



Date: September 23, 2022

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
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Dear Sir(s),

Sub: Outcome of 106th Annual General Meeting of “The Ruby Mills Limited” held on Friday, September 23, 2022

This is to inform you that the members of The Ruby Mills Limited (“The Company”) at the 106th Annual General Meeting (AGM) held on 23rd September, 2022 at 4:30 PM transacted the business as stated in the AGM notice.

The Company provided remote e-voting facility at the AGM to its members in respect of the business to be transacted at AGM and e-voting facility at the meeting. With respect to 106th AGM, please find enclosed the 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 7:00 P.M. (IST).

Kindly take the same on your records.

Thanking you,
Yours faithfully,

For THE RUBY MILLS LIMITED

Purav H. Shah
Chief Financial Officer, CEO & Whole-time Director

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 106th Annual General Meeting of The Ruby Mills Limited

1. Date, time and venue of the Meeting:

The 106th Annual General Meeting (AGM) of the Company was held on Friday, 23rd September, 2022 at 4:30 P.M. (I.S.T.) at The Ruby, Lobby level, 29 Senapati Bapat Marg, Dadar W, Mumbai - 400028.

2. Proceedings in brief:

1. Ms. Anuradha Tendulkar, 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.
3. The Company Secretary then confirmed that the requisite quorum is present and announced the formal commencement of the meeting.
4. Thereafter, the Company Secretary requested Shri Hiren M. Shah, Executive Chairman of the Company to address the shareholders. 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 106th 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 in the notice of the AGM. 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 at the venue of the meeting.
7. The following items of business as set out in the Notice convening the 106th 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, 2022 together with the Reports of the Board of Directors and Auditors thereon.
- B. Ordinary Resolution:** To declare the final dividend on Equity shares for the Financial Year ended 31st March, 2022.
- C. Ordinary Resolution:** To appoint a Director in place of Shri. Viraj Manharlal Shah (DIN: 00071616) who retires by rotation and being eligible for re-appointment, offers himself for re-appointment.
- D. Ordinary Resolution:** To consider and approve the re-appointment of Statutory Auditor of the company

Special Business

- E. Ordinary Resolution:** Ratification of Cost Auditor Remuneration for the financial year 2022-23
 - F. Special Resolution:** Re-appointment of Shri. Mehernosh Rusi Currawalla (DIN: 01089742) as an Independent Director for a second term of five consecutive years, in terms of Section 149 of the Companies Act, 2013.
 - G. Special Resolution:** Re-appointment of Shri. Purav Hiren Shah (DIN: 00123460) Chief Executive Officer and Chief Financial Officer of the Company as the Executive (Whole time) Director of the Company w.e.f. 13th December 2022 to 12th December 2027 and to fix his remuneration.
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 two working days from the conclusion of the general meeting and the same will be published on the Stock Exchanges (BSE and NSE) and on the 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 20th September, 2022 (9:00 AM) to 22nd September, 2022 (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 7:00 PM

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

For THE RUBY MILLS LIMITED

Purav H. Shah
Chief Financial Officer, CEO & Whole-time Director