

Date: 29th September, 2021

To, The General Manager Capital Market(Listing) National Stock Exchange of India Ltd. Exchange Plaza, BKC Bandra-Kurla Complex, Bandra (East), Mumbai-400 051 Symbol: RUBYMILLS	To, Dy. General Manager Marketing Operations (Listing) The BSE P. J. Towers, 25th Floor, Dalal Street, Fort, Mumbai-400 001 Code: 503169
--	---

Dear Sir/Madam,

Sub: Outcome of the 105th Annual General Meeting of 'The Ruby Mills Limited' held on Tuesday, September 28, 2021 through Video Conferencing

This is to inform you that the members of The Ruby Mills Limited (the Company) at the 105th Annual General Meeting (AGM) held on 28th September, 2021 transacted the Business as per the AGM notice.

The AGM was held at 4:30 P.M. (I.S.T) through Video Conferencing (VC) /Other Audio Visual Means (OAVM) in compliance with all the applicable provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and in compliance with the General Circular nos. No. 20/2020 dated 5th May 2020 read with General Circular No. 14/2020 dated 8th April 2020, General Circular No. 17/2020 dated 13th April 2020 and General Circular no. 02/2021 dated 13th January, 2021 issued by the Ministry of Corporate Affairs ("MCA") and Circulars issued by the Securities and Exchange Board of India ("SEBI") and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder. The Company provided remoter e-voting facility at the AGM to its members in respect of the Business to be transacted at AGM.

With respect to 105th AGM, please find enclosed the following:

- Summary of proceedings of the AGM of the Company, as required under Regulation 30 read with Para A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), attached and marked as **Annexure - 1**.





The AGM concluded at 4:51 P.M. (IST) and thereafter the e-voting window was kept open for 30 minutes.

You are requested to kindly take the above information on record.

Thanking you,

Yours faithfully,

For THE RUBY MILLS LIMITED

A handwritten signature in blue ink that reads "Dipti Samant".

Dipti Samant
Company Secretary
Membership No:F10245



Encl. As above



THE RUBY MILLS LIMITED

Registered Office Ruby House, J K Sawant Marg, Dadar West, Mumbai 400028, India | CIN L17120MH1917PLC000447

T (+91 22) 24387800 / 30997800 | E info@rubymills.com | W www.rubymills.com

Annexure - 1

Gist of Proceedings of the 105th Annual General Meeting of The Ruby Mills Limited

1. Date, time and venue of the Meeting:

The 105th Annual General Meeting (AGM) of the Company was held on Tuesday, 28th September, 2021 at 4:30 P.M. (I.S.T.) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). The deemed venue for the AGM was the registered office of the Company situated at Ruby House, J. K. Sawant Marg, Dadar Mumbai - 400028.

2. Proceedings in brief:

1. Ms. Dipti Samant, the Company Secretary and Compliance Officer of the Company welcomed all the members at the meeting and introduced all the Directors present at the meeting along with the Statutory Auditor, Secretarial Auditor and the Scrutinizer.
2. Shri Hiren M. Shah chaired the proceedings of the Meeting and welcomed all the Members.
3. The Chairman then confirmed that the requisite quorum is present and announced the formal commencement of the meeting. Further, he also stated that the Company had taken all the efforts feasible amidst the COVID-19 circumstances to enable the members to participate and vote on the items being considered in the meeting.
4. Thereafter, the Company Secretary requested Shri Hiren M. Shah, Executive Chairman of the Company to address the shareholders. Shri Hiren M. Shah, Executive Chairman apprised all the Members on the corporate developments during the year and overall performance of the company.
5. With the consent of the shareholders present at the meeting, the Notice and explanatory Statement of the 105th AGM, Statutory Auditors Report and Secretarial Audit Report were taken as read.
6. The Company Secretary informed the members that M/s. Makarand M. Joshi, Practicing Company Secretary, was appointed as the scrutinizer for the purpose of scrutinizing the e-voting at the Meeting and remote e-voting process. Necessary instructions regarding e-voting were also given to the members. The Company Secretary also informed that the statutory registers and the relevant documents referred to in the Notice were available for inspection for the members by means of a request made by sending an email.



7. The following items of business as set out in the Notice convening the 105th Annual General Meeting were recommended for members' consideration and approval.

Ordinary Business

- A. **Ordinary Resolution:** To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 together with the Reports of the Board of Directors and Auditors thereon.
- B. **Ordinary Resolution:** To declare dividend for the Financial Year ended 31st March, 2021.
- C. **Ordinary Resolution:** To appoint a Director in place of Shri. Hiren M. Shah (DIN: 00071077) who retires by rotation and being eligible for re-appointment, offers himself for re-appointment.

Special Business

- D. **Ordinary Resolution:** Ratification of Cost Auditor remuneration.

Mr. Shardul Thacker, Independent Director took chair to transact Item No.5 to Item No 7 of the notice

- E. **Special Resolution:** Approval of Remuneration to be paid to Shri. Hiren M. Shah (DIN-00071077), Executive Chairman of the Company
- F. **Special Resolution:** Approval of Remuneration to be paid to Shri. Bharat M. Shah (DIN-00071248), Managing Director of the Company
- G. **Special Resolution:** Approval of Remuneration to be paid to Shri. Viraj M. Shah (DIN-00071616), Managing Director of the Company
8. Members were also given the opportunity to ask questions and seek clarifications. The members raised queries, sought clarifications and gave their suggestions. The management provided necessary clarifications and addressed all the queries raised by the members.
9. The Company Secretary informed the members that e-voting results will be declared within 48 working hours from the conclusion of the meeting and the same will be published on the Stock Exchanges, website of the Company.

3. Voting by members

The Company had provided remote e-voting facility to its members to cast votes electronically, for all the 7 items of business set out in the notice from 25th September, 2021 (9:00 AM) to 27th September, 2021 (5:00 PM).



Further, the facility for e-voting was made available to the members who were present at the Meeting and had not cast their votes by remote e-voting. Voting was conducted by e-voting on all the resolutions as set out in the AGM Notice.

All the e-voting instructions were clearly stated in the AGM Notice.

The Meeting concluded with a Vote of thanks at 4.51 P.M. and thereafter the e-voting window was kept open for 30 minutes.

Based on the Scrutinizer Report issued by Makarand M. Joshi & Co., Practicing Company Secretaries, all the Resolutions as set out in the Notice have been passed with requisite majority.

You are requested to kindly take the above information on record.

Thanking you,

Yours faithfully,
For THE RUBY MILLS LIMITED

Dipti Samant
Company Secretary
Membership No:F10245



THE RUBY MILLS LIMITED

Registered Office Ruby House, J K Sawant Marg, Dadar West, Mumbai 400028, India | CIN L17120MH1917PLC000447
T (+91 22) 24387800 / 30997800 | E info@rubymills.com | W www.rubymills.com