

Corporate Office ;  
703, Purva Plaza, Soni Wadi Corner,  
Shimpoli Road, Borivali (w)  
Mumbai - 400092.  
Ph.No. : +91 99671 30047



(Formerly known as Rachana Capital & Securities Ltd)

Work :  
Post Office Nandeshma Gogunda,  
Dist. : Udaipur (Rajasthan)  
Pin Code : 313708.  
Customer Care No. :  
7726991983/9768868773

Date: 29.06.2018

To,  
Dy. Manager (Dept. of Corporate Services)  
BSE Limited  
1<sup>st</sup> floor, Rotunda Building,  
P.J. Tower, Dalal Street,  
Fort, Mumbai – 400 001

Dear Sir / Madam,

Scrip Code: 540108

**Sub:** Summary of the Proceeding of Extraordinary General Meeting of the Company

As per the requirement of Regulation 30 – Para A of Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), we submit herewith Summary of the Proceeding of Extra Ordinary General Meeting of the Company held on June 28, 2018 at 03:00 p.m. at 405, Patel Ashwamegh Complex, Nr. Dairy Den Circle, Sayajigunj, Vadodara - 390 005.

The Meeting Concluded at 04:10 p.m.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

**For Tiaan Ayurvedic & Herbs Limited**  
(Formerly known as Rachana Capital & Securities Limited)

  
**Nitin Mistry**  
Company Secretary



Encl.: As above

## Annexure - A

### Summary of proceedings of the Extraordinary General Meeting

The Extraordinary General Meeting (EGM) of the Members of Tiaan Ayurvedic & Herbs Limited (formerly known as Rachana Capital & Securities Limited) ("the Company") was held on Thursday, June 28, 2018 at 03:00 p.m. at 405, Patel Ashwamegh Complex, Near Dairy Den Circle, Sayajigunj, Vadodara – 390 005.

Mr. Satish Bhagat, Independent Director of the Company, was declared as Chairman for the ensuing EGM. The requisite quorum being present, the Chairman called the meeting to order. All the Directors attended the Meeting. The Chairman delivered his speech and the Notice of the meeting was taken as read.

The following resolutions set out in the Notice convening the EGM were proposed and seconded by the Members:

Item No.	Details of Agenda	Resolution Required
1.	To increase the Authorised Share Capital of the Company and consequent Alteration of Clause V of the Memorandum of Association of the Company.	Ordinary Resolution
2.	Further issue of Equity Shares on Preferential Basis.	Special Resolution

The Chairman informed the Members that the Company had provided the Members with the facility to cast their votes electronically through remote e-voting facility by Central Depository Services (India) Limited (CDSL) with respect to the items to be transacted at this EGM. The e-voting period commenced on Monday, 25<sup>th</sup> June, 2018 at 09:00 a.m. and ended on Wednesday, 27<sup>th</sup> June, 2018 at 05:00 p.m. Further it was informed that voting through ballot papers had been provided at the EGM venue. The Chairman requested the Members who were present at the EGM and had not cast their votes by remote e-voting could cast their vote at the Meeting.

In remote e-voting, the shareholders have voting rights in proportion to their shares in the paid-up equity capital and therefore to maintain parity, a poll was called on Resolution, instead of show of hands. Members, who have already voted through remote e-voting process, shall not be barred from participating in the meeting, but he/she shall not be entitled to vote again in the meeting and vote cast by him/her through e-voting shall be treated as final.

The Company Secretary informed that Mr. Suhas Bhattbhatt of M/s. S Bhattbhatt & Co., Practicing Company Secretaries (Membership No. ACS 11975) was the Scrutinizer appointed by the Board to conduct the poll in a fair and transparent manner and report on the result of the poll. It was informed that the consolidated results of the Poll and remote E-voting



shall be declared within 48 hours and it will be filed with Stock Exchange and uploaded on the website of the Company. In the usual course, the members were requested to propose and Second the Resolutions before the Poll was taken on all the resolutions.

The Chairman invited comments and questions from the members, queries raised by the members were answered by the chairman.

Voting was conducted by poll on all the resolutions as set out in the notice dated 5<sup>th</sup> June, 2018.

The Chairman thanked the Members for attending and participating in the Meeting. The Chairman authorized the Company Secretary to declare the results of voting.

Based on Scrutinizer Report, the Resolutions as set out in Notice have been passed unanimously.

This is for your information and records.

Thanking you,

Yours faithfully,

**For Tiaan Ayurvedic & Herbs Limited**  
(formerly known as Rachana Capital & Securities Limited)

  
**Nitin Mistry**  
**Company Secretary**





**Consolidated report of Scrutinizer on remote E-voting and voting at the Extra Ordinary General Meeting**

To,  
The Chairman,

Of Extraordinary General Meeting ("EGM") of the Shareholders of **Tiaan Ayurvedic & Herbs Limited** (formerly known as Rachana Capital & Securities Limited) held on Thursday, the 28<sup>th</sup> June, 2018 at 03:00 p.m. at 405, Patel Ashwamegh Complex, Near Dairy Den Circle, Sayajigunj, Vadodara – 390 005.

Dear Sir,

**Reg: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Secretarial Standard on General Meeting (SS-2) issued by the Institute of Company Secretaries of India (ICSI) and voting at the Extraordinary General Meeting of Tiaan Ayurvedic & Herbs Limited held on 28<sup>th</sup> June, 2018 at 03:00 p.m.**

- A. I, Suhas Bhattbhatt, Proprietor of S Bhattbhatt & Co., Practicing Company Secretaries of Vadodara, appointed by the Board of Directors of Tiaan Ayurvedic & Herbs Limited (formerly known as Rachana Capital & Securities Limited) as Scrutinizer to conduct the following:
- (i) Remote E-voting process received from the Shareholders of the Company pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended; and
- (ii) Voting at the EGM under the Provisions of Section 109 of Companies Act 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended at the Extraordinary General Meeting (EGM) of Tiaan Ayurvedic & Herbs Limited (formerly known as Rachana Capital & Securities Limited) held on 28<sup>th</sup> June, 2018, at 03:00 p.m.
- B. The Company had availed the remote e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company. The period for e-voting commenced on Monday, 25<sup>th</sup> June, 2018 at 9:00 a.m. (IST) and ended on Wednesday, 27<sup>th</sup> June, 2018 at 5:00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter.
- C. The Company had also provided voting facility to the Shareholders present at the EGM and who had not cast their vote earlier through e-voting facility. The Shareholders of the Company holding shares as on the "cut-off" date 21<sup>st</sup> June, 2018 were entitled to vote on the resolutions as contained in the Notice of the EGM.
- D. On the basis of vote exercised by the shareholder of the Company through remote E-voting, I have issued separate Scrutinizer's Report dated 29<sup>th</sup> June, 2018.



- E. After the closure of the voting at the EGM, the report on voting done at the meeting was generated in my presence and the same was diligently scrutinized.
- F. The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the EGM the votes cast there under were counted.
- G. The Report on voting done at the EGM was generated in my presence along with Ms. Shipra Mapara.
- H. On the basis vote exercised by the shareholder of the Company by way of voting at the EGM of the Company held on 28<sup>th</sup> June, 2018, I have issued Scrutinizer's Report dated 29<sup>th</sup> June, 2018.

### Resolution No. 1 – Ordinary Resolution

To Increase the Authorised Share Capital of the Company and consequent Alteration of Clause V of the Memorandum of Association of the Company:

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	Remote E-voting	445000	445000	100.00	445000	0.00	100.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>		<b>445000</b>	<b>100.00</b>	<b>445000</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
Public – Institutional holders	Remote E-voting	0	0.00	0.00	0.00	0.00	0.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>		<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
Public – Non Institution	Remote E-voting	2658800	459611	17.2864	459611	0.00	100.00	0.00
	Poll		77626	2.9196	77626	0.00	100.00	0.00
	<b>Total</b>		<b>537237</b>	<b>20.2060</b>	<b>537237</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>3103800</b>	<b>982237</b>	<b>31.6463</b>	<b>982237</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>



**Resolution No. 2 – Special Resolution**

Further Issue of Equity Shares on Preferential Basis

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	Remote E-voting	445000	445000	100.00	445000	0.00	100.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>		<b>445000</b>	<b>100.00</b>	<b>445000</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
Public – Institutional holders	Remote E-voting	0	0.00	0.00	0.00	0.00	0.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	
	<b>Total</b>		<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	
Public – Non Institution	Remote E-voting	2658800	459611	17.2864	459611	0.00	100.00	0.00
	Poll		77626	2.9196	77626	0.00	100.00	0.00
	<b>Total</b>		<b>537237</b>	<b>20.2060</b>	<b>537237</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>3103800</b>	<b>982237</b>	<b>31.6463</b>	<b>982237</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>

Thanking you,

For S Bhattbhatt & Co.



  
 Suhans Bhattbhatt  
 Proprietor

Place: Vadodara

Date: 29.06.2018