

# RICO RICO AUTO INDUSTRIES LIMITED

REGD. & CORP. OFFICE : 38 KM STONE, DELHI-JAIPUR HIGHWAY, GURUGRAM - 122001, HARYANA (INDIA)  
EMAIL : rico@ricoauto.in WEBSITE : www.ricoauto.in TEL. : +91 124 2824000 FAX : +91 124 2824200  
CIN : L34300HR1983PLC023187

RAIL:SEC:2024

September 30, 2024

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400001  Scrip Code - <b>520008</b>	National Stock Exchange of India Limited Exchange Plaza, 5 <sup>th</sup> Floor, Plot No.C/1, G Block Bandra-Kurla Complex Bandra (E), Mumbai - 400 051  Scrip Code - <b>RICOAUTO</b>
---	--

Sub : **Disclosure of Voting Results of the 41<sup>st</sup> Annual General Meeting of the Company held on 27<sup>th</sup> September, 2024**

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the SEBI (LODR) Regulations, 2015, details of the Voting Results (i.e. remote e-voting, e-voting and poll) of the 41<sup>st</sup> Annual General Meeting (AGM) of the Company held on Friday, the 27<sup>th</sup> day of September, 2024 at 12.00 Noon at the Registered Office of the Company at 38 KM Stone, Delhi-Jaipur Highway, Gurugram - 122001, Haryana alongwith the facility to attend the meeting through Video Conferencing (VC)/Other Audio Visual Means (OAVM), are enclosed in the prescribed format alongwith the Consolidated Scrutinizer's Report as Annexure-1.

We wish to further inform that all the 4 (Four) resolutions as set out in notice convening the said AGM have been passed by the Members with the requisite majority.

This may also be considered as compliance of Regulation 30 of the SEBI (LODR) Regulations, 2015.

Thanking you,

Yours faithfully,  
for **Rico Auto Industries Limited**

**B.M. Jhamb**  
**Company Secretary**  
**FCS : 2446**

Encl : As above

# RICO AUTO INDUSTRIES LIMITED

## Voting Results of AGM

**Details of E-voting at the AGM and Remote E-voting Results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions**

Date of the AGM	27/09/2024
Total No. of Shareholders on Record Date (20/09/2024)	114384
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoters Group : 7 Public : 19	26
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoters Group : 5 Public : 50	55

### AGENDA-WISE DISCLOSURE

**Resolution No. 1 - Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31st March, 2024 including the Reports of Directors' and Auditors' thereon.**

Resolution Required (Ordinary/Special)		Ordinary Resolution						
Whether Promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	%age of votes polled on outstanding shares	No. of votes-in favour	No. of votes-against	%age of votes in favour on votes polled	%age 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	68096246	68092246	99.99	68092246	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>68096246</b>	<b>68092246</b>	<b>99.99</b>	<b>68092246</b>	<b>0</b>	<b>100.00</b>
Public-Institutional holders	E-Voting	1953262	1307259	66.93	1307259	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>1953262</b>	<b>1307259</b>	<b>66.93</b>	<b>1307259</b>	<b>0</b>	<b>100.00</b>
Public-others	E-Voting	65235492	6162977	9.45	6161574	1403	99.98	0.02
	Poll		200	0.00	200	0	100.00	0.00
	<b>Total</b>		<b>65235492</b>	<b>6163177</b>	<b>9.45</b>	<b>6161774</b>	<b>1403</b>	<b>99.98</b>
<b>Total</b>		<b>135285000</b>	<b>75562682</b>	<b>55.85</b>	<b>75561279</b>	<b>1403</b>	<b>100.00</b>	<b>0.00</b>

**Resolution No. 2 - Declaration of dividend @60 per cent i.e. Re.0.60 (Sixty paise) per Equity Share of Re.1/- each for the financial year ended 31st March, 2024 as recommended by the Board of Directors.**

Resolution Required (Ordinary/Special)		Ordinary Resolution						
Whether Promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	%age of votes polled on outstanding shares	No. of votes-in favour	No. of votes-against	%age of votes in favour on votes polled	%age 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	68096246	68092246	99.99	68092246	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>68096246</b>	<b>68092246</b>	<b>99.99</b>	<b>68092246</b>	<b>0</b>	<b>100.00</b>
Public-Institutional holders	E-Voting	1953262	1341694	68.69	1341694	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>1953262</b>	<b>1341694</b>	<b>68.69</b>	<b>1341694</b>	<b>0</b>	<b>100.00</b>
Public-others	E-Voting	65235492	6161267	9.44	6159854	1413	99.98	0.02
	Poll		200	0.00	200	0	100.00	0.00
	<b>Total</b>		<b>65235492</b>	<b>6161467</b>	<b>9.44</b>	<b>6160054</b>	<b>1413</b>	<b>99.98</b>
<b>Total</b>		<b>135285000</b>	<b>75595407</b>	<b>55.88</b>	<b>75593994</b>	<b>1413</b>	<b>100.00</b>	<b>0.00</b>

**Resolution No. 3 - To appoint a Director in place of Shri Kaushalendra Verma (DIN:02004259), who retires by rotation and being eligible, offers himself for re-appointment**

Resolution Required (Ordinary/Special)		Ordinary Resolution						
Whether Promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	%age of votes polled on outstanding shares	No. of votes-in favour	No. of votes-against	%age of votes in favour on votes polled	%age 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	68096246	68092246	99.99	68092246	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>68096246</b>	<b>68092246</b>	<b>99.99</b>	<b>68092246</b>	<b>0</b>	<b>100.00</b>
Public-Institutional holders	E-Voting	1953262	1341694	68.69	0	1341694	0.00	100.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>1953262</b>	<b>1341694</b>	<b>68.69</b>	<b>0</b>	<b>1341694</b>	<b>0.00</b>
Public-others	E-Voting	65235492	6161232	9.44	6128709	32523	99.47	0.53
	Poll		200	0.00	200	0	100.00	0.00
	<b>Total</b>		<b>65235492</b>	<b>6161432</b>	<b>9.44</b>	<b>6128909</b>	<b>32523</b>	<b>99.47</b>
<b>Total</b>		<b>135285000</b>	<b>75595372</b>	<b>55.88</b>	<b>74221155</b>	<b>1374217</b>	<b>98.18</b>	<b>1.82</b>

**Resolution No. 4 - Ratification of Remuneration of the Cost Auditors M/s. MM & Associates, Cost Accountants for the Financial Year 2024-25.**

Resolution Required (Ordinary/Special)		Ordinary Resolution						
Whether Promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	%age of votes polled on outstanding shares	No. of votes-in favour	No. of votes-against	%age of votes in favour on votes polled	%age 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	68096246	68092246	99.99	68092246	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>68096246</b>	<b>68092246</b>	<b>99.99</b>	<b>68092246</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutional holders	E-Voting	1953262	1341694	68.69	1341694	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>1953262</b>	<b>1341694</b>	<b>68.69</b>	<b>1341694</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-others	E-Voting	65235492	6161257	9.44	6129094	32163	99.48	0.52
	Poll		200	0.00	200	0	100.00	0.00
	<b>Total</b>	<b>65235492</b>	<b>6161457</b>	<b>9.44</b>	<b>6129294</b>	<b>32163</b>	<b>99.48</b>	<b>0.52</b>
<b>Total</b>		<b>135285000</b>	<b>75595397</b>	<b>55.88</b>	<b>75563234</b>	<b>32163</b>	<b>99.96</b>	<b>0.04</b>



---

### Report of Scrutinizer

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

To,  
The Chairman  
**RICO AUTO INDUSTRIES LIMITED**  
38 KM Stone, Delhi-Jaipur Highway,  
Gurugram - 122001, Haryana

**Subject: Scrutinizer's Report on 41<sup>st</sup> Annual General Meeting ("AGM") of Members of the Company held on Friday, the 27th day of September, 2024 at 12.00 Noon (IST) at the Registered Office of the Company through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") {Hybrid mode}.**

Dear Sir,

I, Milan Malik, Partner of M/s. **CORPNEXUS SERVICES LLP**, Company Secretaries & legal consultants having office at 671, Aggarwal Cyber Plaza - II, Netaji Subhash Place, Pitampura, Delhi - 110034, has been appointed as the Scrutinizer by the Board of Directors of the **RICO AUTO INDUSTRIES LIMITED ("the Company")**, pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and The Ministry of Corporate Affairs ("MCA") read with subsequent circulars issued from time to time and General Circular No. 9/2023 dated 25th September 2023 issued by the Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 07th October, 2023 issued by SEBI (hereinafter collectively referred to as "Circulars") permitted to conduct the remote e-Voting and e-Voting process at AGM in respect of the below mentioned resolutions proposed at the 41<sup>st</sup> AGM of the members of the Company held on Friday September 27, 2024 at 12:00 Noon (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") (**Hybrid mode**).

In the above matter, I submit my Report as under:

- (i) The notice dated 13<sup>th</sup> August, 2024 was sent to the shareholders on 04<sup>th</sup> September, 2024 through electronic mode to all those Members whose email addresses were registered with the Company/ Depositories, in compliance with the Circulars.
- (ii) Members participated in the AGM physically at the AGM venue and through VC/OAVM.
- (iii) The Company had availed the e-Voting facility offered by National Securities Depository Limited ("NSDL") for conducting e-Voting by the Shareholders of the Company.
- (iv) The voting period for remote e-Voting Tuesday, 24th September, 2024 (9.00 a.m. IST) and ends on Thursday, 26th September, 2024 (5.00 p.m. IST) and the remote e-Voting module was disabled by NSDL for voting thereafter.
- (v) The Company had provided e-Voting facility to the shareholders attending the AGM through VC / OAVM and who had not cast their vote earlier and shareholders were also given the facility to cast their votes by ballot papers.
- (vi) The shareholders of the Company holding shares as on the "cut-off" date i.e., Friday, 20<sup>th</sup> September, 2024, were entitled to vote on the resolutions as stated in the Notice of the AGM.

- (vii) I have scrutinized and reviewed the process for remote e-Voting and e-Voting at AGM/voting through ballot papers and votes cast therein based on the data downloaded from the NSDL e-Voting system.
- (viii) I had monitored the process of remote e-Voting through Scrutinizer's secured link provided by NSDL on the designated website.
- (ix) My responsibility as a Scrutinizer for the e-Voting is restricted to provide a Scrutinizer's Report of the votes cast "in favour" or "against" the Ordinary Resolutions stated in Notice dated 13<sup>th</sup> August, 2024 based on the reports generated from the e-Voting system provided by NSDL, the Authorized agency engaged to provide e-Voting facilities, to the company.
- (x) Particulars of all remote e-Voting received from the members have been entered in the register maintained for that purpose.
- (xi) The Company had also published advertisements in the newspaper on 05<sup>th</sup> September, 2024 for completion of dispatch of AGM Notice and Annual Report and e-Voting information in Business Standard (English edition) and Veer Arjun (Hindi edition).
- (xii) After the Conclusion of the e-Voting at the 41<sup>st</sup> AGM, the votes cast by the members through remote e-Voting system and through remote e-Voting at the AGM were downloaded on September 27, 2024 at around 1:15 P.M. (IST) in the presence of two witnesses namely, Ms. Amanpreet Kaur, R/o J B Block, H. No. 751, LIG Flats Vikas Puri New Delhi-110018 and Mr. Nipun Sharma, R/o House no.49, Street no-2, Jagdamba Colony, Johripur, Delhi – 110094 both of whom are not in the employment of the Company.
- (xiii) The Chairman at the end of discussion on the resolutions on which voting were to be held in physical mode, allowed voting by Postal Ballot for all those members who were present at the meeting.
- (xiv) At the venue of AGM, 1(one) ballot box was kept for the purpose of casting of physical votes.
- (xv) The notice of AGM provided the following resolutions for approval by the members:

<b>Resolution No.</b>	<b>Particulars</b>	<b>Type of Resolution</b>
1.	To receive, consider and adopt:  a) the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2024 including the Reports of Directors' and Auditors' thereon; and  b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2024 including the Reports of Auditors' thereon.	Ordinary Resolution
2	To declare dividend @ 60 per cent i.e. Rs. 0.60 (Sixty paise) per Equity Share of Rs. 1/- each for the financial year ended 31st March, 2024.	Ordinary Resolution
3	To appoint a Director in place of Shri Kaushalendra Verma (DIN:02004259), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
4	Ratification of Remuneration payable to Cost Auditors	Ordinary Resolution

## ORDINARY BUSINESS:-

### 1) Ordinary Resolution

To receive, consider and adopt:

- a) the audited standalone financial statement of the Company for the financial year ended March 31, 2024 and the Reports of the Board of Directors and Auditors thereon; and
- b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2024 and the report of the Auditors thereon.

Based on the scrutiny, the summary of the results under remote e-Voting (prior to and at the AGM) including voting at the AGM is as under: -

- (A) Number of Votes cast through remote e-Voting (prior to and at the AGM) including voting at the AGM for the Resolution No. 1

S. No.	Particulars	No. of Members voted	Total No. of shares
1	Valid Votes cast by shareholders through remote e-Voting and e-voting	315	7,55,62,482
2	Votes cast by Poll	1	200

- (B) Summary of votes cast through remote e-Voting and e-Voting including voting at AGM in favour and against the Ordinary Resolution is as under:

#### I. Voted in favor of the Resolution:

Mode of voting	Number of Members who voted through Remote E-voting, E-voting during AGM and physically at AGM	Number of votes cast (in proportion to shareholding )	% of total number of valid votes cast (favor & Against)
Remote E-voting and E-voting during AGM	296	7,55,61,079	99.9979
Poll	1	200	0.0003
<b>Total</b>	<b>297</b>	<b>7,55,61,279</b>	<b>99.9981</b>

#### II. Voted against the Resolution:

Mode of voting	Number of Members who voted through Remote E-voting, E-voting during AGM, and physically at AGM	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (favor & Against)
Remote E-voting and E-voting during AGM	19	1403	0.0019
Poll	-	-	-
<b>Total</b>	<b>19</b>	<b>1403</b>	<b>0.0019</b>

- Number of members whose votes were declared invalid, and number of invalid votes cast by them: **NIL**

## 2) Ordinary Resolution

To declare dividend @ 60 per cent i.e. Rs. 0.60 (Sixty paise) per Equity Share of Rs. 1/- each for the financial year ended 31st March, 2024.

Based on the scrutiny, the summary of the results under remote e-Voting is as under:-

- (A) Number of Votes cast through remote e-Voting (prior to and at the AGM) including voting at the AGM for the Resolution No. 2

S. No.	Particulars	No. of Members voted	Total No. of shares
1	Valid Votes cast by shareholders through remote e-Voting and e-voting	315	7,55,95,207
2	Votes cast by Poll	1	200

- (B) Summary of votes cast through remote e-Voting and e-Voting including voting at AGM in favour and against the Ordinary Resolution is as under:

### I. Voted in favor of the Resolution :

Mode of voting	Number of Members who voted through Remote E-voting, E-voting during AGM and physically at AGM	Number of votes cast ( in proportion to shareholding )	% of total number of valid votes cast (favor & Against)
Remote E-voting and E-voting during AGM	295	7,55,93,794	99.9979
Poll	1	200	0.0003
<b>Total</b>	<b>296</b>	<b>7,55,93,994</b>	<b>99.9981</b>

### II. Voted against the Resolution:

Mode of voting	Number of Members who voted through Remote E-voting, E-voting during AGM, and physically at AGM	Number of votes cast ( in proportion to shareholding )	% of total number of valid votes cast (favour & Against)
Remote E-voting and E-voting during AGM	20	1,413	0.0019
Poll	-	-	-
<b>Total</b>	<b>20</b>	<b>1,413</b>	<b>0.0019</b>

- Number of members whose votes were declared invalid, and number of invalid votes cast by them **NIL**.



### 3) Ordinary Resolution

To appoint a Director in place of Shri Kaushalendra Verma (DIN:02004259), who retires by rotation and being eligible, offers himself for re-appointment

Based on the scrutiny, the summary of the results under remote e-Voting is as under:-

- (A) Number of Votes cast through remote e-Voting (prior to and at the AGM) including voting at the AGM for the Resolution No. 3

S. No.	Particulars	No. of Members voted	Total No. of shares
1	Valid Votes cast by shareholders through remote e-Voting and e-voting	314	7,55,95,172
2	Votes cast by Poll	1	200

- (B) Summary of votes cast through remote e-Voting and e-Voting including voting at AGM in favour and against the Ordinary Resolution is as under:

#### I. Voted in favor of the Resolution:

Mode of voting	Number of Members who voted through Remote E-voting, E-voting during AGM, and physically at AGM	Number of votes cast ( in proportion to shareholding )	% of total number of valid votes cast (favor & Against)
Remote E-voting and E-voting during AGM	274	7,42,20,955	98.1819
Poll	1	200	0.0003
<b>Total</b>	<b>275</b>	<b>7,42,21,155</b>	<b>98.1821</b>

#### II. Voted against the Resolution :

Mode of voting	Number of Members who voted through Remote E-voting, E-voting during AGM, and physically at AGM	Number of votes cast ( in proportion to shareholding )	% of total number of valid votes cast (favour & Against)
Remote E-voting and E-voting during AGM	40	13,74,217	1.8179
Poll	-	-	-
<b>Total</b>	<b>40</b>	<b>13,74,217</b>	<b>1.8179</b>

- Number of members whose votes were declared invalid, and number of invalid votes cast by them **NIL**

**SPECIAL BUSINESS: -****4) Ordinary Resolution****Ratification of Remuneration payable to Cost Auditors**

Based on the scrutiny, the summary of the results under remote e-Voting is as under:-

- (A) Number of Votes cast through remote e-Voting (prior to and at the AGM) including voting at the AGM for the Resolution No. 4

S. No.	Particulars	No. of Members voted	Total No. of shares
1	Valid Votes cast by shareholders through remote e-Voting and e-voting	314	7,55,95,197
2	Votes cast by Poll	1	200

- (B) Summary of votes cast through remote e-Voting and e-Voting including voting at AGM in favour and against the Ordinary Resolution is as under:

**I. Voted in favor of the Resolution:**

Mode of voting	Number of Members who voted through Remote E-voting, E-voting during AGM, and physically at AGM	Number of votes cast ( in proportion to shareholding )	% of total number of valid votes cast (favor & Against)
Remote E-voting and E-voting during AGM	290	7,55,63,034	99.9572
Poll	1	200	0.0003
<b>Total</b>	<b>291</b>	<b>7,55,63,234</b>	<b>99.9575</b>

**II. Voted against the Resolution:**

Mode of voting	Number of Members who voted through Remote E-voting, E-voting during AGM, and physically at AGM	Number of votes cast ( in proportion to shareholding )	% of total number of valid votes cast (favour & Against)
Remote E-voting and E-voting during AGM	24	32163	0.0425
Poll	-	-	-
<b>Total</b>	<b>24</b>	<b>32163</b>	<b>0.0425</b>

- Number of members whose votes were declared invalid, and number of invalid votes cast by them **NIL**

I have on the reckoning of voting rights of the shareholders based on the paid up value of the shares registered in their names found that the above 4 (four) Resolutions have been duly passed as an Ordinary Resolution with requisite majority. You may accordingly declare the result of the remote e-Voting.

Thanking you,

Yours truly

**For CORPNEXUS SERVICES LLP**  
**LLPIN: ACF-9341**

MILAN MALIK Digitally signed by MILAN MALIK  
Date: 2024.09.30 14:57:58  
+05'30'

**Milan Malik**  
**(Designated Partner)**  
**FCS: 9888**  
**COP: 16614**  
**UDIN: F009888F001361018**

**Place: Delhi**  
**Date: 30<sup>th</sup> September, 2024**