

RISHIROOP
Rishiroop Ltd.

(Formerly Puneet Resins Ltd)

84, Atlanta, Nariman Point

Mumbai 400 021, India

Tel: +91-22-4095 2000

Fax: +91-22-2287 2796

CIN: L25200MH1984PLC03409E

www.rishiroop.in

RL/MUM/AF/29/2019-20

July 23, 2019

BSE Limited
P.J.Towers,
Dalal Street, Fort,
Mumbai - 400 001.

Dear Sirs,

**Sub : 34th Annual General Meeting (AGM) held on July 18, 2019 -
Voting Results pursuant to Regulation 44(3) of SEBI (LODR), 2015 -**

This is further to our letter dated July 19, 2019 submitting the Voting Results pursuant to Reg. 44(3) of SEBI (LODR), 2015. In this regard, we submit revised report containing one correction in respect of resolution no. 5.

As per the report of the Scrutinizer - M/s. Shreyans Jain & Co., Company Secretaries the Ordinary Resolutions as contained in Item Nos. 1 to 4 and the Special Resolutions as contained in Item Nos. 5 to 6 of the Notice of 34th AGM of the Company have been passed with requisite majority.

A copy of the said Report is attached. A copy of the report is being placed on the Company Website i.e. www.rishiroop.in and also on the website of Central Depository Services (India) Limited.

Kindly disseminate the above information on your website.

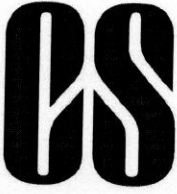
Thanking you,

Yours Sincerely,

For RISHIROOP LIMITED

AGNELO A. FERNANDES
COMPANY SECRETARY





SHREYANS JAIN & CO.

Company Secretaries

Off: 117, Hubtown Solaris, N. S. Phadke Marg, Near East West Flyover,
Andheri (East), Mumbai - 400 069, Maharashtra
Tel: 022 - 268444 95/97 ; email: shreyanscs@gmail.com

CONSOLIDATED REPORT OF THE SCRUTINIZER

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

To,
The Chairman,
Rishiroop Limited
84, Atlanta,
Nariman Point,
Mumbai - 400 021, Maharashtra

I, Shreyans Jain, of Shreyans Jain & Co, Company Secretaries, was appointed by the Board of Directors of **Rishiroop Limited ("Company")** to act as a Scrutinizer for the purpose of scrutinizing the:

- i. Remote e-voting process in terms of 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 (Rules) and
- ii. Voting by Shareholders at the 34th Annual General Meeting held on Thursday, 18th July, 2019 ("AGM")

In a fair and transparent manner for the resolution(s) as contained in the Notice of the said AGM I am pleased to submit my report as under, which is comprehensive and self-explanatory in all respect.

The management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the Rules pertaining to remote e-voting and voting at the venue of AGM on the resolutions contained in the Notice of the AGM. My responsibility as a scrutinizer for the voting process is to make a scrutinizer's report of the total votes cast, votes cast in favour and against including the details of abstain / invalid votes, if any, on the resolutions contained in the Notice of AGM, based on the reports generated from the e-voting platform i.e. <https://www.evotingindia.com> provided by Central Depository Services Limited (hereinafter "CDSL") and on the voting conducted at the venue of AGM.

DISPATCH OF NOTICE CONVENING THE MEETING:

Dispatch of Notice of AGM held on Thursday, 18th July, 2019 along with explanatory statement setting out material facts under Section 102 of the Act to the Members was completed on 18th June, 2019.





SHREYANS JAIN & CO.

Company Secretaries

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Andheri (East), Mumbai - 400 069, Maharashtra

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CUT-OFF DATE:

The Voting rights were reckoned as on Thursday, 11th July, 2019, being the cut-off date for the purpose of ascertaining the entitlement of members for remote e-voting and voting at the Meeting.

REMOTE E-VOTING:

The Company had availed services of CDSL as the agency for providing the remote e-voting platform.

The remote e-voting period commenced on Sunday, 14th July, 2019 at 9:00 a.m. and concluded on Wednesday, 17th July, 2019 at 5:00 p.m. on CDSL's e-voting platform.

VOTING AT THE AGM:

As prescribed under Rules, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the general meeting, the scrutinizer shall have access after closure of period of remote e-voting and before the start of Annual General Meeting, to only such details pertaining to members who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted. Accordingly, CDSL, the e-voting agency provided us with the names, DP ID / Folio numbers and shareholding of the members who had cast their votes through remote e-voting post my validation on the e-voting platform.

• At the Venue

After the announcement of voting by the Chairman, a ballot box kept for voting was locked in my presence.

On completion of voting at the meeting, the ballot box was subsequently unlocked and the ballot papers were serially numbered and diligently scrutinized.

The ballot papers were reconciled with the records maintained by Link Intime India Pvt. Ltd., Registrar and Share Transfer Agent of the Company and authorisations / proxies lodged with the Company.

The ballot papers, which were incomplete and / or otherwise found defective have been treated as invalid and kept separately.

• Remote E-voting

The data pertaining to remote e-voting was unblocked from CDSL's e-voting platform on Thursday, 18th July, 2019 after the conclusion of the AGM in the presence of two witnesses





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viz., Ms. Anchal Agarwal and Ms. Sonali Rudre who are not in the employment of Company and who have signed below in confirmation of the votes being unblocked in their presence.

RESULTS:

The details containing *interalia*, list of Equity Shareholders, who voted "for" or "against" or whose votes were considered as abstain / invalid on each of the resolutions that were put to vote, were generated from the e-voting platform of CDSL, One ballot was found Invalid. Taking into account the report from CDSL and physical voting at the AGM, the consolidated results with respect to each item on the agenda as set out in the Notice of the AGM is enclosed.

Thanking You,
Yours faithfully,

CS Shreyans Jain
Practicing Company Secretary
FCS 8519/ C.P. No. 9801



Date : 22/7/2019

Place : Mumbai

Rishiroop Limited

Resolution Required : (Ordinary)			1 - Adoption of Directors Report, Financial Statements for year ended 31st March, 2019, and the Auditors' Report thereon					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	6839855	5999100	87.7080	5999100	0	100.0000	0.0000
	Poll		840755	12.2920	840755	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6839855	100.0000	6839855	0	100.0000	0.0000
Public Institutions	E-Voting	12700	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2848733	0	0.0000	0	0	0.0000	0.0000
	Poll		7576	0.2659	7576	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7576	0.2659	7576	0	100.0000	0.0000
Total		9701288	6847431	70.5827	6847431	0	100.0000	0.0000

[Handwritten Signature]



Rishiroop Limited

Resolution Required : (Ordinary)		2 - Declaration of dividend on equity shares for financial year 2018-19						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
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	6839855	5999100	87.7080	5999100	0	100.0000	0.0000
	Poll		840755	12.2920	840755	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6839855	100.0000	6839855	0	100.0000	0.0000
Public Institutions	E-Voting	12700	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2848733	0	0.0000	0	0	0.0000	0.0000
	Poll		7576	0.2659	7576	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7576	0.2659	7576	0	100.0000	0.0000
Total		9701288	6847431	70.5827	6847431	0	100.0000	0.0000



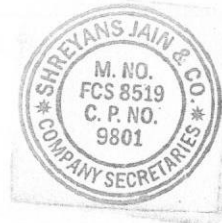
Rishiroop Limited

Resolution Required : (Ordinary)		3 - Reappointment of Mr. Atul R. Shah, Director, who retires by rotation						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
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	6839855	5999100	87.7080	5999100	0	100.0000	0.0000
	Poll		840755	12.2920	840755	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6839855	100.0000	6839855	0	100.0000	0.0000
Public Institutions	E-Voting	12700	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2848733	0	0.0000	0	0	0.0000	0.0000
	Poll		7576	0.2659	7576	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7576	0.2659	7576	0	100.0000	0.0000
Total		9701288	6847431	70.5827	6847431	0	100.0000	0.0000



Rishiroop Limited

Resolution Required : (Ordinary)		4 - Ratification of appointment of M/s. Jayesh Dadia & Associates LLP as Statutory Auditors of the Company						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
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	6839855	5999100	87.7080	5999100	0	100.0000	0.0000
	Poll		840755	12.2920	840755	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6839855	100.0000	6839855	0	100.0000	0.0000
Public Institutions	E-Voting	12700	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2848733	0	0.0000	0	0	0.0000	0.0000
	Poll		7576	0.2659	7576	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7576	0.2659	7576	0	100.0000	0.0000
Total		9701288	6847431	70.5827	6847431	0	100.0000	0.0000



Rishiroop Limited

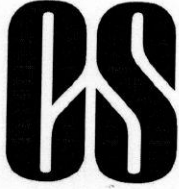
Resolution Required : (Special)		5 - Reappointment of Mr. Aditya A. Kapoor as Managing Director of the Company, and to approve the terms and conditions of his appointment						
Whether promoter/ promoter group are interested in the agenda/resolution?		YES						
Category	Mode of Voting	No. of shares held	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	6839855	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	12700	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2848733	0	0.0000	0	0	0.0000	0.0000
	Poll		7576	0.2659	7576	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7576	0.2659	7576	0	100.0000	0.0000
Total		9701288	7576	0.2659	7576	0	100.0000	0.0000



Rishiroop Limited

Resolution Required : (Special)		6 - Reappointment of Mr. Dilipkumar Premchandbhai Shah as an Independent Non-Executive Director of the Company for a second term of five years						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
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	6839855	5999100	87.7080	5999100	0	100.0000	0.0000
	Poll		840755	12.2920	840755	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6839855	100.0000	6839855	0	100.0000	0.0000
Public Institutions	E-Voting	12700	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2848733	0	0.0000	0	0	0.0000	0.0000
	Poll		7576	0.2659	7576	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7576	0.2659	7576	0	100.0000	0.0000
Total		9701288	6847431	70.5827	6847431	0	100.0000	0.0000





SHREYANS JAIN & CO.

Company Secretaries

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Andheri (East), Mumbai - 400 069, Maharashtra

Tel: 022 - 268444 95/97 ; email: shreyanscs@gmail.com

RECOMMENDATION:

- Based on the aforesaid results, the Ordinary Resolutions as contained in Item No. 1 to 4 and the Special Resolutions as contained in Item No.5 to 6 of the Notice have been passed with requisite majority.

Thanking You,
Yours faithfully,

CS Shreyans Jain
Practicing Company Secretary
FCS 8519 / C.P. No. 9801



We, the undersigned witnesses, confirm that the votes were unblocked from remote e-voting platform of CDSL in our presence on Thursday 18th July, 2019 after the conclusion of the AGM.

(Ms. Anchal Agarwal)

(Ms. Sonali Rudre)