



## REPORT OF SCRUTINIZER

*[Pursuant to section 108 and 109 of the Companies Act, 2013 and rule 20 and rule 21 of the Companies (Management and Administration) Rules, 2014]*

To,  
The Chairman  
Shri Nitin Kamalkishore Gujral

**Royal India Corporation Limited,**  
3501 Floor -35 Vertu Tower, Katrak Road,  
Wadala Market, Wadala, Mumbai, Maharashtra, India, 400031

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting and voting by poll at Annual General Meeting of the equity shareholders of Royal India Corporation Limited held on Friday, 05<sup>th</sup> September, 2025 at 11.45 A.M. at Ground Floor, Runanubandh Hall, Yashwantrao Chavan Centre, Gen. Jagannathrao Bhosale Marg, Nariman Point, Mumbai- 400021.**

I, Kaushal Doshi, of M/s. Kaushal Doshi & Associates, Practicing Company Secretary, was appointed by the Board of Directors of **Royal India Corporation Limited** as Scrutinizer vide resolution dated 08<sup>th</sup> August, 2025 pursuant to Section 108 and 109 of the Companies Act, 2013 read with rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, to conduct the remote electronic voting process and to scrutinize the physical ballot forms received from the Equity shareholders in respect of the below mentioned resolutions, at the Annual General Meeting of the Shareholders of company held on Friday, 05<sup>th</sup> September, 2025 at 11.45 a.m. for which I submit my report as under:

1. The Company had availed the remote e-voting facility provided by National Securities Depository Limited ('NSDL') for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commence from Tuesday, 02<sup>nd</sup> September, 2025 (09.00 a.m.) and end on Thursday, 04<sup>th</sup> September, 2025 (5.00 p.m.) both days inclusive.
2. The shareholders holding shares as on "cut off" date, i.e. Friday, 29<sup>th</sup> August, 2025, were entitled to vote on the proposed resolutions.
3. After the closing of the poll as announced by the Chairman, ballot box kept for polling was locked in our presence with due identification marks placed by me.
4. The locked ballot box was subsequently opened by me in the presence of two witnesses, Ms. Kiran Rajgor and Mr. Jaiprakash Thakur who are not in employment of the Company and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents/ the Company and the authorizations / proxies lodged with the Company.
5. I did not find any ballot paper which was incomplete, invalid and/or defective.

6. My responsibility as a scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the annual general meeting conducted in a fair and transparent manner and render a consolidated report of the total votes cast in favour and against on the resolutions, based on the reports generated from the remote e-voting system provided by National Securities Depository Limited ('NSDL') and the report generated from voting by use of ballots at the meeting.
7. The Consolidated result of the Ballot held at the aforesaid annual general meeting as well as remote e-voting is as under:

**ORDINARY BUSINESS:**

**Resolution 1: Ordinary Resolution:**

**To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2025 the Reports of the Board of Directors and Auditors thereon:**

**(i) Votes in favour of the resolution:**

| Type of Voting | Number of members present and voting (in person or by proxy) | Number of votes cast | % of total number of valid votes cast |
|----------------|--|----------------------|---------------------------------------|
| E-voting       | 74   | 21768018             | 48.13                                 |
| Ballot         | 17   | 23450089             | 51.85                                 |
| <b>Total</b>   | <b>91</b>  | <b>45218107</b>      | <b>99.98</b>                          |

**(ii) Votes against the resolution:**

| Type of Voting | Number of members present and voting (in person or by proxy) | Number of votes cast | % of total number of valid votes cast |
|----------------|--|----------------------|---------------------------------------|
| E-voting       | 3  | 10200                | 0.02                                  |
| Ballot         | --   | --                   | --                                    |
| <b>Total</b>   | <b>3</b>   | <b>10200</b>         | <b>0.02</b>                           |

**(iii) Invalid from Voting:**

| Type of Voting | Number of members present and voting (in person or by proxy) | Number of votes cast |
|----------------|--|----------------------|
| E-voting       | --   | --                   |
| Ballot         | --   | --                   |
| <b>Total</b>   | <b>--</b>  | <b>--</b>            |

**Resolution 2: Ordinary Resolution:**

**\*To appoint a director in place of Mr. Ajay Rajawat (DIN: 08702574) who retires by Rotation and being eligible, offers his candidature for re-election:**

**(i) Votes in favour of the resolution:**

| Type of Voting | Number of members present and voting (in person or by proxy) | Number of votes cast | % of total number of valid votes cast |
|----------------|--|----------------------|---------------------------------------|
| E-voting       | 74   | 21768018             | 48.13                                 |
| Ballot         | 17   | 23450089             | 51.85                                 |
| <b>Total</b>   | <b>91</b>  | <b>45218107</b>      | <b>99.98</b>                          |

**(ii) Votes against the resolution:**

| Type of Voting | Number of members present and voting (in person or by proxy) | Number of votes cast | % of total number of valid votes cast |
|----------------|--|----------------------|---------------------------------------|
| E-voting       | 3  | 10200                | 0.02                                  |
| Ballot         | --   | --                   | --                                    |
| <b>Total</b>   | <b>3</b>   | <b>10200</b>         | <b>0.02</b>                           |

**(iii) Invalid from Voting:**

| Type of Voting | Number of members present and voting (in person or by proxy) | Number of votes cast |
|----------------|--|----------------------|
| E-voting       | --   | --                   |
| Ballot         | --   | --                   |
| <b>Total</b>   | <b>--</b>  | <b>--</b>            |

**SPECIAL BUSINESS:****Resolution 3: Ordinary Resolution:**

**Appointment of M/s. Mayank Arora & Co. Practicing Company Secretaries (having Membership No. F10378 and COP No. 13609) as Secretarial Auditors of the Company:**

**(i) Votes in favour of the resolution:**

| Type of Voting | Number of members present and voting (in person or by proxy) | Number of votes cast | % of total number of valid votes cast |
|----------------|--|----------------------|---------------------------------------|
| E-voting       | 74   | 21768018             | 48.13                                 |
| Ballot         | 17   | 23450089             | 51.85                                 |
| <b>Total</b>   | <b>91</b>  | <b>45218107</b>      | <b>99.98</b>                          |

**(ii) Votes against the resolution:**

| Type of Voting | Number of members present and voting (in person or by proxy) | Number of votes cast | % of total number of valid votes cast |
|----------------|--|----------------------|---------------------------------------|
| E-voting       | 3  | 10200                | 0.02                                  |
| Ballot         | --   | --                   | --                                    |
| <b>Total</b>   | <b>3</b>   | <b>10200</b>         | <b>0.02</b>                           |

**(iii) Invalid from Voting:**

| Type of Voting | Number of members present and voting (in person or by proxy) | Number of votes cast |
|----------------|--|----------------------|
| E-voting       | --   | --                   |
| Ballot         | --   | --                   |
| <b>Total</b>   | <b>--</b>  | <b>--</b>            |

**Resolution 4: Ordinary Resolution:**

**Cancellation of Earlier Resolution for Increase of Authorized Share Capital of the Company and consequential amendment in the Memorandum of Association of the Company:**

**(i) Votes in favour of the resolution:**

| Type of Voting | Number of members present and voting (in person or by proxy) | Number of votes cast | % of total number of valid votes cast |
|----------------|--|----------------------|---------------------------------------|
| E-voting       | 74   | 21768018             | 48.13                                 |
| Ballot         | 17   | 23450089             | 51.85                                 |
| <b>Total</b>   | <b>91</b>  | <b>45218107</b>      | <b>99.98</b>                          |

**(ii) Votes against the resolution:**

| Type of Voting | Number of members present and voting (in person or by proxy) | Number of votes cast | % of total number of valid votes cast |
|----------------|--|----------------------|---------------------------------------|
| E-voting       | 3  | 10200                | 0.02                                  |
| Ballot         | --   | --                   | --                                    |
| <b>Total</b>   | <b>3</b>   | <b>10200</b>         | <b>0.02</b>                           |

**(iii) Invalid from Voting:**

| Type of Voting | Number of members present and voting (in person or by proxy) | Number of votes cast |
|----------------|--|----------------------|
| E-voting       | --   | --                   |
| Ballot         | --   | --                   |
| <b>Total</b>   | --   | --                   |

**Resolution 5: Special Resolution:**

**Appointment of Mr. Raja Kantilal Minesh (DIN: 11141383) as an Independent Director of the Company:**

**(i) Votes in favour of the resolution:**

| Type of Voting | Number of members present and voting (in person or by proxy) | Number of votes cast | % of total number of valid votes cast |
|----------------|--|----------------------|---------------------------------------|
| E-voting       | 74   | 21768018             | 48.13                                 |
| Ballot         | 17   | 23450089             | 51.85                                 |
| <b>Total</b>   | <b>91</b>  | <b>45218107</b>      | <b>99.98</b>                          |

**(ii) Votes against the resolution:**

| Type of Voting | Number of members present and voting (in person or by proxy) | Number of votes cast | % of total number of valid votes cast |
|----------------|--|----------------------|---------------------------------------|
| E-voting       | 3  | 10200                | 0.02                                  |
| Ballot         | --   | --                   | --                                    |
| <b>Total</b>   | <b>3</b>   | <b>10200</b>         | <b>0.02</b>                           |

**(iii) Invalid from Voting:**

| Type of Voting | Number of members present and voting (in person or by proxy) | Number of votes cast |
|----------------|--|----------------------|
| E-voting       | --   | --                   |
| Ballot         | --   | --                   |
| <b>Total</b>   | <b>--</b>  | <b>--</b>            |

9. A list of equity shareholders who voted “FOR”, “AGAINST” and those whose votes were declared invalid for each resolution is enclosed by way of electronic media.
10. The ballot papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

**Based on the above results of e-voting, I report that all the above Five (5) Resolutions have been passed by the shareholders with the requisite majority.**

Thanking you,  
Yours faithfully,

**For Kaushal Doshi & Associates**  
Practicing Company Secretary

**Kaushal Doshi**  
Proprietor  
**COP: 13143 / FCS: 10609**  
**PR Number: 6946/2025**  
**UDIN: F010609G001183770**

Place: Mumbai  
Date: 05.09.2025

**Countersigned by Chairman**

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# **Kaushal Doshi & Associates**

**Practicing Company Secretary**

A/39, Ashok Samrat, Daftary Road, Malad (E), Mumbai – 400 097

Mobile No.: +91-9892 368 648/8879061581

Email : [doshikaushal20@gmail.com](mailto:doshikaushal20@gmail.com)



To,  
The Chairman  
Shri Nitin Kamalkishore Gujral,

**Royal India Corporation Limited,**  
3501 Floor -35 Vertu Tower, Katrak Road,  
Wadala Market, Wadala, Maharashtra, India, 400031

Sub: Summary of the Results of the Voting on the resolutions (including remote e-voting and Ballot at AGM) passed at the Annual General Meeting of Royal India Corporation Limited held on Friday, 05<sup>th</sup> September, 2025.

| <b>Item no. of Notice</b> | <b>Votes in favour of the resolution</b> |              |                              | <b>Votes against the resolution</b> |              |                              |
|---------------------------|--|--------------|------------------------------|-------------------------------------|--------------|------------------------------|
|                           | <b>Numbers</b>                           |              | <b>% of total votes cast</b> | <b>Numbers</b>                      |              | <b>% of total votes cast</b> |
|                           | <b>Persons</b>                           | <b>Votes</b> |                              | <b>Persons</b>                      | <b>Votes</b> |                              |
| 1                         | 91                                       | 45218107     | 99.98                        | 3                                   | 10200        | 0.02                         |
| *2                        | 91                                       | 45218107     | 99.98                        | 3                                   | 10200        | 0.02                         |
| 3                         | 91                                       | 45218107     | 99.98                        | 3                                   | 10200        | 0.02                         |
| 4                         | 91                                       | 45218107     | 99.98                        | 3                                   | 10200        | 0.02                         |
| 5                         | 91                                       | 45218107     | 99.98                        | 3                                   | 10200        | 0.02                         |

Thanking you,  
Yours faithfully,

**For Kaushal Doshi & Associates**  
Practicing Company Secretary

**Kaushal Doshi**  
Proprietor  
**COP: 13143/ FCS: 10609**  
**PR Number: 6946/2025**  
**UDIN: F010609G001183770**

Place: Mumbai  
Date: 05.09.2025

**Countersigned by Chairman**