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RAGHUNATH PRASAD PHOOLCHAND LTD

CIN: L27109WB1966PLC026970

135 CANNING STREET, KOLKATA - 700 001

Telephone: 033-46001479

Email: rppltd@rediffmail.com

Date: 30.09.2019

To,
The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata-700001

Sub: Scrutinizer's Report of Annual General Meeting under Section 108 of the Companies Act, 2013 and Disclosure of Voting results of AGM under regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/ Madam,

We hereby attach Scrutinizer's Report received from M/s. S. Dalmiya & Associates, Practising Company Secretary for Annual General Meeting of the members of M/s. Raghunath Prasad Phoolchand Limited held on 30th September, 2019 at 135, Canning Street, Kolkata- 700001 at 11:00 A.M. under Section 108 of the Companies Act, 2013 and Disclosure of Voting Results of AGM under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

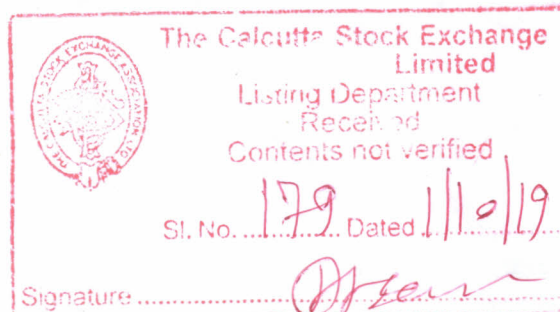
Please take note of the same.

Thanking you.

Yours sincerely,
For Raghunath Prasad Phoolchand Limited


Authorised Signatory

Encl: As Above



SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
Raghunath Prasad Phoolchand Limited
135 Canning Street,
Kolkata- 700001

Dear Sir,

Sub: Scrutinizer's Report on remote E-Voting conducted pursuant to Section 108 of the Companies Act, 2013 ("the Act"), read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and voting through physical Ballot forms at AGM and clause 35B of the listing agreement with the stock exchange and submission of Scrutinizer's Report.

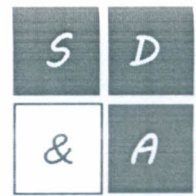
1. I, Shweta Dalmiya, Practising Company Secretary (Membership No. ACS 38153/ CP No. 19603), 76, Ashutosh Mukharjee Road, Kolkata- 700025, proprietor of M/s S. Dalmiya & Associates has been appointed as a Scrutinizer by the Board of Directors of **RAGHUNATH PRASAD PHOOLCHAND LIMITED** ("the company") for the purpose of scrutinizing the remote e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of The Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014(as amended) and in terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to scrutinize the voting through ballot forms by the shareholders at the Annual General Meeting in respect of the Resolution contained in the Notice to the AGM of the members of the Company held at 11:00 AM on Monday 30th September, 2019 at 135 Canning Street, Kolkata- 700001.

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to e-voting through electronic means and physical voting through ballot forms on the resolution contained in the notice to the AGM of the members of the company. My responsibility as a Scrutinizer for the entire voting process is restricted to make a Scrutinizer's report of the votes cast " in favour" or "against" the resolution stated in the AGM notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities, engaged by the Company and scrutiny of the voting by use of ballot forms at the AGM.

3. Further to the above, I submit my report on the results of the voting as under:

- a) The remote e-voting period remained opened from Friday, 27th September, 2019 (9.00 AM) to Sunday, 29th September, 2019 (5.00 PM).
- b) The members of the company as on the cut-off date i.e. 23rd September, 2019 were entitled to vote on the Resolution (Item no. 1 to 8) as set out in the notice of the Annual General Meeting of the Company.



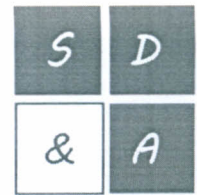


- c) The member and/or their proxy at the meeting exercised their voting rights at the AGM venue by use of ballot forms.
- d) After the conclusion of the AGM, the votes cast at the meeting were counted first and thereafter, the votes cast through remote e-voting were unblocked in the presence of two witnesses, Mr. Abhimannu Das and Mr. Suresh Rai, who are not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.
- e) Thereafter, the details containing, inter alia, list of shareholders, who voted “for”/ “against” of the resolution that was put to vote, were generated from the e-voting website of National Securities Depository Limited (NSDL) i.e. <https://www.evoting.nsdl.com/> and based on such reports generated and considering the voting through ballots received at venue of AGM, the result of the voting is detailed below:

Resolution No.		1				
Nature of Resolution		Ordinary Resolution				
Subject matter		To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31 st March, 2019				
Details of Voting	Assent (For)		Dissent (Against)		Total	
	No. of Votes	Ratio	No. of Votes	Ratio	No. of Votes	Ratio
E-Voting	NIL	NIL	NIL	NIL	NIL	NIL
Physical	54462	21.82	NIL	NIL	54462	21.82
Remarks	PASSED WITH ABSOLUTE MAJORITY					

Resolution No.		2				
Nature of Resolution		Ordinary Resolution				
Subject matter		To appoint a Director in place of Mr. Vinod Kumar Jhunjunwala (DIN: 00238552), who retires by rotation and, being eligible, offers himself for re-election				
Details of Voting	Assent (For)		Dissent (Against)		Total	
	No. of Votes	Ratio	No. of Votes	Ratio	No. of Votes	Ratio
E-Voting	NIL	NIL	NIL	NIL	NIL	NIL
Physical	54462	21.82	NIL	NIL	54462	21.82
Remarks	PASSED WITH ABSOLUTE MAJORITY					





Resolution No.		3				
Nature of Resolution		Ordinary Resolution				
Subject matter		To appoint a Director in place of Mr. Keshav Jhunjunwala (DIN: 00314817), who retires by rotation and, being eligible, offers himself for re-election.				
Details of Voting	Assent (For)		Dissent (Against)		Total	
	No. of Votes	Ratio	No. of Votes	Ratio	No. of Votes	Ratio
E-Voting	NIL	NIL	NIL	NIL	NIL	NIL
Physical	54462	21.82	NIL	NIL	54462	21.82
Remarks	PASSED WITH ABSOLUTE MAJORITY					

Resolution No.		4				
Nature of Resolution		Ordinary Resolution				
Subject matter		To Appoint the Statutory Auditors of the Company				
Details of Voting	Assent (For)		Dissent (Against)		Total	
	No. of Votes	Ratio	No. of Votes	Ratio	No. of Votes	Ratio
E-Voting	NIL	NIL	NIL	NIL	NIL	NIL
Physical	54462	21.82	NIL	NIL	54462	21.82
Remarks	PASSED WITH ABSOLUTE MAJORITY					

Resolution No.		5				
Nature of Resolution		Ordinary Resolution				
Subject matter		Re-designation of Mr. Vinod Kumar Jhunjunwala as Managing Director of the Company				
Details of Voting	Assent (For)		Dissent (Against)		Total	
	No. of Votes	Ratio	No. of Votes	Ratio	No. of Votes	Ratio
E-Voting	NIL	NIL	NIL	NIL	NIL	NIL
Physical	54462	21.82	NIL	NIL	54462	21.82
Remarks	PASSED WITH ABSOLUTE MAJORITY					

Resolution No.		6				
Nature of Resolution		Ordinary Resolution				
Subject matter		Re-designation of Mr. Keshav Jhunjunwala as Whole-Time Director of the Company				
Details of Voting	Assent (For)		Dissent (Against)		Total	
	No. of Votes	Ratio	No. of Votes	Ratio	No. of Votes	Ratio
E-Voting	NIL	NIL	NIL	NIL	NIL	NIL
Physical	54462	21.82	NIL	NIL	54462	21.82
Remarks	PASSED WITH ABSOLUTE MAJORITY					



Resolution No.		7				
Nature of Resolution		Ordinary Resolution				
Subject matter		Regularisation and Appointment of Mrs. Usha Jhunjhunwala as the Director of the Company				
Details of Voting	Assent (For)		Dissent (Against)		Total	
	No. of Votes	Ratio	No. of Votes	Ratio	No. of Votes	Ratio
E-Voting	NIL	NIL	NIL	NIL	NIL	NIL
Physical	54462	21.82	NIL	NIL	54462	21.82
Remarks	PASSED WITH ABSOLUTE MAJORITY					

Resolution No.		8				
Nature of Resolution		Ordinary Resolution				
Subject matter		Taking note of the resignation of Mrs. Mallika Chakraborty as Director of the Company				
Details of Voting	Assent (For)		Dissent (Against)		Total	
	No. of Votes	Ratio	No. of Votes	Ratio	No. of Votes	Ratio
E-Voting	NIL	NIL	NIL	NIL	NIL	NIL
Physical	54462	21.82	NIL	NIL	54462	21.82
Remarks	PASSED WITH ABSOLUTE MAJORITY					

Place: Kolkata
Date: 30.09.2019



For S. Dalmiya & Associates
Company Secretaries

Shweta Dalmiya
Shweta Dalmiya
Proprietor

Membership No. ACS 38153
COP No. 19603
UDIN A038153A000018188

Witness:- 1) Mr. Abhimannu Das - *Abhimannu Das*
2) Mr. Suresh Rai - *Suresh Rai*