



Date: 01/10/2022

The Manager
Listing Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001
Fax: +91 22 2272 2082/3132
BSE Code: 512047

Dear Sir/Madam,

Subject: Voting Results of the 38th Annual General Meeting of the Company held on September 30, 2022

Dear Sir / Madam,

This is with reference to the 38th Annual General Meeting ('AGM') of the Company held on Friday, September 30, 2022 at Conference room, 18th Floor, C-wing, Mittal Tower, Nariman Point, Mumbai - 400 021, Maharashtra.

As per the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility & voting facility to vote during the AGM. The Company had appointed M/s. Mayank Arora & Co., as a Scrutinizer for conducting the remote e-voting and voting at the AGM in a fair and transparent manner. As per the Scrutinizer's Report, all Resolutions as set out in the Notice of 38th AGM have been duly approved by the Members with requisite majority.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details of voting results of the business transacted at the said AGM in the prescribed format

Further, we are also enclosing herewith consolidated Report of the Scrutinizer dated September 30, 2022 on remote e-voting and voting at the AGM.

34, 2nd Floor, Plot - 45/47, Shanti Bhavan,
Dhirubhai Parekh Marg, Ladwadi, Kalbadevi,
Mumbai, Maharashtra - 400002.
Email : info@ricl.in Website : www.ricl.in
CIN : L45400MH1984PLC032274



Request you to kindly take the same on your records.

Thanking you,
Yours faithfully,

For Royal India Corporation Limited

Nitin Kamalkishore Gujral
Managing Director
(DIN No.: 08184605)

MAYANK ARORA & Co.

COMPANY SECRETARIES

FORM NO. MGT-13
SCRUTINIZER'S CONSOLIDATED REPORT
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,

The Chairman of 38th Annual General Meeting of **ROYAL INDIA CORPORATION LIMITED** held on Friday, September 30, 2022 at 11.00 A.M. (IST) at Conference room, 18th Floor, C-wing, Mittal Tower, Nariman Point, Mumbai - 400 021, Maharashtra

Dear Sir,

1. I, Mayank Arora, Practicing Company Secretary, proprietor of M/s. Mayank Arora & Co., Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of Royal India Corporation Limited ("**the Company**") for the purpose of Scrutinizing the process of voting through electronic means ("**e-voting**") in a fair and transparent manner on the resolutions contained in the notice dated August 22, 2022 ("**Notice**") at the 38th Annual General meeting held on Friday, September 30, 2022 at 11.00 A.M. (IST) at Conference room, 18th Floor, C-wing, Mittal Tower, Nariman Point, Mumbai - 400 021, Maharashtra
2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules") and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015. As the Scrutinizer, I have to scrutinize:
 - (i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
 - (ii) process of physical ballot process on the resolution ("ballot")

Management's Responsibility

3. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through physical ballot process on the resolution contained in the Notice of the 38th Annual General Meeting.



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Scrutinizer's Responsibility

4. My responsibility as a Scrutinizer for remote e-voting and voting through physical ballots is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system of National Securities Depository Limited (NSDL) and of voting through physical ballots casted by the Members present at the 38th Annual General Meeting of the Company.

Cut-off date

5. The Equity Shareholders of the Company as on the "cut-off" date September 23, 2022 were entitled to vote on the resolutions (item nos. 1 to 3 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

I submit my report as under:

1. The Company informed me that they had appointed National Securities Depository Limited (NSDL) as the service provider, for extending the facility for the remote e-voting to the Members of the Company from Tuesday, September 27, 2022 at 9:00 A.M. and ends on Thursday, September 29, 2022 at 5:00 P.M.
2. The Company facilitated the Members present in the 38th Annual General Meeting who could not participate in the remote e-voting to cast their votes through poll process. After the time fixed for the poll by the Chairman, ballot box kept for polling was locked in my presence with due identification marks placed by me.
3. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
4. The votes were unblocked on September 30, 2022 (after the conclusion of the meeting) in the presence of 2 witnesses, namely Ms. Richa Chokhani and Ms. Kashish Shah. Both of them are not in the employment of the Company.

Richa

RICHA CHOKHANI

Kashish

KASHISH SHAH



5. 2 Poll Papers were found invalid.
6. The Results of the voting are as under:

ORDINARY BUSINESS:

RESOLUTION NO 1: (AS AN ORDINARY RESOLUTION)

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2022 and the Reports of the Board of Directors and Auditors thereon.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 9896052
Remote E-voting	75	8475	0.09
Polling Paper	11	9887572	99.91
Total	86	9896047	100.00

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 9896052
Remote E-voting	1	5	0.00
Polling Paper	0	0	0.00
Total	1	5	0.00

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Polling Paper	2	50
Total	2	50

Result: Resolution passed with requisite majority



RESOLUTION NO 2: (AS AN ORDINARY RESOLUTION)

To appoint a Director in place of Mr. Nitin Gujral (DIN: 08184605) who retires by rotation and being eligible, offers himself for re-election.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 9896052
Remote E-voting	75	8475	0.09
Polling Paper	11	9887572	99.91
Total	86	9896047	100.00

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 9896052
Remote E-voting	1	5	0.00
Polling Paper	0	0	0.00
Total	1	5	0.00

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Polling Paper	2	50
Total	2	50

Result: Resolution passed with requisite majority



RESOLUTION NO 3: (AS A SPECIAL RESOLUTION)

To approve the modification in Borrowing Limits of the Company pursuant to section 180 of the Companies Act, 2013 from Rs. 150 Crores to Rs. 500 Crore.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 9896052
Remote E-voting	75	8475	0.09
Polling Paper	11	9887572	99.91
Total	86	9896047	100.00

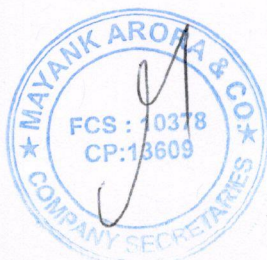
(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 9896052
Remote E-voting	1	5	0.00
Polling Paper	0	0	0.00
Total	1	5	0.00

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Polling Paper	2	50
Total	2	50

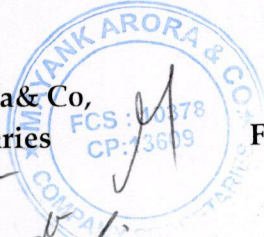
Result: Resolution passed with requisite majority



7. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Mr. Nitin Kamalkishore Gujral, Managing Director for preserving safely after the Chairman considers, approves and signs the minutes of the AGM
8. The consolidated result of the votes cast (by Remote E-Voting and by Poll) is provided as **Annexure 1** to this report.

Thanking You,
Yours Faithfully,

For Mayank Arora & Co,
Company Secretaries



For Royal India Corporation Limited

Mayank Arora

Nitin Kamalkishore Gujral
Managing Director

Place: Mumbai

Date: 30/09/2022

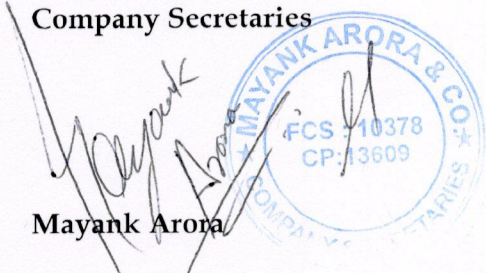
UDIN: F010378D001091887

Annexure - 1

Consolidated result of voting (by remote e-voting and by Poll) for resolution numbers 1 to 3 of the Notice of the 38th Annual General Meeting of "Royal India Corporation Limited" held on Friday, September 30, 2022 at 11.00 A.M (IST):-

Resol ution No.	Total Valid Votes Cast			Voted in favour of resolution				Voted against the resolution			
	Remote E- voting	Polling Papers	Total	Remote E-voting	Polling Papers	Total	%	Remote E- voting	Pollin g Papers	Tota l	%
1.	8480	9887572	9896052	8475	9887572	9896047	100	5	0	5	0.00
2.	8480	9887572	9896052	8475	9887572	9896047	100	5	0	5	0.00
3.	8480	9887572	9896052	8475	9887572	9896047	100	5	0	5	0.00

For Mayank Arora & Co,
Company Secretaries



Mayank Arora

Place: Mumbai

Date: 30/09/2022

UDIN: F010378D001091887

For Royal India Corporation Limited

Nitin Kamalkishore Gujral
Managing Director

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2022 and the Reports of the Board of Directors and Auditors thereon.				
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
Promoter and Promoter Group	E-Voting	10597251	0	0.0000	0	0	0	0
	Poll		8687251	81.9765	8687251	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		10597251	8687251	81.9765	8687251	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	12482749	8480	0.0679	8475	5	99.9410	0.0590
	Poll		1200321	9.6158	1200321	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		12482749	1208801	9.6838	1208796	5	99.9996
Total		23080000	9896052	42.8772	9896047	5	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	50

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Nitin Gujral (DIN: 08184605) who retires by rotation and being eligible, offers himself for re-election.				
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
Promoter and Promoter Group	E-Voting	10597251	0	0.0000	0	0	0	0
	Poll		8687251	81.9765	8687251	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		10597251	8687251	81.9765	8687251	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	12482749	8480	0.0679	8475	5	99.9410	0.0590
	Poll		1200321	9.6158	1200321	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		12482749	1208801	9.6838	1208796	5	99.9996
Total		23080000	9896052	42.8772	9896047	5	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	50

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Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the modification in Borrowing Limits of the Company pursuant to section 180 of the Companies Act, 2013 from Rs. 150 Crores to Rs. 500 Crore.				
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
Promoter and Promoter Group	E-Voting	10597251	0	0.0000	0	0	0	0
	Poll		8687251	81.9765	8687251	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		10597251	8687251	81.9765	8687251	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	12482749	8480	0.0679	8475	5	99.9410	0.0590
	Poll		1200321	9.6158	1200321	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		12482749	1208801	9.6838	1208796	5	99.9996
Total		23080000	9896052	42.8772	9896047	5	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	50