

March 28, 2018

To
General Manager
Listing Operations
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400001

Dear Sir,

Subject: Disclosure of events pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015

This is to inform you that meeting of the Board of Directors of the Company was held on 28.03.2018 at the registered office of the Company to consider and declare the result of voting by Postal Ballot (including e-voting) based on the report submitted by the Scrutinizer.

Based on Scrutinizer's Report, the Chairman declared the result and announced that the following resolutions have been passed by the members of the Company with requisite majority:

S. No.	Details of Resolution	Type of Resolution	Status
1	Increase in Authorised Share Capital and Alteration of the Capital Clause in the Memorandum of Association	Ordinary Resolution	Passed with requisite majority
2	Issue and Allotment of Compulsorily Convertible Debentures and Equity Shares arising on conversion of Compulsorily Convertible Debentures	Special Resolution	Passed with requisite majority

Please find herewith the Scrutinizer's Report dated 28.03.2018 for your reference and records. Also the Scrutinizer's Report is available on the Company's Website viz. www.rciind.com.

You are requested to kindly take the above documents on record.

Thanking You

Yours Faithfully
For **RCI Industries & Technologies Limited**


Abhishek Kedia
Company Secretary & Compliance Officer
M. No. A33537



Works:

Plot No 84-85, HPSIDC Industrial Area, Baddi,
District Solan, Himachal Pradesh-173205 (INDIA)Khasra No. 377/175 & 378/175, Village Rakh Ram Singh,
Tehsil - Nalagarh, District Solan, Himachal Pradesh-174101 (INDIA)

KIRAN & ASSOCIATES

Company Secretaries

E-Mail: cskiranaswal@gmail.com

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Scrutinizer's Report

28th March, 2018

To

The Chairman

RCI Industries & Technologies Limited

B-97, All Heavens Building, Wazirpur

Ring Road, Delhi-110052

Scrutinizer's Report on e-voting and Postal Ballot voting conducted pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014

Dear Sir,

I, Kiran, Proprietor of Kiran & Associates, Practising Company Secretary (M.No. A37306, COP: 14168) have been appointed by the Board of Directors of **RCI Industries & Technologies Limited** ("the Company") to act as the Scrutinizer for the purpose of receiving, processing & Scrutinizing the remote e-voting and Postal Ballot process in a fair and transparent manner pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 ("the Act") read with Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the below mentioned resolutions, hereby submit my report as under:

Serial No.	Particulars	Nature of Resolutions
1.	Increase in Authorised Share Capital and Alteration of the Capital Clause in the Memorandum of Association	Ordinary Resolution
2.	Issue and Allotment of Compulsorily Convertible Debentures and Equity Shares arising on conversion of Compulsorily Convertible Debentures	Special Resolution

Off. Add: 651, Sector 13, Vasundhara Ghaziabad, Delhi NCR-201012



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To enable wider participation of Shareholders of the Company pursuant to the provisions of Section-108 of Companies Act, 2013 read with Rule-20 of the Companies (Management & Administration) Rules, 2014 & pursuant to Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company has provided remote e-voting facility to its Shareholders in respect of the Shareholders Resolution to be passed through Postal Ballot.

Accordingly, the Company has made necessary arrangements with the NSDL (National Securities Depository Limited) for providing the Remote E-voting Facility as an alternative to its members to exercise their votes. Further necessary Instructions were duly mentioned in the Postal Ballot Notice dated 22nd February, 2018, sent to the Shareholders on their registered E-mail Ids & also dispatched by Courier to their registered addresses.

The Company completed the dispatch of Postal Ballot Notice on 25th February, 2018 alongwith Postal Ballot Forms and Self-addressed postage prepaid reply envelope to its members, whose names appeared in the Register of Members/list of beneficial Owners dated 16th February, 2018.

The Shareholders holding Shares as on the Cut- Off date i.e. 16th February, 2018 were entitled to vote on the proposed resolutions as set out in the Notice of Postal Ballot dated 22nd February, 2018 of the Company.

The E-voting had commenced on Monday, the 26th day of February, 2018 & ended on Tuesday, the 27th day of March, 2018. No votes received after the last date i.e. 27th March, 2018 were considered under this Report.

All Postal Ballots received physically or votes casted electronically through <https://www.evoting.nsdl.com/> upto the close of working hours i.e. 5.00 P.M. on 27th March, 2018, the last day and time fixed for the receipt of the Shareholder's votes, were considered for my scrutiny.

I have neither found any mutilated/defaced Postal Ballot papers nor any invalid votes. I have received the complete records of votes casted via electronic mode from NSDL.



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In respect of the above mentioned resolutions, I hereby submit my report on the total Postal Ballot forms received /votes casted electronically as detailed hereunder:

(A) Category-Wise

RESOLUTION NO - 1

INCREASE IN AUTHORISED SHARE CAPITAL AND ALTERATION OF THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION

RESOLUTION REQUIRED					ORDINARY RESOLUTION			
Whether Promoter/ Promoter Group are interested in the Agenda/resolution						No		
Category	No. of Shares held (1)	Mode of Voting (2)	No. of votes polled (3)	% of Votes polled on Outstanding Shares (4)={(3)/(1)}*100	No. of votes in favor (5)	No. of Votes in against (6)	% of votes polled in favour (7)	% of votes polled in against (8)
(A) Promoters	4764720	E-voting	4764720	100%	4764720	Nil	100%	0.00%
		Postal Ballot	Nil		Nil	Nil		
Promoter Group	3811895	E-voting	3809240	100%	3809240	Nil	100%	0.00%
		Postal Ballot	2625		2625	Nil		
Sub-Total A	8576615		8576585	100%	8576585	Nil	100%	0.00%
(B) Public Institutions	1870	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil
		Postal Ballot	Nil		Nil	Nil	Nil	Nil
Sub Total (B)	1870		Nil	Nil	Nil	Nil	Nil	Nil
(C) Public Non Institution	4857930	E-voting	16425	0.34%	16365	60	99.63%	0.37%
		Postal Ballot	Nil		Nil	Nil	Nil	Nil
Sub Total C	4857930		16425	0.34%	16365	60	99.63%	0.37%
Total (A+B+C)	13434415		8593010	63.95%	8592950	60	99.99%	0.01%

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RESOLUTION NO - 2

ISSUE AND ALLOTMENT OF COMPULSORILY CONVERTIBLE DEBENTURES AND EQUITY SHARES ARISING ON CONVERSION OF COMPULSORILY CONVERTIBLE DEBENTURES

RESOLUTION REQUIRED					SPECIAL RESOLUTION				
Whether Promoter/ Promoter Group are interested in the Agenda/resolution						NO			
Category	No. of Shares held (1)	Mode of Voting (2)	No. of votes polled (3)	% of Votes polled on Outstanding Shares (4) = ((3)/(1))*100	No. of votes in favor (5)	No. of Votes in against (6)	% of votes polled in favour (7)	% of votes polled in against (8)	
[A] Promoters	4764720	E-voting	4764720	100%	4764720	Nil	100%	0.00%	
		Postal Ballot	Nil		Nil	Nil			
Promoter Group	3811895	E-voting	3809240	100%	3809240	Nil	100%	0.00%	
		Postal Ballot	2625		2625	Nil			
Sub-Total A	8576615		8576585	100%	8576585	Nil	100%	0.00%	
[B] Public Institutions	1870	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	
		Postal Ballot	Nil		Nil	Nil			
Sub Total (B)	1870		Nil	Nil	Nil	Nil	Nil	Nil	
[C] Public Non Institution	4857930	E-voting	16425	0.34%	16365	60	99.63%	0.37%	
		Postal Ballot	Nil		Nil	Nil			
Sub Total C	4857930		16425	0.34%	16365	60	99.63%	0.37%	
Total (A+B+C)	13436415		8593010	63.95%	8592950	60	99.99%	0.01%	



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(B) General

Particulars	No. of Postal Ballot Forms including e-voting	Total No. of Shares	% to total Shareholding
Total No. of Postal Ballot sent physically/mailed	5373	13436415	100%
Total No. of Postal Ballot Forms including e-voting received	65	8593010	63.95%
Total No. of members who abstained from voting	0	0	0

(C) Details of votes in Favor /Against /Invalid and Abstained as per Postal Ballot forms, including e-voting, received by the Company:

Resol ution	Mode	Ballots Received	Total votes cast	In Favor		Against		Invalid	
				Ballots	Votes	Ballots	Votes	Ballots	Votes
1	Electronic	64	8590385	0	8590325	0	60	0	0
	Postal Ballot	1	2625	2625	0	0	0	0	0
	Total	65	8593010	2625	8590325	0	60	0	0
2	Electronic	64	8590385	0	8590325	0	60	0	0
	Postal Ballot	1	2625	2625	0	0	0	0	0
	Total	65	8593010	2625	8590325	0	60	0	0

(D) The summary of aforesaid postal ballot forms received including e-voting by **Public Shareholders** is as under:

Particulars	A			B		
	In Favor			Against		
	No. of Postal Ballots Forms including e-voting	No. of Votes	% of total valid votes polled	No. of Postal Ballots Forms including e-voting	No. of Votes	% of total valid votes polled
Resolution 1	56	16365	99.63%	1	60	0.37%

Off. Add: 651, Sector 13, Vasundhara Ghaziabad, Delhi NCR-201012



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Resolution 2.	56	16365	99.63%	1	60	0.37%
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The Register, all other papers and relevant records relating to electronic voting and Postal Ballot shall remain in our safe custody until the Chairman considers, approves and countersigns the minutes of the Postal Ballot and the same will be hand over to the Company Secretary of the Company for safe keeping as authorized by Board to supervise the Postal Ballot Process.

You may accordingly declare the result of voting by Postal Ballot and remote e-voting.

Thanking You,
Yours Faithfully,

For Kiran & Associates
Company Secretary



Kiran
(Proprietor)
M. No. A37306
COP: 14168
Date: 28.03.2018
Place: Delhi

Countersigned



Off. Add: 651, Sector 13, Vasundhara Ghaziabad, Delhi NCR-201012