

Khandelwal Arun & Associates

Company Secretaries

CONSOLIDATED SCRUTINIZER'S REPORT

(Remote e-voting & e-voting at the AGM)

Form No. MGT 13

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")]

To,

The Chairman of the 12th Annual General Meeting ("AGM") of the Equity Shareholders of **Rithwik Facility Management Services Limited** (CIN: L74900TN2010PLC074294) held on Friday, September 30, 2022 at 12 Noon IST through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM"). The venue of the AGM was deemed to be the Registered Office of the Company at R R Tower III, Thiru Vi Ka Industrial Estate, Guindy, Chennai - 600032.

Dear Sir,

1. I, Arun Kumar Khandelwal, Proprietor, Khandelwal Arun & Associates, Practicing Company Secretaries, had been appointed as a Scrutinizer by the Board of Directors of **Rithwik Facility Management Services Limited** (the "Company") for the purpose of:
 - a. Scrutinizing the remote e-voting process under the provisions of Section 108 of The Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ("Rules") all the resolutions contained in the notice to the AGM; and
 - b. Scrutinizing the e-voting process conducted at the AGM for all the resolutions contained in the notice of the AGM.



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2. The management of the Company is responsible to ensure the compliance with the requirement of the Act and Rules relating to voting through electronic means [i.e. by remote e-voting and e-voting by Equity Shareholders at the AGM] for the resolutions contained in the Notice of 12th AGM of the Equity Shareholders of the Company. My responsibility as a Scrutinizer for the process of voting through electronic means (i.e. by remote e-voting and e-voting by Equity Shareholders at the AGM] is restricted to make a Consolidated Scrutinizer's Report of the votes cast "in favour" and/or "against" the resolutions stated in the Notice of the AGM based on the report generated from the e-voting system provided by Central Depository Services Limited, appointed by the Company to provide remote e-voting conducted before and during the AGM.
3. I submit herewith my combined report on the results of remote e-voting conducted before and during the AGM as under:
- (i). The remote e-voting commenced at 09:00 A.M. IST on Tuesday, September 27, 2022 and ended at 05:00 P.M. IST on Thursday, September 29, 2022.
 - (ii). The Equity Shareholders present at the AGM through VC voted through e-voting facility provided by CDSL at the AGM
 - (iii). The Equity Shareholders holding shares as on September 23, 2022 (Friday), cut-off date, were entitled to vote on the resolutions stated in the Notice of the 12th AGM of the Company
 - (iv). The Company had also provided e-voting facility to the members present at the AGM through VC/OAVM and who had not cast their e-votes earlier through the remote e-voting.



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- (v). After the conclusion of the AGM, the votes cast through remote e-voting and e-voting during the AGM were unblocked on September 30, 2022 at 1.05 P.M. in the presence of two witnesses, who were not in employment of the Company.
- (vi). The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared.
- (vii). The combined result of remote e-voting and e-voting during AGM are as under.



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Results of Remote E-Voting and E-Voting during the AGM of Rithwik Facility Management Services Limited

Ordinary Business:

Item No: 1

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2022 and the Reports of the Board of Directors and Auditors thereon

Passed as an Ordinary Resolution as follows:

i) Details of Votes in favour and against the resolution:

	Remote e-voting before the AGM		E-voting at the AGM		Total		Percentage (%)
	No. of members voted	No. of Shares for which votes cast	No. of members voted	No. of Shares for which votes cast	No. of members	No. of Shares for which votes cast	
Votes in favour of the resolution	33	2057996	0	0	33	2057996	100
Votes against the resolution	0	0	0	0	0	0	0
Total	33	2057996	0	0	33	2057996	100

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of Shares for which votes cast	No. of members	No. of votes
Remote e-voting	0	0	0	0
E-voting at the AGM	0	0	0	0
Total	0	0	0	0

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 1 of the Notice of the AGM has been passed with requisite majority.



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Item No: 2

To appoint a Director in place of Mr. Rithwik Rajshekar Raman (DIN: 07836658), who retires by rotation and being eligible, offers himself for re-appointment.

Passed as an Ordinary Resolution as follows:

i) Details of Votes in favour and against the resolution:

	Remote e-voting before the AGM		E-voting at the AGM		Total		Percentage (%)
	No. of members voted	No. of Shares for which votes cast	No. of members voted	No. of Shares for which votes cast	No. of members	No. of Shares for which votes cast	
Votes in favour of the resolution	32	955496	0	0	32	955496	100
Votes against the resolution	0	0	0	0	0	0	0
Total	32	955496	0	0	32	955496	100

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of Shares for which votes cast	No. of members	No. of votes
Remote e-voting	1	1102500	0	0
E-voting at the AGM	0	0	0	0
Total	1	1102500	0	0

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 2 of the Notice of the AGM has been passed with requisite majority.



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Item No: 3

Re-Appointment of Mr. Rithwik Rajshekar Raman as Managing Director (DIN: 07836658) and to fix his remuneration

Passed as an Ordinary Resolution as follows:

i) Details of Votes in favour and against the resolution:

	Remote e-voting before the AGM		E-voting at the AGM		Total		Percentage (%)
	No. of members voted	No. of Shares for which votes cast	No. of members voted	No. of Shares for which votes cast	No. of members	No. of Shares for which votes cast	
Votes in favour of the resolution	32	955496	0	0	32	955496	100
Votes against the resolution	0	0	0	0	0	0	0
Total	32	955496	0	0	32	955496	100

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of Shares for which votes cast	No. of members	No. of votes
Remote e-voting	1	1102500	0	0
E-voting at the AGM	0	0	0	0
Total	1	1102500	0	0

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 3 of the Notice of the AGM has been passed with requisite majority.



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Item No: 4

Re-Appointment of Mr. V Niranjan Rao as Whole Time Director (DIN 02918882) and to fix his remuneration

Passed as an Ordinary Resolution as follows:

i) Details of Votes in favour and against the resolution:

	Remote e-voting before the AGM		E-voting at the AGM		Total		Percentage (%)
	No. of members voted	No. of Shares for which votes cast	No. of members voted	No. of Shares for which votes cast	No. of members	No. of Shares for which votes cast	
Votes in favour of the resolution	33	2057996	0	0	33	2057996	100
Votes against the resolution	0	0	0	0	0	0	0
Total	33	2057996	0	0	33	2057996	100

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of Shares for which votes cast	No. of members	No. of votes
Remote e-voting	0	0	0	0
E-voting at the AGM	0	0	0	0
Total	0	0	0	0

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 4 of the Notice of the AGM has been passed with requisite majority.



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Item No: 5

Re-appointment of Mr.P Sudhakar as an Independent Director

Passed as a Special Resolution as follows:

i) Details of Votes in favour and against the resolution:

	Remote e-voting before the AGM		E-voting at the AGM		Total		Percentage (%)
	No. of members voted	No. of Shares for which votes cast	No. of members voted	No. of Shares for which votes cast	No. of members	No. of Shares for which votes cast	
Votes in favour of the resolution	33	2057996	0	0	33	2057996	100
Votes against the resolution	0	0	0	0	0	0	0
Total	33	2057996	0	0	33	2057996	100

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of Shares for which votes cast	No. of members	No. of votes
Remote e-voting	0	0	0	0
E-voting at the AGM	0	0	0	0
Total	0	0	0	0

Based on the above result, I report that the Special Resolution as set out in Item No. 5 of the Notice of the AGM has been passed with requisite majority.



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Item No: 6

Re-appointment of Mrs.T Shama Prasanna as an Independent Director

Passed as a Special Resolution as follows:

i) Details of Votes in favour and against the resolution:

	Remote e-voting before the AGM		E-voting at the AGM		Total		Percentage (%)
	No. of members voted	No. of Shares for which votes cast	No. of members voted	No. of Shares for which votes cast	No. of members	No. of Shares for which votes cast	
Votes in favour of the resolution	33	2057996	0	0	33	2057996	100
Votes against the resolution	0	0	0	0	0	0	0
Total	33	2057996	0	0	33	2057996	100

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of Shares for which votes cast	No. of members	No. of votes
Remote e-voting	0	0	0	0
E-voting at the AGM	0	0	0	0
Total	0	0	0	0

Based on the above result, I report that the Special Resolution as set out in Item No. 6 of the Notice of the AGM has been passed with requisite majority.



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The electronic data and all other relevant records relating to remote e-voting before and during the AGM are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the AGM.

Thanking you,

Yours faithfully,

For Khandelwal Arun & Associates
Company Secretaries


Arun Kumar Khandelwal
Proprietor
Membership No. F9350
CoP No. 19611
UDIN: F009350D001097657
P/R: 1541/2021



Countersigned
For Rithwik Facility Management Services
Limited

JAYAPANDI
I SUBBIAH

Digitally signed by
JAYAPANDI SUBBIAH
Date: 2022.09.30
18:25:46 +05'30'

S Jayapandi
Company Secretary
Membership No: A21909

Place: Chennai
Date: September 30, 2022

Place: Chennai
Date: September 30, 2022