



**RTS POWER CORPORATION LTD.**



Date: 27<sup>th</sup> September, 2022

The Secretary  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Dalal  
Mumbai – 400 001

The Secretary  
Central Depository Services (India) Limited  
Regd. Office: 17<sup>th</sup> Floor,  
P J Towers, Dalal Street,  
Mumbai — 400001

Dear Sirs,

**74th Annual General Meeting- Voting Results of  
RTS Power Corporation Limited**

In Compliance of Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 we are enclosing herewith the Scrutinizer's Report (Combined) of the Seventy Fourth Annual General Meeting of the Company held through Video Conferencing on 26<sup>th</sup> September 2022 at 12.30 PM (IST).

We would like to inform you that the Resolutions Nos. 1 to 5 were passed by majority at the 74<sup>th</sup> Annual General Meeting of the Company as set out in the AGM Notice dated 12<sup>th</sup> August, 2022.

We request you to kindly take the above on record as per the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you,


Yours faithfully,

**For RTS POWER CORPORATION LIMITED**


  
**Sandip Gupta**  
Company Secretary



Enclosed: As above

 **Registered office :** Bhutoria House, 2nd Floor,  
56, Netaji Subhas Road, Kolkata-700001

**Works :** Jala Dhulagori, Sankrail, Begri Road,  
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 www.rtspower.com

 GST No: 19AABCR2618B1ZR

 CIN: L17232WB1947PLC016105



**MANOJ SHAW & CO.**  
COMPANY SECRETARIES

"PODDAR COURT" 18, Rabindra Sarani  
Gate no. 1, 3rd Floor, Room No. 331,  
Kolkata - 700001

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**SCRUTINIZER'S REPORT- COMBINED**

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and subsequent amendments thereon]

To,  
The Chairman  
RTS POWER CORPORATION LTD  
56, NETAJI SUBHAS ROAD,  
KOLKATA- 700001

**Combined Scrutinizer's Report on Remote E-Voting in terms of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (and subsequent amendments thereon) and Voting through Electronic Voting System at the date of AGM at the Seventy Fourth Annual General Meeting of RTS Power Corporation Ltd held on 26<sup>th</sup> September, 2022 at 12:30 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")(AGM)**

I, Manoj Prasad Shaw, Company Secretary in Practice having membership no. FCS: 5517, CP: 4194, Proprietor of Manoj Shaw & Co. have been appointed by the Board of Directors of **RTS POWER CORPORATION LTD** ("the Company") as the Scrutinizer for the purpose of scrutinizing the Remote E-voting and E-Voting on the date of AGM, made available to those shareholders who attended the AGM and did not cast their votes through Remote E-voting process, in a fair and transparent manner and ascertaining the requisite majority carried out, as per the provision of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and subsequent amendments thereon and Regulation 44(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, at the 74<sup>th</sup> Annual General Meeting (AGM) of the Company, in respect of the resolutions contained in the Notice convening the said AGM for approval of the members therein.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereon and SEBI (Listing



Obligation and Disclosure Requirement) Regulations, 2015, and subsequent amendments thereon, relating to voting through electronic means on the resolutions contained in the Notice of the said AGM.

My responsibility as a scrutinizer for the E-voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and to make a Scrutinizer's Report for the votes cast "In Favour" or "Against" the resolutions as stated in the Notice of the said AGM, based on the report generated from the e-voting system provided by CDSL, the authorized Agency to provide e-voting facility, engaged by the Company.

In this regard, I submit my report as hereunder:-

1. The Company had provided facility of casting vote to the members of the Company through electronic means.
2. The Remote e-voting period remained open from Friday, 23<sup>rd</sup> September, 2022 (09:00 a.m. IST) and ended on Sunday, 25<sup>th</sup> September, 2022, (5:00 p.m. IST).
3. The members of the Company holding shares as on Cut-off date i.e. 19<sup>th</sup> September, 2022 were entitled to vote on the Resolutions as set out in the Notice.
4. The Company had followed the process as required under Rule 20 of the Companies (Management and Administration) Rules 2014 and subsequent amendments thereon, in respect of providing voting through electronic means.
5. Fifteen minutes after the conclusion of the Seventy Fourth AGM through VC / OAVM, I unblocked the votes cast through electronic voting and remote e-voting, in the presence of two witnesses who were not in employment of the Company and e-voting result/ list of equity shareholders who have voted "IN FAVOUR" and "AGAINST" were downloaded from the e-voting website of Central Depository Services (India) Limited (CDSL) i.e. website [www.evotingindia.com](http://www.evotingindia.com).
6. The particulars of all the votes cast through e- voting process have been recorded in a register separately maintained for the purpose.
7. The combined results of voting i.e. remote e-voting and voting through electronic voting system, through e-voting services provided by CDSL is as hereunder:-



**ORDINARY BUSINESS:****Item No.1- Ordinary Resolution**

Consideration and adoption of: (a) Audited standalone financial statements for the year ended March 31, 2022 and Reports of the Board of Directors and the Auditors thereon  
(b) Audited consolidated financial statements for the year ended March 31, 2022 and Reports of the Auditors thereon:

	Remote e-voting		E-voting at the AGM		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	92	6871858	0	0	92	6871858	99.9997
Voted against the resolution	6	18	0	0	6	18	0.0003
Invalid votes	0	0	0	0	0	0	0
<b>Total</b>	<b>98</b>	<b>6871876</b>	<b>0</b>	<b>0</b>	<b>98</b>	<b>6871876</b>	<b>100</b>

**Item No.2- Ordinary Resolution**

Appointment of a Director in place of Ms. Rachna Bhutoria (DIN 00977628), who retires by rotation at this Annual General Meeting, and being eligible, has offered herself for re-appointment.:

	Remote e-voting		E-voting at the AGM		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	91	6774858	0	0	91	6774858	98.5882
Voted against the resolution	7	97018	0	0	7	97018	1.4118
Invalid votes	0	0	0	0	0	0	0
<b>Total</b>	<b>98</b>	<b>6871876</b>	<b>0</b>	<b>0</b>	<b>98</b>	<b>6871876</b>	<b>100</b>



**Item No.3- Ordinary Resolution**

Appointment of M/s Jain Srimal and Co., Chartered Accountants, Jaipur (FRN: 001704C), as the statutory auditor of the Company from the conclusion of the 74th Annual General Meeting of the Company till the conclusion of the 79th Annual General Meeting of the Company to be held in the year 2027:

	Remote e-voting		E-voting at the AGM		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	92	6871858	0	0	92	6871858	99.9997
Voted against the resolution	6	18	0	0	6	18	0.0003
Invalid votes	0	0	0	0	0	0	0
<b>Total</b>	<b>98</b>	<b>6871876</b>	<b>0</b>	<b>0</b>	<b>98</b>	<b>6871876</b>	<b>100</b>

**SPECIAL BUSINESS:****Item No. 4- Ordinary Resolution**

Ratification of the remuneration of the Cost Auditors for the Financial Year ending March 31, 2023:

	Remote e-voting		E-voting at the AGM		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	92	6871858	0	0	92	6871858	99.9997
Voted against the resolution	6	18	0	0	6	18	0.0003
Invalid votes	0	0	0	0	0	0	0
<b>Total</b>	<b>98</b>	<b>6871876</b>	<b>0</b>	<b>0</b>	<b>98</b>	<b>6871876</b>	<b>100</b>



### **Item No.5- Ordinary Resolution**

To provide financial assistance by way of loan/investment in securities/providing of guarantees to/for its wholly owned subsidiary, Reengus Wires Private Limited for manufacture of galvanized wires for a value of upto Rs. 100 crores.:

	Remote e-voting		E-voting at the AGM		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	91	6871857	0	0	91	6871857	99.9997
Voted against the resolution	7	19	0	0	7	19	0.0003
Invalid votes	0	0	0	0	0	0	0
<b>Total</b>	<b>98</b>	<b>6871876</b>	<b>0</b>	<b>0</b>	<b>98</b>	<b>6871876</b>	<b>100</b>

All the relevant records were handed over to the Company Secretary of the Company as authorized by the Board of Directors in this behalf for safe keeping.

Yours faithfully,

Date: 26.09.2022  
Place: Kolkata



For Manoj Shaw & Co.

*Manoj Prasad Shaw*

(Manoj Prasad Shaw)

(Scrutinizer)

(FCS-5517; CP-4194)

UDIN: F005517D001045116

WITNESS 1: *Rupa Khandelwal*

(RUPA KHANDELWAL)

WITNESS 2: *Nikita Chokhani*

(NIKITA CHOKHANI)

Counter-signed by  
FOR RTS POWER CORPORATION LTD

*[Signature]*

(.....)

(DIN: 00013732)

(CHAIRMAN)