



Royal India Corporation Ltd.

Date: 26/04/2024

The Manager
Listing Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001

BSE Code: 512047

Dear Sir/Madam,

Subject: Voting Results of the Extra Ordinary-General Meeting of the Company held on April 25, 2024

This is with reference to the Extra Ordinary-General Meeting ('EGM') of the Company held on Thursday, April 25, 2024 at Conference room, 18th Floor, C-wing, Mittal Tower, Nariman Point, Mumbai - 400021, 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 through polling papers during the EGM. The Company had appointed M/s. Mayank Arora & Co., as a Scrutinizer for conducting the remote e-voting and voting at the EGM in a fair and transparent manner. As per the Scrutinizer's Report, all Resolutions as set out in the Notice of Extra Ordinary-General Meeting 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 EGM in the prescribed format

Further, we are also enclosing herewith consolidated Report of the Scrutinizer dated April 26, 2024 on remote e-voting and voting at the EGM.

Request you to kindly take the same on your records.

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 the Extraordinary General Meeting (EGM) of **ROYAL INDIA CORPORATION LIMITED** held on Thursday, April 25, 2024 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, Partner 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 in a fair and transparent manner on the resolutions contained in the notice dated April 3rd, 2024 ("Notice") calling the Extraordinary General Meeting of its Equity Shareholders ("**the Meeting**" / "EGM"). The EGM was convened on Thursday, 25th April, 2024, at 11.00 A.M.
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 ("**LODR**"). As the Scrutinizer, I have to scrutinize:
 - (i) process of e-voting remotely, before the EGM, using an electronic voting system on the dates referred to in the Notice calling the EGM ("remote e-voting"); and
 - (ii) process of physical ballot process on the resolutions ("**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 Extra Ordinary General Meeting.

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 Extra Ordinary General Meeting of the Company.

Cut-off date

5. The Equity Shareholders of the Company as on the "cut-off" date April, 17th 2024 were entitled to vote on the resolutions (item nos. 1 to 3 as set out in the Notice calling the EGM) 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 have 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 22nd April 2024, at 09:00 A.M. and ends on 24th April 2024 at 05:00 P.M..
2. The Company facilitated the Members present in the Extraordinary 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 April 25th, 2024 (after the conclusion of the meeting) in the presence of 2 witnesses, namely Mr. Omkar Sawant and Ms. Bhavna Pareek. Both of them are not in the employment of the Company.



OMKAR SAWANT



BHAVNA PAREEK

5. The Results of the voting are as under:

ORDINARY BUSINESS:

RESOLUTION NO 1: (AS AN ORDINARY RESOLUTION)

To increase the Authorized Share Capital to Rs. 1,24,00,00,000 (Rupees One hundred and twenty-four Crores only) divided into 12,40,00,000 (Twelve Crore Forty Lakhs Only) equity shares of Rs. 10/-

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 3375
Remote E-voting	39	3072	92%
Polling Paper	15	276	8%
Total	54	3348	100%

(II) Voted against the resolution:

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

(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	0	0
Total	0	0

Result: Resolution passed with requisite majority

RESOLUTION NO 2: (AS A SPECIAL RESOLUTION)

To issue and allot 5,49,90,000 (Five Crores Forty Nine Lakhs and Ninety Thousand only) number of equity shares of face value of Rs. 10/- each.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 3348
Remote E-voting	39	3072	92%
Polling Paper	15	276	8%
Total	54	3348	100%

(II) Voted against the resolution:

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

(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	0	0
Total	0	0

Result: Resolution passed with requisite majority

RESOLUTION NO 3: (AS A SPECIAL RESOLUTION)

To offer issue and allot 4,40,00,000 (Four Crores and Forty Lakhs only) Convertible Share Warrants carrying an entitlement to subscribe to an equivalent number of Equity Shares having Face value of Rs. 10/-

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast i.e 3375
Remote E-voting	39	3072	92%
Polling Paper	15	276	8%
Total	54	3348	100%

(II) Voted against the resolution:

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

(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	0	0
Total	0	0

Result: Resolution passed with requisite majority

Annexure – 1

Consolidated result of voting (by remote e-voting and by Poll) for resolution numbers 1 to 3 of the Notice of the Extraordinary General Meeting of “Royal India Corporation Limited” held on Thursday, April 2024 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	Polling Papers	Tota l	%
1.	3072	276	3348	3072	276	3348	100	0	0	0	0.00
2.	3072	276	3348	3072	276	3348	100	0	0	0	0.00
3.	3072	276	3348	3072	276	3348	100	0	0	0	0.00

**For Mayank Arora & Co,
Company Secretaries**

MAYANK Digitally signed by
MAYANK ARORA
ARORA Date: 2024.04.26
19:32:22 +05'30'

**Mayank Arora
Partner
Place: Mumbai
Date: 26/04/2024
UDIN: F010378F000250893**

For Royal India Corporation Limited

Jinal Digitally signed by Jinal Rushabh Shah
Rushabh
h Shah Date: 2024.04.26 19:41:11 +05'30'

**Jinal Shah
Company Secretary**