



Rotographics

Date: 30.09.2022

Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai -400001

Manager Listing
Ahmadabad Stock Exchange
A-2, Kamdhenu Complex,
Opposite Sahajanand College,
Panjara Pol, Ahmedabad,
Gujarat 380015

Scrip Code: 539922
Symbol: RGIL

Sub- Submission of Scrutinizer's Report

Dear Sir/Madam,

We wish to inform you that 47th Annual General meeting (AGM) of the Company was held on Thursday, 29th day of September, 2022 commenced at 10:30 A.M and concluded at 10:45 A.M. and the businesses mentioned in the notice were transacted.

In this regard, please find enclosed the Report of Scrutinizer dated September 29, 2022, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration), Rules 2014.

This is for your information and records.

Thanking you

Yours faithfully

For Rotographics (India) Limited

(Ankit Bansal)
Company Secretary &
Compliance Officer

ROTOGRAPHICS (INDIA) LIMITED

CIN: L74899DL1976PLC008036

Regd: Off: Unit No 8 Ground Floor Pocket M, Sarita Vihar New Delhi 110076

Phone No. 011-47366600, Email Id: info@rotoindia.co.in Website: www.rotoindia.co.in

MANOJ PURBEY & ASSOCIATES

Company Secretaries

Address: Off. No. 03, 2nd Floor, B-32

Madhav Complex, Laxmi Nagar, DELHI-110092

E-mail: purbey31@gmail.com

Phone No. 0 9350218303

011-22444014(O)

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to the section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To

The Chairman,
47th Annual General Meeting of
Rotographics (India) Limited
Unit No 8 Ground Floor, Pocket M,
Sarita Vihar New Delhi 110076

Sub: Consolidated Scrutinizer's Report on Remote E-voting & E-voting conducted pursuant to the provision of section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014 as amended to date, at the 47th Annual General Meeting (AGM) of the members of Rotographics (India) Limited held on Thursday, 29th September, 2022 at 10:30 A.M. through two-way Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM').

Dear Sir,

I, Avinash Kumar, a Practicing Company Secretary, has been appointed as Scrutinizer by the Board of Directors of Rotographics (India) Limited ("**the Company**") for the purpose of scrutinizing the process of voting through remote e-voting & e-voting on the resolutions contained in the notice dated 29th August 2022 ("**Notice**") issued in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated 8 April 2020, 13 April 2020, 5 May 2020, 13 January, 2021 and 5 May, 2022 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as ("**MCA Circulars**")), Government of India, calling the 47th Annual General Meeting of its Equity Shareholders ("**the Meeting**" / "**AGM**") through VC / OAVM. The AGM was convened on Thursday, 29th September at 10:30 a.m. IST through VC / OAVM.

The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendment thereof) as amended ("**the Rules**"). As the Scrutinizer, I have to scrutinize:

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- i. process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM("remote evoting"); and
- ii. process of e-voting at the AGM through electronic voting system ("evoting").

Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and evoting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), as engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or NSDL for my verification.

Cut-off date

The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Thursday, 22nd September, 2022 were entitled to vote on the resolutions (item nos. 1 to 2 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

Remote e-voting process:-

- (i) The remote e-voting period remained open from Monday, 26th September, 2022 at 9:00 A.M and ends on Wednesday 28th September, 2022 at 5:00 P.M.
- (ii) The votes cast were unblocked on Thursday, 29th September, 2022 at 11:10A.M. after the conclusion of the AGM and was witnessed by two witnesses, Ms. Nidhi Sharma and Mr. Rajan Das, who are not in the employment of the Company and/ or NSDL.

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- (iii) Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL.

E-voting process at the AGM:-

- (i) After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NSDL under my instructions.
- (ii) The e-votes cast were unblocked on Thursday, 29th September, 2022 after the conclusion of the AGM.

I submit herewith the Consolidated Scrutinizer's Report on the results of the remote voting and e-voting, based on the reports generated by NSDL, scrutinized and relied upon by me as under:-

Item No. 1: To consider and adopt the Audited Financial Statement of the Company for the Financial Year ended March 31, 2022, along with the reports of the Board of Directors and Auditors thereon; to consider and if thought fit, to pass, with or without modification(s), the following resolutions as Ordinary Resolution:

- (i) **Vote in favour of the Resolution**

Mode of voting	No. of Members Voted	No. of Votes cast in 'Favour' of the resolution	% of total number of valid votes cast
Remote E-Voting	103	19,35,695	99.99
E-Voting during AGM	1	1	0
Total	104	19,35,696	99.99

- (ii) **Votes in against of the Resolution**

Mode of voting	No. of Members Voted	No. of Votes cast in 'Against' of the resolution	% of total number of valid votes cast
Remote E-Voting	2	10	0
E-Voting during AGM	0	0	0
Total	2	10	0

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(iii) Invalid/Abstain votes

Mode of voting	Total Number of members whose votes were declared "Invalid"	Total Number of votes casted by members whose votes were declared "Invalid"
Remote E-Voting	0	0
E-Voting during AGM	0	0
Total	0	0

Item No. 2: Re-appointment of Mr. Pratap Burman (DIN: 00595389 retiring by rotation as an Ordinary Resolution.

(i) Vote in favour of the Resolution

Mode of voting	No. of Members Voted	No. of Votes cast in 'Favour' of the resolution	% of total number of valid votes cast
Remote E-Voting	103	19,35,695	99.99
E-Voting during AGM	1	1	0
Total	104	19,35,696	99.99

(ii) Votes in against of the Resolution

Mode of voting	No. of Members Voted	No. of Votes cast in 'Against' of the resolution	% of total number of valid votes cast
Remote E-Voting	2	10	0
E-Voting during AGM	0	0	0
Total	2	10	0

(iii) Invalid/Abstain votes

Mode of voting	Total Number of members whose votes were declared "Invalid"	Total Number of votes casted by members whose votes were declared "Invalid"
Remote E-Voting	0	0
E-Voting during AGM	0	0
Total	0	0

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The electronic data and all other relevant records relating to voting are under my safe custody and will be handed over to the Company Secretary and Compliance Officer, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Restriction on Use

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of NSDL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing .

Thanking you,

Yours faithfully,

Date: 29.09.2022

Place: Delhi

For Manoj Purbey & Associates

Company Secretaries

For Manoj Purbey & Associates
Company Secretaries

Avinash Kumar
Partner

CS Avinash Kumar


Partner

C. P. No. 18318

UDIN: A043422D001079402

Countersigned

For Rotographics (India) Limited


Naresh Kumar Bansal
Chairman

