

6 August, 2024

Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

National Stock Exchange of India Limited
Exchange Plaza, Plot No. C-1,
Block G, Bandra – Kurla Complex,
Bandra (East), Mumbai – 400 051

Scrip Code: 543981

Symbol: RRKABEL

Sub: Summary of Proceedings and Voting Results of the 30th Annual General Meeting

The 30th Annual General Meeting ('AGM') of the Company was held today, i.e., on Tuesday, 6 August 2024 at 12:30 p.m. (IST) through two-way Video Conference ('VC')/Other Audio-Visual Means ('OAVM'), without the physical presence of the Members at a common venue, to transact the business as stated in the AGM Notice dated 28 May 2024 ('Notice'). All the items of business contained in the Notice were transacted and passed by the Members with the requisite majority. In connection with the same, please find attached the following:

- a) Summary of proceedings of the AGM of the Company, as required under Regulation 30, Part A of Schedule III to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and marked as **Annexure - 1.**
- b) Combined voting results of the remote e-Voting together with the voting conducted during the proceedings of the AGM, in relation to the items of business transacted at the AGM, as required under Regulation 44 of the Listing Regulations and marked as **Annexure - 2.**
- c) The Scrutinizer's Report dated 66 August 2024, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and marked as **Annexure - 3.**

The AGM concluded at 01:12 p.m. (IST).

The Voting Results along with the Scrutinizer's Report are also available on the website of the Company at www.rrkabel.com and on the website of NSDL at www.evoting.nsdl.com.

You are requested to kindly take the same on record.

Yours sincerely
For R R Kabel Limited

Himanshu Navinchandra Parmar
Company Secretary and Compliance officer
M. No. – F10118

Annexure-1

Summary of Proceedings of the 30th Annual General Meeting of the Company.

The 30th Annual General Meeting ('AGM') of the Members of R R Kabel Limited ('the Company') was held on Tuesday, 6 August 2024 at 12.30 p.m. (IST) through two-way Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM') in accordance with the MCA Circulars and the SEBI Circulars. The Company Secretary welcomed the Members to the Meeting and briefed them on certain points relating to the participation at the AGM through VC.

Shri Tribhuvanprasad Rameshwarlal Kabra, Chairman of the Company joined the AGM from Delhi. Except Smt. Jyoti Davar, all other Directors of the Company attended the AGM. The respective Chairpersons of the Audit Committee, Stakeholders Relationship Committee, Nomination & Remuneration Committee and Risk Management Committee were also present at the AGM. Shri Shreegopal Rameshwarlal Kabra, Managing Director and Shri Rajesh Babu Jain, Chief Financial Officer joined the AGM from the Registered Office of the Company. Shri Himanshu Navinchandra Parmar, Company Secretary attended the Meeting from the Corporate Office situated at Vadodara. The representatives of M/s. B S R & Co., LLP, Chartered Accountants, Statutory Auditors, M/s. Khanna & Co., Practicing Company Secretaries, Secretarial Auditors, M/s Poddar & Co., Cost Auditors and Shri Anup Vaibhav C. Khanna (Membership No. F6786) of M/s. Khanna & Co., Practicing Company Secretaries, Scrutinizer for the e-Voting and the voting during the proceedings of the AGM, were also present at the Meeting through VC.

Shri Tribhuvanprasad Rameshwarlal Kabra, Chairman of the Company, chaired the Meeting. The requisite quorum being present, with the consent of Chairman, the proceedings of the Meeting were commenced. The Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice were available for inspection. Since there was no physical attendance of Members and in compliance with the Circulars issued by the MCA and SEBI, the requirement of appointing proxies was not applicable, except for the authorized representatives of corporate shareholders.

With the consent of the Members, the Notice convening the Meeting and the Auditors' Report were taken as read. The Members were informed that the Statutory Auditors' Report and Secretarial Audit Report did not have any qualifications or adverse remarks.

The Chairman then made his opening remarks with respect to the growth outlook and the operations of the Company. The Chairman also acknowledged the contribution of all the employees and other stakeholders during the year.

The following items of business as set out in the Notice convening the AGM were approved by the Members with requisite majority through remote e-voting prior to and during the AGM.

Agenda No.	Description of Resolution	Resolution Type
1	Adoption of- <ul style="list-style-type: none"> a) the Audited Standalone Financial statement of the Company for the Financial Year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024, together with the Report of the Auditors thereon. 	Ordinary
2	Confirm the payment of an Interim Dividend of Rs 3 per Equity Share of face value of Rs 5 each already paid during the financial year 2023-24.	Ordinary
3	Declaration of a final dividend of Rs 3 per Equity share of the face value of Rs 5 each for the financial year ended March 31, 2024.	Ordinary
4	Re-appoint of Shri Tribhuvanprasad Rameshwarlal Kabra (DIN – 00091375), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
5	Consider and approve the change in terms of remuneration of Shri Tribhuvanprasad Rameshwarlal Kabra (DIN – 00091375), Whole-time Director– Executive Chairman of the Company.	Ordinary
6	Re-appointment of Shri Shreegopal Rameshwarlal Kabra (DIN: 00140598) as Managing Director and Key Managerial Personnel of the Company for a period of 5 (Five).	Ordinary
7	Re-appointment of Shri Mahendrakumar Rameshwarlal Kabra (DIN: 00473310) as Joint Managing Director of the Company for a period of 5 (Five).	Ordinary
8	Consider and approve the remuneration of the Cost Auditors of the Company for the financial year 2024-25.	Ordinary

The Company Secretary informed that the Company had provided its members the facility to cast their vote electronically through the National Securities Depository Limited (‘NSDL’) system before the Meeting. He further informed that the remote e-voting facility was also made available during the AGM for the benefit of Members who were present during the Meeting and had not cast their votes earlier through remote e-voting. He further informed that Shri Anup Vaibhav C. Khanna (Membership No. F6786) of M/s. Khanna & Co., Practicing Company Secretaries, was appointed as the Scrutinizer to supervise the remote e-voting and the voting during the proceedings of the AGM in a fair and transparent manner.

The Chairman then invited the Members to express their views, ask questions and seek clarifications on the operations as well as the financial performance of the Company. The Chief Financial Officer then responded to the questions asked and clarifications sought by the Members.

Post the Q&A session, the Chairman thanked the Members for attending and participating at the meeting. He also thanked the Directors for joining the Meeting. The e-voting facility was kept open for 15 minutes from the close of the AGM to enable the Members to cast their votes. The Chairman

authorized the Company Secretary to carry out the voting process, accept, acknowledge, countersign the Scrutinizer's report and declare the results of the consolidated voting. He informed the Members that the consolidated voting results along with the Scrutinizer's Report, will be placed on the Company's website www.rrkabel.com and on the website of NSDL www.evoting.nsdl.com. Further, the results will also be forwarded to the Stock Exchanges where the Company's Equity Shares are listed viz. BSE Limited and National Stock Exchange of India Limited and be made available on their respective websites viz. www.bseindia.com and www.nseindia.com.

The Scrutinizer's Report is received today and, as set out therein, all the Resolutions have been passed with the requisite majority.

Annexure-2

Voting Results pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM	Tuesday, 6 August 2024
Total number of shareholders on record date for e-voting i.e. 30/07/2024	132108
No. of shareholders present in the meeting either in person or through proxy: • Promoter and Promoter group • Public	No arrangement for a physical meeting or appointment of proxy was made as the Meeting was held through VC/OAVM
No. of shareholders attended the meeting through Video Conferencing • Promoter and Promoter group • Public	18 44
Number of Resolutions Passed in the Meeting	8

General information about company

Scrip Code	
Name of company	R R KABEL LIMITED
Type of meeting	General Meeting
Start time of meeting	09:00
End time of meeting	17:00

VOTING RESULTS	
Record date	30-07-2024
Total number of shareholders on record date	131736
Number of shareholders present in the meeting either in person or	
a) Promoter and promoter group	
b) Public	
Number of shareholders attended the meeting through video	
a) Promoter and promoter group	
b) Public	
Number of resolutions passed in meeting	
Disclosure of notes on voting results	

Resolution Details(1)

Resolution Required					To receive, consider and adopt:			
Whether promoter/ promoter group are interested in the					a)the Audited Standalone Financial Statements of the			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		52555619	75.27765533	52555619	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if ε	69815696	0	0	0	0	0	0
	Total	69815696	52555619	75.27765533	52555619	0	100	0
Public Institutions	E-voting		19881435	86.69673187	19881435	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if ε	22932162	0	0	0	0	0	0
	Total	22932162	19881435	86.69673187	19881435	0	100	0
Public Non-Institutions	E-voting		8926065	44.47266274	8925444	621	99.99304285	0.006957153
	Poll		0	0	0	0	0	0
	Postal Ballot(if ε	20070903	0	0	0	0	0	0
	Total	20070903	8926065	44.47266274	8925444	621	99.99304285	0.006957153
Total		112818761	81363119	72.11842984	81362498	621	99.99923675	0.000763245

Resolution Details(2)								
Resolution Required					To confirm the payment of an Interim Dividend of Rs 3 per Equity Share of face value of Rs 5 each already paid during			
Whether promoter/ promoter group are interested in the								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		52555619	75.27765533	52555619	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if a	69815696	0	0	0	0	0	0
	Total	69815696	52555619	75.27765533	52555619	0	100	0
Public Institutions	E-voting		19881435	86.69673187	19881435	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if a	22932162	0	0	0	0	0	0
	Total	22932162	19881435	86.69673187	19881435	0	100	0
Public Non-Institutions	E-voting		8926065	44.47266274	8925976	89	99.99900292	0.00099708
	Poll		0	0	0	0	0	0
	Postal Ballot(if a	20070903	0	0	0	0	0	0
	Total	20070903	8926065	44.47266274	8925976	89	99.99900292	0.00099708
Total		112818761	81363119	72.11842984	81363030	89	99.99989061	0.000109386

Resolution Details(3)

Resolution Required

To declare a final dividend of Rs 3 per Equity Share of face value

Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% votes polled (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - in Against (5)	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
Promoter and P	E-voting		52555619	75.27765533	52555619	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if any)	69815696	0	0	0	0	0	0
	Total	69815696	52555619	75.27765533	52555619	0	100	0
Public Institution	E-voting		19881435	86.69673187	19881435	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if any)	22932162	0	0	0	0	0	0
	Total	22932162	19881435	86.69673187	19881435	0	100	0
Public Non-Institution	E-voting		8926051	44.47259299	8925962	89	99.99900292	0.000997081
	Poll		0	0	0	0	0	0
	Postal Ballot(if any)	20070903	0	0	0	0	0	0
Total		20070903	8926051	44.47259299	8925962	89	99.99900292	0.000997081
Total		112818761	81363105	72.11841743	81363016	89	99.99989061	0.000109386

Resolution Details(4)

Resolution Required

To appoint a director in place of Shri Tribhuvanprasad Rameshw

Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% votes polled (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - in Against (5)	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
Promoter and P	E-voting		52555619	75.27765533	52555619	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if ε	69815696	0	0	0	0	0	0
	Total	69815696	52555619	75.27765533	52555619	0	100	0
Public Institution	E-voting		19881435	86.69673187	15644174	4237261	78.68734827	21.31265173
	Poll		0	0	0	0	0	0
	Postal Ballot(if ε	22932162	0	0	0	0	0	0
	Total	22932162	19881435	86.69673187	15644174	4237261	78.68734827	21.31265173
Public Non-Insti	E-voting		8925501	44.4698527	8925135	366	99.99589939	0.00410061
	Poll		0	0	0	0	0	0
	Postal Ballot(if ε	20070903	0	0	0	0	0	0
	Total	20070903	8925501	44.4698527	8925135	366	99.99589939	0.00410061
	Total	112818761	81362555	72.11792992	77124928	4237627	94.79167413	5.208325869

Resolution Details(5)

Resolution Required

To consider and approve the change in terms of remuneration of

Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% votes polled (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - in Against (5)	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
Promoter and P	E-voting		52555619	75.27765533	52555619	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	69815696	0	0	0	0	0	0
	Total	69815696	52555619	75.27765533	52555619	0	100	0
Public Institution	E-voting		19881435	86.69673187	19865857	15578	99.92164549	0.078354505
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	22932162	0	0	0	0	0	0
	Total	22932162	19881435	86.69673187	19865857	15578	99.92164549	0.078354505
Public Non-Institution	E-voting		8925502	44.46985768	8925120	382	99.99572013	0.004279871
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	20070903	0	0	0	0	0	0
	Total	20070903	8925502	44.46985768	8925120	382	99.99572013	0.004279871
Total		112818761	81362556	72.11793081	81346596	15960	99.9803841	0.019615903

Resolution Details(6)

Resolution Required		To consider and approve the Re-appointment of Shri Shreegopa						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% votes polled (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - in Against (5)	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
Promoter and P	E-voting		52555619	75.27765533	52555619	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if ε	69815696	0	0	0	0	0	0
	Total	69815696	52555619	75.27765533	52555619	0	100	0
Public Institution	E-voting		19881435	86.69673187	15458577	4422858	77.75382914	22.24617086
	Poll		0	0	0	0	0	0
	Postal Ballot(if ε	22932162	0	0	0	0	0	0
	Total	22932162	19881435	86.69673187	15458577	4422858	77.75382914	22.24617086
Public Non-Insti	E-voting		8925488	44.46978793	8925115	373	99.99582096	0.004179043
	Poll		0	0	0	0	0	0
	Postal Ballot(if ε	20070903	0	0	0	0	0	0
	Total	20070903	8925488	44.46978793	8925115	373	99.99582096	0.004179043
Total		112818761	81362542	72.1179184	76939311	4423231	94.56355358	5.436446418

Resolution Details(7)

Resolution Required		To consider and approve the Re-appointment of Shri Mahendrak							
Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% votes polled (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - in abstention (5)	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in abstention (7)=[(5)/(2)]*100	Against
Promoter and P	E-voting		52555619	75.27765533	52555619	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot(if ε	69815696	0	0	0	0	0	0	
	Total	69815696	52555619	75.27765533	52555619	0	100	0	
Public Institution	E-voting		19881435	86.69673187	19865857	15578	99.92164549	0.078354505	
	Poll		0	0	0	0	0	0	
	Postal Ballot(if ε	22932162	0	0	0	0	0	0	
	Total	22932162	19881435	86.69673187	19865857	15578	99.92164549	0.078354505	
Public Non-Insti	E-voting		8925475	44.46972316	8925105	370	99.99585456	0.004145438	
	Poll		0	0	0	0	0	0	
	Postal Ballot(if ε	20070903	0	0	0	0	0	0	
	Total	20070903	8925475	44.46972316	8925105	370	99.99585456	0.004145438	
Total		112818761	81362529	72.11790688	81346581	15948	99.98039884	0.019601161	

Resolution Details(8)

Resolution Required

To consider and approve the remuneration of the Cost Auditors o

Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% votes polled (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - in Against (5)	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
Promoter and P	E-voting		52555619	75.27765533	52555619	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if e	69815696	0	0	0	0	0	0
	Total	69815696	52555619	75.27765533	52555619	0	100	0
Public Institution	E-voting		19881435	86.69673187	19881435	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if e	22932162	0	0	0	0	0	0
	Total	22932162	19881435	86.69673187	19881435	0	100	0
Public Non-Insti	E-voting		8925502	44.46985768	8925106	396	99.99556327	0.004436725
	Poll		0	0	0	0	0	0
	Postal Ballot(if e	20070903	0	0	0	0	0	0
Total		20070903	8925502	44.46985768	8925106	396	99.99556327	0.004436725
Total		112818761	81362556	72.11793081	81362160	396	99.99951329	0.00048671

Consolidated Report of the Scrutinizer for Remote E-voting & E-voting during AGM

[Pursuant to Sections 108 & 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and voting through electronic system provided in terms of circular issued by the Ministry of Corporate Affairs]

6 August 2024

To,
The Chairman,
R R KABEL LIMITED
Ram Ratna House,
Victoria Mill Compound (Utopia City)
Pandurang Budhkar Marg Worli,
Mumbai - 400 013

Dear Sir,

Sub: Consolidated Scrutinizer's Report on e-voting in relation to the 30th Annual General Meeting of the Equity Shareholders of R R KABEL LIMITED held on Tuesday, 6th August 2024 through video conferencing ('VC')/other audio visual means ('OAVM').

I, Anup Vaibhav C. Khanna, Practicing Company Secretary, was appointed by the Board of Directors of **R R KABEL LIMITED** (the "Company") as the Scrutinizer pursuant to the provisions of Sections 108 and 109 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) 2015) to scrutinize the remote e-voting process prior to and e-voting during the Annual General Meeting in respect of the resolutions contained in the notice of the 30th Annual General Meeting (the "AGM") of the Members of the Company held on Tuesday, 6th August 2024 at 12:30 p.m. held through video conferencing/ other audio visual means.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and e-voting during the AGM on the resolutions contained in the notice of the AGM of the members of the Company. My responsibility as a Scrutinizer for the voting process is restricted to make a Scrutinizer's Report on the votes cast "in Favour" or "Against" the resolutions stated as above based on the reports generated from the Remote e-voting system and voting through electronic system at the Annual General Meeting provided by the National Securities Depository Limited, the authorized agency to provide e-voting facilities, engaged by the Company.



Page 1 of 8

I submit my report as under:

- i. The notice dated 28 May 2024 as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the Circulars issued by the Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), vide its General Circular Nos. 14/2020 dated April 8, 2020, 17 /2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 and in accordance with the terms of circulars issued by Securities and Exchange Board of India i.e. Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 (collectively referred to as "SEBI Circulars"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force).
- ii. The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting and e-voting at the AGM by the shareholders of the Company.
- iii. The shareholders of the Company holding shares as on the "cut-off" date 30th July, 2024 were entitled to vote on the proposed resolutions as set out in item nos. 1 to 8 in the Notice of the 30th AGM of the Company.
- iv. The facility provided for remote e-Voting commenced from 9:00 a.m. on Thursday, 1st August, 2024 and ended at 5:00 p.m. on Monday, 5th August, 2024.
- v. The e-voting facility was also provided to those shareholders present at the AGM through VC/ OAVM who had not cast their vote earlier.
- vi. In addition to sending notice of the AGM to the shareholders through electronic mode, the Company has also made available the full annual report on the website of the Company viz. www.rrkabel.com, besides notice of the AGM made available on the website of NSDL, BSE Limited and National Stock Exchange of India Limited.
- vii. After the closure of e-voting at the AGM, the report on remote e-voting facility prior to the AGM and e-voting done at the AGM were unblocked and downloaded from the NSDL platform in the presence of two witnesses who are not in the employment of the Company.
- viii. There were no invalid votes.



- ix. Based on the e-voting data downloaded from the website of NSDL, we submit the consolidated report as under on the remote e-voting done prior to the AGM as well as the e-voting done at the AGM in respect of the said resolutions:

A. Resolution 01: Ordinary Resolution

Receive, consider and adopt:

a) the Audited Standalone Financial Statements of the Company for the financial year ended 31 March 2024, together with the Reports of the Board of Directors and the Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2024, together with the Report of the Auditors thereon:

I. Voted in favour of the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	460	8,13,50,466	99.9844%
E-voting at the AGM	6	12,032	0.0148%
Total	466	8,13,62,498	99.9992%

II. Voted against the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	8	621	0.0008%
E-voting at the AGM	0	0	0.0000%
Total	8	621	0.0008%



B. Resolution 02: Ordinary Resolution

Confirm the payment of an Interim Dividend of INR 3 per Equity Share of face value of INR 5 each already paid during the financial year 2023-24:

I. Voted in favour of the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	461	8,13,50,998	99.9851%
E-voting at the AGM	6	12,032	0.0148%
Total	467	8,13,63,030	99.9999%

II. Voted against the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	7	89	0.0001%
E-voting at the AGM	0	0	0.000%
Total	7	89	0.0001%

C. Resolution 03: Ordinary Resolution

Declaration of final dividend of INR 3 per Equity Share of face value of INR 5 each for the financial year ended 31 March 2024:

I. Voted in favour of the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	460	8,13,50,984	99.9851%
E-voting at the AGM	6	12,032	0.0148%
Total	466	8,13,63,016	99.9999%



II. Voted against the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	7	89	0.0001%
E-voting at the AGM	0	0	0.0000%
Total	7	89	0.0001%

D. Resolution 04: Ordinary Resolution

Appointment of Director in place of Shri Tribhuvanprasad Rameshwarlal Kabra (DIN – 00091375), who retires by rotation and being eligible, offers himself for reappointment:

I. Voted in favour of the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	430	7,71,12,896	94.7769%
E-voting at the AGM	6	12,032	0.0148%
Total	436	7,71,24,928	94.7917%

II. Voted against the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	39	42,37,627	5.2083%
E-voting at the AGM	0	0	0.0000%
Total	39	42,37,627	5.2083%



E. Resolution 05: Ordinary Resolution

Change in terms of remuneration of Shri Tribhuvanprasad Rameshwarlal Kabra (DIN – 00091375), Whole-time Director – Executive Chairman:

I. Voted in favour of the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	443	8,13,34,564	99.9656%
E-voting at the AGM	6	12,032	0.0148%
Total	449	8,13,46,596	99.9804%

II. Voted against the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	23	15,960	0.0196%
E-voting at the AGM	0	0	0.0000%
Total	23	15,960	0.0196%

F. Resolution 06: Ordinary Resolution

Re-appointment of Shri Shreegopal Rameshwarlal Kabra (DIN: 00140598) as Managing Director and Key Managerial Personnel of the Company for a period of 5 (Five) years with effect from 28 June 2024:

I. Voted in favour of the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	431	7,69,27,279	94.5488%
E-voting at the AGM	6	12,032	0.0148%
Total	437	7,69,39,311	94.5636%



II. Voted against the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	40	44,23,231	5.4364%
E-voting at the AGM	0	0	0.000%
Total	40	44,23,231	5.4364%

G. Resolution 07: Ordinary Resolution

Re-appointment of Shri Mahendrakumar Rameshwarlal Kabra (DIN: 00473310) as Joint Managing Director of the Company for a period of 5 (Five) years with effect from 23 September 2024:

I. Voted in favour of the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	441	8,13,34,549	99.9656%
E-voting at the AGM	6	12,032	0.0148%
Total	446	8,13,46,581	99.9804%

II. Voted against the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	23	15,948	0.0196%
E-voting at the AGM	0	0	0.0000%
Total	23	15,948	0.0196%



H. Resolution 08: Ordinary Resolution

Consider and approve the remuneration of M/s. Poddar & Co., Cost Auditors of the Company for financial year 2024-25:

I. Voted in favour of the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	448	8,13,50,128	99.9847%
E-voting at the AGM	6	12,032	0.0148%
Total	454	8,13,62,160	99.9995%

II. Voted against the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	18	396	0.0005%
E-voting at the AGM	0	0	0.000%
Total	18	396	0.0005%

- x. Based on the aforementioned results, all the resolutions i.e., resolutions as set out in item nos. 1 to 8 of the Notice of the 30th AGM have been passed with requisite majority.
- xi. The Electronic data and all other relevant records relating to remote e-voting is under my safe custody and all 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,

**For Khanna & Co
Practicing Company Secretaries**


Anup Vaibhav C. Khanna

Partner

Membership No.: F6786

CP. No.: 12906

UDIN: F006786F000913560

Peer Review: 638/2019



Place: Pune

Dated: 6 August 2024