



**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: L25200MH1984PLC034093  
[www.rishiroop.in](http://www.rishiroop.in)

RL/MUM/AF/AGM/2018-19

September 11, 2018

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

Dear Sirs,

**Sub : 33<sup>rd</sup> Annual General Meeting (AGM) held on September 10, 2018 -  
Voting Results pursuant to Regulation 44(3) of SEBI (LODR), 2015 -**

Further to our letter dated September 11, 2018, giving the summary of proceedings of the 33<sup>rd</sup> AGM of the Company held on September 10, 2018, we write to inform that the Company has now received the consolidated report of the Scrutinizer in respect of the remote e-voting and Poll conducted at the Annual General Meeting held on September 10, 2018.

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 33<sup>rd</sup> 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](http://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](mailto: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") as 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 33<sup>rd</sup> Annual General Meeting held on Monday, 10<sup>th</sup> September, 2018 ("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 Monday, 10<sup>th</sup> September, 2018 along with explanatory statement setting out material facts under Section 102 of the Act to the Members was completed on 7<sup>th</sup> August, 2018.



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# SHREYANS JAIN & CO.

Company Secretaries

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## CUT-OFF DATE:

The Voting rights were reckoned as on Monday, 3<sup>rd</sup> September, 2018, 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 Thursday, 6<sup>th</sup> September, 2018 at 9:00 a.m. and concluded on Sunday, 9<sup>th</sup> September, 2018 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 Monday, 10<sup>th</sup> September, 2018 after the conclusion of the AGM in the presence of two witnesses viz., Mr. Vishal Dhanak and Ms. Sonali Rudre who are not in the employment of



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## 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

Date: 11/9/2018  
Place: Mumbai

We, the undersigned witnesses, confirm that the votes were unblocked from remote e-voting platform of CDSL in our presence on Monday 10<sup>th</sup> September, 2018 after the conclusion of the AGM.

(Mr. Vishal Dhanak)

(Ms. Sonali Rudre)



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**SHREYANS JAIN & CO.**  
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ITEM No. 1									
Resolution required: (Ordinary Resolution)									
Adoption of Audited financial statements for the year ended 31st March, 2018 and the Reports of Directors & Auditors thereon									
MODE OF VOTING	VALID VOTES						INVALID VOTES / ABSTAIN		
	VOTING IN FAVOUR (ASSENT)			VOTED AGAINST (DISSENT)					
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	
REMOTE E-VOTING	8	5,990,512	100.00%	0	0	0.00%	0	0	0
VOTING AT AGM	20	842,169	100.00%	0	0	0.00%	1	1	10
<b>TOTAL</b>	<b>28</b>	<b>6,832,681</b>	<b>100.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>1</b>	<b>1</b>	<b>10</b>

  

ITEM No. 2									
Resolution required: (Ordinary Resolution)									
Declaration of Dividend on Equity Shares									
MODE OF VOTING	VALID VOTES						INVALID VOTES / ABSTAIN		
	VOTING IN FAVOUR (ASSENT)			VOTED AGAINST (DISSENT)					
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	
REMOTE E-VOTING	8	5,990,512	100.00%	0	0	0.00%	0	0	0
VOTING AT AGM	20	842,169	100.00%	0	0	0.00%	1	1	10
<b>TOTAL</b>	<b>28</b>	<b>6,832,681</b>	<b>100.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>1</b>	<b>1</b>	<b>10</b>

  

ITEM No. 3									
Resolution required: (Ordinary Resolution)									
Reappointment of Mr. Arvind M. Kapoor who retires by rotation									
MODE OF VOTING	VALID VOTES						INVALID VOTES / ABSTAIN		
	VOTING IN FAVOUR (ASSENT)			VOTED AGAINST (DISSENT)					
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	
REMOTE E-VOTING	8	5,990,512	100.00%	0	0	0.00%	0	0	0
VOTING AT AGM	20	842,169	100.00%	0	0	0.00%	1	1	10
<b>TOTAL</b>	<b>28</b>	<b>6,832,681</b>	<b>100.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>1</b>	<b>1</b>	<b>10</b>



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ITEM No. 4								
Resolution required: Ratification of M/s. Jagesh Dada & Associates LLP as Statutory Auditors								
MODE OF VOTING	VALID VOTES						INVALID VOTES / ABSTAIN	
	VOTING IN FAVOUR (ASSENT)			VOTED AGAINST (DISSENT)			No. of Ballots	No. of Votes Cast
No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots		
REMOTE E-VOTING	8	5,990,512	100.00%	0	0	0.00%	0	0
VOTING AT AGM	20	842,109	100.00%	0	0	0.00%	1	10
<b>TOTAL</b>	<b>28</b>	<b>6,832,621</b>	<b>100.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>1</b>	<b>10</b>

ITEM No. 5								
Resolution required: Confirmation of Appointment of Mr. Hamant D. Vakil as Independent Director								
MODE OF VOTING	VALID VOTES						INVALID VOTES / ABSTAIN	
	VOTING IN FAVOUR (ASSENT)			VOTED AGAINST (DISSENT)			No. of Ballots	No. of Votes Cast
No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots		
REMOTE E-VOTING	8	5,990,512	100.00%	0	0	0.00%	0	0
VOTING AT AGM	20	842,109	100.00%	0	0	0.00%	1	10
<b>TOTAL</b>	<b>28</b>	<b>6,832,621</b>	<b>100.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>1</b>	<b>10</b>

ITEM No. 6								
Resolution required: Payment of Remuneration to Non-Executive Directors								
MODE OF VOTING	VALID VOTES						INVALID VOTES / ABSTAIN	
	VOTING IN FAVOUR (ASSENT)			VOTED AGAINST (DISSENT)			No. of Ballots	No. of Votes Cast
No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots		
REMOTE E-VOTING	8	5,990,512	100.00%	0	0	0.00%	0	0
VOTING AT AGM	20	842,109	100.00%	0	0	0.00%	1	10
<b>TOTAL</b>	<b>28</b>	<b>6,832,621</b>	<b>100.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>1</b>	<b>10</b>



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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. 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: 11/9/2018  
Place: Mumbai

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**OUTCOME OF VOTING AT THE ANNUAL GENERAL MEETING**

**(AS PER REG. 44(3) OF SEBI (LODR) REGULATIONS, 2015)**

Particulars	Details
Date of AGM/EGM	Annual General Meeting of the Company was held on Monday, September 10, 2018
Total Number of Shareholders on the record date	3743 Shareholders on the cut-off date - Monday, September 3, 2018
No. of Shareholders present in the meeting either in person or through proxy :	28
Promoters and Promoter Group:	9
Public :	19
No. of Shareholders attended the meeting through Video Conferencing :	Nil
Promoters and Promoter Group:	Nil
Public :	Nil

