



# RAMA VISION LIMITED

RVL/SECT/STEX/14/786

October 01, 2014

**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 25<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2014**

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 25<sup>th</sup> Annual General Meeting of the Shareholders of the Company held on 30<sup>th</sup> September, 2014, which are as under:

Date of AGM	30 <sup>th</sup> September, 2014
Total No. of Shareholders on Record Date / Book Closure	16231
<b>No. of Shareholders present in meeting either in person or through proxy</b>	
Promoter and Promoter Group	10
Public	22
<b>No. of Shareholders attended the meeting through video conferencing :</b>	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, 2014.	Ordinary	E Voting and Poll (Passed with requisite majority)

Corp. Off. : Rama House, 23, Najafgarh Road, Ind. Area, Shivaji Marg, New Delhi-110015 (INDIA)  
Tel. : 45349999 Fax : 45349988 • Website : www.ramavisionltd.com • E-mail : sales@ramavisionltd.com  
Regd. Off. : Ward No. 3, Bareilly Road, Kichha, Distt. Udham Singh Nagar (UTTARKHAND)-263148 Ph. : 05944-264263  
CIN : L32203UR1989PLC015645

2.	Appointment of Mr. Arhant 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.	Appointment of Mr. Satish Jain as Managing Director.	Special	E Voting and Poll (Passed with requisite majority)
5.	Fixing of term of Mr. Arhant Jain for 5 years.	Special	E Voting and Poll (Passed with requisite majority)
6.	Appointment of Mr. Sudarshan Lal Baluja as an Independent Director.	Ordinary	E Voting and Poll (Passed with requisite majority)
7.	Appointment of Mr. Govind Prasad Agrawal as an Independent Director.	Ordinary	E Voting and Poll (Passed with requisite majority)
8.	Appointment of Mr. Shyam Sundar Lal Gupta as an Independent Director.	Ordinary	E Voting and Poll (Passed with requisite majority)
9.	Appointment of Ms. Neha Gupta as an Independent Director.	Ordinary	E Voting and Poll (Passed with requisite majority)
10.	Alteration the Articles of Association of the Company.	Special	E Voting and Poll (Passed with requisite majority)
11.	Change the place of keeping Register of Members and Annual Return.	Special	E Voting and Poll (Passed with requisite majority)
12.	Appointment of Mr. Udit Jain as Executive-Business Development w.e.f. 01.08.2014.	Special	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



# Ashu Gupta & Co.

Company Secretaries

## Scrutinizer Report

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

To,  
Mr. Satish Jain,  
Chairman,  
Rama Vision Limited,  
Rama House, 23, Najafgarh Road,  
Industrial Area, Shivaji Marg  
New Delhi-110015

Sir,

**SUB: Scrutinizer's Report on E-voting conducted in connection with the  
Company's 25<sup>th</sup> Annual General Meeting to be held on 30<sup>th</sup> September, 2014**

The Board of Directors of the Company has passed a resolution on 28.05.2014 and decided to provide to the members of the Company, a facility to exercise their votes on the resolution(s) as set out in the notice of the 25<sup>th</sup> AGM to be held on 30<sup>th</sup> September, 2014 by way of electronic means as required under the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

I Ashu Gupta, Company Secretary in Practice have been appointed by the Board of Directors of Rama Vision Limited as the scrutinizer pursuant to the provision of Section 108 of the Companies Act, 2013 read with Rule 20(ix) of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the aforesaid voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting for passing of resolutions as contained in the notice convening the 25<sup>th</sup> Annual General Meeting of the Company to be held on 30<sup>th</sup> September, 2014 at Hotel Fortune, Opposite Avas Vikas Gate, Bareilly Road, Kichha Distt. Udham Singh Nagar, Uttrakhand- 263148.

The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice of the 25<sup>th</sup> Annual General Meeting of the members of the company. My responsibility as the scrutinizer for e-voting process, is restricted to make



Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the result of e-voting service provided by CDSL (Central Depository Services (India) Limited), the authorized agency to provide e-voting facilities, engaged by the Company.

The notice dated 11<sup>th</sup> August, 2014 convening the 25<sup>th</sup> Annual General Meeting of the company to be held on 30<sup>th</sup> September, 2014 along with the statement setting out material facts under section 102 of the Companies Act, 2013 were sent to the members of the company.

The members of the Company holding shares on the "cut-off date" i.e 29<sup>th</sup> August, 2014, were entitled to vote on the resolutions proposed as set out in the notice of the 25<sup>th</sup> Annual General Meeting.


In this regard, I submit my report as under:

1. On the basis of the Register of members and the list of beneficial owners made available by Link Intime India Private Limited (RTA), as on 29th August, 2014 for the purpose of e-voting, the company completed dispatch of notice of e-voting:


- By e-mail to 1628 members who had registered their e-mail id's with the company on 03.09.2014; and
- By courier to 14658, by speed post to NIL and by registered post to NIL members i.e. a total of 14658 members in physical form on 02.09.2014.

2. The e-voting period remained open from 22<sup>nd</sup> September, 2014 at 9:30 A.M. to 24<sup>th</sup> September, 2014 at 6:00 P.M.

The votes cast were unblocked on 25<sup>th</sup> September, 2014 at 12:30 P.M. in the presence of two witnesses, Ms. Shubhangi Aggarwal and Ms. Surbhi Maheshwari, who are not in the employment of the Company and who have signed below as confirmation to unblocking of the votes.

Signature: 

Name Shubhangi Aggarwal

Signature: 

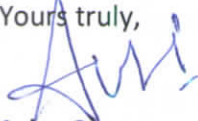
Name- Surbhi Maheshwari

3. The details containing list of shareholder who voted "for" or "against" or whose votes were considered as "Invalid" for each of the resolutions that were put to vote were generated from the e-voting website of Central Depository Services Limited i.e. [www.evotingindia.com](http://www.evotingindia.com) and based on such Reports generated the result of voting which is attached herewith as an Annexure.



4. Pursuant to clause 35B of the Listing Agreement entered by the Company, the Company has provided the facility of voting through the physical ballot from to those members who do not have access to the e-voting facility.
5. We have scrutinized the votes cast through electronic means only for the purpose of this report.
6. The particulars of all the electronic votes cast by the members through e-voting process have been recorded in a register separately maintained for the purpose.
7. Based on the results made available, 35 members have casted their votes on the 12 agenda items contained in the notice and the details of e-voting is as per annexure attached herewith.
8. 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 the Company for safe custody.

Thanking you,  
Yours truly,



**Ashu Gupta**  
Practising Company Secretary  
Membership No.- 4123  
C.P. No. 6646



Date: 26<sup>TH</sup> September, 2014

**Annexure To Scrutinizer's Report on E- Voting  
Result Of Voting**

Resolution No	Subject of Resolution	Type of Resolution	Differential Voting Rights	Votes in Favour (assent)				Valid Votes				Invalid Votes	
				No. of Member	No. of Vote cast	% of total no of valid votes cast	No. of Member	No. of Vote cast	% of total no of valid votes cast	Total valid Votes cast	No. of Members whose votes were declared invalid	No. of invalid votes cast	
													Votes casted Against (dissent)
1	To receive, consider and adopt the Audited Balance Sheet as at 31 <sup>st</sup> March, 2014 and the Profit & Loss Account for the Financial Year ended on that date together with the Directors' Report and Statutory Auditors' Report thereon	Ordinary	NIL	35	5159676	100.00	0	0	0	0	5159676	0	0
2	To appoint Director in place of Mr. Arhant Jain, who retires by rotation and being eligible, offers himself for re-appointment	Ordinary	NIL	34	4711571	100.00	0	0	0	0	4711571	1	448105
3	To appoint M/s B. K. Shroff & Co, Chartered Accountants (firm registration no. 302166E) as Statutory Auditors to hold office from the conclusion of this Annual General Meeting till the conclusion of the 27 <sup>th</sup> Annual General Meeting to be held in the Financial year 2016-17 subject to annual ratification by the members at the Annual General Meeting in accordance with the provisions of Section 139 of the Companies Act, 2013 and rules there under at such remuneration as shall be fixed by the Board of Directors of the Company	Ordinary	NIL	35	5159676	100.00	0	0	0	0	5159676	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,  
Mr. Satish Jain,  
Chairman,  
Rama Vision Limited

**Twenty Fifth Annual General Meeting of the shareholders of Rama Vision Limited held on 30<sup>th</sup>  
day of September, 2014 at Hotel Fortune, Opposite Avas Vikas Gate, Bareilly Road, Kichha  
Distt. Udham Singh Nagar, Uttrakhand- 263148**


Dear Sir,

I, Gurminder Singh Dhami, proxy of Ms. Ashu Gupta (Folio No. IN-300118/10811622) appointed as Scrutinizer for the purpose of the poll taken on the resolutions contained in the notice of the Twenty Fifth Annual General Meeting of the Shareholders of Rama Vision Limited, held on 30th day of September, 2014 at Hotel Fortune, 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 sealed 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 Link Intime India Pvt. Ltd., the Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
3. Three (3) poll papers, which were incomplete and were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is annexed as an annexure.
5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each 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 faithfully,

Place: New Delhi  
Dated: 01.10.2014

  
**GURMINDER SINGH DHAMI**  
(Scrutinizer)



**Annexure To Scrutinizer's Report on POLL  
Result Of Voting**

Resolution No	Subject of Resolution	Type of Resolution	Differential Voting Rights	Valid Votes				Invalid Votes				
				Votes in Favour (assent)		Votes casted Against (dissent)		Total valid Votes cast	No. of Members whose votes were declared invalid	No. of invalid votes cast		
				No. of Member	No. of Vote cast	% of total no of valid votes cast	No. of Member				No. of Vote cast	% of total no of valid votes cast
1	To receive, consider and adopt the Audited Balance Sheet as at 31 <sup>st</sup> March, 2014 and the Profit & Loss Account for the Financial Year ended on that date together with the Directors' Report and Statutory Auditors' Report thereon	Ordinary	NIL	3	610	100.00	0	0	100.00	610	3	60
2	To appoint Director in place of Mr. Arhant Jain, who retires by rotation and being eligible, offers himself for re-appointment	Ordinary	NIL	3	610	100.00	0	0	100.00	610	3	60
3	To appoint M/s B. K. Shroff & Co, Chartered Accountants (firm registration no. 302166E) as Statutory Auditors to hold office from the conclusion of this Annual General Meeting till the conclusion of the 27 <sup>th</sup> Annual General Meeting to be held in the Financial year 2016-17 subject to annual ratification by the members at the Annual General Meeting in accordance with the provisions of Section 139 of the Companies Act, 2013 and rules there under at such remuneration as shall be fixed by the Board of Directors of the Company	Ordinary	NIL	3	610	100.00	0	0	100.00	610	3	60



4	Re-appointment of Mr. Satish Jain as Managing Director in the category of KMP	Special	NIL	3	610	100.00	0	0	0	100.00	610	3	60
5	To fix terms & conditions and remuneration of Mr. Arhant Jain	Special	NIL	3	610	100.00	0	0	0	100.00	610	3	60
6	To appoint Mr. Sudarshan Lal Baluja(DIN-00184997) as Independent Director	Ordinary	NIL	3	610	100.00	0	0	0	100.00	610	3	60
7	To appoint Mr. Govind Prasad Agrawal( DIN-00008429) as Independent Director	Ordinary	NIL	3	610	100.00	0	0	0	100.00	610	3	60
8	To appoint Mr. Shyam Sunder(DIN- 00044635) as Independent Director	Ordinary	NIL	3	610	100.00	0	0	0	100.00	610	3	60
9	To appoint Ms. Neha Gupta(DIN- 06940206) as additional Director	Ordinary	NIL	3	610	100.00	0	0	0	100.00	610	3	60
10	To Exclude draft regulations contained in Articles of Association	Special	NIL	3	610	100.00	0	0	0	100.00	610	3	60
11	To keep Register of Members of the company at the office of RTA	Special	NIL	3	610	100.00	0	0	0	100.00	610	3	60
12	To alter the terms of Appointment of Mr. Udit Jain	Special	NIL	3	610	100.00	0	0	0	100.00	610	3	60

*Swamy*