

August 09, 2024

To,

**BSE Limited**

2<sup>nd</sup> Floor, P. J. Towers,

Dalal Street,

Mumbai - 400 001

**Scrip Code: 532687**

**National Stock Exchange of India Ltd.**

Exchange Plaza,

Bandra Kurla Complex,

Bandra East, Mumbai - 400 051

**Symbol: REPRO**

Dear Sir/Madam,

**Sub: Intimation under Regulation 30 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") - Summary of Proceedings and Voting Results of the 31<sup>st</sup> Annual General Meeting ('AGM') of Repro India Limited ('the Company')**

This is to inform you that the 31<sup>st</sup> AGM of the members of the Company was held on Friday, August 09, 2024 at 3.30 p.m. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") in accordance with the General Circular issued by the Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI") and as per the applicable provisions of Companies Act, 2013 and Rules made thereunder for transacting the business as stated in the Notice convening the AGM dated May 10, 2024.

In this regard, please find enclosed the following:

1. Summary of the proceedings of the AGM of the Company as required under Regulation 30 read with Part A of Schedule III of the Listing Regulations - **Annexure A**
2. Combined voting results of remote e-voting prior to the AGM and e-voting conducted during the AGM, in relation to the business transacted at the AGM, as required under Regulation 44(3) of the Listing Regulations - **Annexure B**
3. Consolidated Scrutinizer's Report dated August 09, 2024, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 - **Annexure C**

The AGM concluded at 16.39 (IST).

The voting results along with the Scrutinizer's Report is available on the Company's website at [www.reproindia ltd.com](http://www.reproindia ltd.com) and is also being made available on the website of the National Securities Depository Limited at [www.evoting.nsd.com](http://www.evoting.nsd.com)

This is for your information and records.

Thanking you,

Yours faithfully,

**For Repro India Limited**

**Almina Shaikh**

**Company Secretary & Compliance Officer**

Encl: As above

## Annexure A

### **Proceedings of the 31<sup>st</sup> Annual General Meeting of the Company held on August 09, 2024**

The 31<sup>st</sup> Annual General Meeting (AGM) of the Members of the Company was held on Friday, August 09, 2024 at 3.30 p.m. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") in accordance with circulars issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India ("SEBI").

Mr. Vinod Vohra, Chairman of the Company, chaired the Meeting and welcomed the Members to the Meeting. As the requisite quorum was present, the Chairman called the meeting to order.

All the Directors of the Company were present at the Meeting through VC from their respective locations.

The Chairman then welcomed the Directors of the Company and requested them to introduce themselves to the Members.

The Chairman further informed that the Chief Financial Officer, Company Secretary, Partner and Representative of Statutory Auditors, Secretarial Auditors and Scrutinizer were present at the Meeting through VC.

The Chairman thereafter provided necessary statutory information regarding the AGM held through VC/OAVM.

The Chairman further informed the Members that, the proceedings of the Meeting were also being webcast and could be viewed live by Members by logging on to the website of the National Securities Depository Limited (NSDL). The Company had taken the requisite steps to enable Members to participate and vote on the items being considered at the AGM.

The details of authorized representations received from corporate shareholders were informed to the Members. Since there was no physical attendance of Members and in compliance with the Circulars issued by the MCA and SEBI, Members were informed that the requirement of appointing proxies was not applicable.

The Chairman informed that the Registered Office of the Company is situated at Lower Parel, Mumbai (Maharashtra) was the deemed venue for this AGM and proceedings of the AGM deemed to be made there at.

In terms of the MCA and the SEBI Circular, the Company had sent the AGM Notice along with the Annual Report for the financial year 2023-24, in electronic form to those Members whose e-mail addresses are registered with the Company/Depositories.

Further, the Statutory Registers and all other documents related to the agenda items of AGM were made available at the request of the members made through an email at [investor@reproindia.com](mailto:investor@reproindia.com) for inspection.

The Chairman informed that the Notice of AGM along with the Annual Report of the Company for the financial year 2023-2024 were already circulated via email to the Shareholders and the same be taken as read with the permission of the Shareholders. The Statutory Auditors Report

for the year ended March 31, 2024 did not contain any qualifications, comments or observations on financial transactions nor it highlights any matter, which would have any adverse effect on the functioning of the Company during the financial year 2023-24. Hence the said Auditor's report was taken as read.

As provided in the AGM Notice, the shareholders were requested to submit in advance their queries/clarifications in writing by email to the Company's e-mail address at [investor@reproindia.com](mailto:investor@reproindia.com).

The Chairman requested Mr. Abhinav Vohra, Chief Financial Officer of the Company to initiate the query and answer session. Members who attended the Meeting were given an opportunity to ask questions and seek clarification(s). All the queries of the shareholders and necessary clarifications were addressed by Mr. Abhinav Vohra.

The Chairman expressed his gratitude to all the Stakeholders for their unrelenting dedication, support and commitment to the Company.

The Chairman then took up the following resolutions as set out in the Notice of the 31<sup>st</sup> AGM:

<b>Sr. No.</b>	<b>Details of the Resolution</b>	<b>Type of Resolution (Ordinary/Special)</b>
1	Adoption of the Audited (Standalone and Consolidated) Financial Statements for the year ended March 31, 2024 together with the Reports of the Board of Directors and Auditors thereon.	Ordinary Resolution
2	Re-appointment of Mr. Mukesh Dhruve (DIN: 00081424), who retires by rotation and being eligible, seeks re-appointment.	Ordinary Resolution

Thereafter, the Chairman continued the proceedings and informed the Members that pursuant to the provisions of the Companies Act, 2013 and the Rules made thereunder and the Listing Regulations, the Company had provided electronic voting facility (remote e-voting) to the members to cast their votes electronically on all resolutions set out in the Notice of 31<sup>st</sup> AGM. He further informed that the remote e-voting was commenced on Tuesday, August 06, 2024 at 09.00 a.m. and concluded on Thursday, August 08, 2024 at 05.00 p.m.

Further, members were informed that the e-voting would remain open for a further period of 30 minutes to enable those members who were present during the Annual General Meeting but could not cast their votes prior to the AGM. The e-voting module was disabled by NSDL thereafter.

The Company has appointed Mr. Dinesh Deora, Practising Company Secretary, as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting held prior and e-voting during the AGM.



He further informed the Members that the e-voting results along with the Scrutinizer's Report shall be intimated to the Stock Exchanges and also be placed on the website of the Company, NSDL and Stock Exchanges within the stipulated time.

The Chairman thanked the Members for their continued support and for attending the AGM, thereafter he declared the meeting as concluded.

The meeting concluded at 16.39 hours after being open for 30 minutes for e-voting to be completed.

Post the conclusion of the remote e-voting, the Scrutinizers' report was received. As per the Scrutinizer's Report, considering the consolidated results of the remote e-voting held prior and e-voting during the AGM, all the Resolutions have been passed with requisite majority.

**Annexure B**

**Details of voting results as per Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015**

<b>Date of the Annual General Meeting</b>	August 09, 2024
<b>Book Closure Dates</b>	August 03, 2024 to August 09, 2024
<b>Total number of shareholders on record date</b>	9758 shareholders as on August 02, 2024
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoter Group	Not Applicable
Public	
<b>No. of shareholders present in the meeting through video conferencing:</b>	
Promoters and Promoter Group	10
Public	29

**Resolution No. 1:**

Resolution Required: (Ordinary / Special)					Ordinary			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Description of Resolution Considered					Adoption of the Audited (Standalone and Consolidated) Financial Statements for the year ended March 31, 2024 together with the Reports of the Board of Directors and Auditors thereon.			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	E-voting	6739061	6076823	90.1731	6076823	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>6076823</b>	<b>90.1731</b>	<b>6076823</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-voting	1432221	284909	19.8928	284909	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>284909</b>	<b>19.8928</b>	<b>284909</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Non-Institutions	E-voting	6126006	5870	0.0958	5537	333	94.3271	5.6729
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>5870</b>	<b>0.0958</b>	<b>5537</b>	<b>333</b>	<b>94.3271</b>	<b>5.6729</b>
<b>Total</b>		<b>14297288</b>	<b>6367602</b>	<b>44.5371</b>	<b>6367269</b>	<b>333</b>	<b>99.9948</b>	<b>0.0052</b>

## Resolution No. 2:

Resolution Required: (Ordinary / Special)					Ordinary			
Whether promoter/ promoter group are interested in the agenda/resolution?					Yes			
Description of Resolution Considered					Re-appointment of Mr. Mukesh Dhruve (DIN: 00081424), who retires by rotation and being eligible, seeks re-appointment.			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour	No. of votes - in Against	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter and Promoter Group	E-voting	6739061	328264	4.8711	328264	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>6739061</b>	<b>328264</b>	<b>4.8711</b>	<b>328264</b>	<b>0</b>	<b>100</b>
Public Institutions	E-voting	1432221	284909	19.8928	284909	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>1432221</b>	<b>284909</b>	<b>19.8928</b>	<b>284909</b>	<b>0</b>	<b>100</b>
Public Non-Institutions	E-voting	6126006	5870	0.0958	5528	342	94.1738	5.8262
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>6126006</b>	<b>5870</b>	<b>0.0958</b>	<b>5528</b>	<b>342</b>	<b>94.1738</b>
<b>Total</b>		<b>14297288</b>	<b>619043</b>	<b>4.3298</b>	<b>618701</b>	<b>342</b>	<b>99.9448</b>	<b>0.0552</b>

# REPRO INDIA LIMITED

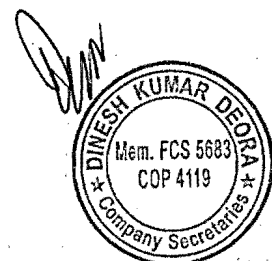
(CIN NUMBER: L22200MH1993PLC071431)

Registered Office: 11<sup>th</sup> Floor, Sun Paradise Business Plaza, B Wing,  
Senapati Bapat Marg, Lower Parel, Mumbai - 400013

## CONSOLIDATED SCRUTINISER'S REPORT

ON

THE E-VOTING PROCESS (REMOTE E-VOTING) AND ELECTRONIC VOTING (E-VOTING) CONDUCTED AT THE 31ST ANNUAL GENERAL MEETING OF REPRO INDIA LIMITED HELD THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO-VISUAL MEANS ("OVAM") ON FRIDAY, AUGUST 09, 2024





**C.S. C.A. Dinesh Kumar Deora**  
**Company Secretaries**

[Registered Valuer - Securities & Financial Assets and Insolvency Resolution Professional]

ADDRESS: 205, 2<sup>ND</sup> FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD (EAST),  
MUMBAI-400097

Tel 022-28443641 Mob 09321018355

Email: [dinesh.deora@yahoo.com](mailto:dinesh.deora@yahoo.com) Website: [www.dmncs.co.in](http://www.dmncs.co.in)

**Report of the Scrutinizer**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of Companies  
(Management and Administration) Rules, 2014 as amended]

To,

The Chairperson

Of 31<sup>st</sup> Annual General Meeting of the Members of REPRO INDIA LIMITED held on  
Friday, August 09, 2024 at 3:30 p.m. (IST) through Video Conferencing  
("VC")/Other Audio Visual Means ("OAVM")

Dear Sir,

I, Dinesh Kumar Deora, Practicing Company Secretary, having my Office at 205, 2nd Floor, Nadiadwala Market, Poddar Road, Malad(East), Mumbai-400097, appointed by the Board of REPRO INDIA LIMITED ("The Company") as the Scrutinizer for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) conducted at the 31<sup>st</sup> Annual General Meeting ("AGM" ) pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the 31st AGM of the Company held *through Video Conferencing ("VC") / Other Audio Visual Means ("OVAM")* on Friday, August 09, 2024 at 3:30 p.m. (IST). I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

I submit report as under:


- a) The AGM is held in compliance with the MCA General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 02/2022, 10/2022 and 09/2023 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021, May 5, 2022, December 28, 2022 and September 25, 2023, respectively issued by Ministry of Corporate Affairs ("MCA Circulars") (hereinafter collectively referred to as "MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/ CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 ("SEBI circulars") regarding holding of the AGM through Video Conferencing (VC) / Other Audi-Visual Means (OAVM), without the physical presence of the Members at a common venue and as confirmed by the Company, the Notice of the 31<sup>st</sup> AGM along with the Annual Report 2023-24 has been sent only through electronic mode to those Members whose e-mail addresses are registered with the Company, RTA or CDSL/NSDL ("Depositories")



- b) The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to e-Voting (which includes remote e-Voting and the electronic voting, provided at the AGM) to the Members on the resolutions proposed in the Notice calling the 31<sup>st</sup> AGM of the Company was the responsibility of the Management. My responsibility as a scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner, *and render a consolidated scrutinizer's report with respect to the voting on the said resolutions to the Chairman.*
- c) The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by *National Securities Depository Limited ("NSDL")*.
- d) The Members of the Company as on the "cut-off" date i.e., Friday, August 02, 2024 were entitled to vote on the resolution *no's 1 to2 as set out in the notice of AGM.*
- e) The remote e-voting period commenced on Tuesday, August 06, 2024 09:00 a.m. (IST) and concluded on Thursday, August 08, 2024 5:00 p.m. (IST).
- f) At the 31<sup>st</sup> AGM of the Company held on Friday, August 09, 2024, the facility to vote through electronic voting system had been provided to facilitate voting for those Members who were present at the Meeting through VC/OAVM but could not participate in the Remote e-Voting to record their votes on the resolutions to be passed.

The Voting rights of members were in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, August 02, 2024 and as per the Register of Members of the Company.

- g) After the closure of the e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked on Friday, August 09, 2024 around 4.43 p.m. in the presence of two witnesses who are not in the employment of the Company.
- h) *I hereby submit a consolidated scrutinizer's report pursuant to rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the aforesaid 31<sup>st</sup> AGM based on the scrutiny of remote e-voting and the electronic voting at the AGM and votes cast therein based on the data downloaded from the National Securities Depository Limited ("NSDL").*
- i) The results of the Remote e-Voting together with that of the voting through electronic voting system conducted at the AGM through VC/OAVM are as under:

**1. RESOLUTION NO. 1 : ORDINARY RESOLUTION**

To receive, consider and adopt the Audited (Standalone and Consolidated) Financial Statements of the Company for the financial year ended March 31, 2024 together with the Reports of the Board of Directors and Auditors thereon.

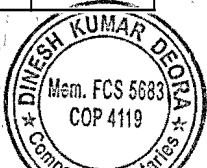
Particulars	No. of Members Voted		No. of Votes cast by them		Total Votes	
	Remote e-voting	Electronic Voting at AGM	Remote e-voting	Electronic Voting at AGM	No. of votes	%
(a) Total Votes cast	54	2	6367592	10	6367602	100.00
(b) Invalid votes	0	0	0	0	0	0
(c) Total Valid Votes Cast	54	2	6367592	10	6367602	100.00
(d) Votes "FOR" the resolution	52	2	6367259	10	6367269	99.9948
(e) Votes "AGAINST" the resolution	2	0	333	0	333	0.0052

Thus, the Ordinary Resolution as contained in Item No. 1 of the Notice dated 10<sup>th</sup> May, 2024 is passed with REQUISITE MAJORITY.

**2. RESOLUTION NO. 2 : ORDINARY RESOLUTION**

To appoint a Director in the place of Mr. Mukesh Dhruve (DIN: 00081424), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Particulars	No. of Members Voted		No. of Votes cast by them		Total Votes	
	Remote e-voting	Electronic Voting at AGM	Remote e-voting	Electronic Voting at AGM	No. of votes	%
(a) Total Votes cast	52	2	619033	10	619043	100.00
(b) Invalid votes	0	0	0	0	0	0
(c) Total Valid Votes Cast	52	2	619033	10	619043	100.00

*[Handwritten Signature]*  


(d)	Votes "FOR" the resolution	49	2	618691	10	618701	99.9447
(e)	Votes "AGAINST" the resolution	3	0	342	0	342	0.0553

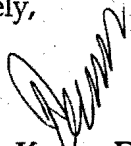
Thus, the Ordinary Resolution as contained in Item No. 2 of the Notice dated 10<sup>th</sup> May, 2024 is passed with REQUISITE MAJORITY.

Based on the foregoing, the Resolution No. (s) 1 to 2 have been passed with the requisite majority.

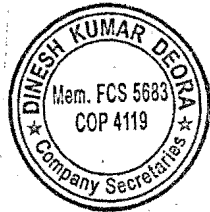
All the relevant records of Voting are under my safe custody until the Chairperson considers, approves and signs the Minutes of the 31<sup>st</sup> Annual General Meeting and the same shall be handed over to the Chairperson or the Company Secretary of the Company for safe keeping.

Thanking You,

Sincerely,



Dinesh Kumar Deora  
Practising Company Secretary  
FCS No. 5683 CP No. 4119  
[UDIN: F005683F000941057 ]



Place: Mumbai  
Date: August 09, 2024