



# RAMA VISION LIMITED

RVL/SECT/STEX/17

September 27, 2017

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

Scrip Code: 523289

**Subject: Submission of Revised Voting Results of the 28<sup>th</sup> Annual General Meeting of the Company along with Consolidated Report of the Scrutinizer**

Dear Sir/Madam,

With reference to the above captioned subject and pursuant to the requirement of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please note that Shareholders of the Company have, in 28<sup>th</sup> Annual General Meeting (AGM) of the Company held on Monday, the 25<sup>th</sup> day of September, 2017 at 12.30 pm at Hotel City Palace, Bareilly Bypass Road, Kichha, Distt. Udham Singh Nagar, Uttarakhand – 263 148 approved the businesses as per the notice calling said meeting. The details pertaining to the revised voting results (through E-Voting & Poll) in the format prescribed by the SEBI is enclosed as annexure A. The AGM commenced at 12:30 PM and concluded at 1:15 PM.

Further, please note that the mode of voting on the resolutions was as under:

1. Through e-voting between the period 22.09.2017 (10:00 AM) to 24.09.2017 (05:00 PM).
2. Poll conducted at the meeting.

We are also enclosing the consolidated report of the Scrutinizer on e-voting and poll at the AGM.

Kindly, take it on record and acknowledge the receipt.

Thanking you,  
For Rama Vision Limited

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



Encl.: As above

**ANNEXURE - A**

Date of the AGM	25 <sup>th</sup> September, 2017
Total No. of Shareholders on Record Date/ Cut-Off Date (i.e, 18.09.2017)	15,746
<b>No. of Shareholders present in meeting either in person or through proxy:</b>	
Promoter and Promoter Group	10
Public	26
<b>No. of Shareholders attended the meeting through video conferencing :</b>	Not arranged
Promoter and Promoter Group	N.A.
Public	N.A.

**Agenda Wise Disclosure:**

**Resolution No. 1:** To receive, consider and adopt the Audited Financial Statements for the financial year ended on 31st March, 2017 including the Audited Balance Sheet as at 31st March, 2017 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.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	5190637	5153017	99.2752	5153017	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		5153017	99.2752	5153017	0	100.0000	0.0000
Public-Institutions	E-Voting	5400	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	4830229	9101	0.1884	9101	0	100.0000	0.0000
	Poll		320	0.0066	320	0	100.0000	0.0000
	Total		9421	0.1950	9421	0	100.0000	0.0000
Total		10026266	5162438	51.4891	5162438	0	100.0000	0.0000

(1)



**Resolution No. 2:** To appoint a Director in place of Mr. Satish Jain (DIN 00052215), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	5190637	5153017	99.2752	5153017	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		5153017	99.2752	5153017	0	100.0000	0.0000
Public- Institutions	E-Voting	5400	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	4830229	9101	0.1884	9101	0	100.0000	0.0000
	Poll		320	0.0066	320	0	100.0000	0.0000
	Total		9421	0.1950	9421	0	100.0000	0.0000
Total		10026266	5162438	51.4891	5162438	0	100.0000	0.0000

(2)



**Resolution No. 3:** To appoint M/s Suresh Kumar Mittal & Co, Chartered Accountants (FRN 500063N) as Statutory Auditors of the Company, in place retiring auditors M/s. B.K. Shroff & Co., Chartered Accountants (FRN 302166E), to hold office from the conclusion of 28<sup>th</sup> AGM till the conclusion of the 33rd AGM (subject to ratification at every AGM) and to fix their remuneration.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	5190637	5153017	99.2752	5153017	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		5153017	99.2752	5153017	0	100.0000	0.0000
Public- Institutions	E-Voting	5400	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	4830229	9101	0.1884	9101	0	100.0000	0.0000
	Poll		320	0.0066	320	0	100.0000	0.0000
	Total		9421	0.1950	9421	0	100.0000	0.0000
Total		10026266	5162438	51.4891	5162438	0	100.0000	0.0000

(3)



<b>Resolution No. 4:</b> To revise the remuneration of Mr. Satish Jain, Managing Director of the Company.								
<b>Resolution required: (Ordinary/ Special)</b>			Ordinary Resolution					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			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	5190637	5153017	99.2752	5153017	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		5153017	99.2752	5153017	0	100.0000	0.0000
Public-Institutions	E-Voting	5400	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	4830229	9101	0.1884	9101	0	100.0000	0.0000
	Poll		320	0.0066	320	0	100.0000	0.0000
	Total		9421	0.1950	9421	0	100.0000	0.0000
<b>Total</b>		<b>10026266</b>	<b>5162438</b>	<b>51.4891</b>	<b>5162438</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

(4)





## **Consolidated Scrutinizer(s) Report**

*[Pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended, and the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended]*

To,

**The Chairman,**

**Rama Vision Limited**

Corp. Office: Rama House 23, Najafgarh Road  
Industrial Area, Shivaji Marg,  
New Delhi -110015

**SUB: Consolidated Scrutinizer's Report on remote e-voting and voting through ballot paper at 28<sup>th</sup> Annual General Meeting of Rama Vision Limited held on Monday, the 25<sup>th</sup> Day of September, 2017 at 12.30 p.m. at Hotel City Palace, Bareilly Bypass Road, Kichha, Distt. Udham Singh Nagar, Uttarakhand - 263 148**

Dear Sir,

I, Ashu Gupta, Practicing Company Secretary, of **Ashu Gupta & Co.** was appointed as the scrutinizer by the Board of Directors of Rama Vision Limited (the Company) pursuant to the provision of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 & Companies (Management and Administration) Rules, 2014 as amended till date for the purpose of scrutinizing the remote e-voting process and voting through ballot paper at the 28<sup>th</sup> Annual General Meeting of the Company in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the notice dated August 10, 2017 convening the 28<sup>th</sup> Annual General Meeting of the Company held on Monday, the 25<sup>th</sup> Day September, 2017 at 12:30 P.M. at Hotel City Palace, Bareilly Bypass Road, Kichha, Distt. Udham Singh Nagar, Uttarakhand-263 148.

The management of the Company is responsible to ensure compliance with the provisions of the Companies Act, 2013 and rules made there-under relating to voting through electronic means & voting through ballot paper on the resolutions proposed in the notice of the 28<sup>th</sup> Annual General Meeting dated 10<sup>th</sup> August, 2017.



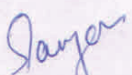
Our responsibility as scrutinizer is to ensure that the voting process through electronic means and voting through ballot papers are conducted in a fair and transparent manner and render a consolidated scrutinizer's report of the total votes cast 'in favour' or 'against' if any, to the Chairman of the meeting on the resolutions stated in the notice, based on the reports generated from the electronic voting system, provided by the Central Depository Services Limited (CDSL), the authorized agency engaged by the Company to provide facility of voting through electronic means and the report generated electronically for voting by ballot papers at the AGM.

In this regard, we submit our consolidated report as under:

1. The shareholders of the Company holding shares on the "cut-off date" i.e. 18<sup>th</sup> September, 2017 were entitled to vote on the resolutions proposed as set out in the notice of the 28<sup>th</sup> Annual General Meeting by remote e-voting or voting through ballot/polling paper at the AGM.
2. The remote e-voting period remained open from 22<sup>nd</sup> September, 2017 (10:00 A.M) to 24<sup>th</sup> September, 2017 (5:00 P.M) and thereafter, the remote e-voting platform of CDSL was blocked. The members who did not exercise their voting rights through remote e-voting were entitled to vote at the Annual General Meeting through ballot paper. Accordingly, the company has issued ballot papers to the members who attended the Meeting.
3. After the declaration of poll by the Chairman, one Ballot box kept for the purpose of voting through ballots, was locked in my presence with due identification marks placed by us.
4. Immediately after the conclusion of the meeting, the locked ballot box was opened in my presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company and Registrar and Transfer Agent (RTA) with respect to the authorizations/proxies lodged with the Company. Link Intime India Pvt. Ltd. is the RTA 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 present at the 28<sup>th</sup> Annual General Meeting through ballot paper, the votes cast through remote e-voting were unblocked on 25<sup>th</sup> September, 2017 around 1:15 P.M. in the presence of two witnesses Ms. Sanjana Chawla D/o Shri. Shyam Sunder Chawla and Mr. Sachin Chhajer S/o Sampat Mal Chhajer, who are



not in the employment of the Company and who have signed below as confirmation to unblocking of the votes.

  
Sanjana Chawla

  
Sachin Chhajer

7. We have scrutinized the votes cast through electronic means and voting through ballot papers at the Annual General Meeting only for the purpose of this report.

Based on the reports generated from the CDSL website and the voting through ballot paper at the 28<sup>th</sup> AGM, the consolidated report on the voting on each resolution is as under:

**Resolution No. 1: Ordinary Resolution**

To receive, consider and adopt the Audited Financial Statements for the financial year ended on 31st March, 2017 including the Audited Balance Sheet as at 31st March, 2017 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) Votes cast "in favour" of the resolution:**

Mode of voting	Number of members who cast their votes	Number of votes cast	% of total number of total votes cast
Remote e-voting	34	5162118	99.994
Voting at the AGM	11	320	0.006
Total	45	5162438	100

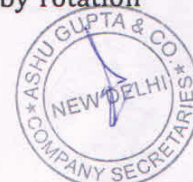
**b) Votes cast "against" the resolution:**

Mode of voting	Number of members who cast their votes	Number of votes cast	% of total number of total votes cast
Remote e-voting	0	0	0
Voting at the AGM	0	0	0
Total	0	0	0

**Resolution No. 2: Ordinary Resolution**

To appoint a Director in place of Mr. Satish Jain (DIN 00052215), who retires by rotation and being eligible, offers himself for re-appointment

**a) Votes cast "in favour" of the resolution:**





Mode of voting	Number of members who cast their votes	Number of votes cast	% of total number of total votes cast
Remote e-voting	34	5162118	99.994
Voting at the AGM	11	320	0.006
Total	45	5162438	100

**b) Votes cast "against" the resolution:**

Mode of voting	Number of members who cast their votes	Number of votes cast	% of total number of total votes cast
Remote e-voting	0	0	0
Voting at the AGM	0	0	0
Total	0	0	0

**Resolution No. 3: Ordinary Resolution**

To appoint M/s. Suresh Kumar Mittal & Co., Chartered Accountants (Firm Registration No. 500063N) as Statutory Auditors of the Company in place of retiring auditors M/s. B.K. Shroff & Co., Chartered Accountants (Firm Registration No. 302166E), to hold office for a term of five consecutive years from the conclusion of this AGM until the conclusion of the 33rd AGM of the Company and fixing their remuneration.

**a) Votes cast "in favour" of the resolution:**

Mode of voting	Number of members who cast their votes	Number of votes cast	% of total number of total votes cast
Remote e-voting	34	5162118	99.994
Voting at the AGM	11	320	0.006
Total	45	5162438	100

**b) Votes cast "against" the resolution:**

Mode of voting	Number of members who cast their votes	Number of votes cast	% of total number of total votes cast
Remote e-voting	0	0	0
Voting at the AGM	0	0	0
Total	0	0	0

**Resolution No. 4: Ordinary Resolution**



Increase the remuneration paid to Mr. Satish Jain (DIN: 00052215), as the Managing Director of the Company

**a) Votes cast "in favour" of the resolution:**

Mode of voting	Number of members who cast their votes	Number of votes cast	% of total number of total votes cast
Remote e-voting	34	5162118	99.994
Voting at the AGM	11	320	0.006
Total	45	5162438	100

**b) Votes cast "against" the resolution:**

Mode of voting	Number of members who cast their votes	Number of votes cast	% of total number of total votes cast
Remote e-voting	0	0	0
Voting at the AGM	0	0	0
Total	0	0	0

Based on the aforesaid results, we report that all Resolution(s) set out in the notice of the 28<sup>th</sup> Annual General Meeting dated 10th August, 2017 stands passed with requisite majority.

We hereby confirm that we have maintained a register to record the assent or dissent in respect of valid votes cast by the members of the company at the AGM and through remote e-voting and other details as required under prescribed Rules, based on the information received from the RTA and the e-voting data received from CDSL.


The aforesaid Register and all other papers relating to remote e-voting and voting at the AGM will remain in our custody until Chairman approves and signs the Minutes of the AGM and the same shall be handed over to the Chairman/Company Secretary for safe keeping.

The Company may accordingly declare the results of voting, as required.

**Date: 26.09.2017**

**Place: New Delhi**

Thanking you,  
Yours truly,



**Ashu Gupta**  
**Practising company Secretary**  
**C.P. No. 6646**

