



Date: July 30th, 2016

To
BSE Limited (SME Platform)
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai: 400001

To
National Securities Depositories Ltd. (NSDL)
4th Floor, 'A' Wing, Trade World, Kamla Mills
Compound, Senapati Bapat Marg Lower Parel
Mumbai-400013

SUBJECT: DECLARATION OF RESULT OF VOTING THROUGH POSTAL BALLOT INCLUDING E-VOTING

Respected Sir,

Pursuant to Section-110 read with Rule-22 of the Companies (Management & Administrations) Rules, 2014 and other provisions in respect of E-voting, as far as mutatis mutandis applicable under the Companies Act, 2013, we hereby submit the result for the Postal ballot including E-voting pertaining to the Postal Ballot Notice dated i.e. 17th June, 2016.

The details of the Voting Result as required under Regulation 44(3) of the SEBI (LODR) Regulations, 2015 are provided as below:

Date of Declaration of Results 30th July, 2016

The agenda-wise disclosures are as follows:



Resolutions:

RESOLUTION NO.1: MIGRATION FROM SME EXCHANGE TO MAIN BOARD OF BSE LIMITED

| Resolution Required | | | | | | Special Resolution | | |
|--|--------------------------|-----------------------|----------------------------|---|------------------------------|--------------------------------|------------------------------------|----------------------------------|
| Whether Promoter/ Promoter Group are interested in the Agenda/resolution | | | | | | No | | |
| Category | No. of Share held (1) | Mode of Voting (2) | No. of votes polled (3) | % of Votes polled on Outstanding Shares (4)={ (3)/(1) } *100 | No. of votes in favor (5) | No. of Votes in against (6) | % of votes polled in favour (7) | % of votes polled against (8) |
| (A) Promoters | 4364720 | E-voting | 4364720 | 100% | 4364720 | NIL | 100% | 0.00% |
| | | Postal Ballot | NIL | NIL | NIL | NIL | 100% | 0.00% |
| Promoter Group | 3651895 | E-voting | 1897340 | 51.95% | 1897340 | NIL | 100% | 0.00% |
| | | Postal Ballot | NIL | NIL | NIL | NIL | 100% | 0.00% |
| Sub-Total A | 8016615 | | 6262060 | 78.11% | 6262060 | NIL | 100% | 0.00% |
| (B) Public Institutions | 297000 | E-Voting | NIL | NIL | NIL | NIL | 100% | 0.00% |
| | | Postal Ballot | 174000 | 58.58% | 174000 | NIL | 100% | 0.00% |
| Sub Total (B) | 297000 | | 174000 | 58.58% | 174000 | NIL | 100% | 0.00% |
| (C) Public Non Institution | 2585800 | E-voting | 800 | 0.03% | 800 | NIL | 100% | 0.00% |
| | | Postal Ballot | 177000 | 6.85% | 177000 | NIL | 100% | 0.00% |
| Sub Total C | 2585800 | | 177800 | 6.87% | 177800 | NIL | 100% | 0.00% |
| Total (A+B+C) | 10899415 | | 6613860 | 60.68% | 6613860 | NIL | 100% | 0.00% |



RESULT: RESOLUTION PASSED AS SPECIAL RESOLUTION

Based on the Scrutinizer's Report, the Chairman of the Company has declared the Result of Postal Ballot including E-voting that the Resolution No. 1 i.e. Migration from SME Board to Main Board of BSE Ltd has been passed as a Special Resolution with the requisite majority.

Further, the Chairman of the Company has declared that the resolution for Migration of Company from SME Board to Main Board of BSE has been passed by requisite majority as required under Chapter-XB of SEBI (ICDR) Regulations, 2009.

RESOLUTION NO.2: RE-APPOINTMENT OF MR.RAJEEV GUPTA AS A MANAGING DIRECTOR

| Resolution Required | | | | | | Special Resolution | | |
|--|--------------------------|-----------------------|----------------------------|---|------------------------------|--------------------------------|------------------------------------|----------------------------------|
| Whether Promoter/ Promoter Group are interested in the Agenda/resolution | | | | | | Yes | | |
| Category | No. of Share held (1) | Mode of Voting (2) | No. of votes polled (3) | % of Votes polled on Outstanding Shares (4)={ (3)/(1)}*100 | No. of votes in favor (5) | No. of Votes in against (6) | % of votes polled in favour (7) | % of votes polled against (8) |
| (A) Promoters | 4364720 | E-voting | 4364720 | 100% | 4364720 | NIL | 100% | 0.00% |
| | | Postal Ballot | NIL | NIL | NIL | NIL | 100% | 0.00% |
| Promoter Group | 3651895 | E-voting | 1897340 | 51.95% | 1897340 | NIL | 100% | 0.00% |
| | | Postal Ballot | NIL | NIL | NIL | NIL | 100% | 0.00% |
| Sub-Total A | 8016615 | | 6262060 | 78.11% | 6262060 | NIL | 100% | 0.00% |
| (B) Public Institutions | 297000 | E-Voting | NIL | NIL | NIL | NIL | 100% | 0.00% |
| | | Postal Ballot | 174000 | 58.58% | 174000 | NIL | 100% | 0.00% |
| Sub Total (B) | 297000 | | 174000 | 58.58% | 174000 | NIL | 100% | 0.00% |
| (C) Public Non Institution | 2585800 | E-voting | 800 | 0.03% | 800 | NIL | 100% | 0.00% |
| | | Postal Ballot | 177000 | 6.85% | 177000 | NIL | 100% | 0.00% |
| Sub Total C | 2585800 | | 177800 | 6.87% | 177800 | NIL | 100% | 0.00% |
| Total (A+B+C) | 10899415 | | 6613860 | 60.68% | 6613860 | NIL | 100% | 0.00% |



RESULT: RESOLUTION PASSED AS ORDINARY RESOLUTION

Based on Scrutinizer's Report, the Chairman of the Company has declared the Result of Postal Ballot including E-voting that the Resolution No. 2 i.e. Re-Appointment of Mr. Rajeev Gupta as Managing Director of the Company hereby passed as Ordinary Resolution with requisite majority.

Accordingly, both the above said resolution as mentioned in the Postal Ballot Notice dated:17th June, 2016 has been passed with requisite majority. The above result was announced by the Chairman on 30.07.2016 at the registered office of the Company.

We also enclose the Scrutinizers Report for your reference. Kindly take the note of above.

Thanking You

Yours Truly,
For RCI Industries & Technologies Limited

 

Mr. Abhishek Kedia
Company Secretary & Compliance Officer
M.No.A33537

KIRAN & ASSOCIATES

Company Secretaries

E-Mail:-eskiranaswal@gmail.com Mob:+91-8802779989

Scrutinizer's Report

30th July, 2016

To
The Chairman
RCI Industries & Technologies Limited
B-97, All Heavens Building, Wazirpur
Ring Road, Delhi-110052

Scrutinizer's Report on Postal Ballot conducted pursuant to Section-110 of the Companies Act, 2013 read with Rule-22 of the Companies (Management & Administration) Rules, 2014

Dear Sir,

I, Ms. Kiran, Practicing Company Secretary, M.No. A37306, COP: 14168 appointed as the Scrutinizer by Board dated:17th June,2016 for the purpose of receiving, processing & Scrutinizing the Postal Ballot papers including Remote E-voting for the below mentioned resolution(s), submit my report as under:

| Serial No. | Particulars | Nature of Resolutions |
|------------|---|-----------------------|
| 1. | Migration from SME Exchange to Main Board | Special Resolution |
| 2. | Re-Appointment of Mr. Rajeev Gupta as a Managing Director | Ordinary Resolution |

To enable wider participation of Shareholders of the Company pursuant to the provision of Section-108 of Companies Act, 2013 read with Rule-20 of the Companies (Management & Administration) Rules, 2014 & pursuant to Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirement) Regulations, 2015,



Off. Add: 651, Sector 13, Vasundhara Ghaziabad, Delhi NCR-201012

RCI Industries & Technologies Limited provided e-voting facility to its Shareholders in respect of the Shareholders Resolution to be passed through Postal Ballot.

Accordingly, RCI Industries & Technologies Limited made necessary arrangements with the NSDL (National Securities Depositories Limited) for providing the Remote E-voting Facility as an alternative to its members to exercise their votes. Further necessary Instructions were duly mentioned in the Postal Ballot Notice dated i.e. 17th of June, 2016 and sent to the Shareholders on their registered E-mail Ids & also dispatched by Courier to their registered address.

The Company completed the dispatch of Notice on 24th of June, 2016 along with Postal Ballot Forms and a Self-addressed postage prepaid reply envelope to its members whose names appeared in the Register of Members/list of beneficial Owners dated: 17th of June, 2016

The total number of shareholders as on the cut-off date i.e. 17th of June, 2016 was 97. The Postal Ballot Notice also sent on 24th of June, 2016 by Electronic Mode to those Shareholders whose Email Ids were registered with the Company on date 17th of June, 2016.

The E-voting had commenced on 28th of June, 2016 & ended on 27th of July, 2016. No votes received after the last date i.e. 27th of July, 2016 were considered under this Report.

All Postal Ballot received physically or casted votes electronically through <http://www.evoting.nsdl.com> up to the close of working hours i.e. 5.00 P.M. dated: 27th of July, 2016 the last date and time fixed for receipt of the forms, were considered for my scrutiny.

I have neither found any mutilated/defaced Postal Ballot papers nor any invalid votes. I have received the complete records of votes casted via electronic mode from NSDL.

In respect of the above mentioned resolutions, I hereby submit my report on the total Postal Ballot forms received /votes casted electronically as detailed hereunder:



(A) Category-Wise

Resolution No. 1

MIGRATION FROM SME EXCHANGE TO MAIN BOARD OF BSE LIMITED

| Resolution Required | | | | | | Special Resolution | | |
|--|--------------------------|-----------------------|----------------------------|---|------------------------------|--------------------------------|------------------------------------|----------------------------------|
| Whether Promoter/ Promoter Group are interested in the Agenda/resolution | | | | | | No | | |
| Category | No. of Share held (1) | Mode of Voting (2) | No. of votes polled (3) | % of Votes polled on Outstanding Shares (4)={ (3)/(1) } *100 | No. of votes in favor (5) | No. of Votes in against (6) | % of votes polled in favour (7) | % of votes polled against (8) |
| (A) Promoters | 4364720 | E-voting | 4364720 | 100% | 4364720 | NIL | 100% | 0.00% |
| | | Postal Ballot | NIL | NIL | NIL | NIL | 100% | 0.00% |
| Promoter Group | 3651895 | E-voting | 1897340 | 51.95% | 1897340 | NIL | 100% | 0.00% |
| | | Postal Ballot | NIL | NIL | NIL | NIL | 100% | 0.00% |
| Sub-Total A | 8016615 | | 6262060 | 78.11% | 6262060 | NIL | 100% | 0.00% |
| (B) Public Institutions | 297000 | E-Voting | NIL | NIL | NIL | NIL | 100% | 0.00% |
| | | Postal Ballot | 174000 | 58.58% | 174000 | NIL | 100% | 0.00% |
| Sub Total (B) | 297000 | | 174000 | 58.58% | 174000 | NIL | 100% | 0.00% |
| (C) Public Non Institution | 2585800 | E-voting | 800 | 0.03% | 800 | NIL | 100% | 0.00% |
| | | Postal Ballot | 177000 | 6.85% | 177000 | NIL | 100% | 0.00% |
| Sub Total C | 2585800 | | 177800 | 6.87% | 177800 | NIL | 100% | 0.00% |
| Total (A+B+C) | 10899415 | | 6613860 | 60.68% | 6613860 | NIL | 100% | 0.00% |



Resolution No. 2
RE-APPOINTMENT OF MR. RAJEEV GUPTA AS A MANAGING DIRECTOR

| Resolution Required | | | | | | Special Resolution | | |
|--|--------------------------|-----------------------|-----------------------------|--|------------------------------|--------------------------------|------------------------------------|----------------------------------|
| Whether Promoter/ Promoter Group are interested in the Agenda/resolution | | | | | | Yes | | |
| Category | No. of Share held (1) | Mode of Voting (2) | No. of votes polled. (3) | % of Votes polled on Outstanding Shares (4)={ (3)/ (1)} *100 (5) | No. of votes in favor (6) | No. of Votes in against (7) | % of votes polled in favour (8) | % of votes polled against (9) |
| (A) Promoters | 4364720 | E-voting | 4364720 | 100% | 4364720 | NIL | 100% | 0.00% |
| | | Postal Ballot | NIL | NIL | NIL | NIL | 100% | 0.00% |
| Promoter Group | 3651895 | E-voting | 1897340 | 51.95% | 1897340 | NIL | 100% | 0.00% |
| | | Postal Ballot | NIL | NIL | NIL | NIL | 100% | 0.00% |
| Sub-Total A | 8016615 | | 6262060 | 78.11% | 6262060 | NIL | 100% | 0.00% |
| (B) Public Institutions | 297000 | E-Voting | NIL | NIL | NIL | NIL | 100% | 0.00% |
| | | Postal Ballot | 174000 | 58.58% | 174000 | NIL | 100% | 0.00% |
| Sub Total (B) | 297000 | | 174000 | 58.58% | 174000 | NIL | 100% | 0.00% |
| (C) Public Non Institution | 2585800 | E-voting | 800 | 0.03% | 800 | NIL | 100% | 0.00% |
| | | Postal Ballot | 177000 | 6.85% | 177000 | NIL | 100% | 0.00% |
| Sub Total C | 2585800 | | 177800 | 6.87% | 177800 | NIL | 100% | 0.00% |
| Total (A+B+C) | 10899415 | | 6613860 | 60.68% | 6613860 | NIL | 100% | 0.00% |

(B) General

| Particulars | No. of Postal Ballot Forms Including e-voting | Total No. of Shares | % to total Shareholding |
|--|---|---------------------|-------------------------|
| Total Postal Ballot mailed/e-mailed | 97 | 10899415 | 100% |
| Total No. of Postal Ballot Forms including e-voting received | 17 | 6613860 | 60.68% |
| Total No. of members who abstained from voting | 0 | 0 | 0% |



(C) Details of votes in Favor /Against /Invalid and Abstained as per Postal Ballot forms, including e-voting, received by the Company:

| Resolution | Mode | Ballots Received | Total votes cast | In Favor | | Against | | Invalid | |
|------------|------------|------------------|------------------|----------|---------|---------|-------|---------|-------|
| | | | | Ballots | Votes | Ballots | Votes | Ballots | Votes |
| 1 | Electronic | 7 | 6262860 | 7 | 6262860 | 0 | 0 | 0 | 0 |
| | Postal | 10 | 351000 | 10 | 351000 | 0 | 0 | 0 | 0 |
| | Total | 17 | 6613860 | 17 | 6613860 | 0 | 0 | 0 | 0 |
| 2 | Electronic | 7 | 6262860 | 7 | 6262860 | 0 | 0 | 0 | 0 |
| | Postal | 10 | 351000 | 10 | 351000 | 0 | 0 | 0 | 0 |
| | Total | 17 | 6613860 | 17 | 6613860 | 0 | 0 | 0 | 0 |

(D) The summary of aforesaid postal ballot forms received including e-voting by **Public Shareholders** is as under:

| Particulars | A | | | B | | |
|--------------|--|--------------|-------------------------------|--|--------------|-------------------------------|
| | In Favor | | | Against | | |
| | No. of Postal Ballots Forms including e-voting | No. of Votes | % of total valid votes polled | No. of Postal Ballots Forms including e-voting | No. of Votes | % of total valid votes polled |
| Resolution 1 | 11 | 351800 | 100% | 0 | 0 | 0% |
| Resolution 2 | 11 | 351800 | 100% | 0 | 0 | 0% |

The Register, all other papers and relevant records relating to electronic voting and postal ballot shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the Postal Ballot and the same will be hand over to the Company Secretary of the Company for safe keeping as authorized by Board to supervise the Postal Ballot Process.

You may accordingly declare the result of voting by Postal Ballot.

Thanking You,

Yours Faithfully,

For Kiran & Associates

Company Secretary



Ms. Kiran

Proprietor

M. No. A37306

COP: 14168

Date: 30/07/2016

Place: Delhi