

August 27, 2021

BSE Ltd. Corporate Relationship Department 1st Floor New Trading Rotunda Building, P J Towers Dalal Street Fort, Mumbai – 400001	National Stock Exchange of India Ltd Listing Department, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai- 400 051
Scrip Code – 530517	Scrip Code – RELAXO

Sub: Voting result and Scrutinizer's Report of 37th Annual General Meeting ("AGM")

Dear Sir,

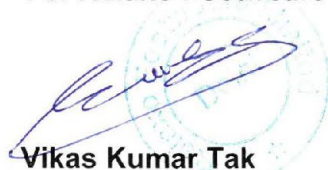
In continuation with our earlier communication regarding proceedings of AGM, we inform you that the 37th Annual General Meeting (AGM) of the Members of Relaxo Footwears Limited ('the Company') was held on Thursday, 26th August, 2021 at 10:30 AM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). In this regard, please find enclosed:-

1. Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and
2. Scrutinizer's Report dated August 27, 2021 issued by Mr. Baldev Singh Kashtwal (C.P. No. 3169), Practicing Company Secretary

The same is for your information and record.

Thanking You,

For **Relaxo Footwears Limited**



Vikas Kumar Tak
Company Secretary and Compliance Officer
Membership No.: FCS 6618

Encl. as above

RELAXO FOOTWEARS LIMITED

Registered Office: Aggarwal City Square, Plot No. 10, Manglam Place,
District Centre, Sector-3, Rohini, Delhi-110085. Phones: 46800 600, 46800 700
Fax: 46800 692 E-mail: rfl@relaxofootwear.com
CIN L74899DL1984PLC019097



	RELAXO FOOTWEARS LIMITED
Date of the AGM/EGM	26-08-2021
Total number of shareholders on record date	183090
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	8
Public:	87

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2021, comprising of the Balance Sheet as at March 31, 2021 and the statement of Profit and Loss Account for the Financial Year ended on that date including Statement of cash flows for the year ended as at March 31, 2021, together with the Reports of Board of Directors and Auditors thereon.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	17,61,94,906	17,56,90,906	99.7140	17,56,90,906	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		17,56,90,906	99.7140	17,56,90,906	0	100.0000	0.0000	0	0
Public- Institutions*	E-Voting	2,66,15,497	2,49,46,290	93.7284	2,49,46,290	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,49,46,290	93.7284	2,49,46,290	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	4,56,31,698	2,61,42,461	57.2901	2,61,42,453	8	99.9999	0.0000	0	27
	Poll		11,276	0.0247	11,276	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,61,53,737	57.3148	2,61,53,729	8	100.0000	0.0000	0	27
Total		24,84,42,101	22,67,90,933	91.2852	22,67,90,925	8	100.0000	0.0000	0	27

Note*: - Two shareholders have voted only for part of their shareholding. Therefore, the Resolution No. 2 has been approved with requisite majority.

Classification: Public

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To declare the final dividend 250 equivalent to Rs 2.50 /- per equity share of the Face Value of Rs1/- each for the Financial Year 2020-21.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	17,61,94,906	17,56,90,906	99.7140	17,56,90,906	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		17,56,90,906	99.7140	17,56,90,906	0	100.0000	0.0000	0.0000	0
Public- Institutions*	E-Voting	2,66,15,497	2,49,46,290	93.7284	2,49,46,290	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,49,46,290	93.7284	2,49,46,290	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	4,56,31,698	2,61,42,471	57.2902	2,61,42,326	145	99.9994	0.0006	0	17
	Poll		11,276	0.0247	11,276	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,61,53,747	57.3149	2,61,53,602	145	99.9994	0.0006	0.0000	0
Total	24,84,42,101	22,67,90,943	91.2852	22,67,90,798	145	99.9999	0.0001	0	17	

Note*: - Two shareholders have voted only for part of their shareholding.
Therefore, the Resolution No. 2 has been approved with requisite majority.

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To consider appointment of a Director in place of Mr. Ramesh Kumar Dua, Managing Director (DIN 00157872) who retires by rotation and being eligible offers himself for reappointment.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group#	E-Voting	17,61,94,906	3,74,91,532	21.2784	3,74,91,532	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,74,91,532	21.2784	3,74,91,532	0	100.0000	0.0000	0	0
Public- Institutions*	E-Voting	2,66,15,497	2,49,46,290	93.7284	2,43,00,195	6,46,095	97.4100	2.5899	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,49,46,290	93.7284	2,43,00,195	6,46,095	97.4101	2.5899	0	0
Public- Non Institutions	E-Voting	4,56,31,698	2,61,42,446	57.2901	2,61,42,382	64	99.9998	0.0002	0	42
	Poll		11,276	0.0247	11,276	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,61,53,722	57.3148	2,61,53,658	64	99.9998	0.0002	0	42
Total		24,84,42,101	8,85,91,544	35.6588	8,79,45,385	6,46,159	99.2706	0.7294	0	42

Note :

#The votes of Mr. Ramesh Kumar Dua and his relatives being interested in the resolution have not been considered.

* Two shareholders have voted only for part of their shareholding.

Therefore, the Resolution No. 3 has been approved with requisite majority.



Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - To consider appointment of a Director in place of Mr.MukandLal Dua, Whole Time Director (DIN 00157898) who retires by rotation and being eligible offers himself for reappointment.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group#	E-Voting	17,61,94,906	3,02,39,710	17.1626	3,02,39,710	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,02,39,710	17.1626	3,02,39,710	0	100.0000	0.0000	0	0
Public- Institutions*	E-Voting	2,66,15,497	2,49,46,290	93.7284	2,22,41,391	27,04,899	89.1571	10.8428	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,49,46,290	93.7284	2,22,41,391	27,04,899	89.1571	10.8429	0	0
Public- Non Institutions	E-Voting	4,56,31,698	2,61,42,446	57.2901	2,61,42,382	64	99.9998	0.0002	0	42
	Poll		11,276	0.0247	11,276	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,61,53,722	57.3148	2,61,53,658	64	99.9998	0.0002	0	42
Total		24,84,42,101	8,13,39,722	32.7399	7,86,34,759	27,04,963	96.6745	3.3255	0	42

Note: -

#The votes of Mr. Mukand Lal Dua and his relatives being interested in the resolution have not been considered.

* Two shareholders have voted only for part of their shareholding.

Therefore, the Resolution No. 4 has been approved with requisite majority.

Resolution No.	5									
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr.Deval Ganguly (DIN 00152585) as a Whole Time Director of the Company.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	17,61,94,906	17,56,90,906	99.7140	17,56,90,906	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		17,56,90,906	99.7140	17,56,90,906	0	100.0000	0.0000	0.0000	0
Public- Institutions*	E-Voting	2,66,15,497	2,49,46,290	93.7284	1,97,69,654	51,76,636	79.2489	20.7511	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,49,46,290	93.7284	1,97,69,654	51,76,636	79.2489	20.7511	0.0000	0
Public- Non Institutions	E-Voting	4,56,31,698	2,61,42,438	57.2901	2,61,42,069	369	99.9986	0.0014	0	50
	Poll		11,276	0.0247	11,276	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,61,53,714	57.3148	2,61,53,345	369	99.9986	0.0014	0.0000	0
Total		24,84,42,101	22,67,90,910	91.2852	22,16,13,905	51,77,005	97.7173	2.2827	0	50

Note *: - Two shareholders have voted only for part of their shareholding.
Therefore, the Resolution No. 5 has been approved with requisite majority.

Resolution No.	6									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for Amendments in RFL Employee Stock Option Plan, 2014.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	17,61,94,906	17,56,90,906	99.7140	17,56,90,906	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		17,56,90,906	99.7140	17,56,90,906	0	100.0000	0.0000	0	0
Public- Institutions*	E-Voting	2,66,15,497	2,49,46,290	93.7284	2,48,84,601	61,689	99.7527	0.2473	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,49,46,290	93.7284	2,48,84,601	61,689	99.7527	0.2473	0	0
Public- Non Institutions	E-Voting	4,56,31,698	2,61,42,409	57.2900	2,61,42,091	318	99.9988	0.0012	0	79
	Poll		11,276	0.0247	11,276	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,61,53,685	57.3147	2,61,53,367	318	99.9988	0.0012	0	79
Total		24,84,42,101	22,67,90,881	91.2852	22,67,28,874	62,007	99.9727	0.0273	0	79

Note*: - Two shareholders have voted only for part of their shareholding.
Therefore, the Resolution No. 6 has been approved with requisite majority.



**CONSOLIDATED SCRUTINIZER REPORT FOR REMOTE E-VOTING & INSTAPOLL i.e.
E- VOTING AT ANNUAL GENERAL MEETING DURING 37TH ANNUAL GENERAL
MEETING FOR
RELAXO FOOTWEARS LIMITED
(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies
(Management and Administration) Rules, 2014 as Amended)**

To,

The Chairman,
Relaxo Footwears Limited
(CIN : L74899DL1984PLC019097)
Aggarwal City Square, Plot No.-10,
Manglam Place, District Centre,
Sector-3, Rohini Delhi North West
Delhi-110085

Subject: Passing of Resolution(s) through remote e-voting and Instapoll i.e. e-voting at AGM electronically by the members during the 37th Annual General Meeting (AGM) of Relaxo Footwears Limited ("The Company") held on Thursday, the 26th August, 2021 at 10:30 A.M. through Video Conferencing ("VC") / Other Audio-Visual Means (OAVM")

Dear Sir,

1. I, CS Baldev Singh Kashtwal, Practicing Company Secretary (Holding Membership No. FCS 3616 and Certificate of Practice No. 3169) having office at 106, (1st Floor), Madhuban Tower, A-1, V. S. Block, Shakarapur Crossing, Delhi-110092 was appointed as the Scrutinizer by the Board of Directors of the Relaxo Footwears Limited ('the Company') at their meeting held on May 20, 2021 for the purpose of scrutinizing the process of voting through electronic means ('e-voting') i.e. remote e-voting and Instapoll i.e. e-voting members on the resolutions contained in the AGM Notice dated May 20, 2021, during the 37th AGM of the Members of the Company held on Thursday, the 26th August, 2021 at 10.30 a.m. through VC/OAVM, as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 as amended, the General Circular No. 02/2021 dated January 13, 2021 read with circulars dated April 8, 2020, April 13, 2020 and May 5, 2020, issued by the Ministry of Corporate Affairs (MCA) and in accordance with the Circular dated January 15, 2021 read with Circular dated May 12, 2020 issued by the Securities and Exchange Board of India (SEBI) (Applicable Circulars) providing relaxation for the manner in which the AGM shall be held and conducted. The applicable Circulars provide for relaxation in the manner in which the AGM will be held including the manner of sending the Notices and Annual Reports to the shareholders and the manner of voting at the meeting, which was necessitated on account of the outbreak of COVID -19 (CORONAVIRUS) pandemic.



2. The Company had engaged M/s. KFin Technologies Private Limited as the Service Provider for extending the facility of remote e-voting and Instapoll i.e. e-voting during the AGM to the shareholders of the Company. The Service Provider provided a system for recording the votes of the shareholders electronically on all the six (6) ordinary and special business items mentioned in the AGM Notice dated May 20, 2021. The Company had also uploaded all the business items to be transacted, on the website of the Company and also on website of its Service Providers to facilitate their shareholders to cast their votes through remote e-voting and Instapoll i.e. e-voting during the AGM. The Remote e-Voting facility was kept open from Monday, August 23, 2021 (09:00 A.M.) to Wednesday, August 25, 2021 (05:00 P.M.).
3. The cutoff date (Record date) for the purposes of identifying the Shareholders who will be entitled to vote on the resolutions placed for the approval of the shareholders was August 19, 2021.
4. As on the cutoff date there were 1,83,090 Shareholders of the Company. The Notice was sent through email to 1,65,977 shareholders and 24,775 incremental Shareholders as on record date whose email id was made available by the two depositories and Registrar & transfer agent i.e. Kfin Technologies Private Limited.
5. Pursuant to the Applicable Circulars, the notice sent through email contained the detailed procedure to be followed by the shareholders to cast their votes electronically.
6. Pursuant to Rule 20(4)(v) of Companies (Management and Administration) Rules, 2015, as amended from time to time, the Company also released an advertisement, which was published on Friday, the 30th day of July, 2021 in Financial Express, English Newspaper and in Jansatta, Hindi Newspaper. The notice published in the newspaper carried the required information as specified in the Rule 20(4)(v) (a) to (h) of Companies (Management and Administration) Rules, 2015.
7. Particulars of all Votes cast by electronic mode have been entered in the register separately maintained for the purpose in electronic mode.
8. At the 37th AGM of the Company held through VC / OAVM, on Thursday, August 26, 2021, after considering all the items of ordinary and special business, the facility to vote electronically i.e. through Insta Poll was provided to facilitate those members who were attending the meeting through VC / OAVM but could not participate in the remote e-voting to record their votes.
9. Thereafter, the remote e-voting and Instapoll results were unblocked by me at around 12.28 P.M. on August 26, 2021 in the presence of two witnesses, not in employment of the Company, on the KFin Technologies Private Limited e-voting platform and the voting summary statement was downloaded pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2015, as amended. After unblocking the votes cast, the total votes cast both through remote e-voting and Instapoll were consolidated and the final Scrutinizer's Report was prepared.



Responsibility of the Management

The Management of the company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to voting including voting by electronic means for the resolutions stated in the Notice dated May 20, 2021.

Responsibility as a Scrutinizer

My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer Report of the votes cast "in favour" and "against" the resolutions set out in the Notice of 37th Annual General Meeting dated May 20, 2021 based on the reports generated from the e-voting system provide by M/s KFin Technologies Private Limited, the authorised agency engaged by the Company for providing e-voting facility.

As a scrutinizer, the report of the e-voting carried by the shareholders was duly complied.

The result of e-voting is as under :-

Agenda Item No. 1

Ordinary Resolution for adoption of audited financial statements for the financial year ended on 31st March, 2021, comprising of the Balance Sheet as at March 31, 2021 and the statement of Profit and Loss Account for the Financial Year ended on that date including Statement of cash flows for the year ended as at March 31, 2021, together with the Reports of Board of Directors and Auditors thereon.

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs.1/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received by electronic mode (Remote e-voting)	552	22,68,22,742	-
Total Votes received at the AGM through electronically (Instapoll)	12	11,276	-
Less :- Abstained from Voting	2	27	-
Less Voted by the members*	2	43,058	-
Total Number of Invalid Votes	-	-	-
Total Number of Valid Votes	562	22,67,90,933	100.00
Total Number of Votes in favour of Resolution	558	22,67,90,925	99.999996
Total Number of Votes against the resolution	4	8	0.000004

*Note: - Two shareholders have voted only for part of their shareholding.

Therefore, the Resolution No. 1 has been approved with requisite majority.



Agenda Item No. 2

Ordinary Resolution to declare the final dividend @ 250% equivalent to Rs. 2.50/- per equity share of the face value of Rs. 1/- each for the financial year 2020-21.

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs. 1/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received by electronic mode (Remote e-voting)	552	22,68,22,742	-
Total Votes received at the AGM through electronically (Instapoll)	12	11,276	-
Less :- Abstained from Voting	1	17	-
Less Voted by the members*	2	43,058	-
Total Number of Invalid Votes	-	-	-
Total Number of Valid Votes	563	22,67,90,943	100.00
Total Number of Votes in favour of Resolution	557	22,67,90,798	99.99994
Total Number of Votes against the resolution	6	145	0.00006

*Note: - Two shareholders have voted only for part of their shareholding.
Therefore, the Resolution No. 2 has been approved with requisite majority.

Agenda Item No. 3

Ordinary Resolution for appointment of a Director in place of Mr. Ramesh Kumar Dua, Managing Director (DIN: 00157872) who retires by rotation and being eligible offers himself for re-appointment.

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs. 1/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received by electronic mode (Remote e-voting)	552	22,68,22,742	-
Total Votes received at the AGM through electronically (Instapoll)	12	11,276	-
Less :- Abstained from Voting	4	42	-
Less Voted by the members*	2	43,058	-
Total Number of Invalid Votes	-	-	-
Total Number of Valid Votes#	554	8,85,91,544	100.00
Total Number of Votes in favour of Resolution#	537	8,79,45,385	99.27
Total Number of Votes against the resolution	17	6,46,159	0.73

Note :

#The votes of Mr. Ramesh Kumar Dua and his relatives being interested in the resolution have not been considered.

* Two shareholders have voted only for part of their shareholding.

Therefore, the Resolution No. 3 has been approved with requisite majority.



Agenda Item No. 4

Ordinary Resolution for appointment of a Director in place of Mr. Mukand Lal Dua, Whole Time Director (DIN: 00157898) who retires by rotation and being eligible offers himself for re-appointment.

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs. 1/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received by electronic mode (Remote e-voting)	552	22,68,22,742	-
Total Votes received at the AGM through electronically (Instapoll)	12	11,276	-
Less :- Abstained from Voting	4	42	-
Less Voted by the members*	2	43,058	-
Total Number of Invalid Votes	-	-	-
Total Number of Valid Votes#	554	8,13,39,722	100.00
Total Number of Votes in favour of Resolution#	509	7,86,34,759	96.67
Total Number of Votes against the resolution	45	27,04,963	3.33

Note: -

#The votes of Mr. Mukand Lal Dua and his relatives being interested in the resolution have not been considered.

* Two shareholders have voted only for part of their shareholding.

Therefore, the Resolution No. 4 has been approved with requisite majority.

Agenda Item No. 5

Special resolution for re-appointment of Mr. Deval Ganguly (DIN: 00152585) as a Whole Time Director of the Company

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs. 1/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received by electronic mode (Remote e-voting)	552	22,68,22,742	-
Total Votes received at the AGM through electronically (Instapoll)	12	11,276	-
Less :- Abstained from Voting	4	50	-
Less Voted by the members*	2	43,058	-
Total Number of Invalid Votes	-	-	-
Total Number of Valid Votes	560	22,67,90,910	100.00
Total Number of Votes in favour of Resolution	498	22,16,13,905	97.72
Total Number of Votes against the resolution	62	51,77,005	2.28

*Note: - Two shareholders have voted only for part of their shareholding.

Therefore, the Resolution No. 5 has been approved with requisite majority.



Agenda Item No. 6

Special resolution for amendment in RFL Employee Stock Option Plan, 2014.

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs.1/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received by electronic mode (Remote e-voting)	552	22,68,22,742	-
Total Votes received at the AGM through electronically (Instapoll)	12	11,276	-
Less :- Abstained from Voting	8	79	-
Less Voted by the members*	2	43,058	-
Total Number of Invalid Votes	--	--	-
Total Number of Valid Votes	556	22,67,90,881	100.00
Total Number of Votes in favour of Resolution	538	22,67,28,874	99.97
Total Number of Votes against the resolution	18	62,007	0.03

*Note: - Two shareholders have voted only for part of their shareholding. Therefore, the Resolution No. 6 has been approved with requisite majority.

All the six resolutions stand passed under remote e-voting and Instapoll i.e.voting electronically during the AGM with the requisite majority and, hence, deemed to be passed as on the date of the AGM.

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 and that there was no shareholder who opted for both the facilities.

All other relevant records relating to remote e-voting and voting by electronic means shall remain in the safe custody of the scrutinizer and will be hand over to the company until the Chairman considers, approves and signs the Minutes. You may kindly declare the results accordingly.

Thanking you
Yours Sincerely


CS Baldev Singh Kashtwal
Practising Company Secretary
Scrutinizer

C. P. No. 3169
ICSI –UDIN : F003616C000842135
Peer Review Certificate No. : 1205/2021




Counter signed by
(Chairman of the Meeting)



Date : August 27, 2021
Place : Delhi