

Royal Cushion Vinyl Products Limited

Cin no: L24110MH1983PLC031395

“Shlok” 60 – CD,

Govt. Industrial Estate, Charkop,

Kandivali (W), Mumbai – 400 067

Tel: + 91 22 32655828, 28603514, 16

Fax: + 91 22 28603565

Website: www.rcvp.in

September 29, 2018

To,
The Secretary
Bombay Stock Exchange Ltd.
Corporate Relation Department
1st Floor, New Trading Ring,
Rotunda Building,
Phiroze Jeejeebhoy Towers,
Mumbai 400 001.

Ref:-Scrip Code No.526 193

SUB:- Intimation of Proceedings of 34th AGM of the Company held on 28th September, 2018

Dear Sir/ Madam,

In continuation of our letter dated 28th September, 2018 and pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby intimate that the 34th Annual General Meeting of the Company was held on 28th September, 2018 at 2nd Floor, Conference Room, 60 CD, “SHLOK”, Govt. Industrial Estate, Charkop, Kandivali West, Mumbai- 400067.

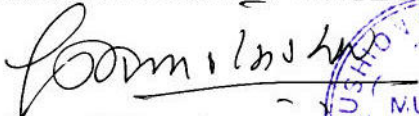
The resolutions were passed unanimously/ with requisite majority through remote e-voting and voting by means of poll/ballot paper.

The Proceedings of the resolutions passed is enclosed herewith.

This is for your information please.

Thanking you,

For **ROYAL CUSHION VINYL PRODUCTS LTD.**



Deepak Motasha
Director
00060092



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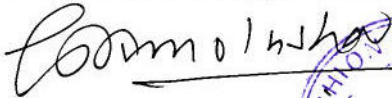
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Proceedings of the 34th Annual General Meeting

Item No.	Agenda Item	Resolution(s)	Result
1.	Adopted the Audited Financial Statements of the Company for the financial year ended 31 st March, 2018 and the report of Director's & Auditors thereon.	Ordinary Resolution	Passed with requisite majority
2.	Reappointment of Ms. Kavita Bachwani (Din :07239417), who retires by rotation and being eligible, offers herself for reappointment.	Ordinary Resolution	Passed with requisite majority
3.	Reappointment of Mr. Deepak A. Motasha (Din :00060092), who retires by rotation and being eligible, offers himself for reappointment.	Ordinary Resolution	Passed with requisite majority
4.	Approval of the Special Resolution under Section 180(1)(a)	Special Resolution	Passed with requisite majority
5.	Approval for availing/ already availed financial assistance from the related parties.	Ordinary Resolution	Passed with requisite majority

Thanking you,

For **ROYAL CUSHION VINYL PRODUCTS LTD.**

Deepak Motasha
Director
00060092



Encl:- 1) Regulation 44A
2)Scrutinizer Report

Royal Cushion Vinyl Products Limited

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September 29, 2018

To,
The Secretary
Bombay Stock Exchange Ltd.
Corporate Relation Department
1st Floor, New Trading Ring,
Rotunda Building,
Phiroze Jeebhoy Towers,
Mumbai 400 001.

Ref:-Scrip Code No.526 193**Sub:- Compliance under Regulation 44 (3) of SEBI (Listing Obligations and Disclosures Requirements) regulation, 2015.**

Dear Sir/ Madam,

The 34th Annual General Meeting of the Company was held on 28th September, 2018 at 2nd Floor, Conference Room, 60 CD, "SHLOK", Govt. Industrial Estate, Charkop, Kandivali West, Mumbai- 400067.

The Company had appointed M/s. Loya & Associates., Practicing Company Secretary (C.P. No. 14972) as the Scrutinizer for conducting the remote e-voting ad for conducting the voting process at the Annual General Meeting. The Scrutinizer has submitted his report today i.e. September 29, 2018.

On the basis of the report received from the scrutinizer, the Chairman of the meeting declared the following results today i.e. September 29, 2018

Item No.	Agenda Item	Resolution(s)	Result
1.	Adopted the Audited Financial Statements of the Company for the financial year ended 31 st March, 2018 and the report of Director's & Auditors thereon.	Ordinary Resolution	Passed with requisite majority
2.	Reappointment of Ms. Kavita Bachwani (Din :07239417), who retires by rotation and being eligible, offers herself for reappointment.	Ordinary Resolution	Passed with requisite majority
3.	Reappointment of Mr. Deepak A. Motasha (Din :00060092), who retires by rotation and being eligible, offers himself for reappointment.	Ordinary Resolution	Passed with requisite majority
4.	Approval of the Special Resolution under Section 180(1)(a)	Special Resolution	Passed with requisite majority

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5.	Approval for availing/ already availed financial assistance from the related parties.	Ordinary Resolution	Passed with requisite majority
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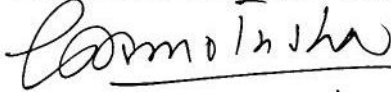
Although the Company provided the facility for casting votes by means of poll/ballot paper at the venue of AGM, shareholders availed the said facility.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015, please find enclosed the details regarding the consolidated voting results of the Resolution(s) passed at the Annual General Meeting in the prescribed format.

The Scrutinizers Report is also enclosed for your records.

Yours Faithfully,

For **ROYAL CUSHION VINYL PRODUCTS LTD.**



Deepak Motasha
Director
00060092



Encl: As above

Royal Cushion Vinyl Products Limited

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"Shlok" 60 – CD,

Govt. Industrial Estate, Charkop,

Kandivali (W), Mumbai – 400 067

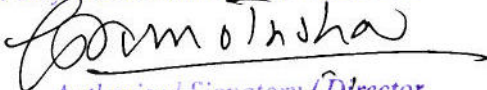
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Details of Voting Results

Date of the AGM:	34 th Annual General Meeting held on 28 th September, 2018
Total number of shareholders on record/cutoff date for e-voting	3314
No. of shareholder's present in the meeting either in person or through proxy:	34
Promoter and Promoter Group:	26
Public:	8
No. of Shareholders attended the meeting through video conferencing	Nil
Promoter and Promoter Group:	
Public	

For Royal Cushion Vinyl Products Ltd.
Authorised Signatory / Director

Resolution required: Ordinary		1. Adopted the Audited Balance Sheet as on 31 st March, 2018, the Profit & Loss Account for the year ended on that date and the report of Director's & Auditors thereon.									
Whether Promoter/Promoter Group are interested in the agenda//resolution?		Yes									
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	% of votes Against votes polled			
Promoter and promoter Group	E-voting	1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100			
	Poll	-	-	-	-	-	-	-			
	Total	5101228	5101228	100	5101228	-	100	-			
Public Institutions	E-voting	-	-	-	-	-	-	-			
	Poll	-	-	-	-	-	-	-			
	Total	-	-	-	-	-	-	-			
Non Public Institutions	E-voting	41	41	100	41	-	-	100			
	Poll	3890	3890	100	3890	-	-	100			
	Total	3931	3931	100	3931	-	-	100			
Grand Total		5105159	5105159	100	5105159	-	-	100			

Resolution required: Ordinary		2. Re-Appointment of Ms. Kavita Bachwani (DIN: 07239417), Director retiring by rotation.									
Whether Promoter/Promoter Group are interested in the agenda//resolution?		Yes									
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	% of votes Against votes polled			
Promoter and promoter Group	E-voting	1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100			
	Poll	-	-	-	-	-	-	-			
	Total	5101228	5101228	100	5101228	-	100	-			
Public Institutions	E-voting	-	-	-	-	-	-	-			
	Poll	-	-	-	-	-	-	-			
	Total	-	-	-	-	-	-	-			

For Royal Custodian Vinyl Products Ltd.

Komal Bhat
Authorised Signatory / Director

Non Public Institutions	E-voting Poll	41	41	100	41	-	100	-	100
	Poll	3890	3890	100	3890	-	100	-	100
	Total	3931	3931	100	3931	-	100	-	100
Grand Total		5105159	5105159	100	5105159	-	100	-	100

Resolution required: Ordinary		3. Re-Appointment of Mr. Deepak A Motasha (DIN: 00060092), Director retiring by rotation.							
Whether Promoter/Promoter Group are interested in the agenda/resolution?		Yes							
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 votes polled	
Promoter and promoter Group	E-voting Poll	1	2	$(3)=[(2)/(1)]*100$	4	5	$(6)=[(4)/(2)]*100$	$(7)=[(5)/(2)]*100$	
	E-voting Poll	5074527	5074527	100	5074527	-	100	-	
	Total	5074527	5074527	100	5074527	-	100	-	
Public Institutions	E-voting Poll	-	-	-	-	-	-	-	
	Total	-	-	-	-	-	-	-	
Non Public Institutions	E-voting Poll	41	41	100	41	-	100	-	
	Poll	3890	3890	100	3890	-	100	-	
	Total	3931	3931	100	3931	-	100	-	
Grand Total		5078458	5078458	100	5078458	-	100	-	

Resolution required: Ordinary		4. Approval under section 180 (1)(a) & 188 of the Companies Act, 2013, for entering into related party transactions by the Company with Natroyal Industries Private Limited for sale and transfer of the Undertaking.							
Whether Promoter/Promoter Group are interested in the agenda/resolution?		Yes							
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 votes polled	

For Royal Cashier (C&A) Products Ltd.

Bam 01h1ka
Authorized Signatory, Director

		1	2	$(3)=[(2)/(1)]*100$	4	5	$(6)=[(4)/(2)]*100$	$(7)=[(5)/(2)]*100$
Promoter and promoter Group	E-voting	-	-	-	-	-	-	-
	Poll	4701050	4701050	100	4701050	-	100	-
	Total	4701050	4701050	100	4701050	-	100	-
Public Institutions	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Non Public Institutions	E-voting	41	41	100	16	25	39.02	60.98
	Poll	3890	3890	100	3890	-	100	-
	Total	3931	3931	100	3906	25	99.36	0.64
Grand Total		4704981	4704981	100	4704956	25	99.36	0.64

Resolution required: Ordinary

Whether Promoter/Promoter Group are interested in the agenda/resolution?	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 votes polled
		1	2	$(3)=[(2)/(1)]*100$	4	5	$(6)=[(4)/(2)]*100$	$(7)=[(5)/(2)]*100$
Promoter and promoter Group	E-voting	-	-	-	-	-	-	-
	Poll	4701050	4701050	100	4701050	-	100	-
	Total	4701050	4701050	100	4701050	-	100	-
Public Institutions	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Non Public Institutions	E-voting	41	41	100	16	25	39.02	60.98
	Poll	3890	3890	100	3890	-	100	-
	Total	3931	3931	100	3906	25	99.36	0.64
Grand Total		4704981	4704981	100	4704956	25	99.36	0.64

For Royal Cashion (Pty) Products Ltd.

Formo 1/1/20

Authorized Signatory / Director

LOYA & ASSOCIATES
Practicing Company Secretary

REPORT OF SCRUTINIZER ON E-VOTING AND POLL

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014]

September 28th, 2018

To,
The Chairman of
34th Annual General Meeting of the Shareholders of **ROYAL CUSHION VINYL PRODUCTS LIMITED** held on Friday, the 28th day of September, 2018 at 12:30 p.m. at Conference Room, 2nd Floor, 60 CD "SHLOK", Govt. Industrial Estate, Charkop, Kandivali (West), Mumbai 400 067.

Dear Sir,

I, Padma Loya, Practicing Company Secretary, being appointed as scrutinizer by Board of Directors of the Company to conduct e-voting process and poll process under the provisions of Companies Act, 2013 in relation to the items transacted at the 34th Annual General Meeting of Shareholders of M/s. ROYAL CUSHION VINYL PRODUCTS LIMITED held on Friday, September 28th, 2018 at 12:30 P.M. at the Conference Room, 2nd Floor, 60 CD "SHLOK", Govt. Industrial Estate, Charkop, Kandivali (West), Mumbai 400 067.

A. On the basis of the votes exercised by **34 (Thirty Four)** shareholders of ROYAL CUSHION VINYL PRODUCTS LIMITED through e-voting and Poll, I am now submitting herewith with combined report on results of E-voting together with the results of Poll.

For and on behalf of
LOYA & ASSOCIATES
Practicing Company Secretary

Padma Loya

CS PADMA LOYA
Proprietor
M. No. 25349 COP. 14972



Place: Mumbai
Date: 28-09-2018

LOYA & ASSOCIATES

Practicing Company Secretary

ROYAL CUSHION VINYL PRODUCTS LIMITED – 34th ANNUAL GENERAL MEETING (AGM) VOTING RESULT

1. **Date of the AGM** : 28th September 2018
2. **Total number of shareholders on record date** : 3314
3. **No. of shareholders present in the meeting either in person or through proxy** : 34
 - Promoters and Promoter Group : 26
 - Public : 08
4. **No. of Shareholders attended the meeting through Video Conferencing** :
 - Proprietors and Promoter Group : Nil
 - Public : Nil

CONSOLIDATED RESULT

**Consolidated Result of voting through E voting and Poll as on 28th September, 2018 of
ROYAL CUSHION VINYL PRODUCTS LTD**
(CIN NO: L24110MH1983PLC031395)

Reso Intro n No.	Heading of the resolution	Types of resolution	Types of voting	Valid vote				Invalid vote			
				Voting in favour(Assent)		Voting in favour(Dissent)		Voting in favour(Assent)		Voting in favour(Dissent)	
				No. Of shares held	No. of Vote Casted	(%) valid votes	No. of Members voting	No. of Vote Casted	(%) valid votes	No. of Membr ers voting	No. of Vote Casted
1.	Adoption of the Audited financial Statements for the financial year ended March 31, 2018 together with the reports of the Board of Directors and Auditors thereon.	Ordinary Resolution	E-Voting Poll Total	41 5105118 5105159	41 5105118 5105159	100% 100% 100%	Nil Nil Nil	Nil Nil Nil	Nil Nil Nil	Nil Nil Nil	Nil Nil Nil

Vadodara Office: A-304, Shashwat Greens, Opp. GERI Compound, Gotri, Vadodara-390021, Gujarat,
Mumbai Office: Off No.4, 63/L, Nehru Road, 1st Floor, Opp. Saraswat Bank, Before Indus Bank,
Vile Parle East, Mumbai-400057 Email: psc@loya.com Ph no. +9199687157540/9866112085

LOYA & ASSOCIATES
Practicing Company Secretary
Padma Loya
CS PADMA LOYA
PROPRIETOR
M.No.25349 COP-14972

LOYA & ASSOCIATES

Practicing Company Secretary

2.	Re-Appointment of Ms. Kavita Bachwani (DIN: 07239417), Director retiring by rotation.	Ordinary Resolution	E-Voting	41	41	100%	Nil	Nil	Nil	Nil	Nil	Nil
			Poll	5105118	5105118	100%	Nil	Nil	Nil	Nil	Nil	
			Total	5105159	5105159	100%	Nil	Nil	Nil	Nil	Nil	
3.	Re-Appointment of Mr. Deepak A Motasha (DIN: 00060092), Director retiring by rotation.	Ordinary Resolution	E-Voting	41	41	100%	Nil	Nil	Nil	Nil	Nil	Nil
			Poll	5078417	5078417	100%	Nil	Nil	Nil	Nil	Nil	
			Total	5078458	5078458	100%	Nil	Nil	Nil	Nil	Nil	
4.	Approval under section 180 (1)(a) & 188 of the Companies Act, 2013, for entering into related party transactions by the Company with Natroyal Industries Private Limited for sale and transfer of the Undertaking.	Special Resolution	E-Voting	16	16	39.02	1	25	60.98%	Nil	Nil	Nil
			Poll	4704940	4704940	100%	Nil	Nil	Nil	Nil	Nil	
			Total	4704956	4704956	99.36%	1	25	0.64%	Nil	Nil	
5.	Approval for availing/already availed financial assistance from the related parties:	Special Resolution	E-Voting	16	16	39.02	1	25	60.98%	Nil	Nil	Nil
			Poll	4704940	4704940	100%	Nil	Nil	Nil	Nil	Nil	
			Total	4704956	4704956	99.36%	1	25	0.64%	Nil	Nil	

LOYA & ASSOCIATES
Practicing Company Secretary
Radhika Kulkarni
CS PADMA LOYA
PROPRIETOR
M.No.25708 COP-14973

Vadodara Office: A-304, Shashwat Greens, Opp. GERI Compound, Gotri, Vadodara-390021, Gujarat,
Mumbai Office: Off No.4, 63/1, Nehru Road, 1st Floor, Opp. Saraswat Bank, Before Indus Bank,
Vile Parle East, Mumbai 400057 Email: DESCORPL@gnl.com Ph no. +919687157540/9866112095

LOYA & ASSOCIATES
Practicing Company Secretary

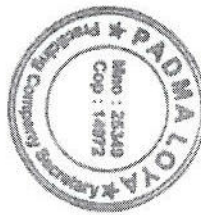
Based on the above, Resolutions mentioned at serial no. 1 to 5 have been passed with requisite majority.
Results of the above polling may accordingly be declared by the Chairman of the Company.

Thanking you,

For and on behalf of
LOYA & ASSOCIATES
Practicing Company Secretary

Padma Loya

CSPADMA LOYA
Proprietor
M. No. 25349 COP. 14972



Place: Mumbai
Date: 28-09-2018

Vadodara Office: A-304, Shashwat Greens, Opp. GERI Compound, Gorti, Vadodara-390021, Gujarat,
Mumbai Office: Off No 4, 63/1, Neliru Road, 1st Floor, Opp. Saraswat Bank, Before Indus Bank,
Vile Parle East, Mumbai 400057 Email: psc@mply.com, psc@mply@gmail.com, Ph no. +919687157540/9866112085