

## **PWR ASSOCIATES**

**Company Secretaries** 

C-239, LGF, Defence Colony, New Delhi-110024 Phone: 011-40525819; Email Id: <a href="mailto:pwrasso@gmail.com">pwrasso@gmail.com</a>

## **CONSOLIDATED SCRUTINIZER'S REPORT**

(Pursuant to Section 108 of the Companies Act 2013 and Rule 20(3) of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules, 2015)

To,

The Chairman Rathi Bars Limited New Delhi-110047

Reg.: 28th Annual General Meeting of the members of RATHI BARS LIMITED held on Wednesday, 29th day of September 2021 at 4:30 p.m. through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM")

Sub: Consolidated Scrutinizer's Report on voting through electronic means (remote evoting) and voting at the AGM through VC or OAVM process conducted pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of Companies Act 2013 ("the Act") read with Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014 read with Companies (Management and Administration) Amendment Rules, 2015

Dear Sir,

PWR Associates, Company Secretaries, having office at C-239, LGF, Defence Colony, New Delhi-110024 had been appointed as the Scrutinizer by the Board of Directors of RATHI BARS LIMITED (the Company) having it's Registered Office at A-24/7, Mohan Co-operative Industrial Estate, Mathura Road, New Delhi-110044 in the meeting held on 03.09.2021, pursuant to the provisions of the Companies Act 2013 read with Rules thereunder to conduct the remote evoting process and to scrutinize voting at the AGM through VC or OAVM process by the Shareholders in respect of the resolutions passed at 28th Annual General Meeting of the Company held on Wednesday, 29th day of September 2021.

The notice dated  $03^{\rm rd}$  September, 2021 convening AGM of the Company was sent to the Shareholders.

The Company has provided the voting through electronics means (remote e- voting) facility offered by Central Depository Services (India) Limited ("CDSL") for conducting remote e-voting by the shareholders of the Company. The shareholders of the Company holding shares as on the "Cut - Off" date i.e. Wednesday, 22nd September, 2021 were entitled to vote on the proposed resolutions as set out at item nos. 1 to 11 in the notice convening 28th Annual General Meeting of the Company.



The voting period for remote e- Voting commenced on Sunday, September 26, 2021 (09:00 am) and ends on Tuesday, September 28, 2021 (05:00 pm) and the remote e-Voting platform was blocked thereafter and further, 30 minutes voting window was provided to shareholders who attended the Annual General Meeting. After the closure of the voting at Annual General Meeting held on 29.09.2021, the report of voting done at the meeting was generated in my presence.

We have scrutinized the consolidated voting in a fair & transparent manner based on the data downloaded from the **Central Depository Services (India) Limited ("CDSL")**, remote e-voting platform and the voting at the AGM through VC or OAVM & verified by RTA, respectively.

Based on the result made available to us, 122 members have casted their vote on the e-voting platform. I hereby annex the Consolidated Voting results pursuant to Rule (20)(4)(xii) of (Companies Management & Administration) Amendment Rules, 2015 on all the resolutions contained in the notice of aforesaid Annual General Meeting.

All relevant records shall be handed over to the Chairman/Company Secretary for safe keeping.

Thanking You,

For PWR Associates

Company Secretaries

CS Poonam Wadhw

FCS: 5431 CP: 4717

Date: 30.09.2021 Place: New Delhi

UDIN: F005431C001049694

Encl: A/A

Date of AGM	29-09-2021
Total Number of shareholders on record date	7118
Number of shareholders present in the meeting either in person or through proxy	NIL
Promoter and Promoter Group:	NIL
Public:	Not Applicable
Number of shareholders present in the meeting through Video Conferencing	68
Promoter and Promoter Group:	21
Public:	47

Resolution	Required:	(Ordinary)	together with	the repor	Standalone Fina t of the Board year ended Marc	of Director	ents of the C	ompany Auditors
Whether proup are in resolution?	nterested i	n the agenda/	NO					
Category	Mode of Voting	No. of shares held  (1)	No. of votes polled (2)	% of Votes Polled on outstandi ng shares (3)=[(2) /(1)] *100		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	E-Voting		1,02,13,435	97.71	1,02,13,435	0	100.00	0
and	Poll		0	0	0	0	0	0
Promoter Group	Ballot Paper(If applica ble)	1,04,53,112	0	0	0	0	0	0
	Total	1,04,53,112	1,02,13,435	97.71	1,02,13,435	0	100.00	0
Public -	E-Voting		0	0	0	0	0	0
Institutio	Poll		0	0	0	0	0	0
ns	Ballot Paper(If applica ble)	173	0	0	0	0	0	0
	Total	173	0	0	0	0	0	0
Public – Non	E- Voting		13,457	0.23	13,337	120	99.11	0.89
Institutio	Poll		0	0	0	0	0	0
ns	Ballot	58,77,072	0	0	0	0	0	0
	Paper(If applica ble)							
	Total	58,77,072	13,457	0.23	13,337	120	99.11	0.89
Total		1,63,30,357	1,02,26,892	97.94	1,02,26,772	120	100.00	0.00



Resolution	Required:	(Ordinary)	2 - Appointn rotation	nent of S	Sh. Chander M	lohan, a Di	rector reti	ring by
Whether proup are i	interested i	romoter in the agenda/	NO			11		11.
Category	Mode of Voting	No. of shares held  (1)	No. of votes polled (2)	% of Votes Polled on outstan ding 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	E-Voting		1,02,13,435	97.71	1,02,13,435	0	100.00	0
and	Poll		0	0	0	0	0	0
Promoter Group	Ballot Paper(If applica ble)	1,04,53,112	0	0	0	0	0	0
	Total	1,04,53,112	1,02,13,435	97.71	1,02,13,435	0	100.00	0
Public -	E-Voting		0	0	0	0	0	0
Institutio	Poll		0	0	0	0	0	0
ns	Ballot Paper(If applica ble)	173	0	0	0	0	0	0
	Total	173	0	0	0	0	0	0
Public -	E-Voting		13,457	0.23	12,937	520	96.14	3.86
Non	Poll		0	0	0	0	0	0
Institutio ns	Ballot Paper(If applica ble)	58,77,072	0	0	0	0	0	0
	Total	58,77,072	13,457	0.23	12,937	520	96.14	3.86
Total		1,63,30,357	1,02,26,892	97.93	1,02,26,372	520	100.00	0.00



Resolution	Required:	(Ordinary)	3 - Appointme	ent of Statute	ory Auditor			
		romoter n the agenda/	NO					
Category	Mode of Voting	No. of shares held  (1)	No. of votes polled (2)	% of Votes Polled on outstandin g shares (3)=[(2)/ (1)] *100	Votes - in	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4) /(2)]* 100	% of Votes agains on votes polled (7)=[( 5)/(2) ]*100
Promoter	EVoting		1,02,13,435	97.71	1,02,13,435	0	100.00	0
and	Poll		0	0	0	0	0	0
Promoter Group	Ballot Paper(If applica ble)	1,04,53,112	0	0	0	0	0	0
	Total	1,04,53,112	1,02,13,435	97.71	1,02,13,43 5	0	100.00	0
Public -	E-voting		0	0	- 0	0	0	0
Institutio	Poll		0	0	0	0	0	0
ns	Ballot Paper(If applica	173	0	0	0	0	0	0
	ble)	173	0	0	0	0	0	0
Public -	Total E-Voting	1/3	13,457	0.23	13,335	122	99.09	0.91
Non	Poll		0	0.23	0	0	0	0.91
Institutio ns	Ballot Paper(If applica ble)	58,77,072	0	0	0	0	0	0
	Total	58,77,072	13,457	0.23	13,335	122	99.09	0.91
Total		1,63,30,357	1,02,26,892	97.94	1,02,26,77 0	122	100.00	0.00



Resolution	Required:	(Special)	4 - Regular Director, Mr.		f Appointmen al	t of Additi	onal Indep	endent
Whether p group are i agenda/re	nterested i	n the	NO		i i			
Category	Mode of Voting	No. of shares held  (1)	No. of votes polled  (2)	% of Votes Polled on outstan ding 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	E-Voting		1,02,13,435	97.71	1,02,13,435	0	100.00	0
and	Poll		0	0	0	0	0	0
Promoter Group	Ballot Paper(If applica ble)	1,04,53,112	0	0	0	0	0	0
	Total	1,04,53,112	1,02,13,435	97.71	1,02,13,435	0	100.00	0
Public -	E-Voting		0	0	0	0	0	0
Institutio	Poll		0	0	0	0	0	0
ns	Ballot Paper(If applica ble)	173	0	0	0	0	0	0
	Total	173	0	0	0	0	0	0
Public -	E-Voting		13,457	0.23	11,937	1,520	88.70	11.30
Non-	Poll		0	0	0	0	0	0
Institutio ns	Ballot Paper(If applica ble)	58,77,072	0	0	0	0	0	0
	Total	58,77,072	13,457	0.23	11,937	1,520	88.70	11.30
Total		1,63,30,357	1,02,26,892	97.94	1,02,25,372	1,520	99.98	0.02



Resolution	Required:	(Ordinary)	5- Appointment of the State of		Managing Dir	ector, Mr. A	nurag R	athi as
Whether p are interes resolution	ted in the a		YES					
Category	Mode of Voting	No. of shares held  (1)	No. of votes polled (2)	% of Votes Polled on outstandi ng 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	E-Voting		1,02,13,435	97.71	1,02,13,435	0	100.00	0
and	Poll		0	0	0	0	0	0
Promoter Group	Ballot Paper(If applica ble)	1,04,53,112	0	0	0	0	0	0
	Total	1,04,53,112	1,02,13,435	97.71	1,02,13,435	0	100.0	0
Public -	E-Voting		0	0	0	0	0	0
Institutio	Poll		0	0	0	0	0	0
ns	Ballot Paper(If applica ble)	173	0	0	0	0	0	0
	Total	173	0	0	0	0	0	0
Public -	E-Voting		13,457	0.23	11,977	1,480	89.00	11.00
Non-	Poll		0	0	0	0	0	0
Institutio ns	Ballot Paper(If applica ble)	58,77,072	0	0	0	0	0	0
	Total	58,77,072	13,457	0.23	11,977	1,480	89.00	11.00
Total		1,63,30,357	1,02,26,892	97.94	1,02,14,838	1,480	99.99	0.01



Resolution	Required:	(Ordinary)	6 - Appoint Whole Time		Whole Time D	irector, Mr. U	Iddhav F	Rathi as
Whether p group are i resolution	nterested i	n the agenda/	YES					
Category	Mode of Voting	No. of shares held  (1)	No. of votes polled (2)	% of Votes Polled on outstan ding 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 agains t on votes polled (7)=[( 5)/(2) ]*100
Promoter	E-Voting		1,02,13,435	97.71	1,02,13,435	0	100.00	0
and	Poll		0	0	0	0	0	0
Promoter Group	Ballot Paper(If applica ble)	1,04,53,112	0	0	0	0	0	0
	Total	1,04,53,112	1,02,13,435	97.71	1,02,13,435	0	100.0	0
Public -	E-Voting		0	0	0	0	0	0
Institutio	Poll		0	0	0	0	0	0
ns	Ballot Paper(If applica ble)	173	0	0	0	0	0	0
	Total	173	0	0	0	0	0	0
Public -	E-Voting		13,457	0.23	12,637	820	93.91	6.09
Non-	Poll		0	0	0	0	0	0
Institutio ns	Ballot Paper(If applica ble)	58,77,072	0	0	0	0	0	0
	Total	58,77,072	13,457	0.23	12,637	820	93.91	6.09
Total		1,63,30,357	1,02,26,892	97.94	1,02,26,072	820	99.99	0.01



Resolution	Required:	(Ordinary)	7 - Re-Appoir of the Compa		Ars. Sonali V Chi	talkar as an ind	ependent	director
Whether p group are i agenda/re			NO					
Category	Mode of Voting	No. of shares held  (1)	No. of votes polled (2)	% of Votes Polled on outstan ding 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	against on votes polled (7)=[( 5)/(2) ]*100
Promoter and	E- Voting		1,02,13,435	97.71	1,02,13,435	0	100.00	0
Promoter	Poll		0	0	0	0	0	0
Group	Ballot Paper(If applica ble)	1,04,53,112	0	0	0	0	0	0
	Total	1,04,53,112	1,02,13,435	97.71	1,02,13,435	0	100.0	0
Public - Institutio	E- Voting		0	0	0	0	0	0
ns	Poll		0	0	0	0	0	0
	Ballot Paper(If applica ble)	173	0	0	0	0	0	0
	Total	173	0	0	0	0	0	0
Public - Non-	E- Voting		13,457	0.23	12,677	780	94.20	5.80
Institutio	Poll		0	0	0	0	0	0
ns	Ballot Paper(If applica ble)	58,77,072	0	0	0	0	0	0
	Total	58,77,072	13,457	0.23	12,677	780	94.20	5.80
Total		1,63,30,357	1,02,26,892	97.94	1,02,26,112	780	99.99	0.01



Resolution	Required:	(Ordinary)	8 - Approval Limited	of Related	d Party Transac	ctions with Ra	thi Specia	l Steels
Whether pr group are i agenda/res	nterested i		YES					¥(
Category	Mode of Voting	No. of shares held  (1)	No. of votes polled (2)	% of Votes Polled on outstan ding 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 agains t on votes polled (7)=[( 5)/(2)]*100
Promoter	E-Voting		1,02,13,435	97.71	1,02,13,435	0	100.00	0
and	Poll		0	0	0	0	0	0
Promoter Group	Ballot Paper(If applica ble)	1,04,53,112	0	0	0	0	0	0
	Total	1,04,53,112	1,02,13,435	97.71	1,02,13,435	0	100.0	0
Public -	E-Voting		0	0	0	0	0	0
Institutio	Poll		0	0	0	0	0	0
ns	Ballot Paper(If applica ble)	173	0	0	0	0	0	0
	Total	173	0	0	0	0	0	0
Public -	E-Voting		13,457	0.23	12,845	612	95.45	4.55
Non-	Poll		0	0	0	0	0	0
Institutio ns	Ballot Paper(If applica ble)	58,77,072	0	0	0	0	0	0
	Total	58,77,072	13,457	0.23	12,845	612	95.45	4.55
Total		1,63,30,357	1,02,26,892	97.94	1,02,26,280	612	99.99	0.01



Resolution	Required:	(Ordinary)	9 – Approva Private Limi		ed Party Tran	sactions w	ith Bhiwa	di Iron
Whether p group are i agenda/re	nterested i		YES					•
Category	Mode of Voting	No. of shares held  (1)	No. of votes polled (2)	% of Votes Polled on outstandi ng 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	E-Voting		1,02,13,435	97.71	1,02,13,435	0	100.00	0
and	Poll		0	0	0	0	0	0
Promoter Group	Ballot Paper(If applica ble)	1,04,53,112	0	0	0	0	0	0
	Total	1,04,53,112	1,02,13,435	97.71	1,02,13,435	0	100.0	0
Public -	E-Voting		0	0	0	0	0	0
Institutio	Poll		0	0	0	0	0	0
ns	Ballot Paper(If applica ble)	173	0	0	0	0	0	0
	Total	173	0	0	0	0	0	0
Public -	E-Voting		13,457	0.23	12,845	612	95.45	4.55
Non-	Poll		0	0	0	0	0	0
Institutio ns	Ballot Paper(If applica ble)	58,77,072	0	0	0	0	0	0
	Total	58,77,072	13,457	0.23	12,845	612	95.45	4.55
Total		1,63,30,357	1,02,26,892	97.94	1,02,26,280	612	99.99	0.01



Resolution	Required:	(Special)	10 - Approv Private Lim		l Party Transa	ctions with K	hushkher	a Steels
	romoter/ p interested i solution?	in the	YES					
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	E-Voting		1,02,13,435	97.71	1,02,13,435	0	100.00	0
and	Poll		0	0	0	0	0	0
Promoter Group	Ballot Paper(If applica ble)	1,04,53,112	0	0	0	0	0	0
	Total	1,04,53,112	1,02,13,43 5	97.71	1,02,13,435	0	100.00	0
Public -	E-Voting		0	0	0	0	0	0
Institutio	Poll		0	0	0	0	0	0
ns	Ballot Paper(If applica ble)	173	0	0	0	0	0	0
	Total	173	0	0	0	0	0	0
Public -	E-Voting		13,457	0.23	12,845	612	95.45	4.55
Non-	Poll		0	0	0	0	0	0
Institutio ns	Ballot Paper(If applica ble)	58,77,072	0	0	0	0	0	0
	Total	58,77,072	13,457	0.23	12,845	612	95.45	4.55
Total :		1,63,30,357	1,02,26,89	97.94	1,02,26,280	612	99.99	0.01



Resolution	Required:	(Ordinary)			e remuneration larch 31, 2022	n of the Cos	st Auditors	for the
Whether proup are in agenda/res	nterested i	n the	NO					
Category	Mode of Voting	No. of shares held  (1)	No. of votes polled (2)	% of Votes Polled on outstandi ng 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	E-Voting		1,02,13,435	97.71	1,02,13,435	0	100.00	0
and	Poll		0	0	0	0	0	0
Promoter Group	Ballot Paper(If applica ble)	1,04,53,112	0	0	0	0	0	0
	Total	1,04,53,112	1,02,13,435	97.71	1,02,13,435	0	100.00	0
Public -	E-Voting		0	0	0	0	0	0
Institutio	Poll		0	0	0	0	0	0
ns	Ballot Paper(If	173	0	0	0	0	0	0
	applica ble)							
	Total	173	0	0	0	0	- 0	0
Public -	E-Voting		13,457	0.23	11,845	1,612	88.02	11.98
Non	Poll		0	0	0	0	0	0
Institutio ns	Ballot Paper(If applica ble)	58,77,072	0	0	0	0	0	0
	Total	58,77,072	13,457	0.23	11,845	1,612	88.02	11.98
Total		1,63,30,357	1,02,26,892	97.94	1,02,25,280	1,612	99.98	0.02

