

February 20, 2021

BSE Limited
The Department of Corporate Services,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

Scrip Code: 531307 / Scrip ID: RRIL

Sub. : Disclosure under Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 of Voting Results.

Dear Sir/Madam,

In compliance with Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we are submitting the details of the voting results of the Postal Ballot in respect of the resolutions set out in the Postal Ballot Notice dated January 09, 2021 in the prescribed format, which is attached as herewith.

A copy of the report of Scrutinizer is also attached in terms of the Companies (Management and Administration) Rules, 2014, issued by CS Shreyans Jain, Practicing Company Secretary, Mumbai as Annexure "A"

The Voting Results will also be uploaded in XBRL mode on BSE listing portal.

You are requested to kindly take the same on your records.

Thanking you,

Yours faithfully,
For RRIL Limited

**RATANCHAND
DESHMAL JAIN**
Digitally signed by RATANCHAND DESHMAL JAIN
DN: cn=RATANCHAND DESHMAL JAIN, o=RRIL LIMITED, ou=RRIL LIMITED, email=RATANCHAND.DESHMAL@RRIL.COM, c=IN
Date: 2021.02.20 10:33:58 +05'30'

Ratanchand D Jain
Chairman & Managing Director

Encl. a/a

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

CIN : L17121MH1991PLC257750

POSTAL BALLOT - VOTING RESULT

Pursuant to Regulation 44(3) of the SEBI (LODR) Regulations, 2015 the details of Voting Results are as under:

Last date of remote e-voting:	19 th February, 2021
Total number of shareholders on record date / cutoff date i.e. on 15 th January, 2021:	3,116
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.1:

To Increase in Authorised Share Capital of the Company and Consequently Alteration of Memorandum of Association of the Company:

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter / promoter group are interested in the agenda / resolution				No				
Categories	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
Promoter & Promoter Group	E-Voting	40238263	40238263	100.00	40238263	0	100.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		40238263	100.00	40238263	0	100.00	0.00
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	38215117	18104245	47.3746	18103644	601	99.9967	0.0033.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		18104245	47.3746	18103644	601	99.9967	0.0033
Total		78453380	58342508	74.3658	58341907	601	99.9990	0.0010

RRIL LIMITED

(Formerly Known as S R K Industries Limited)



CREATING A BETTER TOMORROW

Resolution No.2:

To Approve and Adopt A New Set of Article of Association in the place of Existing Article of Association of the Company:

Resolution required: (Ordinary / Special)				Special				
Whether promoter / promoter group are interested in the agenda / resolution				No				
Categories	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
Promoter & Promoter Group	E-Voting	40238263	40238263	100.00	40238263	0	100.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		40238263	100.00	40238263	0	100.00	0.00
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	38215117	18104245	47.3746	18103544	701	99.9961	0.0039
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		18104245	47.3746	18103544	701	99.9961	0.0039
TOTAL		78453380	58342508	74.3658	58341807	701	99.9988	0.0012

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CIN : L17121MH1991PLC257750



CREATING A BETTER TOMORROW

Resolution No.3:

Approval of Material Related Party Transactions to acquire equity shares of Raj Rajendra Industries Limited:

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter / promoter group are interested in the agenda / resolution				Yes				
Categories	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
Promoter & Promoter Group	E-Voting	40238263	0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	38215117	18445545	48.2677	18444844	701	99.9962	0.0038
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		18445545	48.2677	18444844	701	99.9962	0.0038
Total		78453380	18445545	23.5115	18444844	701	99.9962	0.0038

Please note that the above resolutions were passed with requisite majority.

For RRIL Limited

RATANCHAND
D DESHMAL
JAIN

Ratanchand D. Jain
Chairman & Managing Director
DIN: 01604521

Place: Mumbai

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CIN : L17121MH1991PLC257750



Shreyans Jain & Co.

Company Secretaries

Off: 117, Hubtown Solaris, N. S. Phadke Marg, Near East West Flyover,
Andheri (East), Mumbai- 400 069, Maharashtra
Tel: +91 98704 92079; email: shreyanscs@gmail.com

REPORT OF THE SCRUTINIZER

To,
Chairman
RRIL Limited (Formerly Known as S R K Industries Limited)
A-325, Hari Om Plaza, M.G Road,
Near Om Kareshwar Temple, Borivali (East),
Mumbai - 400 066, Maharashtra

Dear Sir,

I, Shreyans Jain, Company Secretary in Practice (FCS 8519), was appointed as Scrutinizer by the Board of Directors of **RRIL Limited (Formerly Known as S R K Industries Limited)** ("Company") for Scrutinizing Postal Ballot which was conducted only through electronic means in respect of resolutions contained in the Notice of Postal Ballot dated 09th January, 2021 in a fair and transparent manner and for ascertaining the requisite majority for the resolutions proposed to be passed with respect to the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (as amended) and in terms of the General Circular No. 14/2020, 17/2020, 20/2020, 22/2020 33/2020 and 39/2020 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 15th June, 2020, 28th September, 2020 and 31st December, 2020 respectively issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 (hereinafter referred to as "SEBI Circular") on the resolutions as set out in notice of postal ballot.

I do hereby submit my report as under:

MANAGEMENT'S RESPONSIBILITY:

- 1). The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder; including MCA Circulars issued by the MCA in view of the current extraordinary circumstances due to COVID-19 pandemic requiring social distancing, have advised the Companies to take all decisions requiring member's approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot / e-voting in accordance with the provisions of the Companies Act, 2013 and rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue and SEBI Listing Regulations relating to postal ballot process conducted through electronic means on the resolution contained in the Notice to the shareholders.





Shreyans Jain & Co.

Company Secretaries

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CUT-OFF DATE:

- 2). Pursuant to the MCA Circulars the Members of the Company holding Equity Shares as on Friday, 15th January, 2021, being the cut-off date were entitled to vote on the proposed Resolutions as set out in the Notice through e-voting only.
- 3). Pursuant to the Provisions of the Act and MCA Circulars, the Company has sent Notice(s) to its Members whose name appeared in the Register of Members / List of beneficial Owners as received from National Securities Depository Limited ("NSDL") / Central Depository Services (India) Limited as on the cut-off date i.e. 15th January, 2021 and whose e-mail IDs were available with the Company / RTA / Depositories, through electronic means only and has not dispatched physical notices to any members

REMOTE E-VOTING:

- 4). The Company has engaged services of National Securities Depository Limited ("NSDL"), as the Agency, for providing the facility of remote e-voting to the shareholders of the Company.
- 5). The remote e-voting period was commenced on Thursday, 21st January, 2021 at 9:00 a.m. and concluded on Friday, 19th February, 2021 at 5:00 p.m. on <https://www.evoting.nsdl.com/>.

SCRUTINIZER'S RESPONSIBILITY:

- 6). My responsibility as a scrutinizer is restricted to make Scrutinizer's report of the total votes cast in "favour" and "against" including the details of invalid votes, if any, on the resolutions stated in the Notice.

ADVERTISEMENT:

- 7). As stated in Sub-rule 3 of Rule 22 of Companies (Management and Administration) Rules, 2014 as amended from time-to-time public notice were published by the Company in Financial Express ('English Language') and in Mumbai Lakshadeep ('Marathi Newspaper') on 19th January, 2021 informing about the Completion of dispatch of notices to its Shareholders through electronic means.
- 8). I monitored the process of electronic voting (i.e. remote e-voting) through the scrutinizer's secured link provided by NSDL through its designated website.
- 9). Due to ongoing Covid-19 pandemic and in view of the MCA Circulars, hard copy of the Postal Ballot Notice alongwith Postal Ballot forms and pre-paid business envelope was not sent to the members for the Postal Ballot. therefore, the voting done through e-voting only was considered for this report.
- 10). After Completion of e-voting, votes cast by the members, were unblocked by me in the presence of two witnesses Mr. Sandeep Jha and Mr. Vivek Pandya who are not in the employment of the Company.





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- 11). The remote e-voting report downloaded from the website of NSDL has been kept separately for the purpose of postal ballot.
- 12). After ascertaining the votes casted through remote e-voting, I hereby submit my report as under:

Resolution:

- I. To Increase in Authorised Share Capital of the Company and consequently Alteration of Memorandum of Association of the Company (Ordinary Resolution)

(a). Votes in favour of the resolution:

Manner of Voting	Number of members voted	No. of votes cast by Members	% of Total number of votes casted
Remote E-voting	120	5,83,41,907	99.9990
TOTAL	120	5,83,41,907	99.9990

(b). Voting against the resolution:

Manner of Voting	Number of members voted	No. of votes cast by Members	% of Total number of votes casted
Remote E-voting	3	601	0.0010
TOTAL	3	601	0.0010

(c). Invalid Votes:

Manner of Voting	Number of members (Whose votes were declared Invalid)	No. of votes cast by Members
Remote E-voting	0	0
TOTAL	0	0

- II. To Approve and adopt a new set of Article of Association in the place of existing Article of Association of the Company (Special Resolution)

(a). Votes in favour of the resolution:

Manner of Voting	Number of members voted	No. of votes cast by Members	% of Total number of votes casted
Remote E-voting	119	5,83,41,807	99.9988
TOTAL	119	5,83,41,807	99.9988

(b). Voting against the resolution:

Manner of Voting	Number of members voted	No. of votes cast by Members	% of Total number of votes casted
Remote E-voting	4	701	0.0012
TOTAL	4	701	0.0012





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(c). Invalid Votes:

Manner of Voting	Number of members (Whose votes were declared Invalid)	No. of votes cast by Members
Remote E-voting	0	0
TOTAL	0	0

iii. Approval of Material Related Party Transaction for Acquisition of Equity Shares of Raj Rajendra Industries Limited (Ordinary Resolution)

(a). Votes in favour of the resolution:

Manner of Voting	Number of members voted	No. of votes cast by Members	% of Total number of votes casted
Remote E-voting	111	1,84,44,844	99.9962
TOTAL	111	1,84,44,844	99.9962

(b). Voting against the resolution:

Manner of Voting	Number of members voted	No. of votes cast by Members	% of Total number of votes casted
Remote E-voting	4	701	0.0038
TOTAL	4	701	0.0038

(c). Invalid Votes:

Manner of Voting	Number of members (Whose votes were declared Invalid)	No. of votes cast by Members
Remote E-voting	0	0
TOTAL	0	0

(In respect of item no. 3 e-voting if any, done by the Promoter and Promoter group had been disregarded).

- i. The above proposed Resolutions as Contained in item no. 1 to 3 passed by the Shareholders through Postal Ballot as an Ordinary and Special Resolutions under the Companies Act, 2013;
- ii. Based on the above remote e-voting, I confirm that the resolutions have been carried through with the requisite majority, accordingly I request the Company to, announce the voting results.



