RAJDARSHAN INDUSTRIES LIMITED

Regd. Office : 59, Moti Magri Scheme, Udaipur - 313001 (Raj.) INDIA Phone : 91-294-2427999, 2430200 | Fax : 91-294-2426655, CIN : <u>L29222RJ1980PLC002145</u> e-mail : info@rajdarshanindustrieslimited.com | web : www.rajdarshanindustrieslimited.com

30th September, 2019

To The Manager, Listing Department National Stock Exchange of India Ltd., 5 th Floor Exchange Plaza, Bandra Kurla Complex, Bandra (E), MUMBAI - 400 051	To The Bombay Stock Exchange Ltd., Department of Corporate Relations Rotunda Building, P. J. Towers Dalal Street, MUMBAI- 400 001
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Sub: Compliance of Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015("LODR Regulations, 2015)

Dear Sir,

This is to inform that the 38th Annual General Meeting (AGM) of the Company was held on Monday, September 30, 2019 at 10:00 a.m. at Hotel Rajdarshan Udaipur-313001 and business mentioned in the Notice dated August 14, 2018 convening the AGM was transacted.

In this regard, please find enclosed the following;

Annexure I: Proceedings of the AGM pursuant to Part A of Schedule III under Regulation 30 of the LODR Regulations

Annexure II: Voting results of AGM pursuant to Regulation 44 of the LODR Regulations

Annexure III: Consolidated Scrutinizer Report

This is for information and record

Thanking you,

Sincerely, For **Rajdarshan Industries Limited**

Kalp Shri Vaya **Company Secretary**

ANNEXURE I

BRIEF PROCEEDINGS OF THE 38TH ANNUAL GENERAL MEETING OF THE COMPANY

The 38^h Annual General Meeting (AGM) of the Company was held on Monday, 30th September, 2019 at 10.00 a.m. at Hotel Rajdarshan, Udaipur - 313001. Mr. Prakash Kumar Verdia, Chairman of the Board occupied the Chair. The requisite quorum being present, the Chairman called the meeting to order.

The Chairman welcomed all his colleagues on the Board and shareholders of the Company. The Chairman then delivered his speech.

With the concurrence of the members, the Notice of the 38th Annual General Meeting together with Financial Statements, Auditor's Report and Board's Report were taken as read.

The Chairman then informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice convening the 38th Annual General Meeting of the Company. Members who were present at the AGM and had not cast their votes through remote e-voting were provided with an opportunity to cast their votes through Ballot papers which were being distributed to them. The Board of Directors of the Company had appointed Mr. Ramesh Chandra Soni, Practicing Chartered Accountant as the Scrutinizer for the scrutiny of the votes cast through the remote e-voting platform and by way of Ballot forms.

The following items of business, as per the Notice convening the 38th AGM of the Company dated August 14, 2019 were transacted at the meeting.

- 1. Adoption of the Standalone and consolidated financial statements of the Company for the financial year 2018-2019 together with the reports of the Board of Directors and Auditors' thereon;
- To appoint a Director in place of Mrs. Aruna Doshi (DIN: 00949220), who retires by rotation and being eligible offers himself for re-appointment;
- 3. Re- Appointment of Ms. Surabhi Yadav (DIN:02416642) as Non Executive Independent Director of the Company; For Rajdarshan Industries Ltd.

Company/Sectedat

4. To approve continuation of payment of remuneration to Executive Directors who are promoters in excess of threshold limits as per SEBI(LODR)(Amendment) Regulations, 2018

The Chairman invited comments and queries from the members on the agenda Items as set out in the Notice convening this 38th AGM of the Company. Necessary clarifications were provided by the Chairman and the Managing Director of the Company. The Chairman thanked all the members for their participation at the AGM and for their support.

Thereafter, the members casted their votes on the Ballot Papers and deposited the same in the ballot boxes placed at the meeting hall.

The Chairman then thanked the members present and declared the meeting as closed. The meeting concluded at 12:00 p.m.

The details of the voting results (remote e-voting and ballot voting) on all the resolutions as set out in the Notice of AGM are enclosed.

For Rajdarshan Industries Ltd.

Company Secretary

ANNEXURE II

Company Secretary For Reidershan Industries Ltd. with Remarks Requisite Monday, September 30, 2019 Majority Passed Not Applicable and Ballot Paper at e-voting 2408 Mode of Voting 35 33 **Details of Proceedings of Thirty Eighth Annual General Meeting** 2 the AGM Remote Resolution Ordinary/ required Ordinary Special No. of shareholders present in the meeting either in person or through No. of Shareholders attended the meeting through Video Conferencing: Total number of shareholders on record date i.e. September 23, 2019 (a) Audited standalone financial statements of the Company for the financial year ended March 31, 2019 together with the reports of the Board of Directors and (b) Audited consolidated financial statements of the Company for the financial year ended March 31, 2019 together with the reports of the Board of Directors and Promoters and Promoter Group: To receive, consider and adopt Summary of Voting on Resolutions: Promoters and Promoter Group: Auditors' thereon. Auditors' thereon. Public: Business Date of AGM Sr. No. Public: proxy:

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For Rajdarshan Industries Ltd.

CIN: 114100RJ1980PLC002145 Rajdarshan Industries Limited

Agenda-wise Voting Results: Resolution No. 1:

To receive, consider and adopt

(a) Audited standalone financial statements of the Company for the financial year ended March 31, 2019 together with the reports of the Board of Directors and Auditors' thereon.
(b) Audited consolidated financial statements of the Company for the financial year ended March 31, 2019 together with the reports of the Dorona of Number of Audited Consolidated financial statements of the Board of Directors and Auditors.

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Resolution No. 2:

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Total		3108300	89220	2.87	89220	0	100.00	0.00

Company Secretary For Rajdarshan Industries Ltd.

Resolution No. 3:		1						
To Re-appoint Ms. Surabhi Yadav (DIN: 06572436) as Non-Executive Independent Director of the Company.	adav (DIN: 0	(6572436) as	Non- Execut	ive Independent]	Director of 1	the Compa	ny.	
Resolution required:(Ordinary/Special)	ry/Special)				Special		~	
Whether Promoter/Promoter group are interested in the Agenda/Resolution	group are int	erested in th	e Agenda/Re	solution	No			
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FOR Rejdarshan Industries, Ltd. FOUD UND UND COREAN

Resolution No. 4:

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To approve continuation of payment of remuneration to Executive Directors who are promoters in excess of threshold limits as per

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	SEBI(LODR)(Amendment) Regulations, 2018	Regulations, 20	18						
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Company Secretary For Rajdarshan

R.C. Soni B.Com., FCA

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R.C. Soni & Co.

Chartered Accountants

29, Chhoti Maheshwari Street Dhan Mandi, Udaipur - 313001 Tel. : (0294) 2415340 / 2415352 Mobile : 98290 41130

CONSOLIDATED SCRUTINIZER'S REPORT

(Pursuant to section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies) (Management and Administration) Rules, 2014.

To, The Chairman 38th Annual General Meeting of the Members of RAJDARSHAN INDUSTRIES LIMITED Udaipur 313001

Dear Sir,

SUB: 38th ANNUAL GENERAL MEETING OF THE EQUITY SHAREHOLDRES OF THE COMPANY OF RAJDARSHAN INDUSTRIES LIMITED HELD ON 30th SEPTEMBER 2019 AT 10.00 A.M. AT HOTEL RAJDARSHAN, UDAIPUR 313001.

I, Ramesh Chandra Soni, Practicing Chartered Accountant, R C Soni & Co. having office at 29, Chhoti Maheshwari Street, Dhanmandi, Udaipur - 313001 have been appointed as Scrutinizer by the Board of Directors of Rajdarshan Industries Limited ("the Company") for the purpose of scrutinizing the remote e-voting process (remote e-voting) as well as for voting at the Annual General Meeting venue through Ballot Paper (Poll), in fair and transparent manner and ascertaining the result thereof, in respect of resolution transacted at the 38th Annual General Meeting(AGM) of the Equity Shareholders of RAJDARSHAN INDUSTRIES LIMITED, held on 30th September, 2019 at 10.00 a.m. at Hotel Rajdarshan, Udaipur.

I submit my report as under:

A. The Company has appointed Central Depository Services (India) Limited (CDSL) to provide and facilitate remote e-voting process to the members of the company to cast their votes through a secured electronic mode on the resolutions to be transacted at the said AGM. The company has also provided the facility of voting through Ballot Paper at the venue of the AGM to members attending the meeting but has not cast their vote by remote e-voting Facility.

B. The cut-off date for determining the eligibility of the members to vote by remote e-voting or voting at the AGM is 23rd September 2019. As on "Cut-off date i.e 23rd September, 2019 there were 2408 (Two Thousand Four Hundred Eight) Members.

C. The remote e-voting facility started on Friday 27th September, 2019 (09.00 A.M.) and ends on Sunday, 29th September 2019 (5.00 P.M.).

D. The requisite advertisement pursuant to Section 108 of the Companies Act, 2013 read with rule 20(a)(v) of the Companies (Management and Administration) Rules, 2014, as amended was



R.C. Soni B.Com., FCA

R.C. Soni & Co.

Chartered Accountants

29, Chhoti Maheshwari Street Dhan Mandi, Udaipur - 313001 Tel. : (0294) 2415340 / 2415352 Mobile : 98290 41130

published in the "Financial Express, (in English language) (All editions) and in "Jai Rajasthan" (in Hindi Language)(Udaipur Edition), both on 04th September, 2019.

E. At the 38th AGM, after commencement of the Ballot process, one ballot box kept for polling was locked in my presence with due identification marks placed by me.

F. The locked ballot box was subsequently opened by me in the presence of two witnesses, who are not in employment of the company and Ballot Papers were diligently scrutinized. The Ballot Papers were reconciled with the records maintained by Ankit Consultancy Private Limited, the Registrar and Transfer Agent of the Company and also with the authorisation/proxies lodged with the company.

G. Thereafter, the electronic votes cast through remote e-voting provided by CDSL were unblocked in the presence two witnesses on 30th September, 2019 immediately after counting the votes cast through Ballot papers at the AGM.

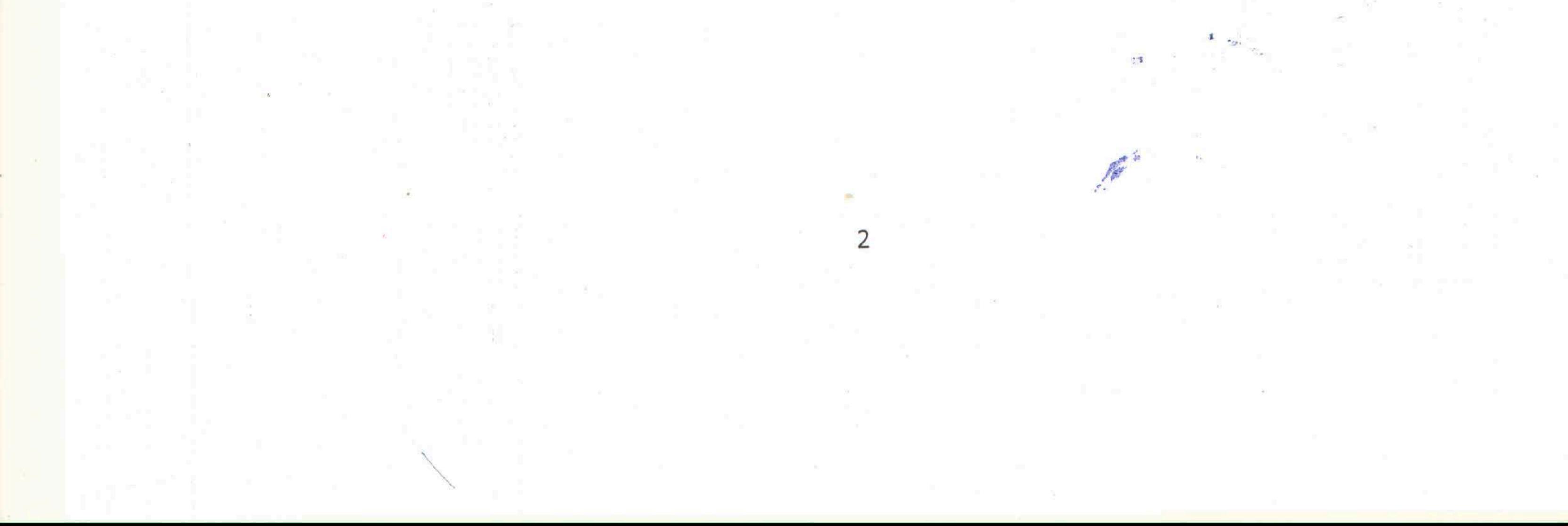
H. There were no poll papers which were incomplete and/or which were otherwise found defective.

There were no invalid ballot paper.

J. Based on the details containing list of Members who have cast their votes on remote evoting platform as downloaded from the e-voting website of CDSL (www.evotingindia.com), and the votes cast by the members (including proxies) through Ballot papers at AGM, the consolidated results of the remote e-voting and voting at AGM, on all items of the business transacted at the AGM held on 30th September, 2019 are given in the Annexure enclosed herewith, forming part of this Report.

K. All relevant documents, records and papers relating to remote e-voting as well as poll shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid 38th Annual General Meeting and thereafter, I shall return these documents and other related papers to the Company.







R.C. Soni & Co.

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CONCLUSION

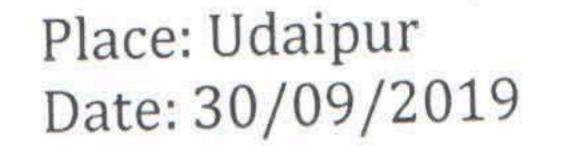
All the resolutions mentioned in the AGM notice dated 14th August, 2019 under the remote e-voting and voting through Ballot conducted at the venue of the meeting have been passed with requisite majority.

Thanking You

Yours Faithfully,

For R C Soni & Co. **Chartered** Accountants

Ramesh Chandra Soni Proprietor Membership No.: 071921 Firm Registration No.: 004095C





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