

RAIL:SEC:2019

October 01, 2019

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400001 Scrip Code - 520008	National Stock Exchange of India Limited Exchange Plaza, 5 th Floor, Plot No.C/1, G Block Bandra-Kurla Complex Bandra (E), Mumbai - 400 051 Scrip Code - RICOAUTO
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Sub : **Disclosure of Voting Results of the 36th Annual General Meeting of the Company held on 30th September, 2019**

Dear Sir/Madam,


Pursuant to Regulation 44(3) of the SEBI (LODR) Regulations, 2015, details of the Voting Results (i.e. e-voting and poll) of the 36th Annual General Meeting (AGM) of the Company held on Monday, the 30th day of September, 2019 at 12.00 Noon at the Registered Office of the Company at 38 KM Stone, Delhi-Jaipur Highway, Gurugram - 122001, Haryana, are enclosed in the prescribed format alongwith the Consolidated Scrutinizer's Report as Annexure-1.

We wish to further inform that all the resolutions as set out in notice convening the said AGM have been passed by the Members with the requisite majority.

This may also be considered as compliance of Regulation 30 of the SEBI (LODR) Regulations, 2015.

Thanking you,

Yours faithfully,
for Rico Auto Industries Limited

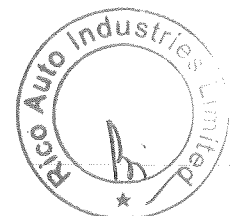

B.M. Jhamb
Company Secretary
FCS : 2446

Encl : As above

RICO AUTO INDUSTRIES LIMITED

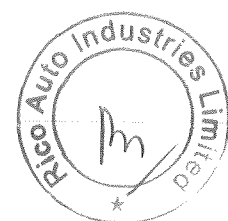
Voting Results of AGM	
Details of poll at the AGM and E-voting Results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:	
Date of the AGM	30/09/2019
Total No. of Shareholders on Record Date (23/09/2019)	63614
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoters Group : 12 Public : 62	74
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoters Group : Nil Public : Nil	Nil

Resolution Required (Ordinary/Special)		Ordinary Resolution						
1) Adoption of Audited Standalone and Consolidated Financial Statements for the year ended 31 st March, 2019 including the Reports of Directors' and Auditors' thereon.								
Whether Promoter/Promoter Group are interested in the Agenda/ Resolution		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	%age of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	%age of votes in favour on votes polled	%age of votes against on 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	68023196	67940196	99.88	67940196	-	100.00	-
	Total		67940196	99.88	67940196	-	100.00	-
Public-Institutional holders	E-Voting		9581283	79.71	9581283	-	100.00	-
	Poll	12020546	-	-	-	-	-	-
	Total		9581283	79.71	9581283	-	100.00	-
Public-others	E-Voting		3797631	6.87	3794626	3005	99.92	0.08
	Poll	55241258	2781184	5.03	2781184	-	100.00	-
	Total		6578815	11.91	6575810	3005	99.95	0.05
Total		135285000	84100294	62.17	84097289	3005	100.00	-



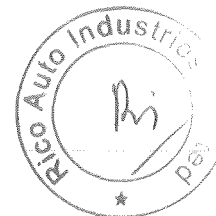
Resolution Required (Ordinary/Special)			Ordinary Resolution					
2) Confirmation of payment of 40% Interim Dividend i.e. ₹0.40 (Forty paise) per Equity Share of ₹1/- each already paid and declaration of 40% Final Dividend i.e. ₹0.40 (Forty paise) per Equity Share of ₹1/- each on Equity Shares for the financial year ended 31 st March, 2019.								
Whether Promoter/Promoter Group are interested in the Agenda/ Resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	%age of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	%age of votes in favour on votes polled	%age of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	68023196	-	-	-	-	-	-
	Poll		67940196	99.88	67940196	-	100.00	-
	Total		67940196	99.88	67940196	-	100.00	-
Public-Institutional holders	E-Voting	12020546	9592546	79.80	9592546	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		9592546	79.80	9592546	-	100.00	-
Public-others	E-Voting	55241258	3797631	6.87	3795626	2005	99.95	0.05
	Poll		2781184	5.03	2781184	-	100.00	-
	Total		6578815	11.91	6576810	2005	99.97	0.03
Total		135285000	84111557	62.17	84109552	2005	100.00	-

Resolution Required (Ordinary/Special)			Ordinary Resolution					
3) Appointment of a Director in place of Shri Arun Kapur (DIN: 00100270), who retires by rotation and being eligible, offers himself for re-appointment.								
Whether Promoter/Promoter Group are interested in the Agenda/ Resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	%age of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	%age of votes in favour on votes polled	%age of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	68023196	-	-	-	-	-	-
	Poll		67940196	99.88	67940196	-	100.00	-
	Total		67940196	99.88	67940196	-	100.00	-
Public-Institutional holders	E-Voting	12020546	9592546	79.80	9592546	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		9592546	79.80	9592546	-	100.00	-
Public-others	E-Voting	55241258	3797631	6.87	3794578	3053	99.92	0.08
	Poll		2780884	5.03	2780884	-	100.00	-
	Total		6578515	11.91	6575462	3053	99.95	0.05
Total		135285000	84111257	62.17	84108204	3053	100.00	-
Invalid Votes : 300								



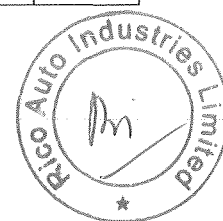
Resolution Required (Ordinary/Special)		Special Resolution						
4) Re-appointment of Shri Kanwal Monga (DIN: 00153473) as an Independent Director.								
Whether Promoter/Promoter Group are interested in the Agenda/ Resolution		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	%age of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	%age of votes in favour on votes polled	%age of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	68023196	-	-	-	-	-	-
	Poll		67940196	99.88	67940196	-	100.00	-
	Total		67940196	99.88	67940196	-	100.00	-
Public-Institutional holders	E-Voting	12020546	9592546	79.80	3572882	6019664	37.25	62.75
	Poll		-	-	-	-	-	-
	Total		9592546	79.80	3572882	6019664	37.25	62.75
Public-others	E-Voting	55241258	3797631	6.87	3794578	3053	99.92	0.08
	Poll		2781184	5.03	2781184	-	100.00	-
	Total		6578815	11.91	6575762	3053	99.95	0.05
Total		135285000	84111557	62.17	78088840	6022717	92.84	7.16

Resolution Required (Ordinary/Special)		Special Resolution						
5) Re-appointment of Shri Amarjit Chopra (DIN: 00043355) as an Independent Director.								
Whether Promoter/Promoter Group are interested in the Agenda/ Resolution		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	%age of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	%age of votes in favour on votes polled	%age of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	68023196	-	-	-	-	-	-
	Poll		67940196	99.88	67940196	-	100.00	-
	Total		67940196	99.88	67940196	-	100.00	-
Public-Institutional holders	E-Voting	12020546	9592546	79.80	4185606	5406940	43.63	56.37
	Poll		-	-	-	-	-	-
	Total		9592546	79.80	4185606	5406940	43.63	56.37
Public-others	E-Voting	55241258	3797631	6.87	3794578	3053	99.92	0.08
	Poll		2781184	5.03	2781184	-	100.00	-
	Total		6578815	11.91	6575762	3053	99.95	0.05
Total		135285000	84111557	62.17	78701564	5409993	93.57	6.43



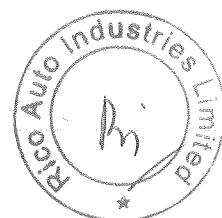
Resolution Required (Ordinary/Special)			Special Resolution					
6) Re-appointment of Dr. Ashok Seth (DIN: 00050540) as an Independent Director.								
Whether Promoter/Promoter Group are interested in the Agenda/ Resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	%age of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	%age of votes in favour on votes polled	%age of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	68023196	-	-	-	-	-	-
	Poll		67940196	99.88	67940196	-	100.00	-
	Total		67940196	99.88	67940196	-	100.00	-
Public-Institutional holders	E-Voting	12020546	9592546	79.80	3572882	6019664	37.25	62.75
	Poll		-	-	-	-	-	-
	Total		9592546	79.80	3572882	6019664	37.25	62.75
Public-others	E-Voting	55241258	3797631	6.87	3794578	3053	99.92	0.08
	Poll		2781184	5.03	2781184	-	100.00	-
	Total		6578815	11.91	6575762	3053	99.95	0.05
Total		135285000	84111557	62.17	78088840	6022717	92.84	7.16

Resolution Required (Ordinary/Special)			Special Resolution					
7) Re-appointment of Shri Satish Sekhri (DIN: 00211478) as an Independent Director.								
Whether Promoter/Promoter Group are interested in the Agenda/ Resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	%age of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	%age of votes in favour on votes polled	%age of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	68023196	-	-	-	-	-	-
	Poll		67940196	99.88	67940196	-	100.00	-
	Total		67940196	99.88	67940196	-	100.00	-
Public-Institutional holders	E-Voting	12020546	9592546	79.80	9592546	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		9592546	79.80	9592546	-	100.00	-
Public-others	E-Voting	55241258	3797631	6.87	3794458	3173	99.92	0.08
	Poll		2781184	5.03	2781184	-	100.00	-
	Total		6578815	11.91	6575642	3173	99.95	0.05
Total		135285000	84111557	62.17	84108384	3173	100.00	0.00



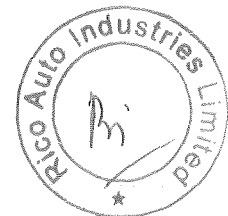
Resolution Required (Ordinary/Special)		Special Resolution						
8) Re-appointment of Shri Rajeev Kapoor (DIN: 02051466) as an Independent Director.								
Whether Promoter/Promoter Group are interested in the Agenda/ Resolution		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	%age of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	%age of votes in favour on votes polled	%age of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	68023196	-	-	-	-	-	-
	Poll		67940196	99.88	67940196	-	100.00	-
	Total		67940196	99.88	67940196	-	100.00	-
Public-Institutional holders	E-Voting	12020546	9592546	79.80	9592546	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		9592546	79.80	9592546	-	100.00	-
Public-others	E-Voting	55241258	3797631	6.87	3794458	3173	99.92	0.08
	Poll		2781184	5.03	2781184	-	100.00	-
	Total		6578815	11.91	6575642	3173	99.95	0.05
Total		135285000	84111557	62.17	84108384	3173	100.00	0.00

Resolution Required (Ordinary/Special)		Special Resolution						
9) Re-appointment of Shri Vinod Kumar Nagar (DIN: 02487061) as an Independent Director.								
Whether Promoter/Promoter Group are interested in the Agenda/ Resolution		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	%age of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	%age of votes in favour on votes polled	%age of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	68023196	-	-	-	-	-	-
	Poll		67940196	99.88	67940196	-	100.00	-
	Total		67940196	99.88	67940196	-	100.00	-
Public-Institutional holders	E-Voting	12020546	9592546	79.80	9592546	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		9592546	79.80	9592546	-	100.00	-
Public-others	E-Voting	55241258	3797631	6.87	3794458	3173	99.92	0.08
	Poll		2781184	5.03	2781184	-	100.00	-
	Total		6578815	11.91	6575642	3173	99.95	0.05
Total		135285000	84111557	62.17	84108384	3173	100.00	0.00

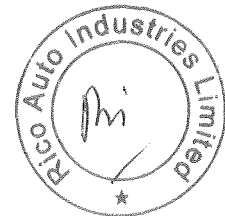


Resolution Required (Ordinary/Special)			Ordinary Resolution					
10) Ratification of Remuneration of Cost Auditors, M/s. J.K. Kabra & Co., Cost Accountants (Firm Registration No. 000009) for the financial year 2019-20.								
Whether Promoter/Promoter Group are interested in the Agenda/ Resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	%age of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	%age of votes in favour on votes polled	%age of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	68023196	-	-	-	-	-	-
	Poll		67940196	99.88	67940196	-	100.00	-
	Total		67940196	99.88	67940196	-	100.00	-
Public-Institutional holders	E-Voting	12020546	9592546	79.80	9592546	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		9592546	79.80	9592546	-	100.00	-
Public-others	E-Voting	55241258	3797631	6.87	3794626	3005	99.92	0.08
	Poll		2781184	5.03	2781184	-	100.00	-
	Total		6578815	11.91	6575810	3005	99.95	0.05
Total		135285000	84111557	62.17	84108552	3005	100.00	0.00

Resolution Required (Ordinary/Special)			Ordinary Resolution					
11) Approval of Related Party Transactions for the financial year 2019-20								
Whether Promoter/Promoter Group are interested in the Agenda/ Resolution			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	%age of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	%age of votes in favour on votes polled	%age of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	68023196	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutional holders	E-Voting	12020546	9592546	79.80	9592546	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		9592546	79.80	9592546	-	100.00	-
Public-others	E-Voting	55241258	3797631	6.87	3744626	53005	98.60	1.40
	Poll		2781184	5.03	2781184	-	100.00	-
	Total		6578815	11.91	6525810	53005	99.19	0.81
Total		135295000	16171361	11.95	16118356	53005	99.67	0.33



Resolution Required (Ordinary/Special)		Special Resolution						
12) Approval for continuation of payment of remuneration to Executive Directors as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015								
Whether Promoter/Promoter Group are interested in the Agenda/ Resolution		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	%age of votes polled on outstanding shares	No. of votes – in favour	No. of votes - against	%age of votes in favour on votes polled	%age of votes against on 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	68023196	46508637	68.37	46508637	-	100.00	-
	Total		46508637	68.37	46508637	-	100.00	-
Public-Institutional holders	E-Voting		9592546	79.80	3572882	6019664	37.25	62.75
	Poll	12020546	-	-	-	-	-	-
	Total		9592546	79.80	3572882	6019664	37.25	62.75
Public-others	E-Voting		3797631	6.87	3744526	53105	98.60	1.40
	Poll	55241258	2781184	5.03	2781184	-	100.00	-
	Total		6578815	11.91	6525710	53105	99.19	0.81
Total		135285000	62679998	46.33	56607229	6072769	90.31	9.69





K K SACHDEVA & ASSOCIATES

Company Secretaries

201 3rd Floor, Dr. Mukherjee Nagar, Delhi-110009

Ph. 011 27608683, 9811071577, E-mail: kks445@gmail.com

SCRUTINIZER REPORT

The Chairman
Rico Auto Industries Limited
38 KM Stone, Delhi-Jaipur Highway
Gurugram - 122001
Haryana

Sub: Resolutions passed through E-Voting and Poll conducted at the 36th Annual General Meeting of Rico Auto Industries Limited

I. K. K. Sachdeva, (Practicing Company Secretary), have been appointed as the Scrutinizer by the Board of Directors of **Rico Auto Industries Limited** having its Registered Office at 38 KM Stone, Delhi-Jaipur Highway, Gurugram - 122001, Haryana for the purpose of scrutinizing the electronic voting process and votes through poll at the Annual General Meeting held on 30th September, 2019.

The Company has appointed National Securities Depository Limited (NSDL) as the Service Provider for extending the facility of electronic voting to the Shareholders. The remote e-voting period commenced on Friday, 27th September, 2019, at 09:00 A.M. IST and ended on Sunday, 29th September, 2019, at 05:00 P.M. IST.

The Company has also provided voting facility by poll (Ballot Paper) at the 36th Annual General Meeting of the Company, to the members present in person or by proxy, who did not exercised their right to vote through electronic voting facility.

The Management of the Company is responsible to ensure the compliances with requirements of the Companies Act, 2013 and Rules relating to e-voting and poll on resolutions specified in the notice of the 36th Annual General Meeting. My responsibility as a Scrutinizer for the e-voting process and poll is restricted to scrutinize the results and present the Report for the votes cast "in favour" or "against" the resolutions.

All the resolutions for the Ordinary and Special Business as set out in Item No.1 to 12 in the Notice of the 36th Annual General Meeting were duly approved by the members with requisite majority.

The Consolidated Summary of result of the Remote E-Voting together with that of Poll at AGM is as follows:



1. As an Ordinary Resolution- Item No.1

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements for the year ended 31st March, 2019 including Audited Balance Sheet and the Statement of Profit and Loss for the year ended on that date together with the Reports of Directors' and Auditor's thereon.

I. Voted in favour of the Resolution:

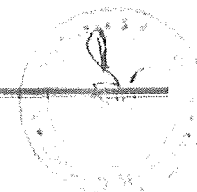
	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	48	13375909	15.91
Poll	74	70721380	84.09
Total	122	84097289	100.00

II. Voted against the Resolution

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	3	3005	0.00
Poll	0	0	0.00
Total	3	3005	0.00

III. Invalid Votes:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)
E-Voting	0	0
Poll	0	0
Total	0	0



Summary of Total Valid Votes for Resolution No. 1

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	84097289	100.00
Votes against	3005	0.00

Result: Resolution Approved

2. As an Ordinary Resolution – Item No.2

To confirm the payment of Interim Dividend of Re.0.40 (Forty paise) per Equity Share of Re.1/- each (40%) already paid and to declare the Final Dividend of Re.0.40 (Forty paise) per Equity Share of Re.1/- each (40%) for the financial year ended 31st March, 2019.

I. Voted in favour of the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	50	13388172	15.92
Poll	74	70721380	84.08
Total	124	84109552	100.00

II. Voted against the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	2	2005	0.00
Poll	0	0	0.00
Total	2	2005	0.00



III. Invalid Votes:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)
E-Voting	0	0
Poll	0	0
Total	0	0

Summary of Total Valid Votes for Resolution No. 2

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	84109552	100.00
Votes against	2005	0.00

Result: Resolution Approved

3. As an Ordinary Resolution - Item No.3

Re-appointment of Shri Arun Kapur (DIN: 00100270) as Director retiring by rotation.

I. Voted in favour of the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	48	13387124	15.92
Poll	72	70721080	84.08
Total	120	84108204	100.00

II. Voted against the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	4	3053	0.00



Poll	0	0	0.00
Total	4	3053	0.00

III. Invalid Votes:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)
E-Voting	0	0
Poll	2	300
Total	2	300

Summary of Total Valid Votes for Resolution No. 3

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	84108204	100.00
Votes against	3053	0.00

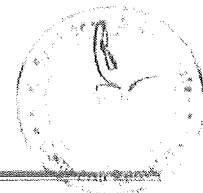
Result: Resolution Approved

4. As a Special Resolution - Item No.4

Re-appointment of Shri Kanwal Monga (DIN: 00153473) as an Independent Director

I. Voted in favour of the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	39	7367460	8.76
Poll	74	70721380	84.08
Total	113	78088840	92.84



II. Voted against the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	13	6022717	7.16
Poll	0	0	0.00
Total	13	6022717	7.16

III. Invalid Votes:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)
E-Voting	0	0
Poll	0	0
Total	0	0

Summary of Total Valid Votes for Resolution No. 4

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	78088840	92.84
Votes against	6022717	7.16

Result: Resolution Approved

5. As a Special Resolution - Item No.5

Re-appointment of Shri Amarjit Chopra (DIN 00043355) as an Independent Director

I. Voted in favour of the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
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E-Voting	42	7980184	9.49
Poll	74	70721380	84.08
Total	116	78701564	93.57

II. Voted against the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	10	5409993	6.43
Poll	0	0	0.00
Total	10	5409993	6.43

III. Invalid Votes:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)
E-Voting	0	0
Poll	0	0
Total	0	0

Summary of Total Valid Votes for Resolution No. 5

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	78701564	93.57
Votes against	5409993	6.43

Result: Resolution Approved



6. As a Special Resolution - Item No.6

Re-appointment of Dr. Ashok Seth (DIN: 00050540) as an Independent Director

I. Voted in favour of the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	39	7367460	8.76
Poll	74	70721380	84.08
Total	113	78088840	92.84

II. Voted against the Resolution:

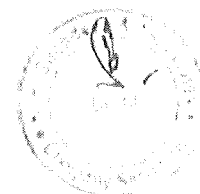
	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	13	602217	7.16
Poll	0	0	0.00
Total	13	602217	7.16

III. Invalid Votes:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)
E-Voting	0	0
Poll	0	0
Total	0	0

Summary of Total Valid Votes for Resolution No. 6

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	78088840	92.84
Votes against	602217	7.16



Result: Resolution Approved

7. As a Special Resolution - Item No.7

Re-appointment of Shri Satish Sekhri (DIN: 00211478) as an Independent Director

I. Voted in favour of the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	47	13387004	15.92
Poll	74	70721380	84.08
Total	121	84108384	100.00

II. Voted against the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	5	3173	0.00
Poll	0	0	0.00
Total	5	3173	0.00

III. Invalid Votes:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)
E-Voting	0	0
Poll	0	0
Total	0	0



Summary of Total Valid Votes for Resolution No. 7

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	84108384	100.00
Votes against	3173	0.00

Result: Resolution Approved

8. As a Special Resolution - Item No.8

Re-appointment of Shri Rajeev Kapoor (DIN: 02051466) as an Independent Director

I. Voted in favour of the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	47	13387004	15.92
Poll	74	70721380	84.08
Total	121	84108384	100.00

II. Voted against the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	5	3173	0.00
Poll	0	0	0.00
Total	5	3173	0.00



III. Invalid Votes:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)
E-Voting	0	0
Poll	0	0
Total	0	0

Summary of Total Valid Votes for Resolution No. 8

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	84108384	100.00
Votes against	3173	0.00

Result: Resolution Approved

9. As a Special Resolution - Item No.9

Re-appointment of Shri Vinod Kumar Nagar (DIN: 02487061) as an Independent Director

I. Voted in favour of the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	47	13387004	15.92
Poll	74	70721380	84.08
Total	121	84108384	100.00



II. Voted against the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	5	3173	0.00
Poll	0	0	0.00
Total	5	3173	0.00

III. Invalid Votes:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)
E-Voting	0	0
Poll	0	0
Total	0	0

Summary of Total Valid Votes for Resolution No. 9

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	84108384	100.00
Votes against	3173	0.00

Result: Resolution Approved

10. As a Special Resolution - Item No.10

Ratification of Remuneration of Cost Auditors, M/s. J.K. Kabra & Co., Cost Accountants (Firm Registration No. 000009) for the financial year 2019-20.



I. Voted in favour of the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	49	13387172	15.92
Poll	74	70721380	84.08
Total	123	84108552	100.00

II. Voted against the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	3	3005	0.00
Poll	0	0	0.00
Total	3	3005	0.00

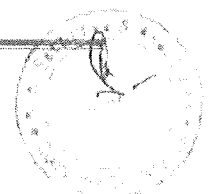
III. Invalid Votes:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)
E-Voting	0	0
Poll	0	0
Total	0	0

Summary of Total Valid Votes for Resolution No. 10

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	84108552	100.00
Votes against	3005	0.00

Result: Resolution Approved



11. As an Ordinary Resolution - Item No.11

Approval of Related Party Transactions pursuant to the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable provisions of the Companies Act 2013 read with relevant Rules made thereunder [including any statutory modification(s) or re-enactment thereof].

I. Voted in favour of the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	48	13337172	82.47
Poll	62	2781184	17.20
Total	110	16118356	99.67

II. Voted against the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	4	53005	0.33
Poll	0	0	0.00
Total	4	53005	0.33

III. Invalid Votes:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)
E-Voting	0	0
Poll	0	0
Total	0	0



Summary of Total Valid Votes for Resolution No. 11

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	16118356	99.67
Votes against	53005	0.33

Result: Resolution Approved

12. As a Special Resolution - Item No.12

Approval for continuation of payment of remuneration to Executive Directors as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I. Voted in favour of the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	38	7317408	11.67
Poll	72	49289821	78.64
Total	110	56607229	90.31

II. Voted against the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	14	6072769	9.69
Poll	0	0	0.00
Total	14	6072769	9.69



III. Invalid Votes:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)
E-Voting	0	0
Poll	0	0
Total	0	0

Summary of Total Valid Votes for Resolution No. 12

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	56607229	90.31
Votes against	6072769	9.69

Result: Resolution Approved

The register, all other papers and relevant records relating to electronic voting and physical poll shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting.

Thanking you,

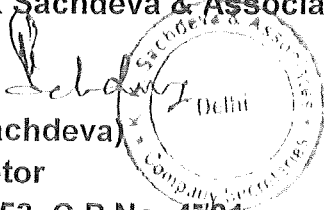
Yours faithfully,

For K K Sachdeva & Associates

(K K Sachdeva)

Proprietor

FCS 7153, C.P No. 4721



For Rico Auto Industries Limited



B.M. Jhamb
Company Secretary
FCS No. 2446

Dated: 30th September, 2019

Place: Gurugram, Haryana.