

# 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, 2022

BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai 400001

**SCRIP CODE: 534708 BSE COMPANY ID: 10260**  
**ISIN CODE; INE 892L01019 BSE SME PLATFORM**

Dear Sir,

**Sub: RCL RETAIL LIMITED: 12<sup>TH</sup> ANNUAL GENERAL MEETING: SCRUTINIZER'S REPORT OF VOTING RESULTS THEREAT:**

We enclose herewith the Consolidated Scrutinizer's Report dated 15<sup>th</sup> September, 2022, issued by Mr. Pankaj Mehta, M/s. A.K.Jain & Associates, Practicing Company Secretaries, in respect of Remote e-voting and Voting at the 12<sup>th</sup> Annual General Meeting of our Company held on 15<sup>th</sup> September, 2022 (12<sup>th</sup> AGM) by Video conferencing and other Audio visual Means.

Please note that all the resolutions mentioned in the 12<sup>th</sup> AGM notice have been passed by the Shareholders with requisite majority.

This is for your information and record.

Yours faithfully,

**For RCL RETAIL LIMITED**

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

Digitally signed by Ramakrishnan  
K R in PDF format  
DN: cn=Ramakrishnan, o=RCL Retail Limited, ou=RCL Retail Limited, email=ramakrishnan@rclretail.in, c=IN  
Date: 2022.09.15 14:03:45+05'30'



**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 12<sup>th</sup> Annual General Meeting of the Shareholders of **M/s. RCL RETAIL LIMITED**, held on  
Thursday, September 15, 2022 at 12:00 Noon 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 12<sup>th</sup> Annual General Meeting of RCL RETAIL LIMITED held on Thursday, September 15, 2022 at 12:00 Noon (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')**

We, M/s. A K JAIN & ASSOCIATES, Practising Company Secretaries, represented by Mr. PANKAJ MEHTA, Partner, has been appointed as the Scrutinizer by the Board of Directors of M/s. 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 scrutinize the remote e-voting process in respect of the below mentioned resolutions proposed at the 12<sup>th</sup> Annual General Meeting ("AGM") of M/s. RCL RETAIL LIMITED on Thursday, September 15, 2022 at 12.00 Noon (IST) through VC / OAVM.

The notice dated August 1, 2022, as confirmed by the Company was sent to the shareholders through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories, in compliance with MCA Circular dated May 05, 2022 (read with previous Circulars) and Securities and Exchange Board of India ("SEBI") vide circular dated May 13, 2022, (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.

The period for remote e-voting remained open from Sunday, September 11, 2022 (10:00 A.M.) to Wednesday, September 14, 2022 (5:00 P.M.) as mentioned in the Notice convening AGM.

*P. Mehta*



The Company had provided e-voting facility to the shareholders who 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, 2022 were entitled to vote on the resolutions as mentioned in the Notice convening the meeting.

As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company released an advertisement 21 days before the date of the AGM in English language in "Trinity Mirror" newspaper and in Tamil language in 'Mukkal Kural' newspaper both dated Friday, August 19, 2022. 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 13:25 P.M. on September 15, 2022, in the presence of Ms. Hemalatha and Mr. Rathish 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 receive, consider and adopt the Audited Financial Statements for the year ended 31 <sup>st</sup> March, 2022 together with the Reports of Directors and Auditors 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	34,60,991	0	34,60,991	34,06,991	98.44%	54,000	1.56%
2	34,60,991	0	34,60,991	34,06,991	98.44%	54,000	1.56%

We did not find any invalid votes.

The above resolutions have been passed with requisite majority.

*P. n. S.*



All relevant records of e-voting will remain in our safe 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.

For A.K.JAIN & ASSOCIATES  
Company Secretaries

Place: Chennai  
Date: 15.09.2022



*P. Mehta*

PANKAJ MEHTA  
Partner  
M.No.A29407  
C.P.No.10598  
UDIN: A029407D000977332

Witness 1:	Witness 2:
<p><i>Hemalatha</i></p> <p>Name : Ms. Hemalatha Address: No.2, Raja Annamalai Road, Purasawalkam, Chennai – 600 084 Occ : Service</p>	<p><i>RA</i></p> <p>Name : Mr. Rathish Address: No.2, Raja Annamalai Road, Purasawalkam, Chennai – 600 084 Occ : Service</p>