



RACL Geartech Ltd.

Corporate Office

B-9, Sector-3, Noida, Uttar Pradesh-201301, INDIA

Phone: +91-120-4588500 Fax: +91-120-4588513

Web: www.raclgeartech.com E-mail: info@raclgeartech.com

21st September, 2023

The Manager - Listing
BSE Limited
25th Floor, P. J. Towers,
Dalal Street,
Mumbai - 400 001

Scrip Code No. 520073

Subject: Voting Results of the 40th Annual General Meeting (AGM) in terms of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizer's Report thereon

Dear Sir,

In furtherance to the Proceedings of the 40th Annual General Meeting ("AGM") submitted on 19th September, 2023 and pursuant to the Regulation 44(3) and any other applicable regulation(s) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable provisions of the Companies Act, 2013, please find enclosed herewith the voting results (including remote e-Voting and online voting conducted at AGM) of the 40th AGM of the Company held on 19th September, 2023. Resolutions set forth in the Notice of 40th AGM were approved by the members of the Company with requisite majority.

Consolidated Scrutinizer's Report also attached herewith.

This is for your information and records.

Thanking you,
For RACL Geartech Limited

DEV RAJ ARYA

Digitally signed by DEV RAJ ARYA
DN: cn=PERSONAL,
ou=DEV RAJ ARYA, o=RACL GEARTECH LTD,
c=IN, email=devraj.arya@raclgeartech.com,
serial=10001, version=3,
reason=COSIGNATURE, c=IN, ou=DEV RAJ ARYA,
o=RACL GEARTECH LTD, cn=DEV RAJ ARYA,
dnQualifier=DEV RAJ ARYA

Dev Raj Arya
Whole Time Director & CFO

Encl.: as above

Registered Office
15th Floor, Eros Corporate Tower, Nehru Place, New Delhi-110019, INDIA
Phone: +91-11-66155129
CIN: L34300DL1983PLC016136
D-U-N-S Number: 65-013-7086



TS 16949 : 2009
TS 518901 - 000

General information about company	
Scrip code	520073
NSE Symbol	Notlisted
MSEI Symbol	Notlisted
ISIN	INE704B01017
Name of the company	RACL GEARTECH LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	19-09-2023
Start time of the meeting	11:00 AM
End time of the meeting	12:10 PM





Scrutinizer Details	
Name of the Scrutinizer	Rosy Jaiswal
Firms Name	Rosy Jaiswal & Associates
Qualification	CS
Membership Number	28432
Date of Board Meeting in which appointed	12-08-2023
Date of Issuance of Report to the company	20-09-2023



Voting results	
Record date	12-09-2023
Total number of shareholders on record date	14702
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	4
b) Public	76
No. of resolution passed in the meeting	10
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2023, together with the Reports of the Auditors and Board of Directors' thereon.				
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	E-Voting	5752402	4204817	73.0967	4204817	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5752402	4204817	73.0967	4204817	0	100
Public-Institutions	E-Voting	8155	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8155	0	0	0	0	0
Public- Non Institutions	E-Voting	5021043	146174	2.9112	146142	32	99.9781	0.0219
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5021043	146174	2.9112	146142	32	99.9781
Total		10781600	4350991	40.3557	4350959	32	99.9993	0.0007
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



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

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Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a director in place of Mr. Anil Sharma, (DIN: 00157911) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers himself for re-appointment.				
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	E-Voting	5752402	4204817	73.0967	4204817	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5752402	4204817	73.0967	4204817	0	100
Public- Institutions	E-Voting	8155	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8155	0	0	0	0	0
Public- Non Institutions	E-Voting	5021043	91920	1.8307	91888	32	99.9652	0.0348
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5021043	91920	1.8307	91888	32	99.9652
Total		10781600	4296737	39.8525	4296705	32	99.9993	0.0007
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



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



Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare final dividend on equity shares at Rs. 1.50 per equity share of face value of Rs. 10/- each for the financial year 2022-23.				
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	E-Voting	5752402	4204817	73.0967	4204817	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5752402	4204817	73.0967	4204817	0	100	0
Public- Institutions	E-Voting	8155	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	8155	0	0	0	0	0	0
Public- Non Institutions	E-Voting	5021043	146174	2.9112	146142	32	99.9781	0.0219
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5021043	146174	2.9112	146142	32	99.9781	0.0219
Total		10781600	4350991	40.3557	4350959	32	99.9993	0.0007
				Whether resolution is Pass or Not. Yes				
				Disclosure of notes on resolution				



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



Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Anil Sharma (DIN: 00157911) as the Non- Executive Non-Independent Director of the Company and payment of remuneration				
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	E-Voting	5752402	4204817	73.0967	4204817	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5752402	4204817	73.0967	4204817	0	100
Public- Institutions	E-Voting	8155	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8155	0	0	0	0	0
Public- Non Institutions	E-Voting	5021043	91920	1.8307	91888	32	99.9652	0.0348
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5021043	91920	1.8307	91888	32	99.9652
Total		10781600	4296737	39.8525	4296703	32	99.9993	0.0007
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



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

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Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve the remuneration of Mrs. Narinder Paul Kaur (DIN: 02435942) as the Non- Executive Non-Independent Director of the Company				
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	E-Voting	5752402	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	8155	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		0	0	0	0	0	
Public- Non Institutions	E-Voting	5021043	146174	2.9112	137834	8340	94.2945	5.7055
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		146174	2.9112	137834	8340	94.2945	5.7055
Total		10781600	146174	1.3558	137834	8340	94.2945	5.7055
				Whether resolution is Pass or Not. Yes				
				Disclosure of notes on resolution				



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


 FACILITY MANAGER
 SECTOR-3
 GDA


 ROSY JASWAL & ASSOCIATES
 DELHI
 COMPANY SECRETARIES

Resolution(6)								
Resolution required: (Ordinary / Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					Yes			
Description of resolution considered					To approve the remuneration of Mr. Gursharan Singh, Chairman & Managing Director (DIN: 00057602) of the Company			
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	E-Voting	5752402	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5752402	0	0	0	0	0
Public-Institutions	E-Voting	8155	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8155	0	0	0	0	0
Public- Non Institutions	E-Voting	5021043	146174	2.9112	145578	596	99.5923	0.4077
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5021043	146174	2.9112	145578	596	99.5923
Total		10781600	146174	1.3558	145578	596	99.5923	0.4077
Whether resolution is Pass or Not.					Yes			
Disclosure of notes on resolution								



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

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Resolution(7)								
Resolution required: (Ordinary / Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					Re-appointment of Mr. Jagdish Keswani (DIN: 02146267) as the Non-Executive Independent Director of the Company			
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	E-Voting	5752402	4204817	73.0967	4204817	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4204817	73.0967	4204817	0	100	0
Public- Institutions	E-Voting	8155	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		0	0	0	0	0	
Public- Non Institutions	E-Voting	5021043	146174	2.9112	146142	32	99.9781	0.0219
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		146174	2.9112	146142	32	99.9781	0.0219
Total		10781600	4350991	40.3557	4350959	32	99.9993	0.0007
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



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



Resolution(8)								
Resolution required: (Ordinary / Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					Appointment of Brig. H.P.S Bedi (Retd.) (DIN: 05217488) as the Non-Executive Independent Director of the Company			
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	E-Voting	5752402	4204817	73.0967	4204817	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5752402	4204817	73.0967	4204817	0	100
Public-Institutions	E-Voting	8155	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8155	0	0	0	0	0
Public- Non Institutions	E-Voting	5021043	146174	2.9112	146142	32	99.9781	0.0219
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5021043	146174	2.9112	146142	32	99.9781
Total		10781600	4350991	40.3557	4350959	32	99.9993	0.0007
Whether resolution is Pass or Not.					Yes			
Disclosure of notes on resolution								



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



Resolution(9)								
Resolution required: (Ordinary / Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					To increase the borrowing limits of the Company			
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	E-Voting	5752402	4204817	73.0967	4204817	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4204817	73.0967	4204817	0	100	0
Public- Institutions	E-Voting	8155	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	5021043	146174	2.9112	145642	532	99.6361	0.3639
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		146174	2.9112	145642	532	99.6361	0.3639
Total		10781600	4350991	40.3557	4350459	532	99.9878	0.0122
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



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



Resolution(10)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To increase the limits of Creation of charges /mortgages/ hypothecation or otherwise on the movable or immovable properties of the Company in respect of borrowings of the Company				
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	E-Voting	5752402	4204817	73.0967	4204817	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5752402	4204817	73.0967	4204817	0	100
Public- Institutions	E-Voting	8155	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8155	0	0	0	0	0
Public- Non Institutions	E-Voting	5021043	146174	2.9112	145642	532	99.6361	0.3639
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5021043	146174	2.9112	145642	532	99.6361
Total		10781600	4350991	40.3557	4350459	532	99.9878	0.0122
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



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





FORM NO. MGT-13

CONSOLIDATED SCRUTINIZER'S REPORT

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

To,
The Chairman,
Annual General Meeting (AGM) of
The Members of, RACL GEARTECH LIMITED
(CIN: L34300DL1983PLC016136)
held on Tuesday, the 19th day of September, 2023 at 11:00 am
through Video Conferencing/other audio-visual means (VC/OAVM)

Consolidated Scrutinizer's Report on the result of the remote e-voting process and E-voting facility to the shareholders present at the AGM through Video Conferencing/other audio-visual means (VC/OAVM) of the Members of RACL GEARTECH LIMITED held on Tuesday, the 19th day of September, 2023 at 11:00 am through Video Conferencing/other audio-visual means (VC/OAVM) in respect of the resolutions (businesses) contained in the Notice of AGM dated 12th August, 2023.

Dear Sir,

I, Rosy Jaiswal, proprietor of Rosy Jaiswal & Associates - Practicing Company Secretaries, Delhi was appointed as a Scrutinizer by the Board of Directors of RACL GEARTECH LIMITED (the Company) for scrutinizing e-voting process (remote e-voting) & E-voting facility to the shareholders present at the AGM through Video Conferencing/other audio-visual means (VC/OAVM) 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 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; on the below mentioned resolutions (businesses), at Annual General Meeting (AGM) of the Members of RACL GEARTECH LIMITED held through Video Conferencing/other audio-visual means (VC/OAVM).

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard-2 on General Meetings issued by the Institute of Company secretaries of India, relating to the voting through remote e-voting and E-voting facility to the shareholders present at the AGM through Video Conferencing/other audio-visual means (VC/OAVM) on the proposed resolutions (businesses) contained in the Notice of AGM dated August 12, 2023.

Regd. Add: B-9, Dr. Lohiya Road, Adarsh Nagar, DELHI-110033

E Mail: csrosy@gmail.com, Cont./Mob: #9810767253 #7224963275

My responsibility as a scrutinizer for the voting process was restricted to scrutinize the remote e-voting and voting through E-voting facility to the shareholders present at the AGM through Video Conferencing/other audio-visual means (VC/OAVM) in a fair and transparent manner and to prepare a consolidated Scrutinizer's Report based on reports generated from the remote e-voting system and E-voting facility to the shareholders present at the AGM through Video Conferencing/other audio-visual means (VC/OAVM) provided by National Securities Depository Limited (NSDL).

The Company has appointed National Securities Depository Limited (NSDL), the agency authorized under Rule 20 of the Rules and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to provide remote e-voting facility and E-voting facility to the shareholders present at the AGM through Video Conferencing/other audio-visual means (VC/OAVM) to the Members of the Company. Further the voting period for remote e-voting commenced on Saturday, September 16, 2023 (IST 9.00 am) and ended on Monday, September 18, 2023 (IST 5.00 pm) and thereafter the NSDL e-voting platform was disabled thereafter.

The Company has also provided e-voting facility of NSDL to the Shareholders present at AGM through VC, who has not casted there vote earlier.

After Closure of E-Voting at the AGM, the vote caste through e-voting at AGM and through remote e-voting prior to the AGM unblocked and downloaded from the E-voting website of NSDL / Service provider (<https://www.evoting.nsdl.com>) in the presence of two witnesses, who are not in the employment of the Company. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.

Witness :

Abhay
(Abhay Jain)

Shabnam
(Shabnam)

122 (One Hundred and Twenty two) Members had cast their votes through remote e-Voting Based on reports generated from NSDL and 9 (Nine) Members had cast their votes through e-voting at the AGM.

CONSOLIDATED RESULT OF THE SCRUTINY OF THE REMOTE E-VOTING AND E-VOTING AT THE ANNUAL GENERAL MEETING IS AS UNDER:

ORDINARY BUSINESS:

RESOLUTION NO 1: (ORDINARY RESOLUTION)

To consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2023, together with the Reports of the Auditors and Board of Directors' thereon:

Particulars	Remote E-Voting			E-voting at the AGM			Total		
	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast
Votes in Favour	97	4343132	99.9993	9	7827	100.00	106	4350959	99.9993
Votes against	16	32	0.0007	0	0	0.00	16	32	0.0007
Total	113	4343164	100	9	7827	100	122	4350991	100
Invalid votes	-	-	-	-	-	-	-	-	-

Based on the above, the Resolutions as set out in item 1 of the Notice of the Annual General Meeting dated August 12, 2023 has been passed with requisite majority.

RESOLUTION NO 2: (ORDINARY RESOLUTION)

To appoint a director in place of Mr. Anil Sharma, (DIN: 00157911) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers himself for re-appointment:

Particulars	Remote E-Voting			E-voting at the AGM			Total		
	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast
Votes in Favour	94	4288878	99.9993	9	7827	100	103	4296705	99.9993
Votes against	16	32	0.0007	0	0	0	16	32	0.0007
Total	110	4288910	100	9	7827	100	119	4296737	100
Invalid votes									

Based on the above, the Resolutions as set out in item 2 of the Notice of the Annual General Meeting dated August 12, 2023 has been passed with requisite majority.

RESOLUTION NO 3: (ORDINARY RESOLUTION)

To declare final dividend on equity shares at Rs. 1.50 per equity share of face value of Rs. 10/- each for the financial year 2022-23:

Particulars	Remote E-Voting			E-voting at the AGM			Total		
	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast
Votes in Favour	98	4343132	99.9993	9	7827	100.00	107	4350959	99.9993
Votes against	17	32	0.0007	0	0	0.00	17	32	0.0007
Total	115	4343164	100	9	7827	100	124	4350991	100
Invalid votes	-	-	-	-	-	-	-	-	-

Based on the above, the Resolutions as set out in item 3 of the Notice of the Annual General Meeting dated August 12, 2023 has been passed with requisite majority.

RESOLUTION NO 4: (SPECIAL RESOLUTION)

Appointment of Mr. Anil Sharma (DIN: 00157911) as the Non- Executive Non-Independent Director of the Company and payment of remuneration:

Particulars	Remote E-Voting			E-voting at the AGM			Total		
	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast
Votes in Favour	94	4288878	99.9993	9	7827	100.00	103	4296705	99.9993
Votes against	16	32	0.0007	0	0	0.00	16	32	0.0007
Total	110	4288910	100	9	7827	100	119	4296737	100
Invalid votes	-	-	-	-	-	-	-	-	-

Based on the above, the Resolutions as set out in item 4 of the Notice of the Annual General Meeting dated August 12, 2023 has been passed with requisite majority.

RESOLUTION NO 5: (SPECIAL RESOLUTION)

To approve the remuneration of Mrs. Narinder Paul Kaur (DIN: 02435942) as the Non- Executive Non-Independent Director of the Company:

Particulars	Remote E-Voting			E-voting at the AGM			Total		
	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast
Votes in Favour	91	137751	99.999	8	83	1.0604	99	137834	97.7704
Votes against	18	596	0.001	1	7744	98.9396	19	8340	2.2296
Total	109	138347	100	9	7827	100	118	146174	100
Invalid votes	2	227881	-	-	-	-	2	227881	-

Based on the above, the Resolutions as set out in item 5 of the Notice of the Annual General Meeting dated August 12, 2023 has been passed with requisite majority.

RESOLUTION NO 6: (SPECIAL RESOLUTION)

To approve the remuneration of Mr. Gursharan Singh, Chairman & Managing Director (DIN: 00057602) of the Company:

Particulars	Remote E-Voting			E-voting at the AGM			Total		
	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast
Votes in Favour	91	137751	99.999	9	7827	100.00	100	145578	99.999
Votes against	18	596	0.001	0	0	0.00	18	596	0.001
Total	109	138347	100	9	7827	100	118	146174	100
Invalid votes	2	227881	-	-	-	-	2	227881	-

Based on the above, the Resolutions as set out in item 6 of the Notice of the Annual General Meeting dated August 12, 2023 has been passed with requisite majority.

RESOLUTION NO 7: (SPECIAL RESOLUTION)

Re-appointment of Mr. Jagdish Keswani (DIN: 02146267) as the Non- Executive Independent Director of the Company:

Particulars	Remote E-Voting			E-voting at the AGM			Total		
	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast
Votes in Favour	97	4343132	99.9993	9	7827	100.00	106	4350959	99.9993
Votes against	16	32	0.0007	0	0	0.00	16	32	0.0007
Total	113	4343164	100	9	7827	100	122	4350991	100
Invalid votes	-	-	-	-	-	-	-	-	-

Based on the above, the Resolutions as set out in item 7 of the Notice of the Annual General Meeting dated August 12, 2023 has been passed with requisite majority.

RESOLUTION NO 8: (SPECIAL RESOLUTION)

Appointment of Brig. H.P.S Bedi (Retd.) (DIN: 05217488) as the Non-Executive Independent Director of the Company:

Particulars	Remote E-Voting			E-voting at the AGM			Total		
	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast
Votes in Favour	97	4343132	99.9993	9	7827	100.00	106	4350959	99.9993
Votes against	16	32	0.0007	0	0	0.00	16	32	0.0007
Total	113	4343164	100	9	7827	100	122	4350991	100
Invalid votes	-	-	-	-	-	-	-	-	-

Based on the above, the Resolutions as set out in item 8 of the Notice of the Annual General Meeting dated August 12, 2023 has been passed with requisite majority.

RESOLUTION NO 9: (SPECIAL RESOLUTION)**To increase the borrowing limits of the Company:**

Particulars	Remote E-Voting			E-voting at the AGM			Total		
	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast
Votes in Favour	96	4342632	99.9878	9	7827	100.00	105	4350459	99.9878
Votes against	17	532	0.0122	0	0	0.00	17	532	0.0122
Total	113	4343164	100	9	7827	100	122	4350991	100
Invalid votes	-	-	-	-	-	-	-	-	-

Based on the above, the Resolutions as set out in item 9 of the Notice of the Annual General Meeting dated August 12, 2023 has been passed with requisite majority.

RESOLUTION NO 10: (SPECIAL RESOLUTION)

To increase the limits of Creation of charges /mortgages/ hypothecation or otherwise on the movable or immovable properties of the Company in respect of borrowings of the Company:

Particulars	Remote E-Voting			E-voting at the AGM			Total		
	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast	No. of members	Number of votes cast	% of total votes cast
Votes in Favour	96	4342632	99.9878	9	7827	100.00	105	4350459	99.9878
Votes against	17	532	0.0122	0	0	0	17	532	0.0122
Total	113	4343164	100	9	7827	100	122	4350991	100
Invalid votes	-	-	-	-	-	-	-	-	-

Based on the above, the Resolutions as set out in item 10 of the Notice of the Annual General Meeting dated August 12, 2023 has been passed with requisite majority.

The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary of the Company for safe keeping.

Note:

- 1. Percentage of votes cast in favor or against the resolutions is calculated based on the valid votes cast through remote E-Voting and through E-voting at the AGM.**
- 2. The Members who have casted their vote through multiple DP/Client IDs shall be counted as single member for the counting of number of members voted.**

**Thanking you,
Yours faithfully**

**Place: Delhi
Date: 20/09/2023**

**For Rosy Jaiswal & Associates
Company Secretaries**

ROSY Digitally signed
JAIKWAL by ROSY JAIKWAL
Date: 2023.09.20
19:36:31 +05'30'

Rosy Jaiswal
(Proprietor)
ACS No. 28432, C.P No. 21968
UDIN: A028432E001042918
Peer Review Certificate no. 2298/2022