

May 23, 2023

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 April 14, 2023 in the prescribed format, which is attached as herewith.

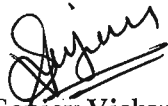
A copy of the report of Scrutinizer is also attached in terms of the Companies (Management and Administration) Rules, 2014, issued by CS Shreyans Jain, Practicing Company Secretary, Mumbai as Annexure "A"

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



Sanjay Vishwakarma  
Company Secretary & Compliance Officer



Encl. a/a

**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:	May 21, 2023
Total number of shareholders on record date / cutoff date i.e. on April 14, 2023:	8,200
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
<b>No. of Shareholders attended the meeting through Video Conferencing:</b>	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

**Resolution No.1:**

To approve appointment of Mr. Harish R. Jain (DIN: 01603945) as a Director 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	84742489	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	36471801	6763170	18.5436	6763090	80	99.9988	0.0012
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		6763170	18.5436	6763090	80	99.9988	0.0012
<b>Total</b>		<b>121214290</b>	<b>6763170</b>	<b>5.5795</b>	<b>6763090</b>	<b>80</b>	<b>99.9988</b>	<b>0.0012</b>

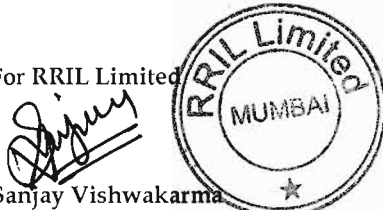


**RRIL LIMITED**

Resolution required: (Ordinary / Special)				Special				
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	84742489	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	36471801	6740670	18.4819	6740590	80	99.9988	0.0012
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		6740670	18.4819	6740590	80	99.9988	0.0012
<b>Total</b>		<b>121214290</b>	<b>6740670</b>	<b>5.5610</b>	<b>6740590</b>	<b>80</b>	<b>99.9988</b>	<b>0.0012</b>

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

For RRIL Limited



Sanjay Vishwakarma  
Company Secretary & Compliance Officer

Place: Mumbai



## Shreyans Jain & Co.

Company Secretaries

Off: 603, Ashok Heights, Opp. Saraswati Apartments, Near Nicco Circle,  
Niklaswadi Road, Gundavali, Andheri (E), Mumbai – 400069, Maharashtra.

Tel: 022 – 4600 2079; email: [shreyanscs@gmail.com](mailto:shreyanscs@gmail.com)

### REPORT OF THE SCRUTINIZER

[Pursuant to Sections 110, 108 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To,  
**The Chairman**  
**RRIL LIMITED**  
325, Hariom Plaza, M.G. Road,  
Borivali (East), Mumbai – 400066,  
Maharashtra.

Dear Sir,

I, Shreyans Jain, Proprietor of Shreyans Jain & Co, Company Secretaries (Membership Number: FCS 8519), was appointed as Scrutinizer by the Board of Directors of **RRIL Limited** (“Company”) for Scrutinizing Postal Ballot which was conducted only through electronic means in respect of the resolutions contained in the Notice of Postal Ballot dated 14<sup>th</sup> April, 2023 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 Sections 108 and 110 of the Companies Act, 2013 (**‘the Act’**) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended) and in terms of the General Circular No. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 03/2022 and 11/2022 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 15<sup>th</sup> June, 2020, 28<sup>th</sup> September, 2020 and 31<sup>st</sup> December, 2020, 23<sup>rd</sup> June, 2021, 08<sup>th</sup> December, 2021, 05<sup>th</sup> May, 2022 and 28<sup>th</sup> December, 2022 respectively issued by the Ministry of Corporate Affairs (MCA) (hereinafter referred to as “MCA Circulars”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**“SEBI (LODR) Regulations, 2015”**) and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and to submit our report thereon to the Company on the resolutions as set out in Notice of Postal Ballot (hereinafter referred to as “Notice”).

#### MANAGEMENT’S RESPONSIBILITY:

1. The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder; including MCA Circulars issued by MCA, the SEBI Circulars; and Listing Regulations pertaining to postal ballot / e-voting conducted through electronic means on the resolutions contained in the Notice.
2. The Board of Directors has authorised Mr. Sanjay Vishwakarma, Company Secretary and Compliance Officer of the Company to ensure the conduct of Postal Ballot process.





## ***Shreyans Jain & Co.***

Company Secretaries

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Tel: 022 – 4600 2079; email: [shreyanscs@gmail.com](mailto:shreyanscs@gmail.com)

### **CUT-OFF DATE:**

3. Pursuant to the MCA Circulars, the Members of the Company holding Equity Shares as on **Friday, 14<sup>th</sup> April, 2023**, being the cut-off date were entitled to vote on the proposed resolutions as set out in the Notice through e-voting only.
4. Pursuant to the provisions of the Act and MCA Circulars, the Company has sent Notice to its Members whose name appeared in the Register of Members / List of Beneficial Owners as received from National Securities Depository Limited / Central Depository Services (India) Limited as on the cut-off date i.e. 14<sup>th</sup> April, 2023 and whose e-mail IDs were available with the Company / RTA / Depositories, through electronic means only. In accordance with the MCA Circulars, no physical copy of the Notice, postal ballot form and pre-paid business reply envelope was dispatched to the Members. Also, the Company was not required to provide the facility of voting through physical postal ballot. Therefore, the voting done through e-voting only was considered for this report.

### **REMOTE E-VOTING:**

5. The Company has engaged services of National Securities Depository Limited ('NSDL') as the Agency for providing the facility of remote e-voting to the Members of the Company.
6. The remote e-voting period commenced on **Saturday, 22<sup>nd</sup> April, 2023 at 9:00 a.m. I.S.T.** and concluded on **Sunday, 21<sup>st</sup> May, 2023 at 5:00 p.m. I.S.T.** on NSDL's e-voting platform.

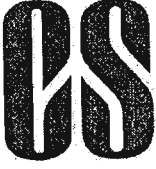
### **SCRUTINIZER'S RESPONSIBILITY:**

7. 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:**

8. As stated in sub-rule 3 of Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended from time-to-time, public notices were published by the Company in The Financial Express ('English Language') and in Mumbai Lakshadeep ('Marathi Newspaper') on 20<sup>th</sup> April, 2023 and 21<sup>st</sup> April, 2023 informing about the completion of dispatch of notices to its Shareholders through electronic means.
9. I monitored the process of electronic voting (i.e. remote e-voting) through the scrutinizer's secured link provided by NSDL through its designated platform.
10. After completion of e-voting, votes cast by the Members, were unblocked by me in the presence of two witnesses, Mr. Vishal Yadav and Mr. Pranav Indalkar who are not in the employment of the Company.





## Shreyans Jain & Co.

Company Secretaries

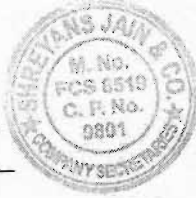
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Tel: 022 – 4600 2079; email: [shreyanscs@gmail.com](mailto:shreyanscs@gmail.com)

11. The remote e-voting report downloaded from the website of NSDL has been kept separately for the purpose of Postal Ballot.
12. The detailed result of the Postal Ballot (through remote e-voting) is annexed herewith as **Annexure – A**.
13. The combined list of Members who voted “FOR / AGAINST / INVALID” for the resolutions through remote e-voting process will be handed over to the Company Secretary of the Company, who is authorised in this behalf.
14. Based on such results, I hereby certify that the Item No.1 Ordinary resolution and Item No.2 Special resolution as contained in the Notice has been approved and passed with the requisite consent of the Members and accordingly, I request the Company to announce the voting results.
15. The resolutions specified in the Notice is deemed to be passed on the last date of remote e-voting i.e. **Sunday, 21<sup>st</sup> May, 2023.**

CS Shreyans Jain  
Scrutinizer  
Practicing Company Secretary  
FCS 8519 / C.P. No. 9801

Place: *Mumbai*  
Date: *23/5/2023*  
UDIN: F008519E000356988



For and on behalf of RRIL Limited  
Sanjay Vishwakarma  
Company Secretary & Compliance Officer

We the undersigned witnessed that the votes were unblocked from the e-voting platform of NSDL in our presence on 21<sup>st</sup> May, 2023.

Mr. Vishal Yadav

Mr. Pranav Indalkar



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### ANNEXURE – A: RESULT OF THE POSTAL BALLOT

#### I. To Approve Appointment of Mr. Harish R. Jain (DIN: 01603945) as a Director 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	83	67,63,090	99.9988%
<b>TOTAL</b>	<b>83</b>	<b>67,63,090</b>	<b>99.9988%</b>

##### 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	1	80	0.0012%
<b>TOTAL</b>	<b>1</b>	<b>80</b>	<b>0.0012%</b>

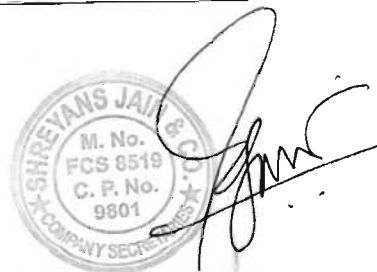
##### c. Invalid Votes:

Manner of Voting	Number of members who voted (whose votes were declared Invalid)	No. of votes cast by Members
Remote E-voting	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

#### II. Approval in Terms of the Provisions of Section 185 of the Companies Act, 2013. (Special Resolution)

##### d. 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	82	6740590	99.9988%
<b>TOTAL</b>	<b>82</b>	<b>6740590</b>	<b>99.9988%</b>





## Shreyans Jain & Co.

Company Secretaries

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Tel: 022 – 4600 2079; email: [shreyanscs@gmail.com](mailto:shreyanscs@gmail.com)

e. 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	1	80	0.0012%
<b>TOTAL</b>	<b>1</b>	<b>80</b>	<b>0.0012%</b>

f. Invalid Votes:

Manner of Voting	Number of members who voted (whose votes were declared Invalid)	No. of votes cast by Members
Remote E-voting	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

Based on the aforesaid result, we report that the **Special Resolution** as contained in the Item No. 1 & 2 of the Notice of Postal Ballot dated April 14, 2023 has been passed with **requisite majority**.

CS Shreyans Jain  
Scrutinizer  
Practicing Company Secretary  
FCS 8519 / C.P. No. 9801



Place: *Mumbai*  
Date: *23/05/2023*  
UDIN: F008519E000356988