

Scrutiniser's Report

pertaining to consolidated results of remote e-voting and e-voting facility during the 36th Annual General Meeting of the Company held on Saturday, the 26th September, 2020 at 11.45 am through Video Conferencing, without the physical presence of the members at a common venue.



PRASHANT DIWAN
B.Com, LL.B, FCS, AICWA
Practicing Company Secretary

B-703/704, Anand Sagar,
M. G. Road, Kandivali (W), Mumbai 400067

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015]

To

The Chairperson
Ruchi Infrastructure Limited
706, Tulsiani Chambers,
Nariman Point, Mumbai – 400021

Dear Sir,

- 1) The Board of Directors of the M/s. Ruchi Infrastructure Limited (CIN: L65990MH1984PLC033878) (hereinafter referred as the "Company") at its meeting held on 21st August, 2020 has appointed me as the Scrutinizer for Annual General Meeting (AGM) held on 26th September, 2020 through Video Conferencing / Other Audio Visual Means, pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and General Circular Nos. 14/2020, 17/2020, & 20/2020 issued by the Ministry of Corporate Affairs on 8th April, 2020, 13th April, 2020 & 5th May, 2020 respectively and Circular issued by SEBI dated 12th May, 2020 (collectively referred to as "MCA and SEBI Circulars") for scrutinizing the Remote e-voting and e-voting during AGM in respect of resolutions as stated in the Notice of the AGM of the Company.
- 2) I submit my report as under:
 - (a) The Company had on 31st August, 2020 sent the Annual report and the Notice of AGM to its members whose name(s) appeared on the Register of Members / List of Beneficiaries as on 28th August, 2020 through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA and SEBI Circular.
 - (b) As per provisions of the Companies Act, 2013, the number of votes cast in respect of any resolution will be counted according to the number of shares held by the concerned members. One share held will be equal to one vote.
 - (c) The members holding shares as on the "Cut off date" i.e. 19th September, 2020 were entitled for Remote e-voting and e-voting during AGM on the proposed resolutions stated in the Notice of the AGM of the Company. The Remote e-voting period commenced on Wednesday, 23rd September, 2020 from 9.00 a.m. IST and concluded on Friday, 25th September, 2020 at 5.00 p.m. IST, the Remote e-voting services were provided by Central Depository Services (India) Limited (CDSL).
 - (d) The Company had also made arrangements for e-voting during AGM for the Members who have not availed Remote e-voting facility. The said e-voting services were also provided by CDSL.



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- (e) The votes of Remote e-voting and e-voting during the AGM were unblocked on 26th September, 2020 at around 12.48 p.m. IST in the presence and association of two witnesses who are not in the employment of the Company. The results of Remote e-voting and e-voting during AGM along with the List of members who voted 'Assent' or 'Dissent' on the resolutions, were downloaded from the e-voting website of CDSL.
- (f) The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereof including MCA & SEBI Circulars in respect of the resolutions contained in the Notice of AGM and providing proper facility for AGM. Our responsibilities as scrutinizers is restricted to make a consolidated scrutinizers report of the votes cast 'Assent' or 'Dissent' on the resolutions stated in the AGM Notice.
- (g) The shareholders exercised their voting either by Remote e-voting or e-voting during AGM. There was no shareholder who availed for both the facilities. Further, shareholders who have voted for lesser number of shares as compared to their entitlement, the number of shares for which they actually voted was considered.
- 3) The detailed report on Scrutinizing the Remote e-voting and e-voting during the AGM are enclosed herewith as under:
- (a) Annexure 1 – Consolidated Summary of e-voting during AGM and Remote e-voting
 - (b) Annexure 2 – Summary of e-voting during AGM
 - (c) Annexure 3 – Summary of Remote e-voting
 - (d) Annexure 4 – Consolidated Members Category Wise Voting Report (Resolution wise)
 - (e) Annexure 5 – Register of e-voting during AGM (Resolution wise)
 - (f) Annexure 6 – Register of Remote e-Voting (Resolution wise)
- 4) I hereby handover the registers / records for safe custody to Mr. Ashish Mehta, Company Secretary of the Company.
- 5) You may accordingly declare the results of the voting conducted by e-voting during AGM and Remote e-voting.

Thanking you
Yours faithfully

PRASHANT DIWAN
SCRUTINIZER

PR: 530/2017
UDIN: F001403B000781534

Place: Mumbai
Date: 26th September, 2020

Encl: as above

ANNEXURE 1

RUCHI INFRASTRUCTURE LIMITED

CONSOLIDATED SUMMARY OF e-VOTING DURING AGM AND REMOTE e-VOTING

ITEM NO. AS PER AGM NOTICE	PARTICULARS OF RESOLUTIONS	TYPE OF RESOLUTION	TOTAL NO. OF FOLIOS VOTED	TOTAL NUMBER OF VOTES	INVALID VOTES / NOT VOTED	TOTAL VALID VOTES	TOTAL ASSENT VOTES	% OF ASSENT VOTES	TOTAL DISSENT VOTES	% OF DISSENT VOTES
			1	2	3	4	5	6 = (5/4*100)	7	8 = (7/4*100)
1	To consider and adopt the standalone and consolidated audited financial statements of the Company for the financial year ended March 31, 2020, the reports of Board of Directors and Auditors thereon	Ordinary	117	125116446	0	125116446	125116383	100.00	63	0.00
2	To appoint a Director in place of Mr. Narendra Shah (DIN:02143172), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary	117	125116446	0	125116446	125116373	100.00	73	0.00
3	To appoint the Statutory Auditors and to fix their remuneration	Ordinary	117	125116446	0	125116446	125116383	100.00	63	0.00
4	To approve the appointment of Mr. Parag Choudhary (DIN:07845977) as Whole-time Director of the Company	Special	117	125116446	0	125116446	125116373	100.00	73	0.00
5	To approve the re-appointment of Mr. Krishna Das Gupta (DIN: 00374379), as an Independent Director of the Company	Special	117	125116446	0	125116446	125116373	100.00	73	0.00
6	To approve the appointment of Mr. Ashutosh Pandey (DIN: 07828687), as a Director of the Company	Ordinary	117	125116446	0	125116446	125116383	100.00	63	0.00

ANNEXURE 2

RUCHI INFRASTRUCTURE LIMITED

SUMMARY OF e-VOTING DURING AGM

ITEM NO. AS PER AGM NOTICE	PARTICULARS OF RESOLUTIONS	TYPE OF RESOLUTION	TOTAL NO. OF FOLIOS VOTED	TOTAL NUMBER OF VOTES	INVALID VOTES / NOT VOTED	TOTAL VALID VOTES	TOTAL ASSENT VOTES	% OF ASSENT VOTES	TOTAL DISSENT VOTES	% OF DISSENT VOTES
			1	2	3	4	5	6 = (5/4*100)	7	8 = (7/4*100)
1	To consider and adopt the standalone and consolidated audited financial statements of the Company for the financial year ended March 31, 2020, the reports of Board of Directors and Auditors thereon	Ordinary	1	5	0	5	5	100.00	0	0.00
2	To appoint a Director in place of Mr. Narendra Shah (DIN:02143172), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary	1	5	0	5	5	100.00	0	0.00
3	To appoint the Statutory Auditors and to fix their remuneration	Ordinary	1	5	0	5	5	100.00	0	0.00
4	To approve the appointment of Mr. Parag Choudhary (DIN:07845977) as Whole-time Director of the Company	Special	1	5	0	5	5	100.00	0	0.00
5	To approve the re-appointment of Mr. Krishna Das Gupta (DIN: 00374379), as an Independent Director of the Company	Special	1	5	0	5	5	100.00	0	0.00
6	To approve the appointment of Mr. Ashutosh Pandey (DIN: 07828687), as a Director of the Company	Ordinary	1	5	0	5	5	100.00	0	0.00

ANNEXURE 3

RUCHI INFRASTRUCTURE LIMITED

SUMMARY OF REMOTE VOTING

ITEM NO. AS PER AGM NOTICE	PARTICULARS OF RESOLUTIONS	TYPE OF RESOLUTION	TOTAL NO. OF FOLIO VOTED	TOTAL NUMBER OF VOTES	INVALID VOTES / NOT VOTED	TOTAL VALID VOTES	TOTAL ASSENT VOTES	% OF ASSENT VOTES	TOTAL DISSENT VOTES	% OF DISSENT VOTES
			1	2	3	4	5	6 = (5/4*100)	7	8 = (7/4*100)
1	To consider and adopt the standalone and consolidated audited financial statements of the Company for the financial year ended March 31, 2020, the reports of Board of Directors and Auditors thereon	Ordinary	116	125116441	0	125116441	125116378	100.00	63	0.00
2	To appoint a Director in place of Mr. Narendra Shah (DIN:02143172), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary	116	125116441	0	125116441	125116368	100.00	73	0.00
3	To appoint the Statutory Auditors and to fix their remuneration	Ordinary	116	125116441	0	125116441	125116378	100.00	63	0.00
4	To approve the appointment of Mr. Parag Choudhary (DIN:07845977) as Whole-time Director of the Company	Special	116	125116441	0	125116441	125116368	100.00	73	0.00
5	To approve the re-appointment of Mr. Krishna Das Gupta (DIN: 00374379), as an Independent Director of the Company	Special	116	125116441	0	125116441	125116368	100.00	73	0.00
6	To approve the appointment of Mr. Ashutosh Pandey (DIN: 07828687), as a Director of the Company	Ordinary	116	125116441	0	125116441	125116378	100.00	63	0.00

**Consolidated Members Category Wise Voting Report
RUCHI INFRASTRUCTURE LIMITED**

Item No. 1			To consider and adopt the standalone and consolidated audited financial statements of the Company for the financial year ended March 31, 2020, the reports of Board of Directors and Auditors thereon					
Resolution required: Special / Ordinary			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	137260984	106332445	77.47	106332445	0	100.00	0.00
	E-Voting during AGM		0	0.00	0	0	0.00	0.00
	Total		106332445	77.47	106332445	0	100.00	0.00
Public- Institutions	Remote E-Voting	21841112	0	0.00	0	0	0.00	0.00
	E-Voting during AGM		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	Remote E-Voting	46137846	18783996	40.71	18783933	63	100.00	0.00
	E-Voting during AGM		5	0.00	5	0	100.00	0.00
	Total		18784001	40.71	18783938	63	100.00	0.00
Total		205239942	125116446	60.96	125116383	63	100.00	0.00

**Consolidated Members Category Wise Voting Report
RUCHI INFRASTRUCTURE LIMITED**

Item No. 2			To appoint a Director in place of Mr. Narendra Shah (DIN:02143172), who retires by rotation and being eligible, offers himself for re-appointment					
Resolution required: Special / Ordinary			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	137260984	106332445	77.47	106332445	0	100.00	0.00
	E-Voting during AGM		0	0.00	0	0	0.00	0.00
	Total		106332445	77.47	106332445	0	100.00	0.00
Public- Institutions	Remote E-Voting	21841112	0	0.00	0	0	0.00	0.00
	E-Voting during AGM		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	Remote E-Voting	46137846	18783996	40.71	18783923	73	100.00	0.00
	E-Voting during AGM		5	0.00	5	0	100.00	0.00
	Total		18784001	40.71	18783928	73	100.00	0.00
Total		205239942	125116446	60.96	125116373	73	100.00	0.00

**Consolidated Members Category Wise Voting Report
RUCHI INFRASTRUCTURE LIMITED**

Item No. 3			To appoint the Statutory Auditors and to fix their remuneration					
Resolution required: Special / Ordinary			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	137260984	106332445	77.47	106332445	0	100.00	0.00
	E-Voting during AGM		0	0.00	0	0	0.00	0.00
	Total		106332445	77.47	106332445	0	100.00	0.00
Public- Institutions	Remote E-Voting	21841112	0	0.00	0	0	0.00	0.00
	E-Voting during AGM		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	Remote E-Voting	46137846	18783996	40.71	18783933	63	100.00	0.00
	E-Voting during AGM		5	0.00	5	0	100.00	0.00
	Total		18784001	40.71	18783938	63	100.00	0.00
Total		205239942	125116446	60.96	125116383	63	100.00	0.00

**Consolidated Members Category Wise Voting Report
RUCHI INFRASTRUCTURE LIMITED**

Item No. 4			To approve the appointment of Mr. Parag Choudhary (DIN:07845977) as Whole-time Director of the Company					
Resolution required: Special / Ordinary			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	137260984	106332445	77.47	106332445	0	100.00	0.00
	E-Voting during AGM		0	0.00	0	0	0.00	0.00
	Total		106332445	77.47	106332445	0	100.00	0.00
Public- Institutions	Remote E-Voting	21841112	0	0.00	0	0	0.00	0.00
	E-Voting during AGM		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	Remote E-Voting	46137846	18783996	40.71	18783923	73	100.00	0.00
	E-Voting during AGM		5	0.00	5	0	100.00	0.00
	Total		18784001	40.71	18783928	73	100.00	0.00
Total		205239942	125116446	60.96	125116373	73	100.00	0.00

**Consolidated Members Category Wise Voting Report
RUCHI INFRASTRUCTURE LIMITED**

Item No. 5			To approve the re-appointment of Mr. Krishna Das Gupta (DIN: 00374379), as an Independent Director of the Company.					
Resolution required: Special / Ordinary			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	137260984	106332445	77.47	106332445	0	100.00	0.00
	E-Voting during AGM		0	0.00	0	0	0.00	0.00
	Total		106332445	77.47	106332445	0	100.00	0.00
Public- Institutions	Remote E-Voting	21841112	0	0.00	0	0	0.00	0.00
	E-Voting during AGM		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	Remote E-Voting	46137846	18783996	40.71	18783923	73	100.00	0.00
	E-Voting during AGM		5	0.00	5	0	100.00	0.00
	Total		18784001	40.71	18783928	73	100.00	0.00
Total		205239942	125116446	60.96	125116373	73	100.00	0.00

**Consolidated Members Category Wise Voting Report
RUCHI INFRASTRUCTURE LIMITED**

Item No. 6			To approve the appointment of Mr. Ashutosh Pandey (DIN: 07828687), as a Director of the Company					
Resolution required: Special / Ordinary			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	137260984	106332445	77.47	106332445	0	100.00	0.00
	E-Voting during AGM		0	0.00	0	0	0.00	0.00
	Total		106332445	77.47	106332445	0	100.00	0.00
Public- Institutions	Remote E-Voting	21841112	0	0.00	0	0	0.00	0.00
	E-Voting during AGM		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	Remote E-Voting	46137846	18783996	40.71	18783933	63	100.00	0.00
	E-Voting during AGM		5	0.00	5	0	100.00	0.00
	Total		18784001	40.71	18783938	63	100.00	0.00
Total		205239942	125116446	60.96	125116383	63	100.00	0.00