



RHI MAGNESITA

RHI MAGNESITA INDIA LTD.

(Formerly Orient Refractories Ltd.)

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Golf Course Extension Road, Sector 61,

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22 December 2022

Department of Corporate Services
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai-400001.

Department of Corporate Services
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex
Bandra (East), Mumbai

STOCK CODE: 534076

STOCK CODE: RHIM

Total no. of pages including covering letter 7

Dear Sir/Madam,

Re: Voting Results of the 1st Extra Ordinary General Meeting (EGM) of RHI Magnesita India Limited & Scrutinizer Report thereon.

The 1st EGM of Company was held on Wednesday, 21 December 2022 at 3:30 P.M. through Video Conferencing (VC)/ Other Audio Video Means (OAVM) to transact the business as stated in the Notice dated 19 November 2022, convening the said EGM.

In this regard, please find enclosed the following:

- 1) Voting results of the business transacted at the EGM, as required under Regulation 44(3) of the Listing Regulations - **Annexure I**
- 2) Report of the Scrutinizer dated 22 December 2022, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rule, 2014 – **Annexure II**

The Voting Results along with the Scrutinizer Report is also available on the Company's web site at <https://www.rhimagnesitaindia.com/investors>

This is for your information and records.

Thanking you,

For **RHI Magnesita India Limited**

Sanjay Kumar

Company Secretary

(ACS-17021)



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1st Extra Ordinary General Meeting Voting Result

Date of the EGM	21 December 2022
Total number of shareholders on record date	70,266
No. of shareholders present in the meeting either in person or through proxy:	NA
Promoters and Promoter Group:	-
Public:	-
No. of Shareholders attended the meeting through Video Conferencing:	39
Promoters and Promoter Group:	3
Public:	36

Resolution No. 1 (Special Resolution)				Consent of Members to increase the limits applicable for making investments / extending loans and giving guarantees or providing securities in connection with loans to Persons / Bodies Corporate				
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	E-Voting	11,30,02,465	11,30,02,465	100.0000	11,30,02,465	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		11,30,02,465	11,30,02,465	100.0000	11,30,02,465	0	100.0000
Public-Institutions	E-Voting	1,82,04,813	1,26,35,159	69.4056	1,02,87,583	2347576	81.4203	18.5797
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		18,20,4,813	1,26,35,159	69.4056	1,02,87,583	2347576	81.4203
Public-Non Institutions	E-Voting	2,97,89,053	78,51,978	26.3586	78,51,867	111	99.9986	0.0014
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2,97,89,053	78,51,978	26.3586	78,51,867	111	99.9986
Total		16,09,96,331	13,34,89,602	82.9147	13,11,41,915	23,47,687	98.2413	1.7587



Resolution No. 2 (Special Resolution)				Consent of Members to issue further equity shares through preferential allotment				
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	E-Voting	11,30,02,465	11,30,02,465	100.0000	11,30,02,465	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		11,30,02,465	11,30,02,465	100.0000	11,30,02,465	0	100.0000
Public-Institutions	E-Voting	1,82,04,813	1,32,02,381	72.5214	1,32,02,381	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1,82,04,813	1,32,02,381	72.5214	1,32,02,381	0	100.0000
Public-Non Institutions	E-Voting	2,97,89,053	72,84,652	24.4541	72,84,429	223	99.9969	0.0031
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2,97,89,053	72,84,652	24.4541	72,84,429	223	99.9969
Total		16,09,96,331	13,34,89,498	82.9146	13,34,89,275	223	99.9998	0.0002



NARESH VERMA & ASSOCIATES
COMPANY SECRETARIES

REPORT OF SCRUTINIZER

**(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the
Companies (Management and Administration) Rules, 2014)**

To,

The Chairman

Of Extraordinary General Meeting of the members of RHI Magnesita India Limited held on Wednesday, December 21, 2022 through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")

Dear Sir,

I, Naresh Verma, FCS, having office at 416/7 & 8, First Floor, Opposite Karkarduma Metro Station, Near Community Centre, Delhi-110092, appointed as Scrutinizer by the Board of Directors of RHI Magnesita India Limited (the Company) for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) conducted at the Extra Ordinary General Meeting (EOGM) pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the below mentioned resolutions proposed at the 1st EOGM of the Company held on December 21, 2022 at 3:30 p.m. through VC, submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the EOGM by the shareholders on the resolutions proposed in the Notice of the EOGM of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through e-voting (remote e-voting) and by electronic voting (e-voting) at the EOGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions.
2. The e-voting facility both for e-voting prior to the EOGM (remote e-voting) and voting at the EOGM by electronics means (e-voting) was provided by National Securities Depository Limited (NSDL).
3. In accordance with the Notice of the EOGM sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on November 25, 2022 and November 29, 2022 in the newspapers i.e. Business Standard and Pratahkal, the remote e-voting opened at 9:00 a.m. on December 18, 2022 and remained open up to 5:00 p.m. on



December 20, 2022.

4. After declaration by the Chairman, the shareholders attending the EOGM through VC and who have not voted through remote e-voting, voted through e-voting at the EOGM.
5. The Equity Shareholders holding shares as on December 16, 2022, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 1st EOGM of the Company.
6. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the EOGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the EOGM.
7. After closure of e-voting at the EOGM, the votes cast through e-voting at the EOGM and through remote e-voting prior to the date of EOGM were unblocked and downloaded from the e-voting website of National Securities Depository Limited (<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.
8. Based on the data downloaded from NSDL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the EOGM are as under:

Resolution-1: Special Resolution

- To Increase the limits applicable for making investments / extending loans and giving guarantees or providing securities in connection with loans to Persons / Bodies Corporate.**

- i. Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
211	131141915	98.24



ii. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
25	2347687	1.76

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Resolution-2: Special Resolution

To issue further equity shares through preferential allotment

i. Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
225	133489275	99.99

ii. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
8	223	0.01

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



9. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the EOGM and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking You
For **Naresh Verma & Associates**
Company Secretaries



Naresh Verma
FCS-5403; CP-4424
(Scrutinizer)

Place: Delhi
Date: 22.12.2022

UDIN: F005403D002775093
Peer Review Certificate No. 574/2018