

RIL/SECTL/2020/  
11/09/2020

The Stock Exchange Mumbai  
Corporate Relationship Dept,  
Phirozee Jeejeebhoy Towers,  
25th Floor, Dalal Street,  
Mumbai - 400 001

Dear Sir,

**Sub :- Submission of details regarding the e-voting results under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 for the 27<sup>th</sup> Annual General Meeting of the members of the Company held on 10<sup>th</sup> September, 2020.**

We are submitting herewith the Consolidated Scrutinizer's Report on remote e-voting conducted for the 27<sup>th</sup> Annual General Meeting held on 10<sup>th</sup> September, 2020 submitted by M/s.SVJS & Associates, the Scrutinizers appointed.

Kindly take the documents on record.

Thanking You,

Yours Truly,  
For RUBFILA INTERNATIONAL LTD

*Parameeswaran*  
**N. N. PARAMESWARAN**  
Chief Finance Officer & Company Secretary

Encl : a/a

10.09.2020

To  
G Krishnakumar  
Manging Director  
Rubfila International Limited  
New Industrial Development Area  
Menon Para Road  
Kanjikode, Palakkad  
Kerala - 678 621

*Handwritten signature*

Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, for the 27<sup>th</sup> Annual General Meeting of Rubfila International Limited held on Thursday, the 10<sup>th</sup> day of September 2020 at 11.00 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")**

I, CS Jayan K, Company Secretary in Practice, holding Membership Number: FCS - 8154 and Certificate of Practice Number - 7363, Partner, SVJS & Associates, Company Secretaries, 65/2364 A, Ponoth Road, Kaloor, Kochi, Ernakulam, Kerala - 682017, have been appointed by the Board of Directors of **Rubfila International Limited (CIN: L25199KL1993PLC007018)** having Registered Office at "New Industrial Development Area, Kanjikode, Palakkad, Kerala - 678 621, as the Scrutinizer for the remote e-Voting in connection with resolutions proposed at the 27<sup>th</sup> Annual General Meeting of the shareholders of the Company held on Thursday, the 10<sup>th</sup> day of September 2020 at 11.00 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

The notice calling 27<sup>th</sup> Annual General Meeting of the shareholders of the Company dated 03<sup>rd</sup> August 2020, as confirmed by the Company, was sent to the shareholders in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated 08<sup>th</sup> April 2020, 13<sup>th</sup> April 2020 and 05<sup>th</sup> May 2020 respectively, issued by Ministry of Corporate Affairs (MCA) (collectively referred to as "MCA circulars") and SEBI Circular dated 12<sup>th</sup> May 2020.

The Company has appointed Central Depository Services (India) Limited (CDSL), as the Service Provider, for extending the facility for the Electronic Voting to the shareholders of the Company. Integrated Registry Management Services Private Limited is the Registrar and Share Transfer Agent of the Company.

As the Scrutinizer, I report that in compliance of the provisions of Rule 20 (4) (vi) of the Companies (Management and Administration) Rules 2014, as amended, the above Remote Electronic Voting remained open to the members from Monday, the 07<sup>th</sup> day of September, 2020 at 9.00 A.M to Wednesday, the 09<sup>th</sup> day of September, 2020 at 5.00 P.M. Further, the Remote E-Voting period was completed on the date preceding the date of Annual General Meeting.

At the Annual General Meeting, the Company facilitated the members present in meeting through VC/OAVM facility and who have not cast their votes through Remote E-voting facility to cast their vote through E-voting facility provided during the Annual General Meeting in compliance with the provisions of Rule 20 (4) (viii) of the Companies (Management and Administration) Rules, 2014, as amended.

On completion of the E-Voting, in compliance of the provisions of Rule 20 (4) (viii) and (xii) of the Companies (Management and Administration) Rules 2014, as amended, I have unblocked the votes on Thursday, the 10<sup>th</sup> day of September 2020.

**The following is the summary of e-voting result:**

			ASSENT / IN FAVOUR OF			DISSENT/ AGAINST	
Resolution No.	Subject Matter of Resolution	Total No. of shares through E-voting	No. of Votes through E-voting	% of votes in favour on votes through E-voting	% of Paid Up Capital	No. of Votes through E-voting	% of votes against on votes through E-voting
<b>ORDINARY BUSINESS</b>							

1.	Adoption of Audited Financial Statements both Standalone and Consolidated for the year ended March 31, 2020 along with reports of the Board of Directors and the Auditors' thereon.	24671587	24671347	99.99%	49.87%	240	-
2.	Declaration of final dividend for the financial year ended 31.03.2020	24671587	24671212	99.99%	49.87%	375	-
3.	Re-appointment of Director retiring by rotation, Mr. Bharat J Patel (holding DIN 01100361)	24671587	24671212	99.99%	49.87%	375	-
4.	Re-appointment of Director retiring by rotation, Mr. Thomas Carlton -III (Tommy Thompson) (DIN 01509260)	24671587	24671212	99.99%	49.87%	375	-

**SPECIAL BUSINESS (Special Resolution)**

5.	Issue of equity shares on preferential basis to Promoters	24671587	24670776	99.99%	49.87%	811	-
6.	Appointment of Mr. D. G. Rajan (DIN 00303060) as an Independent Director of the Company	24671587	24671347	99.99%	49.87%	240	-

**SPECIAL BUSINESS (Ordinary Resolution)**

7.	Re-appointment of Mr. G. Krishna Kumar (holding DIN 01450683) as Managing Director of the Company	24671587	24671347	99.99%	49.87%	240	-
8.	Ratification of the remuneration payable to Cost Auditors for the year 2020-21.	24671587	24671327	99.99%	49.87%	260	-

<b>SPECIAL BUSINESS (Special Resolution)</b>							
<b>9.</b>	Re-appointment of Mr. Samir K Shah (DIN: 01714717) as an Independent Director of the Company.	24671587	24671347	99.99%	49.87%	240	-
<b>10.</b>	Re-appointment of Mr. Patrick M Davenport (DIN: 00962475) as an Independent Director of the Company.	24671587	24671347	99.99%	49.87%	240	-
<b>11.</b>	Re-appointment of Mrs. R. Chitra (DIN: 01560585) as an Independent Director of the Company.	24671587	24671212	99.99%	49.87%	375	-

All resolutions stand passed under E-voting as Ordinary and Special resolutions with requisite majority as specified under the Companies Act, 2013.

Thank you.

Yours faithfully,

For SVJS & Associates  
Company Secretaries

JAYAN  
KATTIRI

Digitally signed by JAYAN KATTIRI  
Date: 2020.09.16 17:36:58 +05'30'

Jayan K.  
Partner  
M. No. F 8154  
CP. No. 7363

UDIN: F008154B000691311