

**Consolidated Scrutinizer's Report**

*[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies  
(Management and Administration) Rules, 2014, as amended]*

To,  
The Chairperson,  
66th Annual General Meeting (AGM), of the Equity Shareholders of  
**R J SHAH AND COMPANY LIMITED** Held on Friday 30th August, 2024 at 03:00 p.m.,  
through video conferencing ("VC")/other audio-visual means (OVAM)

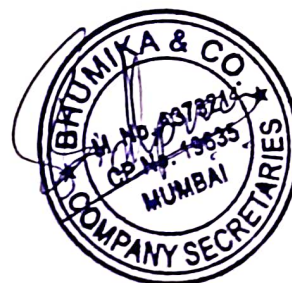
Dear Madam,

Consolidated Scrutinizer's Report on voting through Remote E-voting and E-voting at the AGM held through video conferencing ("VC")/other audio-visual means (OVAM) pursuant to provisions of Section 108 of the Companies Act, 2013 ("the Act"), read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, read with General Circular No. 14/ 2020 17/2020, 20//2020, 02/2021, 02/2022 & 09/2023 dated April 08, 2020, April 13, 2020, May 5, 2020, January 13, 2021, May 05, 2022 & September 25,2023 respectively (MCA Circulars) Regulations 44 of SEBI ( Listing Obligations and Disclosure Requirements) Regulations, 2015 Secretarial Standards – 2 on General Meetings as issued by Institute of the Company Secretaries of India, on the basis of business contained in the Notice of the Annual General Meeting ("AGM") of the Company held on Friday 30th August, 2024 at 3.00 P.M. through video conferencing (VC) or other audio visual means (OAVM)"

**Sub: Passing of the Resolution(s) through remote e-voting and ballot papers pursuant to Sections 108 and 109 of the Companies Act, 2013 read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended.**

I, Bhumika Shah, Practicing Company Secretary, Mumbai, have been appointed as a Scrutinizer by the Board of Directors of **R J Shah And Company Limited**, pursuant to provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Secretarial Standard 2 on General Meeting and Regulation 44 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015, as amended, to act as Scrutinizer for the remote E-voting and the E-voting at the 66th Annual General Meeting (AGM), held on Friday 30th August, 2024 at 03.00 p.m. through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") Facility ("AGM"), and to submit consolidated report on result of the remote e-voting and e-voting at the AGM.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made there under relating to voting through remote e-voting as well as e-voting at the AGM on the resolutions contained in the Notice of the 66th Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer is to ensure that the voting process, both through remote e-voting and e-voting at the AGM, are conducted in fair and transparent manner and submit consolidated Scrutinizer's report of the total votes cast "In Favour" or "Against", if any, on the resolutions, to the Chairperson, based on the reports generated from the remote e-voting



system provided by CDSL (Central Depositories Services Limited), the authorized agency to provide e-voting facilities and engaged by the Company.

**We submit our report as under:**

- The Company had appointed Central Depositories Services Limited (CDSL), as the Service provider, for the purpose of extending the facility of e-Voting to the members of the Company.
- Remote e-voting was open from **Monday 26th August, 2024 at 10.00 am and ends on Thursday 29th August, 2024 at 5.00 p.m.** and the remote e-voting platform was blocked thereafter. The Members were required to cast their votes electronically to accord their assent or dissent in respect of Resolutions, on the remote e-voting platform provided by CDSL. **Further, the e-voting portal was opened for 4 days by the company.**
- Members of the Company as on "cut off" date (record date) i.e., Friday 23rd day of August, 2024, were entitled to vote on the resolutions as set out in Notice of the AGM of the Company.
- I observed that all Members had cast their votes through remote e-voting. The result of the voting i.e., remote e-voting and e-voting at the AGM are enclosed herewith.
- Based on the aforesaid results, I report that Four Ordinary Resolutions as set out at Item No.1 to Item No.4 of the Notice of the AGM, held on Friday 30th August, 2024 at 3.00 p.m., have been passed with the requisite majority.
- The votes were unblocked on 30<sup>th</sup> August, 2024 (after conclusion of the meeting) in the presence of 2 witnesses, namely Ms. Megha Badiger & Ms. Hetvi Shah, both of them are not in the employment of the Company.

The list of equity shareholders who voted 'for' or 'against' and those whose votes were declared 'invalid' for each resolution is enclosed.

The relevant records were sealed and handed over to the Representative of the Company for keeping under safe custody.

The Voting Result is as under:



**Item No. 1 of the Notice (As an Ordinary Resolution)**

Adoption of Financial Statements

Voting Description	Remote e-voting		Voting at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	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 favor	38	146800	0	0	38	146800	100
Voted against	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
<b>Total</b>	<b>38</b>	<b>146800</b>	<b>0</b>	<b>0</b>	<b>38</b>	<b>146800</b>	<b>100</b>

**Item No. 2 of the Notice (As an Ordinary Resolution)**

Declaration of Dividend

Voting Description	Remote e-voting		Voting at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	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	38	146800	0	0	38	146800	100
Voted against	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
<b>Total</b>	<b>38</b>	<b>146800</b>	<b>0</b>	<b>0</b>	<b>38</b>	<b>146800</b>	<b>100</b>



**Item No. 3 of the Notice (As an Ordinary Resolution)**

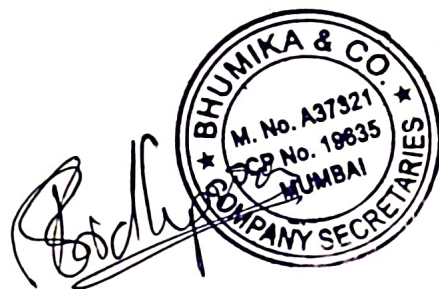
Appointment of Mr. Sunil Masand (DIN - 00371211) as a director liable to retire by rotation and being eligible offers himself for re-appointment

Voting Description	Remote e-voting		Voting at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	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	36	144350	0	0	36	144350	99.97
Voted against	1	50	0	0	1	50	0.03
Invalid	0	0	0	0	0	0	0
<b>Total</b>	<b>37</b>	<b>144400</b>	<b>0</b>	<b>0</b>	<b>37</b>	<b>144400</b>	<b>100</b>

**Item No. 4 of the Notice (As an Ordinary Resolution)**

Appointment of M/s. N N K & Co., Chartered Accountants, Statutory Auditors of the Company and to fix their remuneration.

Voting Description	Remote e-voting		Voting at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	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	37	146750	0	0	37	146750	99.97
Voted against	1	50	0	0	1	50	0.03
Invalid	0	0	0	0	0	0	0
<b>Total</b>	<b>38</b>	<b>146800</b>	<b>0</b>	<b>0</b>	<b>38</b>	<b>146800</b>	<b>100</b>



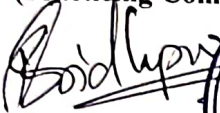
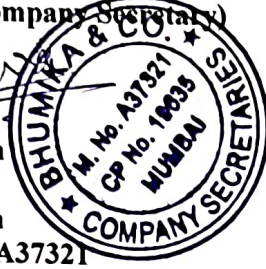
**CS BHUMIKA & CO.**  
Company Secretaries

Block No.2, Parekh Nagar, Near BMC  
Hospital, Kandivali West S.V Road  
Mumbai 400067  
Email Id: Bhumika.sidhpura@gmail.com  
Csbhumikaco@gmail.com  
Mobile No.: 9820030491  
9324881963

1. All the figures shown in percentage have been rounded off to 3 decimal points.
2. All the resolution(s) / business(es) are passed / conducted and carried with requisite majority.

Thanking You  
Yours faithfully

For Bhumika & Co  
(Practicing Company Secretaries)

Bhumika Shah  
Proprietor  
Bhumika Shah  
Members No. A37321  
CP No: 19635  
Peer Review Cert. No: 1272/2021  
UDIN: - A037321F001084466

Countersigned by  
R J SHAH AND COMPANY LIMITED

MS. KALINDI SHAH  
Managing Director(DIN NO: 00402482)

In presence of witness:

  
\_\_\_\_\_  
(Megha Badiger)

  
\_\_\_\_\_  
(Hetvi Shah)

Place: Mumbai  
Date: 30-08-2024