



RUSHIL

DECOR LIMITED

WE'LL MAKE IT

RDL/052/2022-23

Date: 27.09.2022

To,
National Stock Exchange of India Ltd.
Exchange Plaza,
Bandra – Kurla Complex,
Bandra (E), Mumbai – 400 051
NSE EQUITY SYMBOL: RUSHIL

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001
SCRIPT CODE: 533470

ISIN: INE573K01017

Dear Sir/Madam,

Ref.: Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Sub: Proceedings of 28th Annual General Meeting of the Company held on Tuesday, 27th September, 2022

1. The 28th Annual General Meeting of the Company was held through video conferencing ("VC") and other audio visual means ("OAVM") on Tuesday, the 27th September, 2022 which was commenced at 11:15 A.M and concluded at 11:38 A.M.
2. The AGM was held in Pursuant to the General Circular Nos. 20/2020, 02/2021, 19/2021, 21/2021 and 2/2022, issued by the Ministry of Corporate Affairs ("MCA") and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 issued by Securities and Exchange Board of India ("SEBI").
3. Following Directors / Key Managerial Personnel (KMPs) of the Company attended the AGM which was organized through VC / OAVM:

Mr. Krupesh G. Thakkar
Mr. Rushil K. Thakkar
Mr. Ramanik T. Kansagara
Mr. Kantilal A. Puj
Mr. Shankar Prasad Bhagat

Chairman & Managing Director
Whole Time Director
Whole Time Director
Independent Director
Independent Director & Chairman of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee
Chief Executive officer (CEO)
Chief Financial Officer (CFO)
Company Secretary & Compliance Officer

Mr. Keyur M. Gajjar
Mr. Hireen B. Padhye
Mr. Hasmukh K. Modi



RUSHIL DÉCOR LTD., RUSHIL HOUSE, NEAR NEELKANTH GREEN BUNGALOW,
OFF SINDHU BHAVAN ROAD, SHILAJ, AHMEDABAD-380058, GUJARAT, INDIA.

REGD. OFFICE: S. NO. 125, NEAR KALYANPURA PATIA, VILLAGE ITLA, GANDHINAGAR-MANSA ROAD,
TA. KALOL, DIST. GANDHINAGAR-382845, GUJARAT, INDIA. | CIN: L25209GJ1993PLC019532

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4. The representatives of (i) M/s. Pankaj R. Shah & Associates, Chartered Accountants as Statutory Auditors, and (ii) M/s. Shalin Jain & Associates, Secretarial Auditor and Scrutinizer for submitting his report on remote e-voting and e-voting during the AGM, were also present at the AGM through VC.
5. Mr. Hasmukh K. Modi, Company Secretary gave introduction of the Board Members, Key Managerial Personnel (KMPs) and other persons present in the meeting.
6. Mr. Krupesh G. Thakkar, Chairman as well as Managing Director of the Company occupied the position of Chairman and commenced the proceeding of the Meeting.
7. A total of 55 members attended the AGM. As the requisite quorum was present, the Chairman called the AGM to order and commenced the proceedings of the AGM.
8. Members present in the meeting were welcomed and it was informed that the requisite quorum for meeting is present. Accordingly, the Chairman called the meeting to order.
9. Mr. Hasmukh K. Modi, Company Secretary gave some important instructions to the members for effective participation in the meeting and to cast their vote during the AGM.
10. It was informed that, as the AGM was held through video conference, the facility for appointment of proxy was not applicable.
11. With the permission of the members, the Notice of the AGM along with the Audited Financial Statements of the Company for the Financial Year ended March 31, 2022 and the report of Board of Directors thereon, being already circulated electronically considered as read.
12. Thereafter, Mr. Krupesh G. Thakkar, Chairman of the Meeting briefed about the business performance and other major developments during the financial year ended on 31st March, 2022.
13. The Statutory Registers including Register of Directors and Key Managerial Personnel and their shareholding, the Register of Contracts or Arrangements in which the directors are interested, as required were available for inspection during the Meeting.
14. The Company Secretary stated that the Meeting is being conducted through Video Conferencing & OAVM and the Company had provided remote e-voting facility to all the members to enable them to cast their votes electronically in respect of all the businesses to be transacted at the 28th Annual General Meeting. He further informed to members that the Company had provided remote e-voting platform of National Securities Depository Limited ("NSDL") to the members for exercising their voting rights. The remote e-voting facility were kept open from Friday, the 23rd September, 2022 at 09.00 AM and ended on Monday, the 26th September, 2022 at 05.00 PM.



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15. The Company Secretary further informed that those members who have not casted their vote through Remote e-voting, can cast their vote during the course of the meeting through e-voting facility provided on NSDL e-voting website and the said facility is available for 15 minutes after the conclusion of Annual General Meeting.
16. He further stated that Mr. Shalin M. Jain, Practicing Company Secretary has been appointed by the Board of Directors as the Scrutinizer for scrutinizing the remote e-voting and the e-voting at this AGM and to give report thereon in the prescribed manner.
17. The Company Secretary also stated that the results of the e-voting will be announced on receipt of the Scrutinizer's report and the same will be placed on the Company's website and will also be sent to the Stock Exchanges.
18. There were total Six businesses in the notice as follows:

ORDINARY BUSINESS:

- a) To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2022 and the Report of the Board of Directors and Auditors thereon.
- b) To declare Final Dividend of Rs. 0.50 (Fifty Paisa) per Equity Share of Rs. 10/- each for the Financial Year ended 31st March, 2022.
- c) To appoint a Director in place of Mr. Rushil K. Thakkar (DIN: 06432117), who retires by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

- d) To re-appoint Mr. Krupesh G. Thakkar (DIN: 01059666) as Chairman & Managing Director for a period of Five years w.e.f. 1st September, 2022 upto 31st August, 2027 (both days inclusive).
- e) To re-appoint Mr. Kantilal A. Puj (DIN: 09273355) as an Independent Director of the Company for another Term of Five consecutive years w.e.f. 13th August, 2022 upto 12th August, 2027.
- f) To increase the Authorised Share Capital of the Company from Rs. 30,00,00,000/- (Rupees Thirty Crores Only) divided into 3,00,00,000 (Three Crores) Equity Shares of Rs. 10/- (Rupees Ten) each to Rs. 40,00,00,000/- (Rupees Forty Crores Only) divided into 4,00,00,000 (Four Crores) Equity Shares of Rs. 10/- (Rupees Ten) each and Clause V of the Memorandum of Association of the Company altered accordingly as follows:



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v. The Authorised Share Capital of the Company is Rs. 40,00,00,000/- (Rupees Forty Crores Only) divided into 4,00,00,000 (Four Crores) Equity Shares of Rs. 10/- (Rupees Ten) each.

19. Further, the Company Secretary informed that there is no qualification, observation, or comments or other remarks on financial transactions or matters in the Auditor's Report as given by the Statutory Auditors and in the Secretarial Audit Report as given by the Secretarial Auditor which have any adverse effect on the functioning of the company.

20. All the resolutions set out in the Notice calling AGM were passed with requisite majority through remote e-voting and e-voting at the AGM and were deemed to be passed on the date of AGM i.e. 27th September, 2022. Detailed voting results would be provided separately.

The Company Secretary then thanked to all the Directors, Key Managerial Persons, and Members attending and participating at the meeting through video conference for extending their co-operation and concluded the AGM at 11:38 A.M.

Please take the same in your record.

Thanking you.

Yours Faithfully,

For, Rushil Décor Limited

Hasmukh K. Modi
Company Secretary



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