Phone : 011-4164 4995 011-4907 5251



# **RLF LIMITED**

Regd. Office : 14 kms, Gurgaon Pataudi Road, Village Jhund Sarai Veeran, Distt. Gurgaon (Haryana) e-mail : teamunited83@gmail.com, Website : www.rlfltd.com CIN : L74999HR1979PLC032747

The Dy. Manager, Listing Department, BSE Limited 25<sup>th</sup> Floor, P.J Towers, Dalal Street, Fort, Mumbai- 400001

#### BSE Scrip Code: 512618

<u>Subject: Scrutinizer's Report and E-voting Result of 43rd Annual General Meeting held on</u> <u>30th September, 2023 pursuant to the Regulation 30 and 44 of SEBI (Listing Obligation and</u> <u>Disclosure Requirements) Regulations, 2015.</u>

Déar Sir,

Please find enclosed herewith the Scrutinizer's Report and E-voting Result of 43<sup>rd</sup> Annual General Meeting held on Saturday 30<sup>th</sup> September, 2023 for the Financial Year 2022-23.

You are requested to take the same on record. Kindly do the needful.

Thanking You. Yours Truly,

FOR RLF LIMITED

ADITYA Digitally signed by ADITYA KHANNA Date: 2023.09.30 A 17:48:39 +05'30'

Aditya Khanna

(Managing Director)

- 68



# NARENDER SINGH & CO. CHARTERED ACCOUNTANTS

## REPORT OF SCRUITINIZER - COMBINED (E-VOTING & VOTING BY POLL)

{Pursuant to Section 108 & Section 109 of the Companies Act, 2013 and 20 of the Companies (Management and Administration) Rules, 2014}

Τo,

The Chairman RLF Limited, 14 Kms. Gurugram Pataudi Road, Village Jhund Sarai Veeran, Distt. Gurugram, Haryana.

Sir,

- 1. I, Narander Singh, Partner of M/s. Narender Singh & Co., Chartered Accountants, Delhi, has been appointed as Scrutinizer by
  - The Board of Directors of RLF Limited for the purpose of scrutinizing thee- voting by way of electronic process under the provisions of Section 108 of the Companies Act, 2013 ('Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
  - The Chairman of the Annual General Meeting (AGM) on poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule on the resolutions contained in the notice to the 43<sup>rd</sup> Annual General Meeting of the members of the Company, held on Saturday, 30<sup>th</sup> September, 2023 at 10:30 A.M at Registered Office at 14 Kms, Gurugram Pataudi Road, Village Jhund Sarai Veeran, Distt. Gurugram (Haryana).
- 2. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating toe-voting and poll on the resolutions contained in the notice to the 43<sup>rd</sup> Annual General Meeting of the members of the Company. My responsibility as the scrutinizer for thee-voting process and for the poll at the AGM is restricted to make a scrutinizer report of the vote cast in favor/ against the resolutions stated above, based on the reports generated from the e-voting system provided by the Link In time (India) Pvt. Ltd., the authorized agency to provide e-voting facilities for e-voting and also at the time of poll (through electronic means) at AGM.
- **3.** Ihave issued Scrutinizer's Report dated 30<sup>th</sup> September 2023 on the e-voting and the poll on the resolutions contained in the notice to the AGM. As requested by the management submits herewith my combined report on the results of e-voting together with that of Poll as under:



Head Office: D 1/13, LGF, Hauz Khas, New Delhi-110016 306, Nidhi Plaza-I, Near Shakti Nagar Under Bridge, Delhi-110052 Ph.: 011-79654019, 9810329312, E-mail: nsbisht2003@gmail.com

#### Resolution No.1 Ordinary Resolution:

To Receive, Consider and Adopt:

f

The Audited Financial Statements of the Company for the Financial Year ended March 31, 2023, the reports of the Board of Directors and the Auditors there on:

#### a) Voted in favour of resolution:

	Number of Members who voted through E-Voting Process and Poll	Number (Shares)	of	votes	cast	% of total votes cast	number	of valid
E-voting	38			10	02681			2.15
Poll	21			46	83887			97.85
Total	59			47	86568			100

## b) Voted against the resolution:

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

	Number of Members who voted through E-Voting Process and Poll	Number (Shares)	of	votes	cast	% of total number of invalid votes
E-voting	0				0	0
Poll	0				0	0
Total	0				0	0



## **Resolution No.2 Special Resolution:**

f

To consider and approve remuneration paid to the Managing Director:

#### a) Voted in favour of resolution:

	Number of Members who voted through E-Voting Process and Poll	Number (Shares)	of	votes	cast	% of total votes cast	number	of valid
E-voting	38			10	02681			2.15
Poll	21			468	83887			97.85
Total	59			478	86568			100

## b) Voted against the resolution:

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

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



#### <sup>4</sup> Resolution No.3 Special Resolution:

To consider and approve remuneration paid to the Executive Director and Chief Financial Officer:

#### a) Voted in favour of resolution:

	Number of Members who voted through E-Voting Process and Poll	Number (Shares)	of	votes	cast	% of total votes cast	number	of valid
0E-voting	38			10	02681			2.15
Poll	21			468	83887			97.85
Total	59			478	86568			100

## b) Voted against the resolution:

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

	Number of Members who voted through E-Voting Process and Poll	Number (Shares)	of	votes	cast	% of total number of invalid votes
E-voting	0				0	0
Poll	0				0	0
Total	0				0	0



## <sup>1</sup> Resolution No.4 Special Resolution:

To consider the Sale of Investments of the Company:

#### a) Voted in favour of resolution:

	Number of Members who voted through E-Voting Process and Poll	Number (Shares)	of	votes	cast	% of total votes cast	number	of valid
E-voting	38			10	02681			2.15
Poll	21			46	83887			97.85
Total	59			47	86568			100

#### b) Voted against the resolution:

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

	Number of Members who voted through E-Voting Process and Poll	Number (Shares)	of	votes	cast	% of total number of invalid votes
E-voting	0				0	0
Poll	0		-		0	0
Total	0				0	0



# **Resolution No.5 Ordinary Resolution:**

f

To accept fixed deposits from members:

#### a) Voted in favour of resolution:

	Number of Members who voted through E-Voting Process and Poll	Number (Shares)	of	votes	cast	% of total votes cast	number	of valid
E-voting	38			10	02681			2.15
Poll	21			46	83887			97.85
Total	59			47	86568			100

#### b) Voted against the resolution:

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

	Number of Members who voted through E-Voting Process and Poll	Number (Shares)	of	votes	cast	% of total number of invalid votes
E-voting	0				0	0
Poll	0				0	0
Total	0				0	0



# **Resolution No.6 Special Resolution:**

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To take omnibus approval for the transactions with Related Parties under Section 188:

## a) Voted in favour of resolution:

	Number of Members who voted through E-Voting Process and Poll	Number (Shares)	of	votes	cast	% of total votes cast	number	of valid
Evoting	38			1	02681			2.15
E-voting Poll	21			46	83887			97.85
Total	59			47	86568			100

## b) Voted against the resolution:

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

	Number of Members who voted through E-Voting Process and Poll	Number (Shares)	of	votes	cast	% of total number of invalid votes
E-voting	0				0	0
Poll	C				0	0
Total	C				0	0



#### **Resolution No.7 Special Resolution:**

ł

To take omnibus approval for the transactions under Section 186 of Companies Act 2013:

#### a) Voted in favour of resolution:

	Number of Members who voted through E-Voting Process and Poll	Number (Shares)	of	votes	cast	% of total votes cast	number	of valid
E-voting	38			10	2681			2.15
Poll	21			468	3887			97.85
Total	59			478	6568			100

#### b) Voted against the resolution:

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

	Number of Members who voted through E-Voting Process and Poll	Number (Shares)	of	votes	cast	% of total number of invalid votes
E-voting	0				0	0
Poll	0				0	0
Total	0				0	0



#### Resolution No. 8 Ordinary Resolution:

To Appoint Additional Independent Director of the Company:

#### a) Voted in favour of resolution:

	Number of Members who voted through E-Voting Process and Poll	Number (Shares)	of	votes	cast	% of total votes cast	number	of valid
E-voting	38			10	02681			2.15
Poll	21			468	33887			97.85
Total	59			478	86568			100

#### b) Voted against the resolution:

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

#### c) Invalid/Abstain Votes:

	Number of Members who voted through E-Voting Process and Poll	Number (Shares)	of	votes	cast	% of total number of invalid votes
E-voting	0				0	0
Poll	0				0	0
Total	0				0	0

Thanking you,

Nonende NEW DELHI (CA Narender Sing RN : 030207M M No.089004 Partner Narender Singh & Co ACCOU **Chartered Accountants** FRN: 030207N Place: New Delhi Date: 30<sup>th</sup> September,2023 UDIN: 23089004BGVLJS8167

General information about company	
Scrip code	512618
NSE Symbol	NA
MSEI Symbol	NA
ISIN	INE629C01014
Name of the company	RLF LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-09-2023
Start time of the meeting	10:30 AM
End time of the meeting	01:30 PM

Scrutini	zer Details
Name of the Scrutinizer	Narender Singh
Firms Name	Narender Singh & CO.
Qualification	CA
Membership Number	089004
Date of Board Meeting in which appointed	10-08-2023
Date of Issuance of Report to the company	30-09-2023

Voting results							
Record date	23-09-2023						
Total number of shareholders on record date	10447						
No. of shareholders present in the meeting either in person or through proxy							
a) Promoters and Promoter group	8						
b) Public	51						
No. of shareholders attended the meeting through video conferencing							
a) Promoters and Promoter group	0						
b) Public	0						
No. of resolution passed in the meeting	8						
Disclosure of notes on voting results							

				Resolution(1	)			
Resolution requ	ired: (Ordinary /	Special)		Ordinary				
Whether promo agenda/resolution	ter/promoter grou	up are intere	ested in the	No			r.	
Description of resolution considered				To Consider and Ad Financial Year End	lopt Audited ed 31st Marcl	Financial Sta h 2023	atements of the Con	
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100
,	E-Voting		0	0	0	0	0	0
Promoter and Promoter Group	Poll	5067385	4250000	83.8697	4250000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5067385	4250000	83.8697	4250000	0	100	0
	E-Voting		0	0	0	0	0	0
	Poll	54900	0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)	54900	0	0	0	0	0	0
	Total	54900	0	0	0	0	0	0
	E-Voting		102681	2.1099	102681	0	100	0
	Poll	4866598	433887	8.9156	433887	0	100	0
Public- Non Institutions	Postal Ballot (if applicable)	4000550	0	0	0	0	0	0
	Total	4866598	536568	11.0255	536568	0	100	0
	Total	9988883	4786568	47.919	4786568	0	100	0
				Whether	resolution is	Pass or Not.	Yes	
a				Disclos	ure of notes of	on resolution		

				Resolution(2	2)				
Resolution req	uired: (Ordinary	/ Special)		Special					
Whether prome agenda/resolut	oter/promoter gro	oup are inter	rested in the	No				-	
Description of	resolution consid	lered		To consider and ap	prove remune	eration paid	to the Managing Di	rector	
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
1 1 1		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100	
	E-Voting		0	0	0	0	0	0	
Promoter and Promoter Group	Poll	5067385	4250000	83.8697	4250000	0	100	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	5067385	4250000	83.8697	4250000	0	100	0	
	E-Voting	54900	0	0	0	0	0	0	
Public-	Poll		0	0	0	0	0	0	
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	54900	0	0	0	0	0	0	
	E-Voting	-	102681	2.1099	102681	0	100	0	
Public- Non	Poll	4866598	433887	8.9156	433887	0	100	0	
Institutions	Postal Ballot (if applicable)	4000270	0	0	0	0	0	0	
	Total	4866598	536568	11.0255	536568	0	100	0	
	Total	9988883	4786568	47.919	4786568	0	100	0	
				Whether r	esolution is P	ass or Not.	Yes		
		10 A		Disclosu	re of notes on	resolution			

				Resolution(3	3)			s. • .
Resolution requ	uired: (Ordinary	/ Special)		Special		9	,	
Whether promo agenda/resoluti	oter/promoter gro on?	oup are inter	ested in the	No				
Description of	resolution consid	lered	н	To consider and ap Financial Officer	prove remune	eration paid	to the Executive Di	rector and Chief
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
(1) (2)				(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100
	E-Voting		0	0	0	0	0	0
Promoter and	Poll	5067385	4250000	83.8697	4250000	0	100 .	0
Promoter Group	Postal Ballot (if applicable)	5007505	0	0	0	0	0	0
	Total	5067385	4250000	83.8697	4250000	0	100	0
	E-Voting	54900	0	0	0	0	0	0
Public-	Poll		0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	54900	0	0	0	0	0	0
5 D	E-Voting	1.0 1.0	102681	2.1099	102681	0	100	0
D LIL N	Poll	4866598	433887	8.9156	433887	0	100	0
Public- Non Institutions	Postal Ballot (if applicable)	1000570	0	0	0	0	0	0
	Total	4866598	536568	11.0255	536568	0	100	0
	Total	9988883	4786568	47.919	4786568	0	100	0
				Whether	resolution is F	ass or Not.	Yes	2
				Disclosu	re of notes or	resolution		

				Resolution(4	)	5. 10				
Resolution requ	ired: (Ordinary /	Special)		Special						
	ter/promoter grou		sted in the	No				2		
-	esolution conside	ered	5	To consider the Sal	e of Investme	nts of the Co				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled		
ra com		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100		
	E-Voting		0	0	0	0	0	0		
Promoter and Promoter I Group (	Poll	5067385	4250000	83.8697	4250000	0	100	0		
	Postal Ballot (if applicable)	5007585	0	0	0	0	0	0		
	Total	5067385	4250000	83.8697	4250000	0	100	0		
	E-Voting	54900	0	0	0	0	0	0		
	Poll		0	0	0	0	0	0		
Public- Institutions	Postal Ballot (if applicable)	54900	0	0	0	0	0	0		
	Total	54900	0	0	0	0	0	0		
	E-Voting		102681	2.1099	102681	0	100	0		
	Poll	4866598	433887	8.9156	433887	0	100	0		
Public- Non Institutions	Postal Ballot (if applicable)	1-000000	0	0	0	0	0	0		
i e	Total	4866598	536568	11.0255	536568	0	100	0		
	Total	9988883	4786568	47.919	4786568	0	100	0		
				Whether	resolution is	Pass or Not.	Yes			
				Disclos	ure of notes of	on resolution	1			

	ş		u.	Resolution(	5)			
Resolution requ	uired: (Ordinary	/ Special)		Ordinary				
Whether promo agenda/resoluti	oter/promoter gro on?	oup are inter	ested in the	No	н. В	-		
Description of resolution considered				To accept fixed dep	posits from m	embers		
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
4		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100
	E-Voting		0	0	0	0	0	0
Promoter and Promoter Group	Poll	5067385	4250000	83.8697	4250000	0	100	0
	Postal Ballot (if applicable)	500,500	0	0	0	0	0	0
	Total	5067385	4250000	83.8697	4250000	0	100	0
с × 1	E-Voting	54900	0	0	0	0	0	0
Public-	Poll		0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	54900	0	0	0	0	0	0
. *	E-Voting		102681	2.1099	102681	0	100	0
Public- Non	Poll	4866598	433887	8.9156	433887	0	100	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4866598	536568	11.0255	536568	0	100	0
	Total	9988883	4786568	47.919	4786568	0	100	0
				Whether	resolution is F	ass or Not.	Yes	
		2		Disclosu	re of notes or	resolution		

				Resolution(	6)				
Resolution requ	uired: (Ordinary	/ Special)		Special					
Whether promo agenda/resoluti	oter/promoter gro	oup are inter	rested in the	No				14	
Description of	resolution consid	lered	n	To take omnibus a 188	pproval for th	e transaction	ns with Related Part	ies under Section	
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
(1) (2)			(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100		
	E-Voting	5067385	0	0	0	0	0	0	
Promoter and Promoter Group	Poll		4250000	83.8697	4250000	0	100	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	5067385	4250000	83.8697	4250000	0	100	0	
	E-Voting	54900	0	0	0	0	0	0	
Public-	Poll		0	0	0	0	0	0	
Institutions	Postal Ballot (if applicable)		0	0	0	0.	0	0	
	Total	54900	0	0	0	0	0	0	
	E-Voting		102681	2.1099	102681	0	100	0	
Public- Non	Poll	4866598	433887	8.9156	433887	0	100	0	
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0	
<i>.</i>	Total	4866598	536568	11.0255	536568	0	100	0	
	Total	9988883	4786568	47.919	4786568	0	100	0	
				Whether r	esolution is P	ass or Not.	Yes	18	
			* e 15	Disclosu	re of notes on	resolution			

				Resolution(	7)				
Resolution requ	uired: (Ordinary	/ Special)		Special				*	
Whether promoter/promoter group are interested in the agenda/resolution?				No	No				
Description of	resolution consid	lered	с	To take omnibus ap Act 2013	oproval for th	e transaction	ns under Section 18	6 of Companies	
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100	
	E-Voting		0	0	0 .	0	0	0	
Promoter and Promoter Group	Poll	5067385	4250000	83.8697	4250000	0	100	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	50,67385	4250000	83.8697	4250000	0	100	0	
	E-Voting	54900	0	0	0	0	0	0	
Public-	Poll		0	0	0	0	0	0	
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	54900	0	0	0	0	0	0	
	E-Voting		102681	2.1099	102681	0	100	0	
Public- Non	Poll	4866598	433887	8.9156	433887	0	100	0	
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	4866598	536568	11.0255	536568	0	100	0	
	Total	9988883	4786568	47.919	4786568	0	100	0	
		4 		Whether	resolution is F	ass or Not.	Yes		
	· · ·		÷	Disclosu	re of notes or	n resolution		s	

				Resolution(8	3)			
Resolution requ	ired: (Ordinary	Special)		Ordinary			-	
Whether promo agenda/resolutio	ter/promoter gro on?	oup are inter	ested in the	No				
Description of 1	resolution consid	lered	a <sup>l</sup> R	To Appoint Addition	onal Independ	ent Director	of the Company	6
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
	1	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100
1	E-Voting		0	0	0	0	0	0
Promoter and Promoter Group	Poll	5067385	4250000	83.8697	4250000	0	100 .	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5067385	4250000	83.8697	4250000	0	100	0
e a e	E-Voting		0	0	0	0	0	0
Public-	Poll	54900	0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	54900	0	0	0	0	0	0
×	E-Voting	-	102681	2.1099	102681	0	100	0
Public- Non	Poll	4866598	433887	8.9156	433887	0	100	0
Institutions	Postal Ballot (if applicable)	5	0	0	0	0	0	0
	Total	4866598	536568	11.0255	536568	0	100	0
	Total	9988883	4786568	47.919	4786568	0	100	0