as Special Resolutions as mentioned in the notice dated January 24, 2025, with requisite majority, as per Annexure I.

For Royal Cushion Vinyl Products Limited


Deepthi Parekh

Company Secretary & Compliance Officer
A-60978



VOTING RESULTS

Particulars		
Date of the AGM/EGM/Postal Ballot		March 3 rd , 2025
Cut-off date		January 24 th , 2025
Total number of shareholders on cut-off date		4893
No. of shareholders present in the meeting either in person or through proxy		
a) Promoters and Promoter group		Not applicable
b) Public		Not applicable
No. of shareholders attended the meeting through video conferencing		
a) Promoters and Promoter group		Not applicable
b) Public		Not applicable
No. of resolution passed in the meeting		1



Resolution (1)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Approval for investment of funds of the Company not exceeding INR 15.00 Crores, as may be determined by the Board of Directors of the Company from time to time, pursuant to provisions of Section 186 and 188 of the Companies Act, 2013 and Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding gshares	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			0.00	0	0	0	0.00
	Poll	14604378	0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total	14604378	0	0.00	0	0	0.00	0.00
Public-Institutions	E-Voting		0	0.00	0	0	0	0
	Poll	2064948	0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total	2064948	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting		5584110	28.03	5583764	346	99.99	0.01
	Poll	19919136	0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total	19919136	5584110	28.03	5583764	346	99.99	0.01
	Total	36588462	5584110	15.26	5583764	346	99.99	0.01



REPORT OF SCRUTINIZER

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]

March 3rd, 2025

To,
The Chairman
ROYAL CUSHION VINYL PRODUCTS LIMITED

Dear Sir,

Sub: Scrutinizer's Report on postal ballot through remote e-voting in respect of passing of resolution set-out in the notice dated January 24th, 2025.

I, Padma Loya, Partner of M/s. Loya & Shariff, being appointed as scrutinizer by Board of Directors of Royal Cushion Vinyl Products Limited pursuant to Section 108 and Section 110 of the Companies Act 2013 and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the postal ballot through e-voting in respect of the below stated resolutions as proposed in the Postal Ballot Notice dated January 24th, 2025, and I submit my report as under:

1. Management Responsibility

The management is responsible for ensuring compliance under the provisions of Section 110, and other applicable provisions of the Companies Act, 2013, as amended (the "Act"), read together with the Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended (the "Management rules"), General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated 19th September, 2024 issued by the Ministry of Corporate Affairs, Government of India (collectively referred to as "MCA Circulars"), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of postal ballot through remote e-voting.

LOYA & SHARIFF
Practicing Company Secretaries

The Postal Ballot Notice dated January 24th, 2025, along with the explanatory statement setting out material facts under Section 102 of the Act was sent only through electronic mode to those Members whose e-mail addresses were registered with the Company/Depositories.

2. Scrutinizer's Responsibility

My responsibility as the Scrutinizer of the voting process, is restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the voted cast in favour and against the resolution stated in the Postal Ballot Notice, based on the reports generated from the E-voting system provided by National Securities Depository Limited ("NSDL") the service Provider.

The Company had availed thee-voting facility offered by NSDL for conducting e-voting by electronic means.

3. Cut-off Date

The shareholders of the Company holding shares as on the cut-off date of January 24th, 2025, were entitled to vote on the resolution as contained in the postal ballot notice.

4. Postal Ballot Process

- i. In accordance with the Postal Ballot Notice and the 'Advertisement' published pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014. The Postal ballot through e-voting commenced at 9.00 a.m. IST on Thursday, 30th January, 2025 and closed at 5.00 p.m. IST on Friday, 28th February, 2025, and the e-voting module was blocked by NSDL thereafter.
- ii. The Votes cast under e-voting were thereafter unblocked and downloaded on Monday, March 3rd, 2025 at 11:00 AM from the portal of NSDL and was witnessed by two witnesses, Ms. Tasneem Shariff and Ms. Rehanabibi Kudalkar Rijwan, who are not in the employment of the Company and/or the NSDL. They have signed below in the confirmation of the same.

Hyderabad Office: C1, 2nd Floor, Sumukhi Sahiti Orbit Apts., Madhapur, Hyderabad -500 081, Telangana
Mumbai Office: Shreeji Darshan Building, 1st Floor, 165, Seawoods West, Sector 44, Navi Mumbai -400706
Email: loyaandshariff@gmail.com, Ph no.+919687157540/9866112085

Loya & Shariff

Practicing Company Secretaries

Padma Loya

CS Padma Loya
M.No.25349COP 14872
F.No.25/P2021T/08510

LOYA & SHARIFF
Practicing Company Secretaries



Ms. Tasneem Shariff



Ms. Rehanabibi Kudalkar Rijwan

- iii. I have scrutinized and reviewed the remote e-voting based on the data downloaded from the NSDL e-voting system, at <https://www.evoting.nsdl.com>.

5. Postal Ballot Result

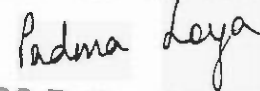
I now submit my report as under on the results of the remote e-voting in respect of the Special Resolution:

1) Resolution No. 1-Special Resolution

Approval for investment of funds of the Company not exceeding INR 15.00 Crores, as may be determined by the Board of Directors of the Company from time to time, pursuant to provisions of Section 186 and 188 of the Companies Act, 2013 and Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the following resolution as a Special Resolution:

		<u>Valid votes</u>				<u>Invalid votes</u>	
		<u>Voted in Favour</u>		<u>Voted Against</u>			
No. of members	No. of Votes Casted	% of valid votes	No. of members	No. of Votes Casted	% of valid votes	No. of members	No. of Votes Casted
39	5583764	99.99	9	346	0.01	NIL	NIL

Loya & Shariiff
Practicing Company Secretaries



CS Padma Loya
MNo. 253-B COP 14972
Firm No. P2021TLCS5712

LOYA & SHARIFF
Practicing Company Secretaries

6. Custody of Records

All electronic data and relevant records of e-voting have been handed over to the Company Secretary for safe keeping.

Based on the above information, you may kindly announce the results.

Thanking you

Yours Sincerely,

For and on behalf of
LOYA & SHARIFF
Practicing Company Secretaries

Padma Loya

CSPADMALOYA
Partner
M. No. 25349, COP. 14972
UDIN: A025349F004032374
PR No: 5823/2024



Place: Mumbai
Date: 03/03/2025

Resolution (1)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in this agenda/resolution?		No						
Description of resolution considered:		Approval for investment of funds of the Company not exceeding INR 15.0 Crores, as may be determined by the Board of Directors of the Company from time to time, pursuant to provisions of Section 186 and 188 of the Companies Act, 2013 and Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.						
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	14604378		0.00	0	0	0	0.00
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		14604378	0	0.00	0	0	0.00
Public-Institutions	E-Voting	2064948		0.00	0	0	0	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		2064948	0	0.00	0	0	0.00
Public-Non Institutions	E-Voting	19919136	5584110	28.03	5583764	346	0.01	0.01
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		19919136	5584110	28.03	5583764	346	0.01
Total		36588462	5584110	15.26	5583764	346	0.01	0.01

Loya & Shariff
 Practicing Company Secretaries
Padma Loya
CS Padma Loya
 M No. 2019 COP 14972
 Firm No. 210211/08/100
 98 99

VOTING RESULTS

Particulars	
Date of the AGM/EGM/Postal Ballot	March 3 rd , 2025
Cut-off date	January 24 th , 2025
Total number of shareholders on cut-off date	4893
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	Not applicable
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	Not applicable
b) Public	
No. of resolution passed in the meeting	1

Loya & Shariff
Practicing Company Secretaries

Padma Loya

CS Padma Loya
M.No. 25349 COP 14672
Firm No. P2021TL085300