



Royal India Corporation Ltd.

To,
Department of Corporate Services
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai -400 001.

Reference: BSE Scrip Code – 512047

Subject: Scrutinizer Report 35th Annual General Meeting.

Dear Sir,

Please find enclosed herewith the Scrutinizer's Report dated 30th September, 2019 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

Copy of the same has been separately filed with the Stock Exchange along with the summary of proceedings. All the resolutions were passed unanimously by the Equity Shareholders of the Company.

Please take the report on your records and oblige us.

Yours Faithfully
For Royal India Corporation Limited

Nida
Ms. Nida Khot
Company Secretary
Mem No. A46420



Date: 30th September, 2019

Place: Mumbai

FORM NO. MGT-13

SCRUTINIZER'S CONSOLIDATED REPORT

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman/Company Secretary,
35th Annual General Meeting of the Equity Shareholders of
Royal India Corporation Limited,
held on Monday, 30th day of September, 2019 at 11.00 A. M. at 62, 6th Floor 'C' Wing Mittal
Tower Nariman Point, Mumbai - 400 021

Dear Sir,

I, Mayank Arora, Practicing Company Secretary, proprietor of M/s. Mayank Arora & Co.,
Company Secretaries appointed as Scrutinizer by the Board of Directors for the purpose of
Scrutinizing the remote e-voting and Physical Voting by Ballot papers in a fair and transparent
manner at the 35th Annual General Meeting of **Royal India Corporation Limited** (herein
referred as "the Company"), held on Monday, 30th day of September, 2019 at 11.00 A.M. at
62, 6th Floor 'C' Wing Mittal Tower,, Nariman Point Mumbai 400 021 pursuant to section 108 of
the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration)
Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India
(Listing Obligation and Disclosure Requirements) Regulations, 2015.

The Management of the Company is responsible to ensure the compliance with the
requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting
through physical ballot process on the resolution contained in the Notice of the Annual General
Meeting dated August 14, 2019. My responsibility as a Scrutinizer for remote e-voting and
voting through physical ballots is restricted to make a Scrutinizer's Report of the votes cast "in
favour" or "against" the resolutions, based on the reports generated from the remote e-voting
system of National Securities Depository Limited and of voting through physical ballots casted
by the Members present at the 35th Annual General Meeting of the Company.



I submit my report as under:

1. The Company had appointed National Securities Depository Limited as the service provider, for extending the facility for the remote e-voting to the Shareholders of the Company from Friday, 27th September, 2019 at 9:00 A.M. and closed on Sunday, 29th September, 2019 at 5:00 P.M.
2. The voting rights were reckoned as on 23rd September, 2019, being cut-off date for the purpose of deciding the entitlements of Members at the remote e-voting and voting at the Meeting.
3. The Company facilitated the Members present in the Meeting who could not participate in the remote e-voting to cast their votes through poll process. After the time fixed for the poll by the Chairman, ballot box kept for polling was locked in my presence with due identification marks placed by me.
4. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
5. The votes were unblocked on 30th September, 2019 (after the conclusion of the meeting) in the presence of 2 witnesses, namely Ms. Payal Jain and Ms. Kajal Jain. Both of them are not in the employment of the Company.



Ms. Payal Jain



Ms. Kajal Jain

6. One poll paper was found invalid.
7. The Results of the voting are as under:



ORDINARY BUSINESS:

RESOLUTION NO. 1: (As an Ordinary Resolution)

To receive, consider and adopt Audited Balance Sheet, Profit and Loss Account and Cash Flow statement for year ended on 31st March, 2019, and Report of the Directors and Auditors thereon.

(I) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast: 12016948
Remote E-voting	3	160	0.001
Voting by poll	47	1,20,16,788	99.999
Total	50	1,20,16,948	100

(II) Voted against the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0
Voting by poll	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	1	1
Total	1	1



RESOLUTION NO. 2: (As an Ordinary Resolution)

To appoint of M/s. ADV & Associates., Chartered Accountants (FRN: 128045W), as Statutory Auditors of the Company, and to fix their remuneration.

(I) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast: 12016948
Remote E-voting	3	160	0.001
Voting by poll	47	1,20,16,788	99.999
Total	50	1,20,16,948	100

(II) Voted against the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0
Voting by poll	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	1	1
Total	1	1



RESOLUTION NO. 3: (As an Ordinary Resolution)

To appoint a Director in place of Mr. Nitin Gujral (DIN: 08184605), who retires by rotation at this Annual General Meeting and being eligible has offers himself for re-appointment.

(I) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast: 12016948
Remote E-voting	3	160	0.001
Voting by poll	47	1,20,16,788	99.999
Total	50	1,20,16,948	100

(II) Voted against the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0
Voting by poll	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	1	1
Total	1	1



SEPCIAL BUSINESS:-

RESOLUTION NO. 4: (As a Special Resolution)

To appoint Director in place of Mr. Ravikant Chaturvedi (DIN-05198811) who's term expires at the ensuing Annual General Meeting.

(I) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast: 12016948
Remote E-voting	3	160	0.001
Voting by poll	47	1,20,16,788	99.999
Total	50	1,20,16,948	100

(II) Voted against the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0
Voting by poll	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	1	1
Total	1	1



RESOLUTION NO.5: (As an Ordinary Resolution)

To appoint Director in place of Mr. Sharad Budhakaran Sharma (DIN- 03081131) as Non-Executive Independent Director who retires at this Annual General Meeting and being eligible has offered himself for appointment

(I) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast: 12016948
Remote E-voting	3	160	0.001
Voting by poll	47	1,20,16,788	99.999
Total	50	1,20,16,948	100

(II) Voted against the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0
Voting by poll	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	1	1
Total	1	1



RESOLUTION NO.6: (As an Ordinary Resolution)

To appoint Director in place of Ms. Madhusa Inda (DIN-07971726) as Non-Executive Women Independent Director who retires at this Annual General Meeting and being eligible has offered herself for appointment

(I) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast: 12016948
Remote E-voting	3	160	0.001
Voting by poll	47	1,20,16,788	99.999
Total	50	1,20,16,948	100

(II) Voted against the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0
Voting by poll	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	1	1
Total	1	1



RESOLUTION NO.7: (As a Special Resolution)

To approve revised borrowing limits under section 180(1)(c)

(I) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast: 12016948
Remote E-voting	3	160	0.001
Voting by poll	47	1,20,16,788	99.999
Total	50	1,20,16,948	100

(II) Voted against the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0
Voting by poll	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	1	1
Total	1	1



RESOLUTION NO.8: (As a Special Resolution)

Approval to set the limits applicable for making investments / extending loans and giving guarantees or providing securities.

(I) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast: 12016948
Remote E-voting	3	160	0.001
Voting by poll	47	1,20,16,788	99.999
Total	50	1,20,16,948	100

(II) Voted against the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0
Voting by poll	0	0	0
Total	0	0	0

(III) Invalid Votes:


	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	1	1
Total	1	1



8. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
9. The poll papers and other relevant records were sealed and handed over to Company Secretary cum Compliance Officer authorized by the Board for safe keeping.
10. The consolidated result of the votes cast (by Remote E-Voting and by poll) is provided as Annexure 1 to this report.

Thanking You,
Yours Faithfully,


For Mayank Arora & Co.,
Company Secretaries


Mayank Arora
Proprietor

Place: Mumbai
Date: 30/09/2019



For Royal Indian Corporation Limited

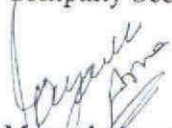

Ms. Nida Khan
Company Secretary
Membership No.: A46420

Annexure - 1

Consolidated result of voting (by remote e-voting and Poll) for resolution numbers 1 to 8 of the notice of the 35th Annual General Meeting of "Royal India Corporation Limited" held on Monday, September 30, 2019 at 11:00 A.M:-

Resolution No.	Total Valid Votes Cast			Voted in favour of resolution				Voted against the resolution			
	Remote E-voting	Poll	Total	Remote E-voting	Poll	Total	%	Remote E-voting	Poll	Total	%
1	160	12016788	12016948	160	12016788	12016948	100%	0	0	0	0
2	160	12016788	12016948	160	12016788	12016948	100%	0	0	0	0
3	160	12016788	12016948	160	12016788	12016948	100%	0	0	0	0
4	160	12016788	12016948	160	12016788	12016948	100%	0	0	0	0
5	160	12016788	12016948	160	12016788	12016948	100%	0	0	0	0
6	160	12016788	12016948	160	12016788	12016948	100%	0	0	0	0
7	160	12016788	12016948	160	12016788	12016948	100%	0	0	0	0
8	160	12016788	12016948	160	12016788	12016948	100%	0	0	0	0


For Mayank Arora & Co.,
Company Secretaries


Mayank Arora
Proprietor

Place: Mumbai
Date: 30/09/2019



For Royal India Corporation Limited


Ms. Nida Khan
Company Secretary
Membership No.: A46420

