

22nd January, 2021

To,
The Department of Corporate Services,
BSE Limited
"P.J. Towers"
Dalal Street, Fort,
Mumbai- 400 001

Scrip Code: 531307 / Scrip ID: RRIL

**Sub: Proceedings of the Meeting of Equity Shareholders of RRIL Limited ('the Company')
convened as per the Directions of the National Company Law Tribunal, Mumbai
Bench (NCLT)**

Dear Sir/ Madam,

Pursuant to Regulation 30 read with Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith a summary of proceedings of meeting of the Equity Shareholders of the Company convened pursuant to NCLT Order dated 16th December, 2020 held on Friday, 22nd January, 2021 at 12.00 p.m. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") and concluded at 12.47 p.m. The deemed venue of the NCLT convened meeting was the Registered Office of the Company situated at A-325, Hariom Plaza, M.G. Road, Near Omkareshwar Temple, Borivali East, Mumbai- 400066.

You are requested to kindly take above information on your records.

Thanking You,
Yours Truly,
For RRIL Limited



Sanjay R Vishwakarma
Sanjay R Vishwakarma
Company Secretary & Compliance Officer

Encl: as above

SUMMARY OF THE PROCEEDINGS OF THE MEETING OF EQUITY SHAREHOLDERS OF RRIL LIMITED ('THE COMPANY') CONVENED AS PER THE DIRECTIONS OF THE NATIONAL COMPANY LAW TRIBUNAL, MUMBAI BENCH ('NCLT') ON FRIDAY, 22ND JANUARY, 2021 AT 12.00 P.M. THROUGH VIDEO CONFERENCING (VC)/ OTHER AUDIO VISUAL MEANS (OAVM).

- a. The meeting of the Equity Shareholders of the Company as per the directions of NCLT was held on Friday, 22nd January, 2021 at 12.00 p.m. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) without the physical presence of the Shareholders at a common venue.
- b. Mr. Sanjay R Vishwakarma, Company Secretary of the Company welcomed members present in the NCLT convened meeting and introduced Mr. Ratanchand D. Jain, who was appointed as the Chairman by the NCLT to preside over the meeting. Thereafter, Mr. Ratanchand D. Jain chaired the meeting and the Company Secretary with the permission of the Chairman informed that the meeting was convened pursuant to the order of Hon'ble NCLT dated 16th December, 2020 to seek the approval of members in the matter of Scheme of Merger by Absorption of KRKumar Industries Limited ("the Transferor Company") by RRIL Limited ("the Transferee Company"/ "the Company") and their respective shareholders under Sections 230-232 and other applicable provisions of the Companies Act, 2013. The Chairman welcomed all the Members, Directors and Key Managerial Personnel, joining the virtual meeting.
- c. The Chairman called the meeting to order as requisite quorum was present.
- d. The Shareholders was informed that in view of the restrictions due to outbreak of COVID -19 and considering the social distancing norms, the meeting was conducted through Video Conferencing ('VC')/ Other Audio- Visual Means ('OAVM') as per General Circulars No. 14/2020 dated 8th April, 2020, No. 17/2020 dated 13th April, 2020, No. 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020 and 39/2020 dated 31st December, 2020 issued by Ministry of Corporate Affairs, Government of India (collectively referred to as "MCA Circulars") The Chairman further informed that the Company had tied up with National Securities Depositories Limited ('NSDL') to provide facility for voting through remote e- voting, e-voting during the meeting and participation in the meeting through VC/OAVM facility.
- e. The Notice dated 18th December, 2020 convening the meeting of the equity shareholders of RRIL Limited along with the Scheme and Explanatory Statement under Section 230(3) of the Companies Act, 2013 read with Section 102 of the Companies Act, 2013 was sent to the registered e-mail address of the shareholders. With the consent of the members, the notice convening the meeting was taken as read.
- f. The Chairman then provided the brief background and rationale of the Scheme.
- g. The Shareholders were informed the members that as required under the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and as per the directions of Hon'ble NCLT, the Company had provided facility

RRIL LIMITED

(Formerly Known as S R K Industries Limited)

A-325, Hari Om Plaza, M.G.Road, Near Omkareshwar Temple, Borivali (E), Mumbai - 400 066.

✉ office@rrillimited.com | 🌐 www.rrillimited.com | ☎ 022 2895 9644



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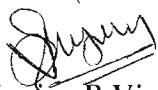
shareholders to cast votes on the resolution as set out in the Notice through remote e-voting facility which commenced on 23rd December, 2020 at 9.00 a.m. and ended on 21st January, 2021 at 5.00 p.m.

- h. Further, the shareholders were also informed that the members who are present at the meeting through VC/OAVM and had not cast their votes earlier through remote e-voting only those members could cast their votes through e-voting system available during the meeting.
- i. The Company Secretary informed the members that Hon'ble NCLT vide their Order dated 16th December, 2020 had appointed CS Shreyans Jain, Proprietor of M/s Shreyans Jain & Co., Company Secretaries, as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting held prior and e-voting during the meeting in a fair and transparent manner.
- j. On the invitation, the members who had registered themselves as speakers, addressed the meeting through VC/OAVM and sought clarifications on the Scheme. The Chairman responded to the queries of the members and provided clarifications sought by them.
- k. Thereafter, the Chairman announced for voting to be taken electronically (e-voting) and requested CS Shreyans Jain, the Scrutinizer for the orderly conduct of the e-voting process. The following resolution set out in the Notice convening the meeting was put to the members for e-voting:

| Item No. | Item Description |
|----------|---|
| 1. | Scheme of Merger by Absorption of KRKumar Industries Limited ("the Transferor Company") by RRIL Limited ("the Transferee Company"/ "the Company") and their respective shareholders under Sections 230-232 and other applicable provisions of the Companies Act, 2013 |

- l. The Chairman announced that the e-voting results along with the consolidated Scrutinizer's Report will be displayed on the website of the Company i.e. www.rrillimited.com, NSDL website i.e. www.evoting.nsdl.com and will also be intimated to BSE Limited within stipulated time.
- m. Since the business as mentioned in Notice was transacted, the Chairman declared the meeting as concluded. The meeting concluded at 12.47 p.m., with 15 minutes were provided for e- voting.

Thanking you,
Yours truly,
For RRIL Limited



Sanjay R Vishwakarma
Company Secretary & Compliance Officer
Place: Mumbai



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