



Date: 01.10.2018

<b>BOMBAY STOCK EXCHANGE LIMITED</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001	<b>NATIONAL STOCK EXCHANGE LIMITED</b> Exchange Plaza, 5 <sup>th</sup> Floor, Bandra-Kurla Complex, Bandra (E), Mumbai-400 051.
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Scrip ID- RMCL

Scrip Code – 532692

**Sub: Disclosure regarding voting results of 14<sup>th</sup> Annual General Meeting of the Company as per Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015.**

Dear Sir,

As per the requirement of Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, given below are the details of voting results of 14<sup>th</sup> Annual General Meeting of the Company held on 29.09.2018 at the registered office of the Company in prescribed format under the said regulation along with the Scrutinizing Report.

We are request you to kindly take the same on your records and do the needful.

**Thanking You  
For RADHA MADHAV CORPORATION LTD.**

**Abhishek A. Agarwal  
Jt. Managing Director  
DIN: 00071858**



rmcluniverse.com

50/9A, Daman Industrial Estate, Kadaiya, Daman  
Pin-396210, CIN No: L74950DD2005PLC003775  
Phone-0260-6619000 Fax-0260-2220177,6619010  
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**RADHA MADHAV CORPORATION LIMITED**  
**Format for Voting Results**

<b>Date of 14TH AGM</b>	29.09.2018
<b>Tottal Number of Shareholders on record date (Folio wise)</b>	12394
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoter Group:	5
Other Body Corporates	0
Public	29
<b>Total</b>	34
<b>No. of shareholders attended the meeting through Video Conferencing:</b>	
Promoters and Promoter Group:	NIL
Public	

RADHA MADHAV CORPORATION LIMITED								
Agenda- wise disclosure (to be disclosed separately for each agenda item)								
Resolution required: (Ordinary/ Special)			1) To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2018 and Profit & Loss statement for the accounting year ended as on that date together with the Directors' Report and Auditors' Report thereon (Ordinary Resolution)					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-Voting	18328902	0	0.00%	0	0	0.0000%	0.0000%
	Poll		18,328,902	100.00%	18,328,902	0	100.0000%	0.0000%
	<b>Total</b>	<b>18,328,902</b>	<b>18,328,902</b>	<b>100.00%</b>	<b>18328902</b>	<b>0</b>	<b>100.0000%</b>	<b>0.0000%</b>
Public- Institutions	E-Voting	2,519,537	0	0.00%	0	0	0.0000%	0.0000%
	Poll		0	0.00%	0	0	0.0000%	0.0000%
	<b>Total</b>	<b>2,519,537</b>	<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.0000%</b>	<b>0.0000%</b>
Public- Non Institutions	E-Voting	65,493,836	12,501,172	19.09%	12,501,122	50	99.9996%	0.0004%
	Poll		277553	0.42%	277553	0	100.0000%	0.0000%
	<b>Total</b>	<b>65,493,836</b>	<b>12,778,725</b>	<b>19.51%</b>	<b>12,778,675</b>	<b>50</b>	<b>99.9996%</b>	<b>0.0004%</b>
<b>Total</b>		<b>86,342,275</b>	<b>31,107,627</b>	<b>36.03%</b>	<b>31,107,577</b>	<b>50</b>	<b>99.9998%</b>	<b>0.0002%</b>

**RADHA MADHAV CORPORATION LIMITED**

**Agenda- wise disclosure (to be disclosed separately for each agenda item)**

<b>Resolution required: (Ordinary/ Special)</b>		<b>2) To appoint a Director in place of Mr. Mitesh A. Agarwal (DIN: 00060296), who retires by rotation, and being eligible offers himself for re-appointment. (Ordinary Resolution)</b>						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>		No						
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)] *100</b>
<b>Promoter and Promoter Group</b>	E-Voting	18328902	0	0.00%	0	0	0.0000%	0.0000%
	Poll		18,328,902	100.00%	18,328,902	0	100.0000%	0.0000%
	<b>Total</b>	<b>18,328,902</b>	<b>18,328,902</b>	<b>100.00%</b>	<b>18,328,902</b>	<b>0</b>	<b>100.0000%</b>	<b>0.0000%</b>
<b>Public-Institutions</b>	E-Voting	2,519,537	0	0.00%	0	0	0.0000%	0.0000%
	Poll		0	0.00%	0	0	0.0000%	0.0000%
	<b>Total</b>	<b>2,519,537</b>	<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.0000%</b>	<b>0.0000%</b>
<b>Public-Non Institution</b>	E-Voting	65,493,836	12,501,172	19.09%	12,500,522	650	99.9948%	0.0052%
	Poll		277553	0.42%	277553	0	100.0000%	0.0000%
	<b>Total</b>	<b>65,493,836</b>	<b>12,778,725</b>	<b>19.51%</b>	<b>12,778,075</b>	<b>650</b>	<b>99.9949%</b>	<b>0.0051%</b>
<b>Total</b>		<b>86,342,275</b>	<b>31,107,627</b>	<b>36.03%</b>	<b>31,106,977</b>	<b>650</b>	<b>99.9979%</b>	<b>0.0021%</b>

RADHA MADHAV CORPORATION LIMITED								
Agenda- wise disclosure (to be disclosed separately for each agenda item)								
Resolution required: (Ordinary/ Special)			3) Related party transaction. (Special Resolution)					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	18328902	0	0.00%	0	0	0.0000%	0.0000%
	Poll		0	0.00%	0	0	0.0000%	0.0000%
	<b>Total</b>	<b>18,328,902</b>	<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.0000%</b>	<b>0.0000%</b>
Public-Institutions	E-Voting	2,519,537	0	0.00%	0	0	0.0000%	0.0000%
	Poll		0	0.00%	0	0	0.0000%	0.0000%
	<b>Total</b>	<b>2,519,537</b>	<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.0000%</b>	<b>0.0000%</b>
Public-Non Institution	E-Voting	65,493,836	12,501,172	19.09%	12,501,122	50	99.9996%	0.0004%
	Poll		277553	0.42%	277553	0	100.0000%	0.0000%
	<b>Total</b>	<b>65,493,836</b>	<b>12,778,725</b>	<b>19.51%</b>	<b>12,778,675</b>	<b>50</b>	<b>99.9996%</b>	<b>0.0004%</b>
<b>Total</b>		<b>86,342,275</b>	<b>12,778,725</b>	<b>14.80%</b>	<b>12,778,675</b>	<b>50</b>	<b>99.9996%</b>	<b>0.0004%</b>



**FORM NO. MGT-13**  
**Report of the Scrutiniser**

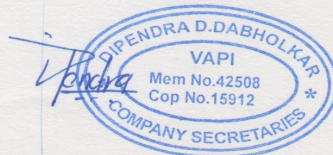
[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman  
**Radha Madhav Corporation Limited**  
Survey No 50/9 A Daman Industrial Estate,  
Village Kadaiya, Nani Daman- 396210,  
Daman and Diu.

Dear Sir,

I Dipendra Dilip Dabholkar, a Practising Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of Radha Madhav Corporation Limited ("the Company") at its meeting held on 01<sup>st</sup> September, 2018 for the purpose of scrutinizing the e-voting and for conducting the poll process at the 14<sup>th</sup> Annual General Meeting ("14<sup>th</sup> AGM") and ascertaining the requisite majority on e-voting carried out as per the provisions of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice of the 14<sup>th</sup> AGM of the Equity Shareholders of the Company, held on 29<sup>th</sup> September, 2018 at Survey No 50/9A, Daman Industrial Estate, Village Kadaiya, Nani Daman-396210, Daman and Diu.

1. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting through electronic means on the resolutions contained in the Notice of the 14<sup>th</sup> AGM of the members of the Company. My responsibility as a scrutinizer for the e-voting is restricted to make a Scrutiniser's Report of the votes cast "in favour" or "against" the resolutions as stated in the notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL"), the authorised agency to provide e-voting facilities.
2. Further to above, I submit my report as under:
  - (1) The Company has provided the e-voting facility through CDSL on their website [www.evotingindia.com](http://www.evotingindia.com). The Company had uploaded all the items of businesses to be transacted on the website of the Company and also its Service Provider to facilitate their shareholders to cast their votes through e-voting.
  - (2) The notices sent both through email and physical form, contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014.
  - (3) As prescribed in the said Rules, the Company has also published an advertisement on 08<sup>th</sup> September, 2018 it carried the required information as specified in the said rules.
  - (4) The Company had arranged the poll papers and the same were distributed to the members at the meeting. In case of joint holders, the poll paper was given to the first named holder or in his/her absence, to the joint holder attending the meeting as appearing in the chronological order in the folio.



- (5) I have kept a record of the poll papers received in response to the poll, by initialling it.
- (6) I have ensured that the empty ballot boxes were duly locked and sealed in my presence with due identification marks placed by me, in the presence of the members and proxies.
- (7) The ballot boxes were opened in my presence and the presence of two person's viz. Mrs. Pranita R. Bate and Mr. Ashish Bhikhaji Dalvi as witnesses after the voting process was over. The poll papers were diligently scrutinised and reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorisations/ proxies lodged with the Company.
- (8) There was no poll paper, which was incomplete and/or which was otherwise found defective.
- (9) The e-voting was commenced from 09:00 A.M. on Wednesday, the 26<sup>th</sup> September, 2018 up to 05:00 P.M. on Friday, the 28<sup>th</sup> September, 2018.
- (10) The votes cast were unblocked on 29<sup>th</sup> September, 2018 in the presence of two witnesses, Mrs. Pranita R. Bate and Mr. Ashish Bhikhaji Dalvi, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

*Pranita*

Mrs. Pranita R. Bate

*Ashish*

Mr. Ashish Bhikhaji Dalvi

- (11) The e-voting data was scrutinised by me for verification of votes cast in favour and against of the respective Resolution.
- (12) Thereafter, the details containing, inter alia, list of Equity Shareholder, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of CDSL i.e. <https://www.evotingindia.com>. The result of the e-voting exercised and the ballot process at the 14<sup>th</sup> AGM is as under:



**Item No. 1 – as an Ordinary Resolution:-** To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2018 and Profit & Loss statement for the accounting year ended as on that date together with the Directors' Report and Auditors' Report thereon.

(i) Voted in favour of the Resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	14	12501122	40.1867%
Physical poll at the 14 <sup>th</sup> AGM	31	18606455	59.8131%
<b>Total</b>	<b>45</b>	<b>31107577</b>	<b>99.9998%</b>

(ii) Voted against the resolution:

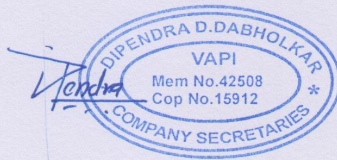
Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	1	50	00.0002%
Physical poll at the 14 <sup>th</sup> AGM	0	0	00.0000%
<b>Total</b>	<b>1</b>	<b>50</b>	<b>00.0002%</b>

(iii) Invalid votes

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
E-Voting	0	0
Physical poll at the 14 <sup>th</sup> AGM	3	60
<b>Total</b>	<b>3*</b>	<b>60</b>

**Reasons:**

\*Physical Votes are considered as invalid because they have voted electronically i.e. E-voting.





**Item No. 2 – as an Ordinary Resolution:-** To appoint a Director in place of Mr. Mitesh A. Agarwal (DIN: 00060296), who retires by rotation, and being eligible offers himself for re-appointment.

(i) Voted in favour of the Resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	13	12500522	40.1847%
Physical poll at the 14 <sup>th</sup> AGM	31	18606455	59.8132%
<b>Total</b>	<b>44</b>	<b>31106977</b>	<b>99.9979%</b>

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	2	650	00.0021%
Physical poll at the 14 <sup>th</sup> AGM	0	0	0
<b>Total</b>	<b>2</b>	<b>650</b>	<b>00.0021%</b>

(iii) Invalid votes

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
E-Voting	0	0
Physical poll at the 14 <sup>th</sup> AGM	3	60
<b>Total</b>	<b>3*</b>	<b>60</b>

**Reasons:**

\*Physical Votes are considered as invalid because they have voted electronically i.e. E-voting.



**Item No. 3 – as an Special Resolution:-** Related party transaction.

(i) Voted in favour of the Resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	14	12501122	97.8276%
Physical poll at the 14 <sup>th</sup> AGM	26	277553	02.1720%
<b>Total</b>	<b>40</b>	<b>12778675</b>	<b>99.9996%</b>

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	1	50	00.0004%
Physical poll at the 14 <sup>th</sup> AGM	0	0	00.0000%
<b>Total</b>	<b>1</b>	<b>50</b>	<b>00.0004%</b>

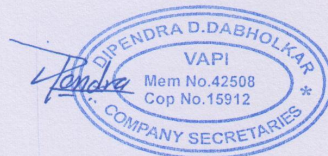
(ii) Invalid votes

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
E-Voting	0	0
Physical poll at the 14 <sup>th</sup> AGM	3	60
<b>Total</b>	<b>3*</b>	<b>60</b>

**Reasons:**

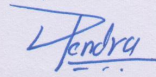
\*Physical Votes are considered as invalid because they have voted electronically i.e. E-voting.

3. A Register containing details of list of equity shareholders, who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution under e-voting and ballot form is enclosed.
4. I shall hand over the poll papers and other related papers/registers and records for safe custody to Mr. Mangesh Shetye, Company Secretary of the Company who is authorised by the Board to supervise the entire voting process after the Chairman approves and signs the minutes of the meeting.
5. You may accordingly declare the result of the voting by e-voting and poll form.
6. The above mentioned resolutions are deemed to be passed as on the date of the 14<sup>th</sup> AGM.



7. Percentage of vote cast in favour or against the resolutions are calculated based on the valid votes cast through E-voting and through Physical Ballot voting at the venue of the 14<sup>th</sup> AGM.

**Thanking you,  
Yours faithfully,**



**DIPENDRA D. DABHOLKAR**  
**Company Secretaries**  
**Mem. No. : 42508**  
**COP No. : 15912**

**Place : Vapi**  
**Date : 30.09.2018**

**Countersigned by**  
**For Radha Madhav Corporation Limited**

**Mr. Abhishek A. Agarwal**  
**Chairman**