



RR METALMAKERS INDIA LIMITED

Date: **September 28, 2024**

To,
The Manager,
Department of Corporate Services (DCS-Listing)
BSE Limited
Phiroze Jeejeebhoy Towers,
1st Floor, Dalal Street,
Mumbai - 400 001

Dear Sir/Madam,

Ref No: - Company Code: BSE - 531667

Sub: Voting Results under regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the 29th Annual General Meeting.

We wish to inform you that the 29th Annual General Meeting (AGM) of the Company was held on Saturday, September 28, 2024 at 01:00 p.m. through Video Conference ('VC')/Other Audio Visual Means ('OAVM'), in accordance with the Circulars issued by the Ministry of Corporate Affairs vide General Circular No.14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 20/2020 dated May 05, 2020 read with other subsequent circulars, the latest being, General Circular No. 09/2023 dated September 25, 2023 (collectively referred to as "**MCA Circulars**") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 read with other subsequent circulars, the latest being, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 in relation to 'Additional relaxation in relation to compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (collectively referred to as "**SEBI Circulars**")', to transact the business as stated in the Notice of 29th AGM. The venue of the meeting was deemed to be the Registered Office of the Company.

As per Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and all other applicable provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") and in terms of the above referred MCA and SEBI Circulars, the Company had provided to its Members the facility to cast their votes by electronic means on the resolutions stated in the notice of the 31st AGM, as amended by Corrigendum notice dated September 25, 2024. Since voting by show of hands was not permissible as per the Act, at the 29th AGM, the Chairman ordered for a poll for voting on the resolutions mentioned at item no. 1 and 7 mentioned in the notice of the 29th AGM and voting through poll at AGM was conducted through electronic means. As per the provisions of the Act, the Members who had already voted through Remote E-voting, were not entitled to vote on Poll at the AGM.

GSTIN No.: 27AACCS1022K1ZL CIN No.: L51901MH1995PLC331822

Registered Office : B-001 & B-002, Ground Floor, Antop Hill Warehousing Complex Ltd, Barkat Ali Naka, Salt Pan Road, Wadala (E), Mumbai - 400 037, Maharashtra.

Corporate Office : 2nd Floor, Sugar House, 93/95, Kazi Sayed Street, Mumbai - 400 003.

Ph.: 022-6192 5555 / 56 • Email : info@rrmetalmakers.com • Website: www.rrmetalmakers.com

Mr. Vipin Mehta, Practicing Company Secretary (C. P. No. 9869 and Membership No: F8587), Partner of M/s. VPP & Associates, was appointed as a Scrutinizer to scrutinize the Remote E-voting process in a fair and transparent manner. Further, he was also appointed by the Chairman of the meeting as the Scrutinizer to conduct the Poll process at the 29th AGM in a fair and transparent manner.

The Scrutinizer has issued combined Scrutinizer's Report on the Remote E-voting and on the Electronic Poll taken at the AGM on the resolutions contained in the notice of the 29th AGM of the Company, as amended by Corrigendum notice dated September 25, 2024. Report of Scrutinizer was furnished on September 28, 2024.

Mode of voting for all the resolutions at the 29th AGM: The remote e-voting was conducted between Wednesday, September 25, 2024 (09:00 a.m. IST) till Friday, September 27, 2024 (05:00 p.m. IST) and e-poll was taken at the AGM.

Pursuant to the Regulation 44 of the Listing Regulations, please find attached herewith the voting results of the 29th AGM of the Company held on Saturday, September 28, 2024.

Pursuant to the order passed by the Hon'ble National Company Law Tribunal, Mumbai Bench, ("NCLT") vide its order dated April 22, 2024, the NCLT has admitted the application filed by an Operational Creditor under section 9 of the Insolvency and Bankruptcy Code, 2016 and accordingly the Corporate Insolvency Resolution Process ("CIRP") was commenced on the Company with effect from April 22, 2024 and Mr. Vikas Khiyani was appointed as Interim Resolution Professional (IRP) under the IBC Code.

As informed through Corrigendum notice dated September 25, 2024, the Company has taken steps and anticipating the withdrawal of CIRP however, due to paucity of time the matter could not be taken up by the NCLAT, hence, CIRP continues. In view of the same, it was informed that the agenda item nos. 2 to 6 of the notice of 29th AGM was withdrawn/became infructuous.

As per the Scrutinizer's Report, the resolutions given at agenda item no. 1 and 7, as set out in the Notice of the 29th AGM, have been approved by the Members of the Company unanimously. The details of the resolutions mentioned in the notice of the 29th AGM are given in the table below:

Res. No.	Particulars	Nature of Business	Type of Resolution
1	Ordinary Resolution: Considered and adopted the Standalone Audited Financial Statement of the Company for the Financial Year ended March 31, 2024 including the Audited Balance Sheet as at March 31, 2024, the Change in Equity, Statement of Profit & Loss and Cash Flow Statement of the Company for the financial year ended on that date and notes related thereto along with the Reports of the Board and Auditors thereon.	Ordinary	Ordinary
2	Ordinary Resolution: To appoint a Director in place of Mr. Alok Virat Shah (DIN: 00764237), who retires by rotation and, being eligible, offered himself for re-appointment.	Ordinary	Ordinary*

3	Special Resolution: To approve payment of remuneration to Mr. Navin Madhavji Mehta (DIN: 00764424) as Whole-time Director of the Company and he continue to act as Whole-time Director after the age of 70 years.	Special	Special*
4	Special Resolution: To consider <i>denovo</i> appointment of Mr. Navin Madhavji Mehta (DIN: 00764424) as Whole-time Director of the Company and approve Remuneration payable to him.	Special	Special*
5	Special Resolution: To consider <i>denovo</i> appointment of Ms. Reena Virendra Parmar (DIN: 09411621) as Whole-time Director of the Company and approve Remuneration payable to her.	Special	Special*
6	Ordinary Resolution: To consider appointment of Ms. Leena Nishad Jail (DIN: 10540470) as Non-executive Independent Director of the Company.	Special	Ordinary*
7	Ordinary Resolution: Considered and approved related party transactions.	Special	Ordinary

**Stood withdrawn/ became infructuous*

Please also find attached herewith the following:

- Voting results as per the Regulation 44 of the Listing Regulations [voting results is combined result of Remote E-voting (Section 108 of the Act) and E-Poll at the 29th AGM (Section 109 of the Act)], and
- Combined Scrutinizer's Report on the remote e-voting and voting on E-poll at the 29th AGM.

Kindly note that, as informed above, the agenda at item nos. 2 to 6 mentioned in the notice of 29th AGM was declared to be stood withdrawn/ became infructuous, the Scrutinizer has not considered the said agenda in their Report and hence, this Voting Results disclosed voting only on agenda item nos. 1 and 7 to the notice of 29th AGM.

In the aforesaid result and Report, brief description of resolutions has been given. Kindly refer to the notice of the 29th AGM, as amended, for the complete resolutions.

Aforesaid Voting Results are declared on September 28, 2024 and is being posted on the website of the Company at www.rrmetalmakers.com and websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com, along with the Scrutinizer's Report. The same are also available at the Registered as well as Corporate Office of the Company.

Yours faithfully,
For RR MetalMakers India Limited,

Harshika Kothari
Company Secretary and compliance Officer
(As authorized by Mr. Vikas Khiyani, Interim Resolution Professional and Chairman of the 29th AGM)

Place: Mumbai

Encl: As above

**Voting Results of the 29th Annual General Meeting as per Regulation 44(3) of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015**

Date of AGM	September 28, 2024
Total Number of Shareholders on Record Date	1206
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	0
Public	0
No. of Shareholders attended the meeting through video conferencing:*	
Promoters and Promoter Group	5
Public	15

**Number of shareholders present is taken based on Folio no./DP ID and Client ID. Hence, person holding shares in different folio/ DP ID and Client ID are treated as different person.*

In view of the same please note that even though two of the promoters, who are holding shares in the Company, had attended the AGM, number in Promoters and Promoter Group in above table is mentioned as five as these two Promoters hold shares in different DP ID and Client ID. Kindly note that there is no change in Promoter and Promoter Group and they are same as reported in Shareholding Pattern filed under Listing Regulations.

For RR MetalMakers India Limited,

Harshika Kothari

Company Secretary and Compliance Officer

(As authorized by Mr. Vikas Khiyani, Interim Resolution Professional and Chairman of the 29th AGM)

Date: September 28, 2024

Place: Mumbai

Agenda 1: To receive, consider and adopt the Standalone Audited Financial Statement of the Company for the Financial Year ended March 31, 2024 including the Audited Balance Sheet as at March 31, 2024, the Change in Equity, Statement of Profit & Loss and Cash Flow Statement of the Company for the financial year ended on that date and notes related thereto along with the Reports of the Board and Auditors thereon.

Resolution Required:	Ordinary
Whether promoter/promoter group are interested in the agenda/ resolution?	No

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6365924	6365924	100.0000	6365924	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		6365924	6365924	100.0000	6365924	0	100.0000
Public-Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public-Non Institutions	E-Voting	2642900	433616	16.4068	433616	0	100.0000	0.0000
	Poll		195812	7.4090	195812	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2642900	629428	23.8158	629428	0	100.0000
Total		9008824	6995352	77.6500	6995352	0	100.0000	0.0000

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

Agenda 7: To consider approval for related party transactions.

Resolution Required:	Ordinary
Whether promoter/promoter group are interested in the agenda/ resolution?	Yes

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6365924	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	6365924	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	2642900	258616	9.7853	258616	0	100.0000	0.0000
	Poll		195812	7.4090	195812	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	2642900	454428	17.1943	454428	0	100.0000	0.0000
Total		9008824	454428	5.0443	454428	0	100.0000	0.0000

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	6365924
Public Institutions	0
Public - Non Institutions	175000

For **RR MetalMakers India Limited,**

Harshika Kothari

Company Secretary and Compliance Officer

(As authorized by Mr. Vikas Khiyani, Interim Resolution Professional and Chairman of the 29th AGM)

Date: September 28, 2024 | Place: Mumbai



VPP & ASSOCIATES

Practicing Company Secretaries

Office No. 201, 2nd Floor, A-Wing, Jeevan Prabha Co-op Society, Chandavarkar Road, Borivali (West), Mumbai – 400092
Tel. No.: +91 22 3175 9100 | Email Id: vppassociates@hkacs.com | Website: hkacs.com

SCRUTINIZERS' REPORT - COMBINED

(Consolidated Report of Scrutinizers' on remote e-voting and e-voting at the 29th Annual General Meeting)

[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]

To,

The Chairman of the 29th Annual General Meeting ('AGM') of the Shareholders of **RR MetalMakers India Limited** [CIN: L51901MH1995PLC331822] ('the Company') held on Saturday, the 28th day of September, 2024 through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

Dear Sir,

Sub: **Scrutinizer's Report on remote e-voting and e-voting at AGM in terms of provisions of Sections 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, Secretarial Standard - 2 (SS - 2) on General Meetings issued by the Institute of Company Secretaries of India and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the 29th Annual General Meeting (AGM) of the Company held on Saturday, September 28, 2024 at 01:00 p.m. through VC/OAVM.**

1. I, Vipin Mehta, (C.P. No.: 9869, Membership No.: F8587), Partner of M/s. VPP & Associates, Mumbai, have been appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the remote e-voting process pursuant to the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('the Rules'), the Secretarial Standard-2 ('SS-2') on General Meetings issued by the Institute of Company Secretaries of India and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, on the resolutions contained in the notice to the 29th AGM of the Members of the Company, held on Saturday, September 28, 2024 at 01:00 p.m. through VC/OAVM.
2. The Company has engaged Central Depository Services (India) Limited ('CDSL') for using their platform for providing facility for voting through remote e-voting as well as venue voting on the day of AGM. The remote e-voting remained open from Wednesday, the 25th day of September, 2024, 09:00 a.m. (IST) till Friday, the 27th day of September, 2024, 05:00 p.m. (IST) and the remote e-voting platform was blocked thereafter.
3. Under the provisions of Section 109 of the Act read with Rule 21 of the Rules, as amended, and in terms of the SS-2, I, Vipin Mehta, Practicing Company Secretary (C.P. No.: 9869, Membership No.: F8587), Partner of M/s. VPP & Associates, Mumbai, have been appointed as the Scrutinizer by the Chairman of the 29th AGM to scrutinize the e-voting process on the resolutions mentioned at item no. 1 and 7 mentioned in the notice of the 29th AGM at the 29th AGM held on Saturday, September 28, 2024 at 01:00 p.m. conducted through VC/OAVM.



4. The notice dated August 27, 2024, as confirmed by the Company, sent through electronic mode on Friday, September 06, 2024 to those Members whose email addresses are registered with the Company/Depositories, in compliances with the MCA General Circular Nos. 14/2020, 17/2020, 20/2020 dated April 08, 2020, April 13, 2020 and May 05, 2020, respectively, read with other subsequent circulars, the latest being, General Circular No. 09/2023 dated September 25, 2023 (collectively referred to as "MCA Circulars") and the SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, read with other subsequent circulars, the latest being, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 (collectively referred to as "SEBI Circulars").

Further, the Corrigendum notice dated September 25, 2024 to the notice of the 29th AGM dated August 27, 2024, as confirmed by the Company, was sent through electronic mode on Wednesday, September 25, 2024 to those Members whose email addresses are registered with the Company/Depositories, in compliances with the MCA Circulars and SEBI Circulars. The notice of 29th AGM is to be read with Corrigendum notice dated September 25, 2024 to the notice of the 29th AGM.

5. For the purpose of ensuring that the Members who have cast their votes through remote e-voting do not vote again at the AGM, we had access, after the closure of period for remote e-voting and before the start of the AGM, to details relating to the Members, such as their names, folios nos./Client and DP ID, number of shares held and such other information that we may require, who have cast votes through remote e-voting, but not the manner in which they have cast their votes. We, after the conclusion of the e-voting at the AGM, unblocked the votes cast through remote e-voting and made the Consolidated Scrutinizers' Report of the total votes cast in favour or against or invalid votes, if any. Votes cast through remote e-voting were unblocked in the presence of two witnesses, Mr. Ashish Vyas and Ms. Avani Paleja, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Ashish Vyas



Name: Avani Paleja

6. The Members whose names appeared in the Register of Members/List of Beneficial Owners as on the cut-off date, i.e. Saturday, September 21, 2024 were entitled to vote on the resolutions, as set out in the notice of the 29th AGM, as amended by Corrigendum Notice, and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.
7. With respect to e-voting at the AGM, after the time fixed for closing of e-voting by the Chairman of the AGM, the electronic system recording the e-votes was locked by CDSL under our instructions. The e-votes cast at the AGM were unblocked fifteen (15) minutes after the conclusion of the AGM held on Saturday, September 28, 2024.



8. Pursuant to the order passed by the Hon'ble National Company Law Tribunal, Mumbai Bench, ("NCLT") vide its order dated April 22, 2024 has admitted the application filed by an Operational Creditor under section 9 of the Insolvency and Bankruptcy Code, 2016 and accordingly the Corporate Insolvency Resolution Process ("CIRP") was commenced on the Company with effect from April 22, 2024 and Mr. Vikas Khiyani was appointed as Interim Resolution Professional (IRP) under the IBC Code.

As informed through Corrigendum notice dated September 25, 2024, the Company has taken steps and anticipating the withdrawal of CIRP however, due to paucity of time the matter could not be taken up by the NCLAT, hence, CIRP continues. In view of the same, the agenda item nos. 2 to 6 of the notice of 29th AGM was withdrawn/became infructuous.

Hence, this Report only considered resolution given at agenda item nos. 1 and 7 as resolution to be considered at the 29th AGM and provide Report on only those resolutions. This Report does not comments on Resolutions given at agenda item nos. 2 to 6 mentioned in the notice of 29th AGM as the said agenda items were stood withdrawn/became infructuous.

9. As requested by the Management of the Company, we hereby submit our combined report on the result of remote e-voting together with that of e-voting at 29th AGM, based on the reports generated from CDSL website, with brief description of resolutions, as under. Kindly refer to the notice of the 29th AGM of the Company for the complete details of resolutions. Based on the voting results, we report that the resolutions at agenda item nos. 1 and 7, as set out in the Notice of the 29th AGM dated August 27, 2024, as amended by Corrigendum notice dated September 28, 2024 have been passed unanimously.

ORDINARY BUSINESS:

Item No. 1: Ordinary Resolution: To receive, consider and adopt the Standalone Audited Financial Statement of the Company for the Financial Year ended March 31, 2024 including the Audited Balance Sheet as at March 31, 2024, the Change in Equity, Statement of Profit & Loss and Cash Flow Statement of the Company for the financial year ended on that date and notes related thereto along with the Reports of the Board and Auditors thereon.

Particulars	Remote E-voting			Voting at the AGM			Invalid Votes	Total (excluding invalid votes)		
	Ballots	Votes	%	Ballots	Votes	%		Ballots	Votes	%
Assent	15	6799540	100.00	7	195812	100.00	0	22	6995352	100.00
Dissent	0	0	0.00	0	0	0.00	0	0	0	0.00
Total	15	6799540	100.00	7	195812	100.00	0	22	6995352	100.00



SPECIAL BUSINESS

Item No. 7: Ordinary Resolution: To consider approval for related party transactions.

Particulars	Remote E-voting*			Voting at the AGM			Invalid Votes	Total (excluding invalid votes)		
	Ballots	Votes	%	Ballots	Votes	%		Ballots	Votes	%
Assent	9	258616	100.00	7	195812	100.00	6540924	16	454428	100.00
Dissent	0	0	0.00	0	0	0.00	0	0	0	0.00
Total	9	258616	100.00	7	195812	100.00	6540924	16	454428	100.00

**The Promoters and Directors holding total 6540924 Equity Shares has voted in favour of the Resolution. As they were interested in the matter, their votes were not considered in the above working and were considered as invalid.*

10. The Company is responsible to ensure the compliance with the requirements of the Act and the Rules relating to remote e-voting and e-voting at the 29th AGM on the resolutions contained in the Notice of the 29th AGM of the Members of the Company, as amended by Corrigendum notice. Our responsibility as Scrutinizer for the remote e-voting process and e-voting at the 29th AGM is restricted to make Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions stated in the said notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorized agency engaged by the Company to provide e-voting facilities for Remote e-voting and e-voting at the 29th AGM.

Yours Sincerely,

Vipin
Gautamchand
Mehta

Digitally signed by Vipin
Gautamchand Mehta
Date: 2024.09.28
17:04:17 +05'30'



Vipin Mehta
Partner
VPP & Associates
Practicing Company Secretaries
Scrutinizer for E-voting and E-Poll
C.P. No.: 9869; Membership No.: F8587
UDIN: F008587F001362170

Date: September 28, 2024 at Mumbai

Acknowledge receipt of the same

For RR MetalMakers India Limited,

Harshika
Kothari

Digitally signed by
Harshika Kothari
Date: 2024.09.28
17:21:47 +05'30'

Harshika Kothari
Company Secretary and Compliance Officer
(As authorized by Mr. Vikas Khiyani, Interim Resolution Professional and Chairman of the 29th AGM)

Date: September 28, 2024 | **Place:** Mumbai