



SAMEER KISHORE BHATNAGAR

COMPANY SECRETARY

SCRUTINIZER'S REPORT

To
The Board of Directors
M/s Rama Paper Mills Limited
4th KM Stone, Najibabad Road
Kiratpur, Bijnor, UP - 246731

Dear Sir,

1. I, Sameer Kishore Bhatnagar, Practicing Company Secretary (Membership No 30997, CP No 13115), was appointed as Scrutinizer by the Board of Directors of M/s Rama Paper Mills Limited (the Company) in their meeting held on September 04, 2018 for the purpose of e-voting process on the agenda items to be transacted at the Annual General Meeting (AGM) of the Company held on September 29, 2018 at 10.00 A.M. at their Registered Office at 4th KM Stone, Najibabad Road, Kiratpur, Bijnor, UP - 246731.

2. I submit my report as under:

2.1 The Company has provided e-voting facility to all the Shareholders and has sent the AGM notice electronically on September 04, 2018 to such Shareholders whose email IDs were registered with depository participants for the other Shareholders, the AGM notice has been sent by permitted mode, dispatch of which was completed on September 04, 2018.

2.2 The e-voting period began at 09.00 AM on 25th September, 2018 and ended at 5:00 PM on 28th September, 2018. The votes received electronically from the Shareholders till Friday the 28th September, 2018 up to 5:00 pm, being the last date and time fixed by the Company for e-voting was considered for my scrutiny.

2.3 Particulars of all votes received electronically from the Members have been separately maintained for the purpose.

2.4 The votes received electronically were duly scrutinized and the shareholding was matched/confirmed with the Register of members of the Company as on the cutoff date i.e. September 22, 2018.

2.5 The votes were unblocked at Delhi on 29th September, 2018 in the presence of Mr. Vikas and Mr. Shobhit who are not the employees of the Company and who have signed below as witness to the unblocking of votes.

3. A summary of the votes received electronically are given below:

ITEM NO. 1. TO RECEIVE, CONSIDER AND ADOPT THE PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2018, BALANCE SHEET AS AT THAT DATE TOGETHER WITH THE REPORTS OF AUDITORS' AND DIRECTORS

Particulars	No. of votes cast	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting	1232684	1232684	12.75
Less: Invalid votes	0	0	0
Net valid votes cast	1232684	1232684	12.75

(i) Votes in the favour of resolution:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
14	1232682	99.99

(ii) Votes against the resolution:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
1	2	0.01

(iii) Invalid votes:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
0	0	0

ITEM NO. 2. TO APPOINT A DIRECTOR IN PLACE OF SHRI ARUN GOEL, WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.

Particulars	No. of votes cast	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting	1232684	1232684	12.75
Less: Invalid votes	0	0	0
Net valid votes cast	1232684	1232684	12.75

(i) Votes in the favour of resolution:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
14	1232682	99.99

(ii) Votes against the resolution:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
1	2	0.01

(iii) Invalid votes:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
0	0	0

ITEM NO. 3. TO APPOINT AUDITORS TO HOLD OFFICE FROM THE CONCLUSION OF THIS ANNUAL GENERAL MEETING UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY AND TO FIX THEIR REMUNERATION

Particulars	No. of votes cast	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting	1232684	1232684	12.75
Less: Invalid votes	0	0	0
Net valid votes cast	1232684	1232684	12.75

(i) Votes in the favour of resolution:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
14	1232682	99.99

(ii) Votes against the resolution:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
1	2	0.01

(iii) Invalid votes:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
0	0	0

ITEM NO. 4. APPROVAL FOR RELATED PARTY TRANSACTIONS UNDER SECTION 188 OF THE COMPANIES ACT, 2013

Particulars	No. of votes cast	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting	1232684	1232684	12.75
Less: Invalid votes	0	0	0
Net valid votes cast	1232684	1232684	12.75

(i) Votes in the favour of resolution:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
13	1232582	99.99

(ii) Votes against the resolution:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
2	102	0.01

(iii) Invalid votes:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
0	0	0

ITEM NO. 5. APPROVAL FOR REMUNERATION OF COST AUDITORS

Particulars	No. of votes cast	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting	1232684	1232684	12.75
Less: Invalid votes	0	0	0
Net valid votes cast	1232684	1232684	12.75

(i) Votes in the favour of resolution:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
14	1232584	99.99

(ii) Votes against the resolution:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
1	100	0.01

(iii) Invalid votes:

No. of the members voted through electronic voting system	No. of the votes cast by them	% of total votes cast
0	0	0

4. A summary of the votes received physically are given below:

ITEM NO. 1. TO RECEIVE, CONSIDER AND ADOPT THE PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2018, BALANCE SHEET AS AT THAT DATE TOGETHER WITH THE REPORTS OF AUDITORS' AND DIRECTORS

Particulars	No. of votes cast	No. of shares	% of total paid up Equity Capital
Total votes received	4686089	4686089	48.48
Less: Invalid votes	0	0	0
Net valid votes received	4686089	4686089	48.48

(i) Votes in the favour of resolution:

No. of the members voted physically	No. of the votes cast by them	% of total votes cast
47	4686089	100

(ii) Votes against the resolution:

No. of the members voted physically	No. of the votes cast by them	% of total votes cast
0	0	0

(iii) Invalid votes:

No. of the members voted physically	No. of the votes cast by them	% of total votes cast
0	0	0

ITEM NO. 2. TO APPOINT A DIRECTOR IN PLACE OF SHRI ARUN GOEL, WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.

Particulars	No. of votes cast	No. of shares	% of total paid up Equity Capital
Total votes received	4686089	4686089	48.48
Less: Invalid votes	0	0	0
Net valid votes received	4686089	4686089	48.48

(i) Votes in the favour of resolution:

No. of the members voted physically	No. of the votes cast by them	% of total votes cast
47	4686089	100

(ii) Votes against the resolution:

No. of the members voted physically	No. of the votes cast by them	% of total votes cast
0	0	0

(iii) Invalid votes:

No. of the members voted physically	No. of the votes cast by them	% of total votes cast
0	0	0

ITEM NO. 3. TO APPOINT AUDITORS TO HOLD OFFICE FROM THE CONCLUSION OF THIS ANNUAL GENERAL MEETING UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY AND TO FIX THEIR REMUNERATION

Particulars	No. of votes cast	No. of shares	% of total paid up Equity Capital
Total votes received	4686089	4686089	48.48
Less: Invalid votes	0	0	0
Net valid votes received	4686089	4686089	48.48

(i) Votes in the favour of resolution:

No. of the members voted physically	No. of the votes cast by them	% of total votes cast
47	4686089	100

(ii) Votes against the resolution:

No. of the members voted physically	No. of the votes cast by them	% of total votes cast
0	0	0

(iii) Invalid votes:

No. of the members voted physically	No. of the votes cast by them	% of total votes cast
0	0	0

ITEM NO. 4. APPROVAL FOR RELATED PARTY TRANSACTIONS UNDER SECTION 188 OF THE COMPANIES ACT, 2013

Particulars	No. of votes cast	No. of shares	% of total paid up Equity Capital
Total votes received	4686089	4686089	48.48
Less: Invalid votes	0	0	0
Net valid votes received	4686089	4686089	48.48

(i) Votes in the favour of resolution:

No. of the members voted physically	No. of the votes cast by them	% of total votes cast
47	4686089	100

(ii) Votes against the resolution:

No. of the members voted physically	No. of the votes cast by them	% of total votes cast
0	0	0

(iii) Invalid votes:

No. of the members voted physically	No. of the votes cast by them	% of total votes cast
0	0	0

ITEM NO. 5. APPROVAL FOR REMUNERATION OF COST AUDITORS

Particulars	No. of votes cast	No. of shares	% of total paid up Equity Capital
Total votes received	4686089	4686089	48.48
Less: Invalid votes	0	0	0
Net valid votes received	4686089	4686089	48.48

(i) Votes in the favour of resolution:

No. of the members voted physically	No. of the votes cast by them	% of total votes cast
47	4686089	100

(ii) Votes against the resolution:

No. of the members voted physically	No. of the votes cast by them	% of total votes cast
0	0	0

(iii) Invalid votes:

No. of the members voted physically	No. of the votes cast by them	% of total votes cast
0	0	0

5. A summary of the total consolidated votes received electronically and physically are given below:

ITEM NO. 1. TO RECEIVE, CONSIDER AND ADOPT THE PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2018, BALANCE SHEET AS AT THAT DATE TOGETHER WITH THE REPORTS OF AUDITORS' AND DIRECTORS

Particulars	No. of votes cast	No. of shares	% of total paid up Equity Capital
Total votes received	5918773	5918773	61.24
Less: Invalid votes	0	0	0
Net valid votes received	5918733	5918733	61.24

(i) Votes in the favour of resolution:

No. of the members voted	No. of the votes cast by them	% of total votes cast
61	5918771	99.99

(ii) Votes against the resolution:

No. of the members voted	No. of the votes cast by them	% of total votes cast
1	2	0.01

(iii) Invalid votes:

No. of the members voted	No. of the votes cast by them	% of total votes cast
0	0	0

ITEM NO. 2. TO APPOINT A DIRECTOR IN PLACE OF SHRI ARUN GOEL, WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.

Particulars	No. of votes cast	No. of shares	% of total paid up Equity Capital
Total votes received	5918773	5918773	61.24
Less: Invalid votes	0	0	0
Net valid votes received	5918733	5918733	61.24

(i) Votes in the favour of resolution:

No. of the members voted	No. of the votes cast by them	% of total votes cast
61	5918771	99.99

(ii) Votes against the resolution:

No. of the members voted	No. of the votes cast by them	% of total votes cast
1	2	0.01

(iii) Invalid votes:

No. of the members voted	No. of the votes cast by them	% of total votes cast
0	0	0

ITEM NO. 3. TO APPOINT AUDITORS TO HOLD OFFICE FROM THE CONCLUSION OF THIS ANNUAL GENERAL MEETING UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY AND TO FIX THEIR REMUNERATION

Particulars	No. of votes cast	No. of shares	% of total paid up Equity Capital
Total votes received	5918773	5918773	61.24
Less: Invalid votes	0	0	0
Net valid votes received	5918733	5918733	61.24

(i) Votes in the favour of resolution:

No. of the members voted	No. of the votes cast by them	% of total votes cast
61	5918771	99.99

(ii) Votes against the resolution:

No. of the members voted	No. of the votes cast by them	% of total votes cast
1	2	0.01

(iii) Invalid votes:

No. of the members voted	No. of the votes cast by them	% of total votes cast
0	0	0

ITEM NO. 4. APPROVAL FOR RELATED PARTY TRANSACTIONS UNDER SECTION 188 OF THE COMPANIES ACT, 2013

Particulars	No. of votes cast	No. of shares	% of total paid up Equity Capital
Total votes received	5918773	5918773	61.24
Less: Invalid votes	0	0	0
Net valid votes received	5918733	5918733	61.24

(i) Votes in the favour of resolution:

No. of the members voted	No. of the votes cast by them	% of total votes cast
60	5918671	99.99

(ii) Votes against the resolution:

No. of the members voted	No. of the votes cast by them	% of total votes cast
2	102	0.01

(iii) Invalid votes:

No. of the members voted	No. of the votes cast by them	% of total votes cast
0	0	0

ITEM NO. 5. APPROVAL FOR REMUNERATION OF COST AUDITORS

Particulars	No. of votes cast	No. of shares	% of total paid up Equity Capital
Total votes received	5918773	5918773	61.24
Less: Invalid votes	0	0	0
Net valid votes received	5918733	5918733	61.24

(i) Votes in the favour of resolution:

No. of the members voted	No. of the votes cast by them	% of total votes cast
61	5918673	99.99

(ii) Votes against the resolution:

No. of the members voted	No. of the votes cast by them	% of total votes cast
1	100	0.01

(iii) Invalid votes:

No. of the members voted	No. of the votes cast by them	% of total votes cast
0	0	0

6. You may accordingly declare the result of the voting through electronic means.
7. All the relevant records of electronic and physical voting will remain in my safe custody until the Chairman considers, approves and signs the minutes of the concerned Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for the Safe keeping.




Date: 29.09.2018
Place: Delhi

Signature
(Sameer Kishore Bhatnagar)
M. No. 30997
COP 13115

WITNESSES:

We the undersigned witnesses that the votes were unblocked from the e-voting website of Central Depository Services Limited in our presence at Delhi on September 29, 2018.


(Mr. Vikas)


(Mr. Shobhit)