



**R.J. SHAH & CO. LTD.**  
ENGINEERS & CONTRACTORS

PHONE : 2414 8082  
E-MAIL : rjshah\_191@hotmail.com  
Regd. Office :  
NEAR WADALA CONTAINER YARD,  
MAHUL ROAD, ANTOP HILL,  
MUMBAI - 400 037. (INDIA)  
CIN No.: L45202MH1957PLC010986  
GSTIN : 27AAACR2584D1ZI

Ref no. R/212/2022

August 17, 2022

To,  
Bombay Stock Exchange,  
1<sup>st</sup> Floor, Rotunda Building,  
Mumbai Samachar Building,  
Fort, Mumbai.

**Scrip Code No. 509845**

Dear Sir / Madam,

**Sub: Submission of Scrutinizer's Report of the Voting Results on the resolutions passed at the 64<sup>th</sup> Annual General Meeting of the Company**

Enclosed herewith the Consolidated Report of the Scrutinizer, Mr. Deepak Rane, Practicing Company Secretary on the voting done through remote e-voting and the voting at the 64<sup>th</sup> Annual General Meeting (AGM) of the Company held on Tuesday, 16<sup>th</sup> August, 2022 at 3:00 p.m. through Video Conferencing / Other Audio Visual Means ("VC" / "OAVM") Facility.

Kindly take the above on record and acknowledge receipt of the same.

Thanking you,

Yours faithfully,  
**For R J Shah & Company Limited**

**Ms. Kalindi R. Shah**  
Managing Director  
DIN No.00402482



### Consolidated Scrutinizer's Report

To,  
The Chairman,  
64<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
**R J SHAH AND COMPANY LIMITED**  
Held on the 16<sup>th</sup> day of August, 2022, at 03:00 p.m.,  
through video conferencing ('VC')/other audio-visual means (OVAM)

**Consolidated Scrutinizer's Report on voting through Remote E-voting and E-voting at the AGM held through video conferencing ('VC')/other audio-visual means (OVAM) pursuant to provisions of Section 108 of the Companies Act, 2013 ('the Act'), read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, read with General Circular No. 14/ 2020 17/2020, 20//2020, 02/2021, & 02/2022 dated April 08, 2020, April 13, 2020, May 5, 2020, January 13, 2021 and May 05, 2022 respectively (MCA Circulars) Regulations 44 of SEBI ( Listing Obligations and Disclosure Requirements) Regulations, 2015 Secretarial Standards – 2 on General Meetings as issued by Institute of the Company Secretaries of India, on the basis of contained in the Notice of the 64<sup>th</sup> Annual General Meeting ('AGM') of the Company held on Tuesday August 16, 2022 at 3.00 P.M. through video conferencing (VC) or other audio visual means (OAVM)''**

Dear Sir,

I, Deepak Rane, Practicing Company Secretary, Mumbai, have been appointed as a Scrutinizer by the Board of Directors of **R J Shah And Company Limited**, pursuant to provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Secretarial Standard 2 on General Meeting and Regulation 44 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015, as amended, to act as Scrutinizer for the remote E-voting and the E-voting at the 64<sup>th</sup> Annual General Meeting held on Tuesday the August 16, 2022, at 03.00 p.m. through Video Conferencing/ Other Audio Visual Means ('VC/OAVM') Facility ('AGM'), and to submit consolidated report on result of the remote e-voting and e-voting at the AGM.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made there under relating to voting through remote e-voting as well as e-voting at the AGM on the resolutions contained in the Notice of the 64<sup>th</sup> Annual General Meeting of the members of the Company. My responsibility as a Scrutinizer is to ensure that the voting process, both through remote e-voting and e-voting at the AGM, are conducted in fair and transparent manner and submit consolidated Scrutinizer's report of the total votes cast "In Favour" or "Against", if any, on the resolutions, to the Chairman, based on the reports generated from the remote e-voting system provided by CDSL (Central Depositories Services Limited), the authorised agency to provide e-voting facilities and engaged by the Company.



## Report on Scrutiny:

- The Company had appointed Central Depositories Services Limited (CDSL), as the Service provider, for the purpose of extending the facility of e-Voting to the members of the Company.
- Remote e-voting was open from **10.00 a.m. on Saturday, August 13, 2022 till 5.00 p.m. on Monday, August 15, 2022** and the remote e-voting platform was blocked thereafter. The Members were required to cast their votes electronically to accord their assent or dissent in respect of Resolutions, on the remote e-voting platform provided by CDSL.
- Members of the Company as on “cut off” date (record date) i.e. **Monday, August 08, 2022**, were entitled to vote on the resolutions as set out in Notice of the 64<sup>th</sup> AGM of the Company.
- On completion of e-voting at the AGM, I unblocked the results of remote e-voting and e-voting at the AGM on the e-voting platform, as prescribed in Sub Rule 4 (xii) of the said Rule 20 and downloaded the results.
- I observed that all Members had cast their votes through remote e-voting. The result of the voting i.e. remote e-voting and e-voting at the AGM are enclosed herewith.
- Based on the aforesaid results, I report that the Four Ordinary Resolutions and Six Special Resolutions as set out at Item No.1 to Item No.10 of the Notice of the 64<sup>th</sup> AGM, held on August 16, 2022, have been passed with the requisite majority.

The list of equity shareholders who voted ‘for’ or ‘against’ and those whose votes were declared ‘invalid’ for each resolution is enclosed.

The Voting Result is as under:

### 1.1 Resolution (Ordinary Business) No. 1:(Ordinary Resolution)

To receive, consider and adopt the Standalone Audited Financial Statements for the year ended 31<sup>st</sup> March, 2022 and the Report of the Directors and Auditors thereon.

Voting Description	Remote e-voting		Voting at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in <b>favour</b>	48	216760	0	0	48	216760	100.00
Voted <b>against</b>	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
<b>Total</b>	48	216760	0	0	48	216760	100.00



### 1.2 Resolution (Ordinary Business) No. 2: (Ordinary Resolution)

Declaration of Dividend

Voting Description	Remote e-voting		Voting at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in <b>favour</b>	48	216760	0	0	48	216760	100.00
Voted <b>against</b>	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
<b>Total</b>	48	216760	0	0	48	216760	100.00

### 1.3 Resolution (Ordinary Business) No. 3: (Ordinary Resolution)

To appoint auditors and to fix their remuneration.

Voting Description	Remote e-voting		Voting at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in <b>favour</b>	48	216760	0	0	48	216760	100.00
Voted <b>against</b>	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
<b>Total</b>	48	216760	0	0	48	216760	100.00



#### 1.4 Resolution (Ordinary Business) No. 4: (Ordinary Resolution)

Not to take up retiring by rotation in the forthcoming Annual General Meeting as the rest of the board members are either managing directors/whole time directors or independent directors

Voting Description	Remote e-voting		Voting at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in <b>favour</b>	48	216760	0	0	48	216760	100.00
Voted <b>against</b>	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
<b>Total</b>	48	216760	0	0	48	216760	100.00

#### 1.5 Resolution (Special Business) No. 5: (Special Resolution)

Appointment of Mr. Neville Soli Mody (DIN: 00187067) as an Independent Director of the Company.

Voting Description	Remote e-voting		Voting at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in <b>favour</b>	47	216660	0	0	47	216660	100.00
Voted <b>against</b>	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
<b>Total</b>	47	216660	0	0	47	216660	100.00



**1.6 Resolution (Special Business) No. 6: (Special Resolution)**

Continuation of Ms. Kalindi Shah (DIN: 00402482) as Managing Director after crossing the age of statutory 70 years.

Voting Description	Remote e-voting		Voting at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in <b>favour</b>	45	69660	0	0	45	69660	100.00
Voted <b>against</b>	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
<b>Total</b>	45	69660	0	0	45	69660	100.00

**1.7 Resolution (Special Business) No. 7: (Special Resolution)**

Reappointment of Ms. Kalindi R. Shah as Managing Director for Further period of 5 (Five) Years.

Voting Description	Remote e-voting		Voting at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in <b>favour</b>	45	69660	0	0	45	69660	100.00
Voted <b>against</b>	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
<b>Total</b>	45	69660	0	0	45	69660	100.00



### 1.8 Resolution (Special Business) No. 8: (Special Resolution)

Continuation of Ms. Tejaswini Shah (DIN: 00402478) as Joint Managing Director upon attaining age of 70 years.

Voting Description	Remote e-voting		Voting at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in <b>favour</b>	45	69660	0	0	45	69660	100.00
Voted <b>against</b>	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
<b>Total</b>	45	69660	0	0	45	69660	100.00

### 1.9 Resolution (Special Business) No 9: (Special Resolution)

Reappointment of Ms. Tejaswini R. Shah as Joint Managing Director for Further period of 5 (Five) Years.

Voting Description	Remote e-voting		Voting at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in <b>favour</b>	45	69660	0	0	45	69660	100.00
Voted <b>against</b>	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
<b>Total</b>	45	69660	0	0	45	69660	100.00



### 1.10 Resolution (Special Business) No. 10: (Special Resolution)

To keep the Registers as prescribed under Section 88 of the Act and copies of Annual Returns under Section 92 of the Act, together with the copies of certificates and documents required to be annexed thereto or any other documents as may be required, at the Registered Office of the company and/ or at the office of Satellite Corporate Services Private Limited, Registrar and Share Transfer Agent.

Voting Description	Remote e-voting		Voting at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	48	216760	0	0	48	216760	100.00
Voted against	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
<b>Total</b>	<b>48</b>	<b>216760</b>	<b>0</b>	<b>0</b>	<b>48</b>	<b>216760</b>	<b>100.00</b>

1. All the figures shown in percentage have been rounded off to 3 decimal points.
2. All the resolution(s) / business(es) are passed / conducted and carried with requisite majority.

I hereby confirm that I am maintaining the soft copy of the Registers received from the Service Provider in respect of the votes cast through Remote E-Voting and voting conducted at AGM by way of electronic means by the Members of the Company. All other relevant records relating to Remote E-voting and Electronic voting is under my safe custody and will, be handed over to the Company Secretary for safe keeping, after the Chairman signs the Minutes.

Date: 17<sup>th</sup> August, 2022  
Place: Mumbai



A handwritten signature in blue ink, appearing to read 'Deepak Rane', written over a horizontal line.

CS Deepak Rane  
Practicing Company Secretary  
Members No.24110  
CP No.: 8717  
UDIN: - A024110D000806155