

# Ritco Logistics Limited

Date: 01/10/2024

To  
The Manager  
Listing Department  
National Stock Exchange of India Ltd.  
Exchange Plaza, Plot No. C-1, G Block,  
Bandra- Kurla Complex, Bandra (East)  
Mumbai-400051  
NSE SYMBOL: RITCO

To  
The General Manager  
Department of Corporate Services  
Bombay Stock Exchange Limited  
1st Floor, New Trading Ring, Rotunda  
Building, Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai-400001  
BSE Scrip Code: 542383

Sir/ Madam,

Sub: Details of Voting Result in accordance with the Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Scrutinizer Report at the 23<sup>rd</sup> Annual General meeting held on Monday, September 30, 2024 which commenced at 1:00 P.M. and concluded at 1:23 P.M. through video conferencing, in view of above, please find enclosed the following:

1. Voting Results in the prescribed format pursuant to Regulation 44 of the SEBI (Listing obligations and Disclosure Requirement) Regulations, 2015.
2. Report of Scrutinizer, Pursuant to Section 109 of the Companies Act, 2013.

Kindly take the same on your records.

Thanking you,

Yours Sincerely,

For **Ritco Logistics Limited**

Gitika  
Arora

Digitally signed  
by Gitika Arora  
Date: 2024.10.01  
17:04:22 +05'30'

**Gitika Arora**  
(Company Secretary cum Compliance Officer)



Corp. & Admin. Office : "RITCO HOUSE" 336, Phase-II, Udyog Vihar, Gurugram - 122016,  
Haryana Ph. : 0124-4702300/301 E-mail : ho@ritcologistics.com CIN No. :  
L60221DL2001PLC112167 Regd. Office : 508, 5<sup>th</sup> Floor, Jyoti Shikhar Tower, District Centre, Janakpuri,  
New Delhi-110058 Ph.: 011-25522158

[www.ritcologistics.com](http://www.ritcologistics.com)

### Voting Result of 23<sup>rd</sup> Annual General Meeting of M/s Ritco Logistics Limited

Date of AGM	September 30, 2024
Total Number of Shareholders as on Record Date: September 23, 2024	6824
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public	NA NA
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public	55 7 48

### Agenda wise details and Result:

Resolution Required: (Ordinary)		1. To consider and adopt the Audited Consolidated and Standalone Balance Sheet for the year ended 31st March, 2024 and the Profit and Loss Account for the financial year ended 31st March, 2024 and the Directors' and Auditors' Reports thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	Remote E-Voting	17876618	17875618	99.9944	17875618	0	99.9944	0.0000
	Venue Voting (e-voting)		1000	0.0056	1000	0	0.0056	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		17876618	<b>100.0000</b>	17876618	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	Remote E-Voting	687117	0	0.0000	0	0	0.0000	0.0000
	Venue Voting (e-voting)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		0	<b>0.0000</b>	0	0	<b>0.0000</b>	<b>0.0000</b>
Public-Non Institutions	Remote E-Voting	9759022	582194	5.9657	5.9657	11	99.9981	0.0019
	Venue Voting (e-voting)		47716	0.4889	47716	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		629910	<b>6.4546</b>	629899	<b>11</b>	<b>99.9983</b>	<b>0.0017</b>
<b>Total</b>		28322757	18506528	65.3415	18506517	11	99.9999	0.0001

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	NIL
Public Institutions	NIL
Public - Non Institutions	NIL

Resolution Required: (Ordinary)			2 - To appoint the director in place of Ms. Roma Wadhwa (DIN-08295808), Non-Executive, Non- Independent who retires by rotation and being eligible offers herself for re-appointment					
Whether promoter/ promoter group are interested in the agenda/resolution?			Mr. Sanjeev Kumar Elwadhi being the brother of Ms. Roma Wadhwa and Roma Wadhwa being reappointed is interested to the extent of her appointment and shareholding					
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]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$
Promoter and Promoter Group	Remote E-Voting	17876618	17875618	99.9944	17875618	0	99.9944	0.0000
	Venue Voting (e-voting)		1000	0.0056	1000	0	0.0056	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		17876618	<b>100.0000</b>	17876618	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	Remote E-Voting	687117	0	0.0000	0	0	0.0000	0.0000
	Venue Voting (e-voting)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public-Non Institutions	Remote E-Voting	9759022	582194	5.9657	5.9657	11	99.9981	0.0019
	Venue Voting (e-voting)		47716	0.4889	47716	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>629910</b>	<b>6.4546</b>	<b>629899</b>	<b>11</b>	<b>99.9983</b>	<b>0.0017</b>
<b>Total</b>		<b>28322757</b>	<b>18506528</b>	<b>65.3415</b>	<b>18506517</b>	<b>11</b>	<b>99.9999</b>	<b>0.0001</b>

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	NIL
Public Institutions	NIL
Public - Non Institutions	NIL

Resolution Required: (Ordinary)			3 - To appoint M/S. Mittal & Associates, Chartered Accountants (Firm Registration No. 001076n) as the Statutory Auditors of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NA					
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	Remote E-Voting	17876618	17875618	99.9944	17875618	0	99.9944	0.0000
	Venue Voting (e-voting)		1000	0.0056	1000	0	0.0056	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>17876618</b>	<b>100.0000</b>	<b>17876618</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	Remote E-Voting	687117	0	0.0000	0	0	0.0000	0.0000
	Venue Voting (e-voting)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public-Non Institutions	Remote E-Voting	9759022	582194	5.9657	5.9657	11	99.9981	0.0019
	Venue Voting (e-voting)		47716	0.4889	47716	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>629910</b>	<b>6.4546</b>	<b>629899</b>	<b>11</b>	<b>99.9983</b>	<b>0.0017</b>
<b>Total</b>		<b>28322757</b>	<b>18506528</b>	<b>65.3415</b>	<b>18506517</b>	<b>11</b>	<b>99.9999</b>	<b>0.0001</b>

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

Resolution Required: (Special)			4 - To appoint Mr. Manmohan Pal Singh Chadha as Whole-Time Director for a Term of 5 Years					
Whether promoter/ promoter group are interested in the agenda/resolution?			Mr. Man Mohan Pal Singh Chadha being the Karta of M/s. Man Mohan Pal Singh Chadha HUF, Ms. Tanya Chadha and Mr. Man Mohan Pal Singh Chadha being appointed is interested to the extent of his appointment and shareholding					
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	Remote E-Voting	17876618	8937950	49.9980	8937950	0	100.0000	0.0000
	Venue Voting (e-voting)		500	0.0028	500	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		8938450	<b>50.0008</b>	8938450	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	Remote E-Voting	687117	0	0.0000	0	0	0.0000	0.0000
	Venue Voting (e-voting)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public-Non Institutions	Remote E-Voting	9759022	582194	5.9657	5.9657	11	99.9981	0.0019
	Venue Voting (e-voting)		47716	0.4889	47716	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>629910</b>	<b>6.4546</b>	<b>629899</b>	<b>11</b>	<b>99.9983</b>	<b>0.0017</b>
<b>Total</b>		<b>28322757</b>	<b>9568360</b>	<b>33.7833</b>	<b>9568349</b>	<b>11</b>	<b>99.9999</b>	<b>0.0001</b>

Details of Invalid Votes*	
Category	No. of Votes
Promoter and Promoter Group	8938168
Public Insitutions	NIL
Public - Non Insitutions	NIL

**\*Statement on Invalidated/Excluded Shares Due to Conflict of Interest**

This is to declare that 89,38,168 (Eighty-Nine Lakhs Thirty-Eight Thousand One Hundred Sixty-Eight) shares have been treated as invalid for voting purposes. The reason for this invalidation/exclusion is that these shares include those held by Mr. Man Mohan Pal Singh Chaddha himself being appointed as Whole-Time Director and related parties, whose votes should not be considered in the voting process.

The following individuals and entities under Promoter category have been identified as related parties and their shares have not been considered in the voting of the said resolution:

- Mr. Man Mohan Pal Singh Chaddha
- Ms. Tanya
- M/s Man Mohan Pal Singh Chaddha HUF

This is in accordance with applicable regulations and guidelines to ensure the integrity and fairness of the voting process, avoiding any conflicts of interest.

Resolution Required: (Special)			5 - To appoint Mr. Sanjeev Kumar Elwadhi as Managing Director for a term of 5 Years					
Whether promoter/ promoter group are interested in the agenda/resolution?			Ms. Roma Wadhwa (One of the Promoter and Director) being the sister of Mr. Sanjeev Kumar Elwadhi and Mr. Sanjeev Kumar Elwadhi being appointed is interested to the extent of his appointment and shareholding					
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	Remote E-Voting	17876618	8937668	49.9964	8937668	0	100.0000	0.0000
	Venue Voting (e-voting)		500	0.0028	500	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		8938168	<b>49.9992</b>	8938168	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	Remote E-Voting	687117	0	0.0000	0	0	0.0000	0.0000
	Venue Voting (e-voting)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public-Non Institutions	Remote E-Voting	9759022	582194	5.9657	5.9657	11	99.9981	0.0019
	Venue Voting (e-voting)		47716	0.4889	47716	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>629910</b>	<b>6.4546</b>	<b>629899</b>	<b>11</b>	<b>99.9983</b>	<b>0.0017</b>
<b>Total</b>		<b>28322757</b>	<b>9568078</b>	<b>33.7823</b>	<b>9568067</b>	<b>11</b>	<b>99.9999</b>	<b>0.0001</b>

Details of Invalid Votes*	
Category	No. of Votes
Promoter and Promoter Group	8938450
Public Insitutions	NIL
Public - Non Insitutions	NIL



**\*Statement on Invalidated/Excluded Shares Due to Conflict of Interest**

This is to declare that 89,38,450 (Eighty-Nine Lakhs Thirty-Eight Thousand Four Hundred Fifty) shares have been treated as invalid for voting purposes. The reason for this invalidation/exclusion is that these shares include those held by Mr. Sanjeev Kumar Elwadhi himself being appointed as Managing Director and related parties, whose votes should not be considered in the voting process.

The following individuals and entities under Promoter category have been identified as related parties and their shares have not been considered in the voting of the said resolution:

- Mr. Sanjeev Kumar Elwadhi
- Ms. Roma Wadhwa
- Mr. Shyam Sunder Elwadhi
- M/s Ritco Leasing and Finance Private Limited – Being the Beneficiary interest

This is in accordance with applicable regulations and guidelines to ensure the integrity and fairness of the voting process, avoiding any conflicts of interest.

**Gitika**  
**Arora**  
Digitally signed  
by Gitika Arora  
Date: 2024.10.01  
17:04:59 +05'30'

## SCRUTINIZER'S REPORT

To,  
The Chairman,  
Ritco Logistics Limited  
508, 5th Floor, Jyoti Shikhar Tower  
District Centre Janakpuri, New Delhi- 110058

23<sup>rd</sup> Annual General Meeting of the Shareholders of M/s Ritco Logistics Limited held on Monday, the 30<sup>th</sup> September, 2024 commenced at 1:00 P.M. through video conferencing.

Dear Sir/Madam,

### Sub: Result of E-voting

This is with reference to our appointment to scrutinizing the e-voting at the Annual General Meeting ("AGM") of the Members of the Company held on September 30, 2024.

We are enclosing herewith the following:

1. Report of the Scrutinizer on e-voting
2. Report of Poll Voting at the AGM

Kindly take it on your record.

Thanking you,  
Yours faithfully,

For **Mukun Vivek & Company**

  
Mukun Arora  
Partner

M. No. F12894  
CP No. 4766  
UDIN: F012894F001391326



Countersigned By  
For Ritco Logistics Limited

  
Director  
Chairman of AGM of the Company

Peer Review Certificate No. 3370/2023

Date: 30<sup>th</sup> September 2024

Place: New Delhi

Encl: As above

**I - Report on results of e-voting****Summary of E-voting Results**

Event No.	240663
ISIN	INE01EG01016
ISIN_NAME	RITCO LOGISTICS LIMITED
Voting Start Date	September, 27, 2024 at 09.00 A.M
Voting End Date	September, 29, 2024 at 05.00 P.M

Item No. of the Agenda	Voted in favour		Voted against		Abstained/Invalid	
	No. of folios voted	No. of votes	No. of folios voted	No. of votes	No. of folios voted	No. of votes
1	67	18457801	11	11	0	0
2	67	18457801	11	11	0	0
3	67	18457801	11	11	0	0
4	65	9520133	11	11	2	8937668
5	64	9519851	11	11	3	8937950

For Mukun Vivek &amp; Company

**Mukun Arora**  
Partner

M. No. F12894

CP No. 4766

UDIN: F012894F001391326

Peer Review Certificate No. 3370/2023

Date: 30<sup>th</sup> September 2024

Place: New Delhi

**II -Report on Poll Voting at the AGM****Summary of E-voting at the AGM**

Item No. of the Agenda	Voted in favour		Voted against		Abstained/Invalid	
	No. of folios voted	No. of votes	No. of folios voted	No. of votes	No. of folios voted	No. of votes
1	8	48716	0	0	0	0
2	8	48716	0	0	0	0
3	8	48716	0	0	0	0
4	7	48216	0	0	1	500
5	7	48216	0	0	1	500

For Mukun Vivek &amp; Company

**Mukun Arora**  
**Partner**

M. No. F12894

CP No. 4766

UDIN: F012894F001391326

Peer Review Certificate No. 3370/2023

Date: 30<sup>th</sup> September 2024

Place: New Delhi



FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,  
**The Chairman,**  
**Ritco Logistics Limited**  
**508, 5th Floor, Jyoti Shikhar Tower**  
**District Centre Janakpuri, New Delhi- 110058**

**Consolidated Scrutinizer's Report on remote e-voting and e-voting during the AGM conducted to transact the items as set out in the Notice of 23<sup>rd</sup> Annual General Meeting of the Shareholders of M/s Ritco Logistics Limited held on Monday, the 30<sup>th</sup> September, 2024 commenced at 01:00 P.M. through video conferencing.**

I, **Mukun Arora, Partner of M/s Mukun Vivek & Company, Practising Company Secretaries, New Delhi** was appointed as Scrutinizer for the purpose of scrutinizing the remote E-voting process for the business to be transacted at the 23<sup>rd</sup> Annual General Meeting the ("AGM") of M/s Ritco Logistics Limited vide its Board Meeting held on 4<sup>th</sup> September 2024 pursuant to Section 108 & 109 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration Rules), 2014 on the resolutions contained in the Notice to the 23<sup>rd</sup> Annual General Meeting of the Shareholders of M/s Ritco Logistics Limited, held today on Monday, the 30<sup>th</sup> September, 2024 commenced at 01:00 P.M. through at Video Conferencing (VC)/ Other Audio Visual Means (OAVM), without the physical presence of the members at a common venue, in compliance with the Circular No. 20/2020 dated May 5, 2020, Circular No. 02/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs ('MCA Circulars') and Circular dated May 13, 2022 issued by the Securities and Exchange Board of India('SEBI Circular') and as per the applicable provisions of the Companies Act, 2013 ('the Act') read with the rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). The MCA Circulars provides for relaxation to Companies to hold its AGM through VC/ OAVM including the manner of voting at the meeting.

**I hereby submit my Consolidated Report for e-voting and venue voting as under:**

1. Pursuant to the MCA and SEBI Circulars, the Notice of the 23<sup>rd</sup> Annual General Meeting along with the Annual Report for the year 2023-24 was sent in electronic form only to those shareholders whose email address are registered with the Company/ Depositories. The Notice calling the 23<sup>rd</sup> AGM had been uploaded on the website of the Company at [www.ritcologistics.com](http://www.ritcologistics.com). Also, the Notice can be accessed from the website of the Stock Exchange i.e. BSE Limited and National Stock Exchange of India.
2. The Company published two newspaper advertisements on 07<sup>th</sup> September, 2024 for calling 23<sup>rd</sup> AGM of the M/s Ritco Logistics Limited.

3. Since this AGM was held pursuant to the MCA Circulars through VC or OAVM, physical attendance of Members had been dispensed with, accordingly, in terms of the above-mentioned MCA and SEBI Circulars, the facility for appointment of proxies by the Members was also dispensed with. Members attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
4. As there was no physical presence of the shareholders no voting was allowed through ballot papers or any other means for the meeting.
5. The shareholders of the Company holding shares as on the "cut off" date 23<sup>rd</sup> September 2024, were entitled to vote on the proposed resolutions as set out in item Nos., 1, 2, 3, 4 and 5 in the Notice of the 23<sup>rd</sup> AGM of M/s Ritco Logistics Limited.
6. The shareholders were allowed to vote during the e-voting period which commenced from Friday, the 27<sup>th</sup> September, 2024 at 9:00 A.M. and ended Sunday, the 29<sup>th</sup> September, 2024 at 5:00 P.M. Further the Shareholders who did not cast their votes during the e-voting period, were also allowed to vote up to 15 minutes after the conclusion of the meeting.



#### 7. **Management's Responsibility:**

The Management of the Company is responsible to ensure compliance with the requirements of (i) the Companies Act, 2013 and Rules Made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

#### 8. **Scrutinizer's Responsibility:**

My responsibility as a Scrutinizer for e-voting process i.e. remote e-voting and Electronic Voting (Remote) is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by Link Intime India Pvt. Ltd authorized under the Rules and engaged by the Company to provide e-voting facility and attended papers/ documents furnished to me electronically by the company and /or Link Intime India Pvt. Ltd for my verification.

9. The Summary of the e-voting is given below:

#### a) **Resolution 1: Ordinary resolution**

**To consider and adopt the Audited Consolidated and Standalone Balance Sheet for the year ended 31<sup>st</sup> March, 2024 and the Profit and Loss Account for the financial year ended 31<sup>st</sup> March, 2024 and the Directors' and Auditors' Reports thereon.**



**i. Voted in Favour of the resolution:**

Type of Voting	Number of Members Present and voting	Number of Votes cast by them	% of votes in favour on votes polled
Remote E-voting	67	18457801	99.7367%
Poll Voting (e-voting)	8	48716	0.2632%
Total	75	18506517	99.9999%

**ii. Voted against the resolution:**

Type of Voting	Number of members present and voting	Number of votes cast by them	% of votes in against on votes polled
Remote E-voting	11	11	0.0001%
Poll Voting (e-voting)	0	0	0%
Total	11	11	0.0001%

**iii. Abstained/Invalid votes**

Type of Voting	Number of members present and voting	Number of votes cast by them
Remote E-voting	0	0
Poll Voting (e-voting)	0	0
Total	0	0

Result: The resolution was passed unanimously by 100% of the members present and voting

**b) Resolution 2: Ordinary resolution**

**To appoint the directors, who are liable to retire by rotation and being eligible offers themselves for re-appointment:**

**“RESOLVED THAT** pursuant to the provision of section 152(6) of the Companies Act, 2013 and rules made thereunder Mrs. Roma Wadhwa (DIN-08295808), who retires by rotation, and being eligible, offer herself for the re-appointment be and is hereby re-appointed as Director of the Company, liable to retire by rotation.”



*[Handwritten signature]*

**i. Voted in Favour of the resolution:**

Type of Voting	Number of Members Present and voting	Number of Votes cast by them	% of votes in favour on votes polled
Remote E-voting	67	18457801	99.7367%
Poll Voting (e-voting)	8	48716	0.2632%
Total	75	18506517	99.9999%

**ii. Voted against the resolution:**

Type of Voting	Number of members present and voting	Number of votes cast by them	% of votes in against on votes polled
Remote E-voting	11	11	0.0001%
Poll Voting (e-voting)	0	0	0%
Total	11	11	0.0001%

**iii. Abstained/Invalid votes**

Type of Voting	Number of members present and voting	Number of votes cast by them
Remote E-voting	0	0
Poll Voting (e-voting)	0	0
Total	0	0

Result: The resolution was passed unanimously by 100% of the members present and voting

**(c) Resolution 3: Ordinary resolution**

**To appoint M/s. Mittal & Associates, Chartered Accountants (Firm Registration No. 001076n) as the Statutory Auditors of the Company.**

“RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed thereunder as amended from time to time (including any statutory modification(s) or re-enactment thereof for the time being in force) and based on the recommendation of Audit Committee and the Board of Directors, M/s. Mittal & Associates, Chartered Accountants (Firm Registration No. 001076N) be and are hereby appointed as the Statutory Auditors of the Company, to hold office for a





term of five consecutive years from the conclusion of the 23<sup>rd</sup> Annual General Meeting (AGM) until the conclusion of the 28<sup>th</sup> AGM of the Company, on such remuneration as may be mutually agreed upon between the Board of Directors and the Statutory Auditors.

**RESOLVED FURTHER THAT** the Board or any duly constituted Committee of the Board, be and is hereby authorised to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution.”

**i. Voted in Favour of the resolution:**

Type of Voting	Number of Members Present and voting	Number of Votes cast by them	% of votes in favour on votes polled
Remote E-voting	67	18457801	99.7367%
Poll Voting (e-voting)	8	48716	0.2632%
Total	75	18506517	99.9999%

**ii. Voted against the resolution:**

Type of Voting	Number of members present and voting	Number of votes cast by them	% of votes in against on votes polled
Remote E-voting	11	11	0.0001%
Poll Voting (e-voting)	0	0	0%
Total	11	11	0.0001%

**iii. Abstained/Invalid votes**

Type of Voting	Number of members present and voting	Number of votes cast by them
Remote E-voting	0	0
Poll Voting (e-voting)	0	0
Total	0	0

Result: The resolution was passed unanimously by 100% of the members present and voting



**(d) Resolution 4: Special resolution**

**To appoint Mr. Manmohan Pal Singh Chadha as Whole-Time Director for a term of 5 Years**

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203, and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule V to the Act, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and in accordance with the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee, approval of the Audit Committee and the approval of the Board of Directors, consent of the members of the Company be and are hereby accorded for the appointment of Mr. Manmohan Pal Singh Chadha, as the Whole-Time Director of the Company for a period of 5 years with effect from 4<sup>th</sup> September, 2024, on the terms and conditions including remuneration as set out in the draft agreement to be entered into between the Company and Mr. Manmohan Pal Singh Chadha, with liberty to the Board of Directors to alter and vary the terms and conditions of the said reappointment and/or agreement as it may deem fit and as may be acceptable to Mr. Manmohan Pal Singh Chadha, subject to the same not exceeding the limits specified under Schedule V to the Act or any statutory modification(s) or re-enactment thereof."



A handwritten signature in blue ink, appearing to be "M", located below the circular stamp.

"**RESOLVED FURTHER THAT** in the event of inadequacy or absence of profits in any financial year during the tenure of the Whole-Time Director, the remuneration payable to him shall be in accordance with the limits prescribed under Schedule V to the Act and any other applicable provisions of the Act and rules made thereunder or any amendments thereto or modifications thereof as may be made from time to time."

"**RESOLVED FURTHER THAT** the consent of shareholders be and is hereby accorded to ratify all acts and deeds done by Mr. Man Mohan Pal Singh Chadha in capacity of Executive Whole Time Director from his last appointment till date also the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters, and things as may be deemed necessary to give effect to this resolution, including but not limited to, filing of necessary forms with the Registrar of Companies

and any other regulatory authorities, and to sign and execute any necessary documents, deeds, and writings in this regard."

"RESOLVED FURTHER THAT a certified true copy of the resolution be provided to any person as may be necessary under the signature of any Director or Company Secretary of the Company."

"RESOLVED FURTHER THAT pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company Secretary or any Director of the Company be and is hereby authorized to inform the stock exchange(s) where the securities of the Company are listed, about the appointment of Mr. Man Mohan Pal Singh Chadha as the Whole Time Director of the Company and to make such disclosures as may be required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015."

i. **Voted in Favour of the resolution:**

Type of Voting	Number of Members Present and voting	Number of Votes cast by them	% of votes in favour on votes polled
Remote E-voting	65	9520133	99.4960%
Poll Voting (e-voting)	7	48216	0.5039%
Total	72	9568349	99.9999%

ii. **Voted against the resolution:**

Type of Voting	Number of members present and voting	Number of votes cast by them	% of votes in against on votes polled
Remote E-voting	11	11	0.0001%
Poll Voting (e-voting)	0	0	0%
Total	11	11	0.0001%





iii. **Abstained/Invalid votes\***

Type of Voting	Number of members present and voting	Number of votes cast by them
Remote E-voting	2	8937668
Poll Voting (e-voting)	1	500
Total	3	8938168

Result: The resolution was passed unanimously by 100% of the members present and voting

**\*Statement on Invalidated/Excluded Shares Due to Conflict of Interest**

This is to declare that 89,38,168 (Eighty-Nine Lakhs Thirty-Eight Thousand One Hundred Sixty-Eight) shares have been treated as invalid for voting purposes. The reason for this invalidation/exclusion is that these shares include those held by Mr. Man Mohan Pal Singh Chaddha himself being appointed as Whole-Time Director and related parties, whose votes should not be considered in the voting process.

The following individuals and entities under Promoter category have been identified as related parties and their shares have not been considered in the voting of the said resolution:

- Mr. Man Mohan Pal Singh Chaddha
- Ms. Tanya
- M/s Man Mohan Pal Singh Chaddha HUF



This is in accordance with applicable regulations and guidelines to ensure the integrity and fairness of the voting process, avoiding any conflicts of interest.

(e) **Resolution 5: Special resolution**

**To appoint Mr. Sanjeev Kumar Elwadhi as Managing Director for a term of 5 Years**

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of the members of the company be and are hereby accorded to appoint Mr. Sanjeev Kumar Elwadhi as the Managing Director of the Company for a period of 5 years with effect from 4<sup>th</sup> September, 2024, on the terms and conditions including remuneration as set out in the draft agreement to be entered into between the Company and Mr. Sanjeev Kumar Elwadhi, with liberty to the Board of Directors

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to alter and vary the terms and conditions of the said reappointment and/or agreement as it may deem fit and as may be acceptable to Mr. Sanjeev Kumar Elwadhi, subject to the same not exceeding the limits specified under Schedule V to the Act or any statutory modification(s) or re-enactment thereof.”

“**RESOLVED FURTHER THAT** in the event of inadequacy or absence of profits in any financial year during the tenure of the Managing Director, the remuneration payable to him shall be in accordance with the limits prescribed under Schedule V to the Act and any other applicable provisions of the Act and rules made thereunder or any amendments thereto or modifications thereof as may be made from time to time.”

“**RESOLVED FURTHER THAT** the consent of shareholders be and is hereby accorded to ratify all acts and deeds done by Mr. Sanjeev Kumar Elwadhi, in capacity of Executive Managing Director from his last appointment till date also any of the Director or Company Secretary of the Company, be and is hereby authorized to sign and submit all necessary forms, documents, and returns with the Registrar of Companies and other statutory authorities, and to do all such acts, deeds, matters, and things as may be considered necessary, desirable, or expedient to give effect to this resolution.”

“**RESOLVED FURTHER THAT** under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company Secretary or any Director of the Company be and is hereby authorized to inform the stock exchange(s) where the securities of the Company are listed, about the appointment of Mr. Sanjeev Kumar Elwadhi as the Managing Director of the Company and to make such disclosures as may be required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.”



“**RESOLVED FURTHER THAT** pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company Secretary or any Director of the Company be and is hereby authorized to inform the stock exchange(s) where the securities of the Company are listed, about the appointment of Mr. Man Mohan Pal Singh Chadha as the Whole Time Director of the Company and



to make such disclosures as may be required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015."

**i. Voted in Favour of the resolution:**

Type of Voting	Number of Members Present and voting	Number of Votes cast by them	% of votes in favour on votes polled
Remote E-voting	64	9519851	99.4960%
Poll Voting (e-voting)	7	48216	0.5039%
Total	71	9568067	99.9999%

**ii. Voted against the resolution:**

Type of Voting	Number of members present and voting	Number of votes cast by them	% of votes in against on votes polled
Remote E-voting	11	11	0.0001%
Poll Voting (e-voting)	0	0	0%
Total	11	11	0.0001%

**iii. Abstained/Invalid votes\***

Type of Voting	Number of members present and voting	Number of votes cast by them
Remote E-voting	3	8937950
Poll Voting (e-voting)	1	500
Total	4	8938450

Result: The resolution was passed unanimously by 100% of the members present and voting

**\*Statement on Invalidated/Excluded Shares Due to Conflict of Interest**

This is to declare that 89,38,450 (Eighty-Nine Lakhs Thirty-Eight Thousand Four Hundred Fifty) shares have been treated as invalid for voting purposes. The reason for this invalidation/exclusion is that these shares include those held by Mr. Sanjeev Kumar Elwadhi himself being appointed as Managing Director and related parties, whose votes should not be considered in the voting process.

The following individuals and entities under Promoter category have been identified as related parties and their shares have not been considered in the voting of the said resolution:

- Mr. Sanjeev Kumar Elwadhi

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- Ms. Roma Wadhwa
- Mr. Shyam Sunder Elwadhi
- M/s Ritco Leasing and Finance Private Limited – Being the Beneficiary interest

This is in accordance with applicable regulations and guidelines to ensure the integrity and fairness of the voting process, avoiding any conflicts of interest.

For Mukun Vivek & Company



**Mukun Arora**  
Partner


M. No. F12894

CP No. 4766

UDIN: F012894F001391326



Countersigned By  
For Ritco Logistics Limited



Director

Chairman of AGM of the Company

Peer Review Certificate No. 3370/2023

Date: 30<sup>th</sup> September 2024

Place: New Delhi