

06th December 2022

To

Listing Department BSE Limited 25 th Floor, P. J. Towers, Dalal Street, Mumbai – 400 001. Scrip Code: 505368	Listing Department National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra East, Mumbai – 400 051. Scrip Code: REVATHI
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Dear Sir / Madam,

Sub : Outcome of the meeting of the Unsecured Creditors of Revathi Equipment Limited ('Company') convened pursuant to the directions of the Hon'ble National Company Law Tribunal, Chennai Bench ('NCLT') held on 03rd December 2022

Ref : In the matter of the Composite Scheme of Arrangement amongst Renaissance Advanced Consultancy Limited and Renaissance Consultancy Services Limited and Renaissance Stocks Limited and Revathi Equipment Limited and Semac Consultants Private Limited and Renaissance Corporate Consultants Limited under Sections 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013 ("Scheme").

This is to inform you that pursuant to the directions of the Hon'ble National Company Law Tribunal, Special Bench - II, Chennai ("Tribunal") vide its order dated 12th October, 2022 ("Tribunal Order"), a meeting of the Unsecured Creditors of Revathi Equipment Limited ("Company") was held on Saturday, 03rd December, 2022 at 05:00 p.m. (IST) at the registered office of the Company at Pollachi Road, Malumichampatti, Coimbatore, Tamil Nadu 641 021 to consider and approve the Composite Scheme of Arrangement (Demerger and Amalgamation) proposed to be made amongst Renaissance Advanced Consultancy Limited ("RACL") and Renaissance Consultancy Services Limited ("RCSL") and Renaissance Stocks Limited ("RSL") and Revathi Equipment Limited ("REL") and Semac Consultants Private Limited ("SCPL") and Renaissance Corporate Consultants Limited ("RCCL") ("collectively referred to as Applicant Companies") and their respective Shareholders and Creditors ("Scheme") under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("Act") read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, as amended from

Revathi Equipment Limited

331, Pollachi Road, Coimbatore - 641 050. India. Phone : 0422 - 2610851, 0422 - 6655100, Fax :
0422 - 6655199 CIN No.: L29120TZ1977PLC000780 E-mail: finance@revathi.in Website:

www.revathi.in

time to time. In this regard, we are enclosing herewith the following:

- i. Voting Results of meeting of the Unsecured Creditors of Revathi Equipment Limited held on Saturday, 03rd December, 2022 at 05:00 p.m., as required under Regulation 44(3) of the Listing Regulations.
- ii. The Consolidated Report of the Scrutinizer, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Consolidated Voting Results along with the Scrutinizer's Report is available on the Company's website at www.revathi.in and on the website of stock exchanges i.e., BSE Limited and National Stock Exchange of India Limited.

This is for your information and records.

Thanking You,

For Revathi Equipment Limited

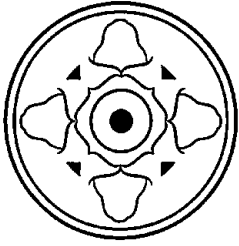
Nishant Ramakrishnan

Company Secretary and Compliance Officer

Revathi Equipment Limited

331, Pollachi Road, Coimbatore - 641 050. India. Phone : 0422 - 2610851, 0422 - 6655100, Fax :
0422 - 6655199 CIN No.: L29120TZ1977PLC000780 E-mail: finance@revathi.in Website:

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Result of the Unsecured Creditors meeting of Revathi Equipment Limited held on 3rd December 2022 at 05.00 PM.

Section 230(6) of the Companies Act, 2013 (“the Act”) states that the requisite majority for passing a resolution under Section 230-232 of the Act is majority of persons representing three-fourth in value of outstanding debt.

The certified true copy of the resolution which is attached hereunder as **Annexure 1** is passed **unanimously**. The voting pattern given in detail in the table below:

i. **Total votes cast:**

Particulars of Voting	Number of Unsecured Creditors	Number of Votes cast by them/ Value of Outstanding debt`	% of total number of valid votes cast
Ballot Paper	31	31 votes and the value of outstanding debt is Rs.1,81,45,281/-	100%

ii. **Voted in Favour of the resolution:**

Particulars of Voting	Number of Unsecured Creditors	Number of Votes cast by them/ Value of Outstanding debt`	% of total number of valid votes cast
Ballot Paper	31	31 votes and the value of outstanding Rs.1,81,45,281/-	100%

CENTRAL OFFICE :

7C, Mayflower Signature,
No. 365/13, Avinashi Road, Peelamedu,
Coimbatore - 641 004.

Phone : (0422) 2302867 / 68, 2305676, 4982868, 4952868
E-mail : info@ksrandco.in

BRANCH OFFICE :

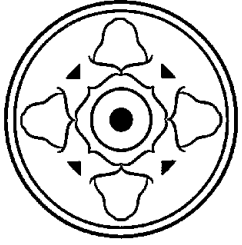
Flat No. 1, 26/27, Venkatesham Flat,
Gopal Street, T. Nagar,
Chennai - 600 017.

Phone : (044) 24337620
E-mail : chennai@ksrandco.in

BRANCH OFFICE :

S-311, 3rd Floor, South Block,
Manipal Centre, No. 47, Dickenson Road,
Bangalore - 560 042.

Phone : (080) 41749185
E-mail : bangalore@ksrandco.in



iii. **Voted against the resolution**

Particulars of Voting	Number of Unsecured Creditors	Number of Votes cast by them/ Value of Outstanding debt	% of total number of valid votes cast
Ballot Paper	NIL	NIL	NIL

iv. **Invalid votes**

Particulars of Voting	Total Number of Unsecured Creditors whose votes were declared invalid	Total number of votes held by them/ Value of Outstanding debt
Ballot Paper	NIL **	NIL

** Since SS Heat Recover Engineers India Private Limited was not an unsecured creditor as on 31st March 2022, the vote casted by the authorised representative of the above unsecured creditor was not considered.

Dr.K.S.Ravichandran
Chairman of the meeting

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF UNSECURED CREDITORS OF REVATHI EQUIPMENT LIMITED CONVENED PURSUANT TO THE ORDER DATED 12TH OCTOBER 2022 OF THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, CHENNAI, SPECIAL BENCH II, IN CA(CAA)/64(CHE)/2022 HELD ON 3RD DECEMBER 2022 AT 05.00 PM AT THE REGISTERED OFFICE

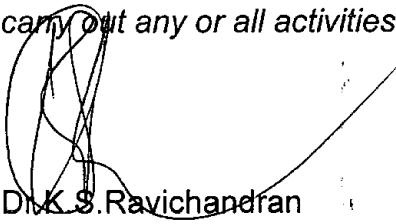
“RESOLVED THAT pursuant to the provisions of Section 230 – 232 read with Section 66 of the Companies Act, 2013 and the relevant rules thereto and other applicable provisions of the Companies Act, 2013, circulars, and notifications made thereunder (including any statutory modification or re-enactment thereof) as may be applicable; the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Securities and Exchange Board of India Circular No CFD/DIL3/CIR/2017/21 dated March 10, 2017 and Master Circular No. SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021, the observation letters issued by BSE Limited and the National Stock Exchange of India Limited dated 04th May, 2022 and 02nd May 2022 respectively and subject to provisions of the Memorandum and Articles of Association of the Company and subject to approval of the Hon'ble National Company Law Tribunal, Chennai Bench - II ('NCLT') and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by the Hon'ble NCLT or by any regulatory or other authorities, while granting such consents, approvals and permissions which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board or any other person authorised by it to exercise its powers including the powers conferred by this Resolution), the arrangement embodied in the Composite Scheme of Arrangement amongst Renaissance Advanced Consultancy Limited (RACL or the Applicant Company No. 1 or the Transferor Company No. 1 or the Demerged Company No. 1) and Renaissance Consultancy Services Limited (RCSL or the Applicant Company No. 2 or the

Revathi Equipment Limited

Resulting Company No. 1) and Renaissance Stocks Limited (RSL or the Applicant Company No. 3 or the Transferor Company No. 2) and Revathi Equipment Limited (REL or the Applicant Company No. 4 or the Transferee Company or the Demerged Company No. 2) and Semac Consultants Private Limited (SCPL or the Applicant Company No. 5 or the Transferor Company No. 3) and Renaissance Corporate Consultants Limited (RCCL or the Applicant Company No. 6 or the Resulting Company No. 2) and their respective Shareholders and Creditors ('the Scheme') be and is hereby approved.

RESOLVED FURTHER THAT *the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem expedient, desirable, appropriate or necessary to give effect to this Resolution and effectively implement the arrangement embodied in the Scheme and to make any modifications or amendments to the Scheme at any time and for any reason whatsoever, and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the Tribunal while sanctioning the Scheme or by any authorities under law or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and/or making such adjustments in the books of accounts as considered necessary in giving effect to the Scheme, as the Board may deem fit and proper without being required to seek any further approval of the Equity Shareholders or otherwise to the end and intent that the Equity Shareholders shall be deemed to have given their approval thereto expressly by authority under this Resolution and the Board be and is hereby further authorized to execute such further deeds, documents and writings that may be considered necessary, make necessary filings and carry out any or all activities for the purpose of giving effect to this Resolution."*

//CERTIFIED TRUE COPY//


D.K.S. Ravichandran
Chairperson of the meeting

Revathi Equipment Limited

331, Pollachi Road, Coimbatore - 641 050. India. Phone : 0422 - 2610851, 0422 - 6655100, Fax : 0422 - 6655199 CIN No.: L29120TZ1977PLC000780 E-mail: spares@revathi.in Website: www.revathi.com

Form MGT-13

REPORT OF THE SCRUTINIZER

(Pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014)

To,
Dr. K.S. Ravichandran
Chairperson appointed by the Hon'ble National Company Law Tribunal,
Special Bench – II Chennai, for the Meeting of Unsecured Creditors of
REVATHI EQUIPMENT LIMITED
(CIN – L29120TZ1977PLC000780)
Pollachi Road, Malumichampatti
Coimbatore, Tamil Nadu - 641021

Subject: Scrutinizer's report on the results of voting by the Unsecured Creditors of Revathi Equipment Limited ("REL" "the Company") (Applicant Company IV / Transferee Company No. II / Demerged Company No. II) through Ballot Paper in the Meeting held on Saturday, December 3, 2022, at 5.00 P.M. (IST), at the registered office of the Company at Pollachi Road, Malumichampatti, Coimbatore, Tamil Nadu – 641021, convened pursuant to the order dated October 12, 2022 of the Hon'ble National Company Law Tribunal, Special Bench – II, Chennai in Company Application No. CA (CAA) 64/CHE/2022.

Respected Sir,

I, Pranav V Shankar, was appointed by the Hon'ble National Company Law Tribunal, Special Bench – II, Chennai ("Hon'ble Tribunal" or "Hon'ble NCLT"), vide order dated October 12, 2022 ("the Order"), in Company Application No. CA(CAA)/64(CHE)/2022, as the Scrutinizer for the purpose of scrutinizing the voting process for the meeting, in a fair and transparent manner of the Unsecured Creditors of the Company convened by the Order of the Hon'ble NCLT on Saturday, December 3, 2022 at 5.00 p.m. (IST) ("Meeting") at the registered office of the Company at Pollachi Road, Malumichampatti, Coimbatore, Tamil Nadu – 641021, pursuant to the provisions of the Sections 230 - 232 read with Section 66 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 ("the Rules") made thereunder and Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014 seeking approval of the Unsecured Creditors of the Company on the Composite Scheme of Arrangement amongst Renaissance Advanced Consultancy Limited and Renaissance Consultancy Services Limited and Renaissance Stocks Limited and Revathi Equipment Limited and Semac Consultants Private Limited and Renaissance Corporate Consultants Limited and their respective shareholders and creditors ("the Scheme").

I do hereby submit my report as under:



1. The Hon'ble NCLT vide the Order has inter-alia directed the Company to hold a Meeting of its Unsecured Creditors to consider and, if thought fit, to approve with or without modification(s) the Scheme. The Scheme provides for:
 - a) Demerger of Demerged Undertaking 1 (as defined in the Scheme) of Renaissance Advanced Consultancy Limited into Renaissance Consultancy Services Limited.
 - b) Merger of Renaissance Advanced Consultancy Limited and Renaissance Stocks Limited into the Company
 - c) Demerger of Demerged Undertaking 2 (as defined in the Scheme) of the Company into Renaissance Corporate Consultants Limited
 - d) Merger of Semac Consultants Private Limited into the Company.
2. The compliance with the directions of Hon'ble NCLT order and the provisions of the Act, and the rules made thereunder relating to voting through ballot paper was the responsibility of the management. My responsibility as a scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner and render a consolidated scrutinizer's report on the voting to the chairman on the resolution.
3. As confirmed by the Company, the notice dated October 27, 2022, along with the Scheme and explanatory statement required under Sections 102, 230(3), 232(1), 232(2) of the Act read with the Rules was sent to all the Unsecured Creditors of the Company through e-mail and registered post. The said notice contained the resolution which was passed in the Meeting.
4. The Unsecured creditors of the Company as on cutoff date i.e., Thursday, 31st March, 2022 were entitled to vote on the resolution as set out in the notice.
5. That the voting rights of Unsecured Creditors of the Company were in the proportion to the principal amount due to them by the Company as on cutoff date i.e., Thursday, 31st March, 2022. Unsecured Creditors were entitled to attend the Meeting either in person or through the authorised Representative or through proxies.
6. The quorum for the Meeting of the Unsecured Creditors of the Company was 68 (Sixty Eight) Unsecured Creditors of the Company. The requisite quorum was not present when the meeting was convened, and hence, the Meeting was adjourned by half an hour, and thereafter, the Unsecured Creditors present and voting were deemed to constitute valid quorum in terms of Paragraph 23(iii) of the Order..
7. That as further confirmed by the Company, advertisements inter-alia in relation to the Meeting have been published in the newspapers, namely, "Business Standard" (English- All India Edition), "Dinamani" (Tamil- Tamil Nadu Edition) and Navbharat Times (Hindi -All India Edition) respectively on



November 2, 2022, indicating, inter alia the day date, place and time of the Meeting.

8. After the announcement made by Chairman for commencement of physical voting through ballot paper an empty ballot box was shown to the Unsecured Creditors in my presence which was kept for depositing Ballot papers for the purpose of voting.
9. Thereafter, the Unsecured Creditors deposited their duly filed in Ballot Papers in the ballot box kept for voting through ballot paper and after the completion of voting by Unsecured Creditors, the ballot box was opened and the votes were counted in my presence.
10. We did not find any Ballot papers invalid.
11. I hereby submit a consolidated Scrutinizer's report pursuant to rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on the resolution contained in the notice of the aforesaid Meetings based on the scrutiny of the Ballot paper at the Meeting.
12. The results of the voting conducted through ballot paper are as under:

Approval of the Scheme

- i. Total votes cast:

Particulars of Voting	Number of Unsecured Creditors	Number of Votes cast by them/ Value of Outstanding debt`	% of total number of valid votes cast
Ballot Paper	31	31 votes and the value of outstanding debt is Rs. 1,81,45,281/-	100%

- ii. Voted in Favour of the resolution:

Particulars of Voting	Number of Unsecured Creditors	Number of Votes cast by them/ Value of Outstanding debt`	% of total number of valid votes cast
Ballot Paper	31	31 votes and the value of outstanding Rs. 1,81,45,281	100%

iii. Voted against the resolution

Particulars of Voting	Number of Unsecured Creditors	Number of Votes cast by them/ Value of Outstanding debt	% of total number of valid votes cast
Ballot Paper	NIL	NIL	NIL

iv. Invalid votes

Particulars of Voting	Total Number of Unsecured Creditors whose votes were declared invalid	Total number of votes held by them/ Value of Outstanding debt
Ballot Paper	NIL **	NIL

** Since SS Heat Recover Engineers India Private Limited was not an unsecured creditor as on 31st March 2022, the vote casted by the authorised representative of the above unsecured creditor was not considered.

Based on the foregoing, the resolution as set out in the notice of the Meeting have been passed with the requisite majority of the Unsecured Creditors of the Company as required under the Act.

All the relevant records of voting were handed over to the Company Secretary of the Company for safe keeping.

Thanking You
Sincerely



Adv. Pranav Shankar

Place: Coimbatore
Date: 06.12.2022

