



20th August, 2024

The Department of Corporate Services BSE Limited Ground Floor, P. J. Towers Dalal Street, Fort Mumbai – 400 001 Scrip Code : 533168	National Stock Exchange of India Ltd. Listing Department, Exchange Plaza, Bandra-Kurla Complex Bandra (E), Mumbai – 400 051 Symbol: ROSSELLIND
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Dear Sirs,

Sub.: **Submission of Scrutinizer's Report along with Voting Results of the 30th Annual General Meeting of the Company**

In continuation of our letter dated 20th August, 2024 enclosing therein the Proceedings of 30th Annual General Meeting (AGM) of the Company held through Video Conferencing / Other Audio Visual Means, please find enclosed further:

1. The Consolidated Scrutinizer's Report in compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as received from M/s. A.K. Labh & Co. Company Secretaries, the Scrutinizer appointed for that purpose;
2. The Voting Results of the 30th AGM of the Company in the format as prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and further dissemination.

Yours faithfully,
For **ROSSELL INDIA LTD.**

(NIRMAL KUMAR KHURANA)
DIRECTOR (FINANCE) AND
COMPANY SECRETARY



Encl.: as above

A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

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Website : www.aklabh.com

CONSOLIDATED SCRUTINIZER'S REPORT

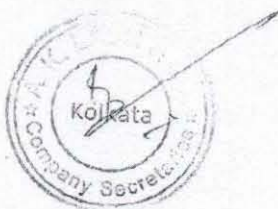
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

The Chairman
of the 30th Annual General Meeting of
Russell India Limited
Jindal Towers, Block 'B', 4th Floor
21/1A/3, Darga Road
Kolkata - 700 017

Dear Sir,

I, Atul Kumar Labh, Practising Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the 30th Annual General Meeting (“AGM”) of the members of “*Russell India Limited*” (“*Company*”) held on Tuesday, the 20th day of August, 2024 at 12:00 P.M. IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in terms of MCA Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 02/2021 dated 13th January, 2021, 19/2021 dated 8th December, 2021, 21/2021 dated 14th December, 2021, 02/2022 dated 5th May, 2022, 10/2022 dated 28th December, 2022 and 09/2023 dated 25th September, 2023 (collectively referred as “MCA Circulars”) for the purpose of scrutinizing the electronic voting (“e-voting”) process through remote e-voting and e-voting at the AGM in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and the Rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the Notice of the AGM dated the 29th day of May, 2024. My responsibility as a scrutinizer for remote e-voting and e-voting at the AGM is restricted to make a Scrutinizer's Report of the votes cast “in favour” or “against” the resolutions, based on the reports generated from the e-voting system of National Securities Depository Limited (“NSDL”), the agency engaged by the Company to provide the facilities for both remote e-voting and e-voting at the AGM.



A. K. LABH

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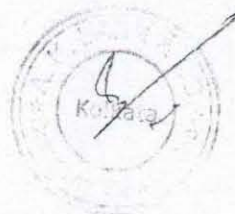
Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

I submit my report as under:

1. The remote e-voting period remained open from 09:00 A.M. IST on Friday, the 16th day of August, 2024 up to 5:00 P.M. IST on Monday, the 19th day of August, 2024.
2. The shareholders holding shares as on the "cut off" date, i.e. the 13th day of August, 2024 were entitled to vote on the proposed 4 (Four) resolutions as mentioned in the Notice of the AGM dated the 29th day of May, 2024.
3. The Company had also provided e-voting facility at the AGM to enable the shareholders attending the AGM through VC / OAVM to cast the votes in case the same had not been cast by them through remote e-voting.
4. The votes were unblocked on Tuesday, the 20th day of August, 2024 around 02:10 P.M. IST after the completion of the AGM in the presence of two witnesses, namely, Mr. Rohit Kumar, residing at Basundhara Apartment, Flat No. 6, 3rd Floor, 1 No. Airport, North 24 Parganas, Kolkata - 700079 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata - 700060, who are not in employment of the Company.
5. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.
6. The combined result of the remote e-voting and e-voting at the AGM [EVEN : 129406] are as under:



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<A> ORDINARY BUSINESS:

a) Resolution 1

To consider and adopt - a) The Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2024 together with the Reports of the Board of Directors and Auditors thereon; and b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2024 together with the Reports of the Auditors thereon

(i) Voted in favour of the Resolution:

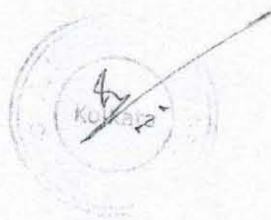
Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	99	4537835	
E-voting at AGM	4	20007	
Total	103	4557842	99.9914%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	8	393	
E-voting at AGM	0	0	
Total	8	393	0.0086%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	24731795



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b) Resolution 2

To declare Dividend of Re. 0.30 per Equity Share of Rs. 2 each for the Financial Year ended 31st March, 2024

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	98	4537535	
E-voting at AGM	4	20007	
Total	102	4557542	99.9848%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	9	693	
E-voting at AGM	0	0	
Total	9	693	0.0152%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	24731795



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c) Resolution 3

To appoint a Director in place of Mr. Nirmal Kumar Khurana (DIN: 00123297), who retires by rotation, and, being eligible, offers himself for re-appointment

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	101	4537839	
E-voting at AGM	4	20007	
Total	105	4557846	99.9915%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	6	389	
E-voting at AGM	0	0	
Total	6	389	0.0085%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	24731795



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 SPECIAL BUSINESS:

d) Resolution 4 : Ordinary Resolution

Ratification of Cost Auditors' Remuneration

(i) Voted in favour of the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	101	4537839	
E-voting at AGM	4	20007	
Total	105	4557846	99.9915%

(ii) Voted against the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	6	389	
E-voting at AGM	0	0	
Total	6	389	0.0085%

(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	24731795



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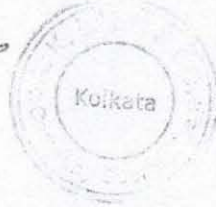
Website : www.aklabh.com

7. All the resolutions proposed hereinabove have been passed with requisite majority.
8. The electronic data and e-voting registers shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking You,

Yours truly
For A. K. LABH & Co.
Company Secretaries

(CS A. K. LABH)
Practising Company Secretary
FCS - 4848 / CP No. - 3238
UIN : S1999WB026800
PRCN : 1038/2020
UDIN : F004848F001008004



Place : Kolkata
Dated : 20-08-2024



A. K. LABH

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Website : www.aklabh.com

Witness:

1. *Rohit Kumar*

(Rohit Kumar)

Basundhara Apartment, Flat No. 6, 3rd Floor

1 No. Airport, North 24 Parganas

Kolkata - 700079

2. *Anushree Dasgupta*

(Anushree Dasgupta)

28/N, Dwijen Mukherjee Road, Behala

Kolkata - 700060



Received the Report of the Scrutinizer

For Rossell India Limited

N. K. Khurana

(N. K. Khurana)

Director (Finance) and

Company Secretary

FCS 2173



Russell India Limited

Date of AGM 20th August, 2024

No. of shareholders present in the meeting either in person or through proxy NIL

No. of shareholders attended the meeting through Video Conferencing 95

Resolution Required : Ordinary

- 1 - 1. a) To consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2024 together with the Reports of the Directors and Auditors thereon; and
 b) To consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2024 together with the Reports of the Auditors thereon;

Whether promoter/ promoter group are interested in the agenda/resolution?

No

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	No. of votes Invalid
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	28198233	28198233	100.0000	28198233	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		28198233	100.0000	28198233	0	100.0000	0.0000	0
Public Institutions	E-Voting	1735453	912700	52.5915	912700	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		912700	52.5915	912700	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	7762789	179097	2.3071	178704	393	99.7806	0.2194	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		179097	2.3071	178704	393	99.7806	0.2194	0
Total		37696475	29290030	77.6997	29289637	393	99.9987	0.0013	0



Rossell India Limited

Date of AGM

20th August, 2024

No. of shareholders present in the meeting either in person or through proxy

NIL

No. of shareholders attended the meeting through Video Conferencing

95

Resolution Required : Ordinary

2 - To declare Dividend of Re. 0.30 per Equity Share of Rs. 2/- each for the Financial Year ended 31st March, 2024.

Whether promoter/ promoter group are interested in the agenda/resolution?

No

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	No. of votes Invalid
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	28198233	28198233	100.0000	28198233	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		28198233	100.0000	28198233	0	100.0000	0.0000	0
Public Institutions	E-Voting	1735453	912700	52.5915	912700	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		912700	52.5915	912700	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	7762789	179097	2.3071	178404	693	99.6131	0.3869	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		179097	2.3071	178404	693	99.6131	0.3869	0
Total		37696475	29290030	77.6997	29289337	693	99.9976	0.0024	0



Rossell India Limited

Date of AGM

20th August, 2024

No. of shareholders present in the meeting either in person or through proxy

NIL

No. of shareholders attended the meeting through Video Conferencing

95

Resolution Required : Ordinary

3 - To appoint a Director in place of Mr. Nirmal Kumar Khurana (DIN - 00123297), who retires by rotation, and, being eligible, offers himself for re- appointment.

Whether promoter/ promoter group are interested in the agenda/resolution? No

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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	28198233	28198233	100.0000	28198233	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		28198233	100.0000	28198233	0	100.0000	0.0000	0
Public Institutions	E-Voting	1735453	912700	52.5915	912700	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		912700	52.5915	912700	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	7762789	179097	2.3071	178708	389	99.7828	0.2172	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		179097	2.3071	178708	389	99.7828	0.2172	0
Total		37696475	29290030	77.6997	29289641	389	99.9987	0.0013	0



Rossell India Limited

Date of AGM

20th August,2024

No. of shareholders present in the meeting either in person or through proxy

NIL

No. of shareholders attended the meeting through Video Conferencing

95

Resolution Required :Ordinary

4 - To ratify the remuneration payable to M/s. Shome & Banerjee, Cost Accountants as Cost Auditors, for the Financial Year 2024-2025.

Whether promoter/ promoter group are interested in the agenda/resolution?

No

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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	28198233	28198233	100.0000	28198233	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		28198233	100.0000	28198233	0	100.0000	0.0000	0
Public Institutions	E-Voting	1735453	912700	52.5915	912700	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		912700	52.5915	912700	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	7762789	179097	2.3071	178708	389	99.7828	0.2172	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		179097	2.3071	178708	389	99.7828	0.2172	0
Total		37696475	29290030	77.6997	29289641	389	99.9987	0.0013	0

