

**RISHIROOP**

Rishiroop Ltd.

1005 The Summit Business Park  
Andheri Kurla Road, Andheri (E)  
Mumbai 400 093, India  
Tel: +91-22-4095 2000  
CIN: L25200MH1984PLC034093  
[www.rishiroop.in](http://www.rishiroop.in)

RL/MUM/AF/50/2024-25

March 31, 2025

Department of Corporate Services  
BSE Ltd,  
P.J.Towers, Dalal Street,  
Fort, Mumbai - 400 001

**Ref.: BSE Scrip Code No. 526492: ISIN INE582D01013**

**Sub: Postal Ballot - Voting Results pursuant to Regulation 44(3) of SEBI (LODR), 2015**

Dear Sirs,

This is further to our letter dated February 27, 2025 in respect of Postal Ballot Notice dated February 12, 2025 seeking approval of members of the Company by way of a special resolution for the re-appointment of Mr. Aditya Arvind Kapoor (DIN 00003019) as Managing Director of the Company for a period of three years effective from April 1, 2025.

Relevant details of the Postal Ballot given hereunder:

|  |                                  |
|--|----------------------------------|
| <b>Date of Postal Ballot Notice</b>  | February 12, 2025                |
| <b>Total Number of members on the cut-off date i.e. February 21, 2025</b>            | 6108                             |
| <b>E-Voting start date and time</b>  | 9.00 am IST on March 1, 2025     |
| <b>E-Voting end date and time</b>  | 5.00 pm IST on March 30, 2025    |
| <b>No. of Shareholders present in the meeting either in person or through proxy:</b> | Not Applicable                   |
| <b>Promoters and Promoter Group:<br/>Public :</b>                                    | Not Applicable<br>Not Applicable |
| <b>No. of Shareholders attended the meeting through Video Conferencing :</b>         | Not Applicable                   |
| <b>Promoters and Promoter Group:<br/>Public :</b>                                    | Not Applicable<br>Not Applicable |

The e-Voting concluded on March 30, 2025 at 5.00 pm. and we have now received the report of the Scrutinizer appointed for the Postal Ballot viz. M/s. Shreyans Jain & Co.

As per the report dated March 31, 2025 of the Scrutinizer, the Special Resolution contained in Postal Ballot Notice dated February 12, 2025 has been passed with requisite majority.

The e-Voting Results and Scrutinizer 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 the e-Voting Service Provider viz. National Securities Depository Limited.

Kindly disseminate the above information on your website.

Thanking you,

Yours sincerely,

For RISHIROOP LIMITED

AGNELO A. FERNANDES  
COMPANY SECRETARY

Encl: as above

### Resolution (1)

| Resolution required: (Ordinary / Special)                                |                               | Special   |                     |                          |                                    |                                      |  |                                      |                                    |
|--|-------------------------------|---|---------------------|--------------------------|------------------------------------|--------------------------------------|--|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution? |                               | No  |                     |                          |                                    |                                      |  |                                      |                                    |
| Description of resolution considered                                     |                               | Reappointment of Mr. Aditya A. Kapoor (DIN: 00003019) as Managing Director of the Company |                     |                          |                                    |                                      |  |                                      |                                    |
| Category   | Mode of voting                | No. of shares held  | No. of votes polled | No. of votes – in favour | No. of votes – against             | % of votes in favour on votes polled | % of Votes against on outstanding shares | % of votes in favour on votes polled | % of Votes against on votes polled |
|  |                               | (1)   | (2)                 | (4)                      | (5)                                | (6)=[(4)/(2)]*100                    | (3)=[(2)/(1)]*100                        | (7)=[(5)/(2)]*100                    |                                    |
| Promoter and Promoter Group  | E-Voting                      |   |                     |                          |                                    |                                      |  |                                      |                                    |
|  | Poll                          | 6727171   |                     |                          |                                    |                                      |  |                                      |                                    |
|  | Postal Ballot (if applicable) |   | 6721500             | 6721500                  | 0                                  | 100.0000                             | 99.9157                                  | 100.0000                             | 0.0000                             |
|  | <b>Total</b>                  | 6727171   | 6721500             | 6721500                  | 0                                  | 100.0000                             | 99.9157                                  | 100.0000                             | 0.0000                             |
| Public- Institutions   | E-Voting                      |   |                     |                          |                                    |                                      |  |                                      |                                    |
|  | Poll                          | 1000  |                     |                          |                                    |                                      |  |                                      |                                    |
|  | Postal Ballot (if applicable) |   | 0                   | 0                        | 0                                  | 0                                    | 0.0000                                   | 0                                    | 0                                  |
|  | <b>Total</b>                  | 1000  | 0                   | 0                        | 0                                  | 0.0000                               | 0.0000                                   | 0                                    | 0.0000                             |
| Public- Non Institutions   | E-Voting                      |   |                     |                          |                                    |                                      |  |                                      |                                    |
|  | Poll                          | 2435432   |                     |                          |                                    |                                      |  |                                      |                                    |
|  | Postal Ballot (if applicable) |   | 6999                | 3776                     | 3223                               | 53.9506                              | 0.2874                                   | 3776                                 | 46.0494                            |
|  | <b>Total</b>                  | 2435432   | 6999                | 3776                     | 3223                               | 53.9506                              | 0.2874                                   | 3776                                 | 46.0494                            |
| <b>Total</b>   |                               | 9163603   | 6728499             | 6725276                  | 3223                               | 99.9521                              | 73.4263                                  | 6725276                              | 0.0479                             |
|  |                               |   |                     |                          | Whether resolution is Pass or Not. |                                      |  |                                      |                                    |
|  |                               |   |                     |                          | Yes                                |                                      |  |                                      |                                    |



# Shreyans Jain & Co.

Company Secretaries

Off: 603, Ashok Heights, Opp. Saraswati Apartments, Near Nicco Circle,  
Niklaswadi Road, Gundavali, Andheri (E), Mumbai - 400069, Maharashtra.  
Tel: 022 - 4600 2079; Web: [www.sjcoocs.com](http://www.sjcoocs.com) ; email: [shreyanscs@gmail.com](mailto:shreyanscs@gmail.com)

## REPORT OF THE SCRUTINIZER

[Pursuant to Sections 110, 108 of the Companies Act, 2013 read with Rules 20 and 22 of the  
Companies  
(Management and Administration) Rules, 2014 as amended from time to time]

To,  
The Chairman,  
Rishiroop Limited,  
W- 75 (A), & W- 76(A), Nashik Industrial Estate,  
Satpur, Nasik - 420007,  
Maharashtra, India

Dear Sir,

I, Shreyans Jain, proprietor of Shreyans Jain & Co, Company Secretaries (Membership Number: FCS 8519), was appointed as Scrutinizer by the Board of Directors of **Rishiroop Limited** ("Company") for Scrutinizing Postal Ballot which was conducted only through electronic means in respect of the resolutions contained in the Notice of Postal Ballot dated 12<sup>th</sup> February, 2025 in a fair and transparent manner and for ascertaining the requisite majority for the resolutions proposed to be passed with respect to the provisions of Sections 108 and 110 of the Companies Act, 2013 ('the Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended) and in terms of the General Circular No. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 03/2022, 11/2022, 09/2023, 09/2024 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 15<sup>th</sup> June, 2020, 28<sup>th</sup> September, 2020, 31<sup>st</sup> December, 2020, 23<sup>rd</sup> June, 2021, 8<sup>th</sup> December, 2021, 5<sup>th</sup> May, 2022, 28<sup>th</sup> December, 2022, 25<sup>th</sup> September, 2023 and September 19, 2024, respectively issued by the Ministry of Corporate Affairs (MCA) (hereinafter collectively referred to as "MCA Circulars"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and to submit our report thereon to the Company on the resolutions as set out in the Notice of Postal Ballot (hereinafter referred to as "Notice").

### MANAGEMENT'S RESPONSIBILITY:

1. The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder; including MCA Circulars and Listing Regulations pertaining to postal ballot / remote e-voting conducted through electronic means on the resolutions contained in the Notice.





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### CUT-OFF DATE:

2. Pursuant to the MCA Circulars, the Members of the Company holding Equity Shares as on Friday, 21<sup>st</sup> February, 2025, being the cut-off date were entitled to vote on the proposed Resolutions as set out in the Notice through remote e-voting only.
3. Pursuant to the provisions of the Act and MCA Circulars, the Company has sent Notice to its Members whose name appeared in the Register of Members / List of Beneficial Owners as received from Depositories as on the cut-off date i.e., 21<sup>st</sup> February, 2025 and whose e-mail IDs were available with the Company / RTA / Depositories, through electronic means only. In accordance with the MCA Circulars, no physical copy of the Notice, postal ballot form and pre-paid business reply envelope was dispatched to the Members. Also, the Company was not required to provide the facility of voting through physical postal ballot. Therefore, the voting done through remote e-voting only was considered for this report.

### REMOTE E-VOTING:

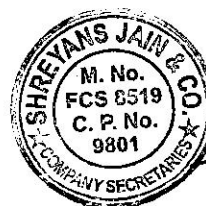
4. The Company has engaged services of National Securities Depository Limited ("NSDL") as the Agency for providing the facility of remote e-voting to the Members of the Company.
5. The remote e-voting period commenced on Saturday, 1<sup>st</sup> March, 2025 at 9:00 a.m. I.S.T. and concluded on Sunday, 30<sup>th</sup> March, 2025 at 5:00 p.m. I.S.T. on NSDL's e-voting platform.

### SCRUTINIZER'S RESPONSIBILITY:

6. My responsibility as a scrutinizer is restricted to make Scrutinizer's report of the total votes cast in "favour" and "against" including the details of invalid votes, if any, on the resolutions stated in the Notice.

### ADVERTISEMENT:

7. As stated in sub-rule 3 of Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended from time-to-time, public notices were published by the Company in Business Standard ('English Language') and in Mumbai Lakshadeep ('Marathi Newspaper') on 28<sup>th</sup> February, 2025 informing about the completion of dispatch of the Notice to its Members through electronic means.
8. I monitored the process of electronic voting (i.e. remote e-voting) through the scrutinizer's secured link provided by NSDL through its designated platform.
9. After completion of remote e-voting, votes cast by the Members, were unblocked by me in the presence of two witnesses, CS Sandeep Jha and Mr. Dewashish Newaskar who are not in the employment of the Company.
10. The remote e-voting report downloaded from the website of NSDL has been kept separately for the purpose of postal ballot



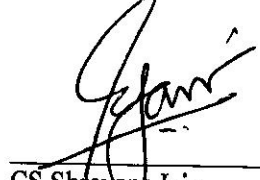


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11. The detailed result of the postal ballot (through remote e-voting) is annexed herewith as **Annexure - A**.
12. The combined list of Members who voted "FOR / AGAINST / INVALID" for the resolutions through remote e-voting process will be handed over to the Chairman or Company Secretary of the Company, authorised on this behalf.
13. Based on such results, I hereby certify that the resolutions set out in the Notice have been approved and passed by the requisite consent of the Members and accordingly, I request the Company to announce the voting results.
14. The resolution specified in the Notice are deemed to be passed on the last date of remote e-voting i.e., Sunday, 30<sup>th</sup> March, 2025.


  
CS Shreyans Jain  
Scrutinizer  
Practicing Company Secretary  
FCS 8519 / C.P. No. 9801  
UDIN: F008519F004182029




For and on behalf of Rishiroop Limited  
Mr. Arvind M. Kapoor  
Chairman

Place: Mumbai  
Date: 31/3/2025

We the undersigned witnessed that the votes were unblocked from the e-voting platform of NSDL in our presence of

  
CS Sandeep Jha

  
Mr. Dewashish Newaskar



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## ANNEXURE - A

### RESULT OF THE POSTAL BALLOT

I. Re-appointment of Mr. Aditya A. Kapoor (DIN:00003019) as Managing Director of the Company: (Special Resolution)

a. Votes in favour of the resolution:

| Manner of Voting | Number of members voted | No. of votes cast by Members | % of Total number of votes casted |
|------------------|-------------------------|------------------------------|-----------------------------------|
| Remote E-voting  | 42                      | 67,25,276                    | 99.9521 %                         |
| <b>TOTAL</b>     | <b>42</b>               | <b>67,25,276</b>             | <b>99.9521 %</b>                  |

b. Voting against the resolution:

| Manner of Voting | Number of members voted | No. of votes cast by Members | % of Total number of votes casted |
|------------------|-------------------------|------------------------------|-----------------------------------|
| Remote E-voting  | 4                       | 3,223                        | 0.0479 %                          |
| <b>TOTAL</b>     | <b>4</b>                | <b>3,223</b>                 | <b>0.0479 %</b>                   |

c. Invalid Votes:

| Manner of Voting | Number of members who voted (whose votes were declared Invalid) | No. of votes cast by Members |
|------------------|---|------------------------------|
| Remote E-voting  | 0   | 0                            |
| <b>TOTAL</b>     | <b>0</b>  | <b>0</b>                     |

Based on the aforesaid result, we report that the **Special Resolution** as contained in the Notice of Postal Ballot dated 12<sup>th</sup> February, 2025, have been passed with **requisite majority**.

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