

# RCL RETAIL LIMITED

Regd off: SAPNA TRADE CENTRE, 10<sup>TH</sup>FLOOR,  
10B/2 NO. 109, P.H ROAD, CHENNAI - 600084  
CIN: L52330TN2010PLC077507

E: [rclretail@gmail.com](mailto:rclretail@gmail.com)  
W: [www.rclretail.in](http://www.rclretail.in)  
Telephone No: +91-044-48508024

Date: 15<sup>th</sup> September, 2021

BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai - 400 001

SCRIP CODE: 534708  
BSE COMPANY ID: 10260  
ISIN CODE: INE892L01019  
BSE SME PLATFORM

Dear Sirs,

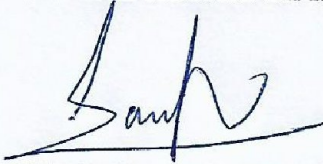
**Sub: Scrutinizer's Report : Voting Results of the Eleventh Annual General Meeting (AGM) of RCL RETAIL LIMITED on 15<sup>TH</sup> September, 2021**

We are attaching herewith the Scrutinizer's Report and Voting results of remote e-voting conducted at the AGM, pursuant to the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Based on the consolidated report of the Scrutinizer, all the two Ordinary resolutions set out in the notice of the Eleventh AGM have been duly approved by the Members with requisite majority.

Kindly take the same on record and acknowledge the receipt.

**For RCL RETAIL LIMITED**



**K R RAMAKRISHNAN  
COMPANY SECRETARY & COMPLIANCE OFFICER**







*S. Anil Kumar Jain* B.Com., FCS

*Balu Sridhar* M.A.C.S., FCS., LLB

*Pankaj Mehta* B.Com (C.S.), ACS

**CONSOLIDATED SCRUTINISER REPORT**

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

To,  
The Chairman  
of the 11<sup>th</sup> Annual General Meeting of the Shareholders of **M/s. RCL Retail Limited**, held on  
Wednesday, September 15, 2021 at 11.00 hrs IST through Video Conferencing ("VC")/ Other Audio  
Visual Means ("OAVM")

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting at the AGM conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 11<sup>th</sup> Annual General Meeting of RCL Retail Limited held on Wednesday, September 15, 2021 at 11:00 Hrs (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')**

We, M/s. A K JAIN & ASSOCIATES, Practising Company Secretaries, represented by PANKAJ MEHTA, Partner, had been appointed as the Scrutinizer by the Board of Directors of RCL Retail Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 11<sup>th</sup> Annual General Meeting ("AGM") of RCL RETAIL Limited on Wednesday, September 15, 2021 at 11.00 Hrs (IST) through VC / OAVM.

We were also appointed as Scrutinizer to scrutinize the e-voting at the AGM.

The notice dated July 29, 2021, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories, in compliance with MCA Circular dated January 13, 2021 (read with previous Circulars) and Securities and Exchange Board of India ("SEBI") vide circular dated January 15, 2021 (read with previous circulars)("collectively referred to as Applicable Circulars").

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting and e-voting at the AGM by the Shareholders of the Company.



*P. Mehta*



The period for remote e-voting remained open from September 11, 2021 (10.00 Hrs (IST)) to September 14, 2021 (17.00 Hrs (IST)) as mentioned in the Notice convening AGM.

The Company had provided e-voting facility to the shareholders attended the AGM through VC / OAVM and who had not cast their vote in remote e-voting.

The shareholders of the Company holding shares as on the "cut-off" date i.e. September 8, 2021 were entitled to vote on the resolutions as contained in the Notice of the 11<sup>th</sup> AGM.

As prescribed in Applicable Circulars and in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company released an advertisement, which was published 21 days before the date of the AGM in English in "Trinity Mirror" newspaper and in Tamil in 'Makkal Kurral' newspaper both dated August 21, 2021. The notice published in the newspaper carried the required information as specified in Sub Rule 4(v)(a) to (h) of the said Rule 20.

In addition to sending notice of the AGM to the shareholders through electronic mode, the Company has also made available the full Annual report on the website of the Company viz., [www.rclretail.in](http://www.rclretail.in) besides notice of the AGM made available in the website of CDSL.

After the closure of voting at the AGM, the report on e-voting done at the AGM and the votes cast under remote e-voting facility prior to AGM were unblocked by us at 11:59 A-M. on September 15, 2021 in the presence of Mr. Rathish and Mr. Ravindra who are not in the employment of Company.

Based on the data downloaded from the official website of CDSL, we submit the consolidated report as under on the result of the remote e-voting prior to AGM and E-voting at the AGM in respect of said resolutions;

Item No	Type of Resolution	Subject Matter
1	Ordinary	To consider and adopt the Audited Financial Statement of the Company for the year ended March 31, 2021, together with reports of the Board of Directors and the Auditor thereon.
2	Ordinary	To appoint a director in the place of Mr. Ratanchand Lodha, who retires by rotation, and being eligible, offers himself for re-appointment.

Item No.	Total valid Votes received through			Votes in favour of the resolution		Votes against the resolution	
	Remote E-voting prior to AGM	E-voting during the AGM	Total	No	% of votes	No	% of votes
1	3532991	0	3532991	3532991	100	0	0
2	3532991	0	3532991	3532991	100	0	0

We did not find any invalid votes.



*P. S. S. S.*



All relevant records of e-voting will remain in our custody until the Chairman considers, approves and signs the minutes of the Annual General Meeting and the same shall be handed over thereafter to the Company Secretary of the Company.

Place: Chennai  
Date: 15.09.2021

For A.K.JAIN & ASSOCIATES  
Company Secretaries



*P. Mehta*

PANKAJ MEHTA

Partner

M.No.29407

C.P.No.10598

PR: P2000TN000100

UDIN: A029407C000948974

Witness 1:

*RA*

Name : Mr. Rathish

Address: No.2, Raja Annamalai Road,  
Purasawalkam, Chennai – 600 084

Occ : Service

Witness 2:

*RV*

Name : Mr. Ravindra

Address: No.2, Raja Annamalai Road,  
Purasawalkam, Chennai – 600 084

Occ : Service