

Date: 28.09.2024

The Chief General Manager  
Listing Operation,  
BSE Limited,  
20<sup>th</sup> Floor, P.J.Towers,  
Dalal Street,  
Mumbai – 400001.

Dear Sir/Madam,

**Sub: Submission of Scrutinizer Report**

Dear Sir/Madam,

Pursuant to section 108 of the Companies Act, 2013 read with rules 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith Scrutinizer's Report related to voting for the 30<sup>th</sup> Annual General Meeting held on Saturday, 28<sup>th</sup> September, 2024 at 11:00 AM (IST) through Video Conferencing ("VC")/Other AudioVisual Means ("OAVM").

Please take the same on your record.

Thanking you,

Yours faithfully,  
**For RMC Switchgears Limited**

ASHOK  
KUMAR  
AGARWAL  
Digitally signed by  
ASHOK KUMAR  
AGARWAL  
Date: 2024.09.28  
15:42:37 +05'30'

**Ashok Kumar Agarwal**  
**Managing Director**  
**DIN: 00793152**

Date: 28.09.2024

Encl:

**CIN:L25111RJ1994PLC008698**

**Corp. Office:** B-11(B&C), Malviya Industrial Area, Jaipur-302017 (Rajasthan)

**Regd. Office & Factory:** 7K.M From Chaksu, Kotkhawda Road, Village-Badodiya, Tehsil-Chaksu, Tonk Road, Jaipur-303901 (Raj.)





**Report of Scrutinizer**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4)(xii) and of the Companies (Management and Administration) Rules, 2014 as amended up to date.]

To  
The Chairman / Company Secretary  
**RMC Switchgears Limited**  
7 KM. From Chaksu, Khotkawda Road,  
Village Badodiya, Tehsil Chaksu, Tonk Road,  
Jaipur-303901, Rajasthan,

Dear Sir,

**Sub.: Consolidated Scrutinizer's Report on remote e-voting and e-voting at Annual General Meeting 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 by Companies (Management and Administration) Amendment Rules, 2015 for Annual General Meeting of RMC Switchgears Limited held on Saturday, September 28, 2024 at 11:00 A.M. through video conferencing ('VC') / other audio visual means ('OAVM') concluded at 11:20 AM.**

I, Brij Kishore Sharma of M/s. B K Sharma and Associates, Practicing Company Secretary, have been appointed as Scrutinizer by the Board of Directors of RMC Switchgears Limited ("Company") 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 in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 to conduct the remote e-voting in respect of the below mentioned resolutions at the Annual General Meeting of RMC Switchgears Limited, held on Saturday, September 28, 2024 at 11:00 A.M (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

I was also appointed as Scrutinizer to scrutinize the e-voting process during the said AGM.

The notice dated 31<sup>st</sup> August, 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/Registrar and Share Transfer Agent (RTA), in compliance with the



General Circular No. 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs (MCA) and Circular SEBI/ HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 issued by SEBI (hereinafter collectively referred to as "the Circulars").

The Company had availed the e-voting facility from Central Depository Services (India) Limited (CDSL) for conducting remote e-voting and e-voting during AGM by the Shareholders of the Company.

The voting period for remote e-voting commenced on Wednesday, 25<sup>th</sup> September 2024 (09:00 A.M.) to Friday 27<sup>th</sup> September 2024 (05:00 P.M.) and the Central Depository Services (India) Limited (CDSL) e-voting platform was blocked thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through Venue E-voting and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the "cut-off" date of Saturday, 21<sup>st</sup> September, 2024 were entitled to vote on the resolutions as contained in the Notice of the AGM.

I have scrutinized and reviewed the remote e-voting and e-voting during the AGM and votes casted therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the e-voting is restricted for making a Scrutinizer's Report of the votes cast in favor or against the resolutions.

I now submit my Consolidated Report as under on the result of the remote e-voting and e-voting during AGM in respect of the said resolutions.



**Resolution No.1: (Ordinary Resolution)**

**ADOPTION OF FINANCIAL STATEMENTS**

(i) **Voted in favour of resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
18	5531760	100

(ii) **Voted against the resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid/Abstained votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
-	-

**Resolution No. 2: (Ordinary Resolution)**

**TO APPOINT A DIRECTOR IN PLACE OF MR. ANKIT AGRAWAL (DIN: 00793035), WHO IS LIABLE TO RETIRE BY ROTATION**

(i) **Voted in favour of resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
18	5531760	100





(ii) **Voted against the resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid/Abstained votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
-	-

**Resolution No.3: (Ordinary Resolution)**

**APPOINTMENT OF MR. KULJIT SINGH POPLI (DIN: 01976135) AS AN INDEPENDENT DIRECTOR OF THE COMPANY**

(i) **Voted in favour of resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
18	5531760	100

(ii) **Voted against the resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid/Abstained votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
-	-





**Resolution No.4: (Ordinary Resolution)**

**APPOINTMENT OF MR. AKHILESH KUMAR JAIN (DIN: 03466588) AS A DIRECTOR OF THE COMPANY**

(i) **Voted in favour of resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
18	5531760	100

(ii) **Voted against the resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid/Abstained votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
-	-

**Resolution No.5: (Ordinary Resolution)**

**TO RATIFY THE REMUNERATION OF THE COST AUDITOR FOR THE FINANCIAL YEAR 2024-25**

(i) **Voted in favour of resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
18	5531760	100





(ii) **Voted against the resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid/Abstained votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
-	-

**Resolution No.6: (Special Resolution)**

**RE-APPOINTMENT OF MR. ASHOK KUMAR AGRAWAL (DIN:00793152) AS CHAIRMAN CUM MANAGING DIRECTOR**

(i) **Voted in favour of resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
18	5531760	100

(ii) **Voted against the resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid/Abstained votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
-	-





**Resolution No.7: (Special Resolution)**

**RE-APPOINTMENT OF MR. ANKIT AGRAWAL (DIN:00793035) AS WHOLE-TIME DIRECTOR AND CHIEF EXECUTIVE OFFICER (CEO)**

(i) **Voted in favour of resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
18	5531760	100

(ii) **Voted against the resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid/Abstained votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
-	-

**Resolution No.8: (Special Resolution)**

**RE-APPOINTMENT OF MRS. NEHA AGRAWAL (DIN:07540311) AS EXECUTIVE DIRECTOR**

(i) **Voted in favour of resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
18	5531760	100







(ii) **Voted against the resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid/Abstained votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
-	-

**Resolution No.9: (Special Resolution)**

**APPROVAL FOR RMC SWITCHGEARS LIMITED EMPLOYEES STOCK OPTION SCHEME-2024**

(i) **Voted in favour of resolution**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
18	5531760	100

(ii) **Voted against the resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid/Abstained votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
-	-





**B K Sharma and Associates**  
Company Secretaries

Based on the aforesaid result I report that all resolutions as set out in item no 1 to 9 of the Notice have been **Passed with Requisite Majority**

The electronic data and all other relevant records relating to Remote e-voting and e-voting during the AGM through Central Depository Services (India) Limited (CDSL) e-voting Platform will remain in safe custody until the Chairman considers, approves and signs the Minutes of the 30<sup>th</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman/ Company Secretary for the safe keeping.

Thanking you.

For **B K Sharma & Associates**  
Company Secretaries  
Unique Code: S2013RJ233500

**[BRIJ KISHORE SHARMA]**

CP. No.:12636

M. No.: F6206

Peer Review Certificate No.: 1172/2021

**UDIN:** F006206F001359525

Place: Jaipur

Date: 28.09.2024

Countersigned by  
For **RMC Switchgears Limited**  
Chairman

## VOTING RESULTS

Company Name		RMC Switchgears Limited						
Date of the AGM/EGM		28th Septemeber, 2024						
Total number of shareholders on record date		2,357						
No. of shareholders present in the meeting either in person or through proxy:								
Promoters and Promoter Group:		0						
Public:		0						
No. of Shareholders attended the meeting through Video Conferencing								
Promoters and Promoter Group:		7						
Public:		11						
Item No. 1	ADOPTION OF FINANCIAL STATEMENTS							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Public- Institutional Holders	E-Voting	407250	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0		
	Postal Ballot (if applicable)		0	0.0000	00	0		
Promoter and Promoter Group	E-Voting	5456280	5404260	99.0466	5404260	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)					0		0.0000
Public- Others	E-Voting	4444770	127500	2.8685	127500	0	100.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)					0		
Total		10308300	5531760	53.6632	5531760	0	100	0.0000



Item No. 2	TO APPOINT A DIRECTOR IN PLACE OF MR. ANKIT AGRAWAL (DIN: 00793035), WHO IS LIABLE TO RETIRE BY ROTATION							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Public- Institutional Holders	E-Voting	407250	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0		
	Postal Ballot (if applicable)		0	0.0000	00	0		
Promoter and Promoter Group	E-Voting	5456280	5404260	99.0466	5404260	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)					0		0.0000
Public- Others	E-Voting	4444770	127500	2.8685	127500	0	100.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)					0		
<b>Total</b>		<b>10308300</b>	<b>5531760</b>	<b>53.6632</b>	<b>5531760</b>	<b>0</b>	<b>100</b>	<b>0.0000</b>



Item No.3	APPOINTMENT OF MR. KULJIT SINGH POPLI (DIN: 01976135) AS AN INDEPENDENT DIRECTOR OF THE COMPANY							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Public- Institutional Holders	E-Voting	407250	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0		
	Postal Ballot (if applicable)		0	0.0000	00	0		
Promoter and Promoter Group	E-Voting	5456280	5404260	99.0466	5404260	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)					0		0.0000
Public- Others	E-Voting	4444770	127500	2.8685	127500	0	100.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)					0		
	Total	10308300	5531760	53.6632	5531760	0	100	0.0000



Item No.4	APPOINTMENT OF MR. AKHILESH KUMAR JAIN (DIN: 03466588) AS A DIRECTOR OF THE COMPANY							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Public- Institutional Holders	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	407250	0	0.0000	0	0		
	Postal Ballot (if applicable)		0	0.0000	00	0		
Promoter and Promoter Group	E-Voting		5404260	99.0466	5404260	0	100.0000	0.0000
	Poll	5456280	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)					0		0.0000
Public- Others	E-Voting		127500	2.8685	127500	0	100.0000	
	Poll	4444770	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)					0		
<b>Total</b>		<b>10308300</b>	<b>5531760</b>	<b>53.6632</b>	<b>5531760</b>	<b>0</b>	<b>100</b>	<b>0.0000</b>



Item No.5	TO RATIFY THE REMUNERATION OF THE COST AUDITOR FOR THE FINANCIAL YEAR 2024-25							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Public- Institutional Holders	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	407250	0	0.0000	0	0		
	Postal Ballot (if applicable)		0	0.0000	00	0		
Promoter and Promoter Group	E-Voting		5404260	99.0466	5404260	0	100.0000	0.0000
	Poll	5456280	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)					0		0.0000
Public- Others	E-Voting		127500	2.8685	127500	0	100.0000	
	Poll	4444770	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)					0		
Total		10308300	5531760	53.6632	5531760	0	100	0.0000



Item No.6	RE-APPOINTMENT OF MR. ASHOK KUMAR AGRAWAL (DIN:00793152) AS CHAIRMAN CUM MANAGING DIRECTOR							
Resolution required: (Ordinary/ Special)	Special							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Public- Institutional Holders	E-Voting	407250	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0		
	Postal Ballot (if applicable)		0	0.0000	00	0		
Promoter and Promoter Group	E-Voting	5456280	5404260	99.0466	5404260	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)					0		0.0000
Public- Others	E-Voting	4444770	127500	2.8685	127500	0	100.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)					0		
	Total	10308300	5531760	53.6632	5531760	0	100	0.0000





Item No.7	RE-APPOINTMENT OF MR. ANKIT AGRAWAL (DIN:00793035) AS WHOLE-TIME DIRECTOR AND CHIEF EXECUTIVE OFFICER (CEO)							
Resolution required: (Ordinary/ Special)	Special							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Public- Institutional Holders	E-Voting	407250	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0		
	Postal Ballot (if applicable)		0	0.0000	00	0		
Promoter and Promoter Group	E-Voting	5456280	5404260	99.0466	5404260	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)					0		0.0000
Public- Others	E-Voting	4444770	127500	2.8685	127500	0	100.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)					0		
	Total	10308300	5531760	53.6632	5531760	0	100	0.0000



Item No.8	RE-APPOINTMENT OF MRS. NEHA AGRAWAL (DIN:07540311) AS EXECUTIVE DIRECTOR							
Resolution required: (Ordinary/ Special)	Special							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Public- Institutional Holders	E-Voting	407250	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0		
	Postal Ballot (if applicable)		0	0.0000	00	0		
Promoter and Promoter Group	E-Voting	5456280	5404260	99.0466	5404260	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)					0		0.0000
Public- Others	E-Voting	4444770	127500	2.8685	127500	0	100.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)					0		
	Total	10308300	5531760	53.6632	5531760	0	100	0.0000



Item No.9	APPROVAL FOR RMC SWITCHGEARS LIMITED EMPLOYEES STOCK OPTION SCHEME-2024							
Resolution required: (Ordinary/ Special)	Special							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Public- Institutional Holders	E-Voting	407250	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0		
	Postal Ballot (if applicable)		0	0.0000	00	0		
Promoter and Promoter Group	E-Voting	5456280	5404260	99.0466	5404260	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)					0		0.0000
Public- Others	E-Voting	4444770	127500	2.8685	127500	0	100.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)					0		
Total		10308300	5531760	53.6632	5531760	0	100	0.0000

