



Royal India Corporation Ltd.

December 21, 2020

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalai Street, Mumbai - 400 001
Email: corp.relations@bseindia.com
Scrip Code: 512047

Subject: Voting Results and Scrutinizer report for the 36th Annual General Meeting of Royal India Corporation Limited held on Monday, 21st December, 2020.

Dear Sir,

Pursuant to Section 108 of the Companies Act, 2013 read with the Rules made there under, as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations), the Company had provided facility for voting to its shareholders as on 14th December, 2020 (being cut-off date for the purpose of voting) to cast their votes on the items of business stated in the Notice convening the AGM. The remote e-voting commenced from Friday, 18th December, 2020 at 9:00 a.m. and concluded on Sunday, 20th December, 2020 at 5:00 p.m.

Since the AGM was convened through VC /OAVM, shareholders were also given the facility to vote through e-voting at the time of the AGM and the said e-voting facility was kept open till 15 minutes from the conclusion of the AGM and thereafter the link for e-voting was disabled. With reference to the captioned subject, enclosed herewith please find Scrutinizer Report i.e. Form MGT-13 considering the voting-results in the 36th Annual General Meeting held on Monday, 21st December, 2020.

The Company has received the Scrutinizer's Report, from CS Mayank Arora, (Membership No. FCS 10378), Proprietor of M/s Mayank Arora & Co., Mumbai confirming details of voting through remote e-voting and e-voting at the time of the AGM. Accordingly, as per the said Rules, on account of passing of resolutions with requisite majority, the resolutions are deemed to be passed and approved by the shareholders on the date of AGM i.e. on 21st December, 2020.

A disclosure of voting results in terms of Regulation 44 of the Listing Regulations and the Scrutinizer's report on remote e-voting and e-voting at the time of the AGM is enclosed herewith. A copy of the said Scrutinizer's Report and declaration of Results is also being uploaded on the website of the company viz. www.ricl.in, website of NSDL viz. <https://www.evoting.nsdl.com/>

You are requested to take the above on record.

Thanking You.



Royal India Corporation Ltd.

Yours faithfully,
For Royal India Corporation Limited

NITIN
KAMALKISHORE
RE GUJRAL

Digitally signed by NITIN KAMALKISHORE
GUJRAL
DN: cn=NITIN KAMALKISHORE
GUJRAL, o=Royal India Corporation Limited, postalCode=400021,
serialNumber=1464377, uid=NITIN KAMALKISHORE
GUJRAL, cn=NITIN KAMALKISHORE GUJRAL
Date: 2023.12.11 15:58:19 +05'30'

Nitin Kamalkishore Gujral
Managing Director
(DIN: 08184605)

Encl: As above

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2020 and the Reports of the Board of Directors and Auditors thereon				
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	E-Voting	10597251	8687251	81.9765	8687251	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	10597251	8687251	81.9765	8687251	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1339015	1339015	100.0000	1339015	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1339015	1339015	100.0000	1339015	0	100.0000	0.0000
Total		11936266	10026266	83.9983	10026266	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Nitin Gujral (DIN: 08184605) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.				
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	E-Voting	10597251	8687251	81.9765	8687251	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	10597251	8687251	81.9765	8687251	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1339015	1339015	100.0000	1339015	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1339015	1339015	100.0000	1339015	0	100.0000	0.0000
Total		11936266	10026266	83.9983	10026266	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Statutory Auditors of the Company and fix their remuneration				
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	E-Voting	10597251	8687251	81.9765	8687251	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	10597251	8687251	81.9765	8687251	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1339015	1339015	100.0000	1339015	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1339015	1339015	100.0000	1339015	0	100.0000	0.0000
Total		11936266	10026266	83.9983	10026266	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Nipul Meghani (DIN: 07397734) as an Independent Director 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	E-Voting	10597251	8687251	81.9765	8687251	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	10597251	8687251	81.9765	8687251	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1339015	1339015	100.0000	1339015	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1339015	1339015	100.0000	1339015	0	100.0000	0.0000
Total		11936266	10026266	83.9983	10026266	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Ms. Vaishali Baria (DIN: 08714945) as an Independent Director 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	E-Voting	10597251	8687251	81.9765	8687251	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	10597251	8687251	81.9765	8687251	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1339015	1339015	100.0000	1339015	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1339015	1339015	100.0000	1339015	0	100.0000	0.0000
Total		11936266	10026266	83.9983	10026266	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

FORM NO. MGT-13
SCRUTINIZER'S CONSOLIDATED REPORT
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,

The Chairman of 36th Annual General Meeting of **ROYAL INDIA CORPORATION LIMITED** held on Monday, December 21, 2020 at 11.00 A.M. (IST) through Video Conferencing ("VC") or other audio visual means ("OAVM")

Dear Sir,

1. I, Mayank Arora, Practicing Company Secretary, proprietor of M/s. Mayank Arora & Co., Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of Royal India Corporation Limited ("**the Company**") for the purpose of Scrutinizing the process of voting through electronic means ("**e-voting**") in a fair and transparent manner on the resolutions contained in the notice dated 14th November 2020 ("**Notice**") issued in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated 8 April 2020, 13 April 2020 and 5 May 2020 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the 36th Annual General Meeting of its Equity Shareholders ("the Meeting" /"AGM") through VC / OAVM. The AGM was convened on Monday, December 21, 2020 at 11.00 A.M. IST through VC / OAVM.
2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules") and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015. As the Scrutinizer, I have to scrutinize:
 - (i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
 - (ii) process of e-voting at the AGM through electronic voting system ("e-voting").

Management's Responsibility

3. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

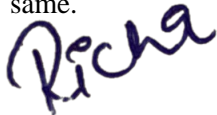
4. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by NSDL the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or NSDL for my verification.

Cut-off date

5. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Monday, December 14, 2020 were entitled to vote on the resolutions (item nos. 1 to 5 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

6. Remote e-voting process:-

- i. The remote e-voting period remained open from Friday, December 18, 2020 (9.00 a.m. IST) to Sunday, December 20, 2020 (5.00 p.m. IST)
- ii. The votes cast were unblocked on Monday, 21st December 2020 after the conclusion of the AGM and was witnessed by two witnesses, Ms. Richa Chokhani and Ms. Kajal Khetani, who are not in the employment of the Company and/or NSDL. They have signed below in confirmation of the same.



Richa Chokhani



Kajal Khetani

- iii. Thereafter, the details containing, interalia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL. Based on the report generated by NSDL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

7. E-voting process at the AGM:-

- i. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NSDL under my instructions.
 - ii. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / NSDL and the authorizations lodged with the Company/ NSDL on test check basis.
 - iii. The e-votes cast were unblocked on Monday, 21st December 2020 after the conclusion of the AGM.
8. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting, based on the reports generated by NSDL, scrutinized on test check basis and relied upon by me as under:-

ORDINARY BUSINESS:

RESOLUTION NO 1: (AS AN ORDINARY RESOLUTION)

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2020 and the Reports of the Board of Directors and Auditors thereon;

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	53	10026141	99.99
Voting at AGM	6	125	0.01
Total	59	10026266	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0
Voting at AGM	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority

RESOLUTION NO 2: (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, offers himself for re-appointment.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	53	10026141	99.99
Voting at AGM	6	125	0.01
Total	59	10026266	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0
Voting at AGM	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority

RESOLUTION NO 3: (AS AN ORDINARY RESOLUTION)

To appoint Statutory Auditors of the Company and fix their remuneration

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	53	10026141	99.99
Voting at AGM	6	125	0.01
Total	59	10026266	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0
Voting at AGM	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority

RESOLUTION NO 4: (AS AN ORDINARY RESOLUTION)

Appointment of **Mr. Nipul Meghani (DIN: 07397734)** as an Independent Director of the Company

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	53	10026141	99.99
Voting at AGM	6	125	0.01
Total	59	10026266	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0
Voting at AGM	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority

RESOLUTION NO 5: (AS AN ORDINARY RESOLUTION)

Appointment of **Ms. Vaishali Baria (DIN: 08714945)** as an Independent Director of the Company

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	53	10026141	99.99
Voting at AGM	6	125	0.01
Total	59	10026266	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0
Voting at AGM	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority

9. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Ms. Jinal Shah, Company Secretary & Compliance Officer for preserving safely after the Chairman considers, approves and signs the minutes of the AGM
10. The consolidated result of the votes cast (by Remote E-Voting and Voting at AGM) is provided as **Annexure 1** to this report.

Thanking You,
Yours Faithfully,

**For Mayank Arora & Co,
Company Secretaries**



**Mayank Arora
Proprietor
Place: Mumbai
Date: 21/12/2020**

UDIN: F010378B001588350

For Royal India Corporation Limited

Jinal
Rushabh
Shah

Digitally signed
by Jinal Rushabh
Shah
Date: 2020.12.22
12:20:40 +07'00'

**Jinal Shah
Company Secretary & Compliance Officer**

Annexure – 1

Consolidated result of voting (by remote e-voting and e-voting at AGM) for resolution numbers 1 to 5 of the Notice of the 36th Annual General Meeting of “Royal India Corporation Limited” held on Monday, December 21, 2020 at 11.00 A.M (IST):-

Resol ution No.	Total Valid Votes Cast			Voted in favour of resolution				Voted against the resolution			
	Remote E- voting	Voting at AGM	Total	Remote E-voting	Voting at AGM	Total	%	Remote E- voting	Voting at AGM	Total	%
1.	10026141	125	10026266	10026141	125	10026266	100	0	0	0	0
2.	10026141	125	10026266	10026141	125	10026266	100	0	0	0	0
3.	10026141	125	10026266	10026141	125	10026266	100	0	0	0	0
4.	10026141	125	10026266	10026141	125	10026266	100	0	0	0	0
5.	10026141	125	10026266	10026141	125	10026266	100	0	0	0	0

**For Mayank Arora & Co,
Company Secretaries**



**Mayank Arora
Proprietor
Place: Mumbai
Date: 21/12/2020**

UDIN: F010378B001588350

For Royal India Corporation Limited

Jinal
Rushabh
Shah

Digitally signed
by Jinal
Rushabh Shah
Date: 2020.12.22
13:43:34 +07'00'

**Jinal Shah
Company Secretary & Compliance Officer**