



RAMA VISION LIMITED

RVL/SECT/STEX/15 / 665A

October 01, 2015

The Manager
Corporate Relationship Department
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001

Scrip Code: 523289

Subject: Result of Voting in respect of 26th Annual General Meeting held on 30th September, 2015

Dear Sir/Madam,

With reference to the above captioned subject and pursuant to the requirement of Clause 35A of the Listing Agreement, we are hereby submitting the details pertaining to the voting results on the conclusion of the 26th Annual General Meeting of the Shareholders of the Company held on 30th September, 2015, which are as under:

Date of AGM	30 th September, 2015
Total No. of Shareholders on Record Date / Book Closure	16139
No. of Shareholders present in meeting either in person or through proxy	
Promoter and Promoter Group	9
Public	28
No. of Shareholders attended the meeting through video conferencing :	Not arranged
Promoter and Promoter Group	N.A.
Public	N.A.

Agenda Wise Details:

Item No.	Details of Agenda	Resolution required	Mode of Voting
1.	Audited Financial Statement, Reports of the Board of Directors and Auditors for the year ended 31st March, 2015.	Ordinary	E Voting and Poll (Passed with requisite majority)

2.	Appointment of Mr. Satish Jain who retires by rotation and offers himself for re-appointment.	Ordinary	E Voting and Poll (Passed with requisite majority)
3.	Appointment of Statutory Auditors and fix their remuneration.	Ordinary	E Voting and Poll (Passed with requisite majority)
4.	Approval of Increase in remuneration of Mr. Arhant Jain.	Special	E Voting and Poll (Passed with requisite majority)
5.	Appointment of Mrs. Neera Bhargava as an Independent Director for a period of 5 years w.e.f. 13.02.2015	Ordinary	E Voting and Poll (Passed with requisite majority)

The Scrutinizer Report of E-Voting is enclosed herewith as **Annexure-A** and Scrutinizer Report of Poll is enclosed herewith as **Annexure-B**.

Thanking you,

For **Rama Vision Limited**



✓ **(Raj Kumar Sehgal)**
G.M. (Legal) & Company Secretary

✓ **Encl:** As above

Sl. No.	Details of Agenda	Resolution Proposed	Mode of Voting
1.	Appointment of Statutory Auditors and fix their remuneration for the year ending 31st March 2015	Ordinary	E Voting and Poll (Passed with requisite majority)



Ashu Gupta & Co.

COMPANY SECRETARIES

Annexure - A

204A, Second Floor, 23, S.B.I. Building

Opp. DLF Tower, Shivaji Marg

New Delhi-110 015

Tel. : 011- 65569127, 45700331 Mob. : 9899021740

E-mail : ashugupta.cs@gmail.com

Consolidated Scrutinizer(s) Report

(Pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Listing Agreement)

To,
The Chairman,

26th Annual General Meeting of the Equity Shareholders of Rama Vision Limited held on 30th September, 2015 at 12:30 P.M. at Hotel Fortonne, Opposite Avas Vikas Gate, Bareilly Road, Kichha, Distt. Udham Singh Nagar, Uttrakhand - 263 148

Dear Sir,

The Board of Directors of the Company have passed a resolution on 12th August, 2015 and decided to provide to the shareholders of the Company, a facility to exercise their votes on the resolution(s) as set out in the notice of the 26th Annual General Meeting dated 12.08.2015 by way of remote e-voting and voting through ballot papers at the AGM as required under the provisions of Section 108 of Companies Act, 2013 read with Companies (Management and Administration) Amendment Rules, 2015 and the Listing Agreement.

I, Ashu Gupta, Company Secretary in Practice of M/S Ashu Gupta & Co. has been appointed by the Board of Directors of the company as the scrutinizer pursuant to the provision of Section 108 of Companies Act, 2013 read with Companies (Management and Administration) Amendment Rules, 2015 and the Listing Agreement for the purpose of scrutinizing the aforesaid remote e-voting process and voting through ballot process in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the notice dated 12.08.2015 convening the 26th Annual General Meeting of the Company held on 30th September, 2015 at Hotel Fortonne, Opposite Avas Vikas Gate, Bareilly Road Kichha, Distt. Udham Singh Nagar, Uttarakhand-263148.

The compliance with the provisions of the Companies Act, 2013 and the Rules made there-under relating to voting through electronic means (remote e-voting) and voting by using ballots by the shareholders on the resolutions proposed in the notice of the 26th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the meeting are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any, to the Chairman of the



meeting on the resolutions, based on the reports generated from the electronic voting system, provided by the CDSL and the report generated electronically for voting by use of ballots at the meeting.

The notice dated 12th August, 2015 convening the 26th Annual General Meeting of the Company held on 30th September, 2015 along with the statement setting out material facts were sent to the shareholders of the Company.

The shareholders of the Company holding shares on the "cut-off date" i.e. 23rd September, 2015 were entitled to vote on the resolutions proposed as set out in the notice of the 26th Annual General Meeting by remote e-voting or voting through ballot papers at the 26th AGM.

In this regard, I submit my consolidated report as under:

1. The remote e-voting period remained open from 27th September, 2015 (10:00 AM) to 29th September, 2015 (5:00 PM) and was disabled for voting thereafter.
2. The members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23.09.2015, were entitled to vote electronically on agenda items by remote e-voting or voting through ballot paper at the 26th AGM.
3. After the declaration of Poll by the Chairman, 1 (one) Ballot box kept for the ballot paper for the purpose of voting through ballots, was locked in our presence with due identification marks placed by us.
4. The locked ballot box was subsequently opened in our presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company.
5. The ballot papers which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
6. After counting the votes cast by the members and proxy holders present at the 26th Annual General Meeting through ballot paper, the votes cast through remote e-voting were unblocked on 30th September, 2015 around 1:20 PM in the presence of two witnesses, Ms. Yanika Verma D/o Shri. D.S. Verma and Ms. Surbhi Maheshwari D/o Shri S.D. Maheshwari, who are not in the employment of the Company and who have signed below as confirmation to unblocking of the votes.



Signature:

Name- Yanika Verma

Signature:

Name- Surbhi Maheshwari

7. We have scrutinized the votes cast through electronic means and voting through ballot papers only for the purpose of this report.
8. The result of the voting is as per Annexure 1 attached herewith.
9. The register, all other papers and relevant records relating to voting shall remain in our custody under our observation until the chairman consider, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary of Company for safe custody.

Thanking you,

Yours truly,


Ashu Gupta

Practising Company Secretary

Membership No. FCS 4123

CP No. 6646



Date: 01.10.2015

Place: New Delhi

ANNEXURE 1

Consolidated Scrutinizer Report on voting through ballot paper and remote e-voting
of Rama Vision Limited

Resolutions on No.	Subject of Resolutions	No of members voted	No. of Shares held	No. of votes polled	No. of Votes in favour	% of votes in favour on votes polled	No. of votes against	% of votes against on votes polled	No. members whose votes were declared invalid	No of votes cast by them declared invalid
1	Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements for the financial year ended on 31st March, 2015 including the Audited Balance Sheet as at 31st March, 2015 and the statement of Profit and Loss Account for the year ended on that date and the Reports of the Directors and the Auditors thereon.									
	A Mode of Voting (E-VOTING)	35	5147033	5147033	5147033	100.00	0	0	0	0
	B Mode of Voting (Ballot Paper)	7	1050	1050	1050	100.00	0	0.00	0	0
	TOTAL(A+B)	42	5148083	5148083	5148083	100.00	0	0.00	0	0
2	Ordinary Resolution: To appoint a director in place of Mr. Satish Jain (DIN: 00052215), who retires by rotation and being eligible has offered himself for re-appointment.									
	A Mode of Voting (E-VOTING)	35	5147033	4427955	4427955	100.00	0	0.00	2	719078
	B Mode of Voting (Ballot Paper)	7	1050	1050	1050	100.00	0	0.00	0	0
	TOTAL(A+B)	42	5148083	4429005	4429005	100.00	0	0.00	2	719078





Resolution No.	Subject of Resolutions	No of members voted	No. of Shares held	No. of votes polled	No. of Votes in favour	% of votes in favour on votes polled	No. of votes against	% of votes against on votes polled	No. members whose votes were declared invalid	No of votes cast by them declared invalid
3	Ordinary Resolution: To appoint M/s B.K Shroff & Co., Chartered Accountants (FRN: 302166E) as Statutory Auditors to hold office from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting and to authorize Board of Directors to fix their remuneration.									
	A Mode of Voting (E-VOTING)	35	5147033	5147033	5147033	100.00	0	0.00	0	0
	B Mode of Voting (Ballot Paper)	7	1050	1050	1050	100.00	0	0.00	0	0
	TOTAL(A+B)	42	5148083	5148083	5148083	100.00	0	0.00	0	0
4	Special Resolution: To modify the remuneration of Mr. Arhant Jain for rendering services as Director Marketing									
	A Mode of Voting (E-VOTING)	35	5147033	3082037	3082037	100.00	0	0	7	2064996
	B Mode of Voting (Ballot Paper)	7	1050	1050	1050	100.00	0	0.00	0	0
	TOTAL(A+B)	42	5148083	3083087	3083087	100.00	0	0.00	7	2064996
5	Ordinary Resolution: To appoint Mrs. Neera Bhargava (DIN:07011735) as Independent Director of the Company to hold office for a term of five years w.e.f 13.02.2015.									
	A Mode of Voting (E-VOTING)	35	5147033	5147033	5147033	100.00	0	0	0	0
	B Mode of Voting (Ballot Paper)	7	1050	1050	1050	100.00	0	0.00	0	0
	TOTAL(A+B)	42	5148083	5148083	5148083	100.00	0	0.00	0	0



FORM No. MGT-13
Report of Scrutinizer

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2)
of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman,

**26th Annual General Meeting of the Equity Shareholders of Rama Vision Limited held on
30th September, 2015 at 12:30 P.M. at Hotel Fortunne, Opposite Avas Vikas Gate, Bareilly
Road, Kichha, Distt. Udham Singh Nagar, Uttrakhand - 263 148**

Dear Sir,

I, Ashu Gupta, Company Secretary in Practice of M/s. Ashu Gupta & Co., appointed as Scrutinizer for the purpose of the poll taken on the resolution contained in the notice of the Annual General Meeting of the Shareholders of Rama Vision Limited, held on 30th September, 2015 at the Hotel Fortunne, Opposite Avas Vikas Gate, Bareilly Road, Kichha, Distt. Udham Singh Nagar, Uttrakhand – 263148 submit my report as under:

1. After completion of the poll the ballot box kept for polling was sealed in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence along with two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
3. I found no poll paper as invalid.
4. The result of the Poll is annexed as an annexure.
5. Soft Copy of the list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for resolution is enclosed.



6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,
Yours truly,



Ashu Gupta

Practising Company Secretary

Membership No. 4123

C.P. No. 6646



Date: 01.10.2015

Place: New Delhi

Witness No.1

Name: Yanika Verma

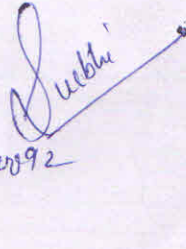
Add: B67-5A/37A,
Paschim Vihar,
New Delhi-110063



Witness No.2

Name: — Sushmi Maheshwari

Add — Flat No-6, W-135
Laxmi Nagar, Delhi-110092



**Annexure To Scrutinizer's Report on Poll of Rama Vision Limited
Result Of Voting through Poll**

Resoluti on No.	Subject of Resolutions	Differential Voting Rights	Valid Votes					Total valid Votes cast		Invalid Votes		
			Votes in Favour (assent)		Votes casted Against (dissent)		No. of votes cast by them declared invalid	No. members whose votes were declared invalid	No. of votes cast by them declared invalid	No. of votes cast by them declared invalid		
			No. of Member/Proxy	No. of Vote cast	% of total no of valid votes cast	No. of Member/P roxy					No. of Vote cast	% of total no of valid votes cast
1	Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements for the financial year ended on 31st March, 2015 including the Audited Balance Sheet as at 31st March, 2015 and the statement of Profit and Loss Account for the year ended on that date and the Reports of the Directors and the Auditors thereon.	NIL	7	1050	100.00	0	0	0.00	1050	0	0	0
2	Ordinary Resolution: To appoint a director in place of Mr. Satish Jain (DIN: 00052215), who retires by rotation and being eligible has offered himself for re-appointment.	NIL	7	1050	100.00	0	0	0.00	1050	0	0	0
3	Ordinary Resolution: To appoint M/s B.K Shroff & Co., Chartered Accountants (FRIN: 302166E) as Statutory Auditors to hold office from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting and to authorize Board of Directors to fix their remuneration.	NIL	7	1050	100.00	0	0	0.00	1050	0	0	0
4	Special Resolution: To modify the remuneration of Mr. Arhant Jain for rendering services as Director Marketing	NIL	7	1050	100.00	0	0	0.00	1050	0	0	0
5	Ordinary Resolution: To appoint Mrs. Neera Bhargava (DIN:07011735) as Independent Director of the Company to hold office for a term of five years w.e.f 13.02.2015.	NIL	7	1050	100.00	0	0	0.00	1050	0	0	0

