



R.J. SHAH & CO. LTD.
ENGINEERS & CONTRACTORS

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WEBSITE : www.rjshahandco.com
Regd. Office:
NEAR WADALA CONTAINER YARD,
MAHUL ROAD, ANTOP HILL,
MUMBAI - 400 037. (INDIA)
CIN NO. : L45202MH1957PLC010986
GSTIN : 27AAACR2584D1ZI

Ref: No:R/104/2024

Dated: 08.05.2024

To
Dy Manager
BSE Limited,
Rotunda Building,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
MUMBAI -400 001

Re: BSE Code 509845

Sub: Intimation of the outcome of Extra Ordinary General meeting/Scrutinizer report

Dear Sir/ Madam,

In accordance with Regulation 30, Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, we furnish the summary of proceedings of the Extra Ordinary General Meeting (EGM) held on 07.05.2024. The following business was transacted in accordance with the Notice of EGM:


Special Business:

- 1.Appointment of Dr. Pranav Agrawal (DIN: 10590800) as an Independent Director
- 2.Appointment of M/s. N N K & Co., Chartered Accountants FRN No 143291W Auditor to fill the casual vacancy caused by the resignation.
3. Regularization of Appointment of Mrs. Swati Rajesh Agrawal (Din 00402476) From Additional Director to Director.
4. Regularization of Appointment of Mr. Sunil Masand (Din 00371211) From Additional Director to Director. ,.

This is for your information and necessary dissemination.

Thanking You,
Yours Faithfully,

For R J Shah & Company Limited


Ms. Kalindi R. Shah
Managing Director
DIN-00402482

Encl: as above



**REPORT UNDER REGULATION 30 OF LISTING OBLIGATION
AND DISCLOURE REQUIREMENTS) REGULATION 2015
OUTCOME**

Type of meeting	Extra Ordinary General Meeting (EGM)	
Day and date of EGM	Tuesday, May 07, 2024	
Time	3.00 P.M.	
Method of holding EGM	Video Conference (VC)	
Deemed Venue	Registered Office	
VC/OAVM provided by	The facility of VC was provided by Central Depository Services Limited ("CDSL).	
Remote E -voting and voting at the Deemed Venue	In compliance with the provisions of section 108 of the Act, read with the Rule 20 of the Companies (Management and Administration) Rules 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Members have been provided with the facility to cast their votes electronically. The facility has been provided by Central Depository	
No of member on 30.04.2024	Demat	246060
	Physical	34040
Total		280100
Number of members attended	Promoters	1
	Public	9
Total		10



Proceedings at the Extra Ordinary General Meeting

Sr No	Proceedings
1	Chairman welcomed the Shareholders, Directors & others.
2	The Chairman Requested the Board members and other Key Management Persons present in this meeting to introduce themselves and confirm from where they were joining this meeting.
3	The following directors introduced themselves and their location. a. Ms. Kalindi R Shah Chairman and Managing Director b. Mr. Neville S. Mody-Independent Director c. Mrs. Swati Agrawal-Director d. Mr. S. P. Masand -Director e. Dr. Pranav Agrawal - Independent Director f. Mr. Ram Narayan Gupta -Company Secretary
4	The Chairman confirmed joining of the meeting by the Scrutinizer.
5	The Chairman announced presence of quorum as confirmed by the Company Secretary.
6	The Chairman commenced the proceedings of the EGM.
7	The Chairman stated that the EGM was being conducted through Video Conferencing through Central Depository Services Limited ("CDSL" in compliance with the provisions of the Companies Act, Listing Regulations and MCA/SEBI circulars.
8	The Chairman further stated that the Notice of the EGM was sent by e-mail to all the Shareholders whose e-mail addresses were registered with the Company/ Depositories. The Notice is also available on the website of the Company.
9	Before taking up the Agenda, the Chairman informed the shareholders a. All members present at the meeting were placed on mute mode to avoid any disturbance from background noise etc. b. Only registered speakers would be allowed to speak at the meeting for not more than 3 minutes. Not to ask the question which has been asked by the previous speaker. c. Those shareholders who have not cast their votes through remote e-voting and who are participating in this meeting, will have an opportunity to cast their votes during the EGM and till 15 minutes after conclusion of the meeting.



10	With the permission of the meeting, the Notice of the EGM was taken as read.
11	There after the Chairman described the item on the agenda:
	1. Appointment of Dr. Pranav Agrawal (DIN: 10590800) as an Independent Director
	2. To approve the appointment of Auditor M/s. N N K & Co., Chartered Accountants FRN No 143291W to fill the casual vacancy caused by the resignation, approved in the Board Meeting held on 08.02.2024.
	3. Regularization of Appointment of Mrs. Swati Rajesh Agrawal (Din 00402476) From Additional Director to Director.
	4. Regularization of Appointment of Mr. Sunil Masand (Din 00371211) From Additional Director to Director
14	The Chairman requested the moderator to permit the speakers to speak. The replies to the questions were answered suitably.
15	The Chairman stated that in accordance with the Act and the Rules made thereunder, your Company had extended e-voting facility to the members. The remote e-voting commenced from Friday, May 03, 2024 at 9.00 a.m. and ended on Monday, May 06, 2024 at 5.00 p.m. The resolution contained in the Notice of the EGM has already been put to vote through remote e-voting. Therefore, no resolution is required to be proposed or seconded. Those who have not cast their vote through remote e-voting, had the opportunity to vote at the facility provided through Central Depository Services Limited ("CDSL portal, which they had logged-in.
16	M/s. Bhumika & Co., Company Secretary in whole-time-practice having Membership No. ACS 31321 and C.P. No. 1963 was acting as the Scrutinizer for conducting the remote e-voting and the voting process at the Meeting in a fair and transparent manner. Scrutinizer shall immediately after the conclusion of the Meeting, but not later than 48 hours shall submit his report of the votes cases in favour or against the resolutions. The result of e-voting will be announced and displayed at the Registered Office within 48 hours and would also be uploaded on the website of the Company
17	The Chairman stated that there were no other items on the Agenda, he called the meeting as closed. He stated that the e-voting would remain open for 15 minutes after closure of the meeting for voting by the members who have not cast their votes.
18	The meeting ended with vote of thanks to the Chair.

Based on the report of the Scrutinizer dated 08.05.2024 the resolution has been passed with requisite majority.



Item 1of the Notice- Special Resolution Appointment of Dr. Pranav Agrawal (DIN: 10590800) as an Independent Director.			
Total Number of Shareholders		256	
Total Number of Shares		280100	
Votes cast in favour of the resolution			
Particulars of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes case
Remote e-voting	36	121950	82.71
At deemed venue	2	25500	17.29
Total	38	147450	100
Votes cast against the resolution			
Particulars of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes case
Remote e-voting	0	0	0
At deemed venue	0	0	0
Total	0	0	0
Invalid/abstain votes			
Particulars of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes case
Remote e-voting	3	1300*	0
At deemed venue	0	0	0
Total	0	0	0

Abstain*

Item no 1 is passed with requisite majority at the EGM.



Item 2 of the Notice- Ordinary Resolution			
Appointment of Auditor M/s. N N K & Co., Chartered Accountants FRN No 143291W to fill the casual vacancy caused by the resignation.			
Total Number of Shareholders		256	
Total Number of Shares		280100	
Votes cast in favour of the resolution			
Particulars of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes case
Remote e-voting	39	123250	82.86
At deemed venue	2	25500	17.14
Total	41	148750	100
Votes cast against the resolution			
Particulars of Voting	Number of Members voted	Number of votes cast by them	% Of total number of valid votes case
Remote e-voting	0	0	0
At deemed venue	0	0	0
Total	0	0	0
Invalid/Abstain* votes			
Particulars of Voting	Number of Members voted	Number of votes cast by them	% Of total number of valid votes case
Remote e-voting	0	0	0
At deemed venue	0	0	0
Total	0	0	0

Item no 2 is passed with requisite majority at the EGM.



Item 3 of the Notice- Ordinary Resolution			
Regularization of Appointment of Mrs. Swati Rajesh Agrawal (Din 00402476) From Additional Director to Director.			
Total Number of Shareholders		256	
Total Number of Shares		280100	
Votes cast in favour of the resolution			
Particulars of Voting	Number of Members voted	Number of votes cast by them	% Of total number of valid votes case
Remote e-voting	36	121950	82.71
At deemed venue	2	25500	17.29
Total	38	147450	100
Votes cast against the resolution			
Particulars of Voting	Number of Members voted	Number of votes cast by them	% Of total number of valid votes case
Remote e-voting	0	0	0
At deemed venue	0	0	0
Total	0	0	0
Invalid/Abstain* votes			
Particulars of Voting	Number of Members voted	Number of votes cast by them	% Of total number of valid votes case
Remote e-voting	3	1300*	0
At deemed venue	0	0	0
Total	0	0	0

Abstain*

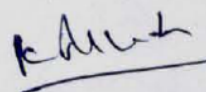
Item no 3 is passed with requisite majority at the EGM.



Item 4 of the Notice- Ordinary Resolution Regularization of Appointment of Mr. Sunil Masand (Din 00371211) from Additional Director to Director.			
Total Number of Shareholders		256	
Total Number of Shares		280100	
Votes cast in favour of the resolution			
Particulars of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes case
Remote e-voting	38	120850	82.58
At deemed venue	2	25500	17.42
Total	40	146350	100
Votes cast against the resolution			
Particulars of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes case
Remote e-voting	0	0	0
At deemed venue	0	0	0
Total	0	0	0
Invalid/Abstain* votes			
Particulars of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes case
Remote e-voting	1	2400*	0
At deemed venue	0	0	0
Total	0	0	0

Abstain*

Item no 4 is passed with requisite majority at the EGM.



CHAIRMAN OF THE MEETING
07.05.2024



Consolidated Scrutinizer's Report

*[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies
(Management and Administration) Rules, 2014, as amended]*

To,
The Chairperson,
Extra-Ordinary General Meeting of the Equity Shareholders of
R J SHAH AND COMPANY LIMITED
Held on the 07th day of May, 2024, at 03:00 p.m.,
through video conferencing ("VC")/other audio-visual means (OVAM)

Consolidated Scrutinizer's Report on voting through Remote E-voting and E-voting at the EGM held through video conferencing ("VC")/other audio-visual means (OVAM) pursuant to provisions of Section 108 of the Companies Act, 2013 ("the Act"), read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, read with General Circular No. 14/ 2020 17/2020, 20//2020, 02/2021, 02/2022 & 09/2023 dated April 08, 2020, April 13, 2020, May 5, 2020, January 13, 2021, May 05, 2022 & September 25,2023 respectively (MCA Circulars) Regulations 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Secretarial Standards – 2 on General Meetings as issued by Institute of the Company Secretaries of India, on the basis of contained in the Notice of the Extra Ordinary General Meeting ("EGM") of the Company held on Tuesday, May 07, 2024 at 3.00 P.M. through video conferencing (VC) or other audio visual means (OAVM)"

Dear Madam,

I, Bhumika Shah, Practicing Company Secretary, Mumbai, have been appointed as a Scrutinizer by the Board of Directors of **R J Shah And Company Limited**, pursuant to provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Secretarial Standard 2 on General Meeting and Regulation 44 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015, as amended, to act as Scrutinizer for the remote E-voting and the E-voting at the Extra-Ordinary General Meeting held on Tuesday, May 07, 2024 at 03.00 p.m. through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") Facility ("EGM"), and to submit consolidated report on result of the remote e-voting and e-voting at the EGM.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made there under relating to voting through remote e-voting as well as e-voting at the EGM on the resolutions contained in the Notice of the Extra-ordinary General Meeting of the members of the Company. My responsibility as a Scrutinizer is to ensure that the voting process, both through remote e-voting and e-voting at the EGM, are conducted in fair and transparent manner and submit consolidated Scrutinizer's report of the total votes cast "In Favour" or "Against", if any, on the resolutions, to the Chairperson, based on the reports generated from the remote e-voting system provided by CDSL (Central

Depositories Services Limited), the authorized agency to provide e-voting facilities and engaged by the Company.

Report on Scrutiny:

- The Company had appointed Central Depositories Services Limited (CDSL), as the Service provider, for the purpose of extending the facility of e-Voting to the members of the Company.
- Remote e-voting was open from **Friday, May 03, 2024 at 9.00 a.m. till Monday, May 06, 2024 at 5.00 p.m.** and the remote e-voting platform was blocked thereafter. The Members were required to cast their votes electronically to accord their assent or dissent in respect of Resolutions, on the remote e-voting platform provided by CDSL. Further, the e-voting portal was opened for 4 days by the company.
- Members of the Company as on “cut off” date (record date) i.e. Tuesday 30th April 2024, were entitled to vote on the resolutions as set out in Notice of the EGM of the Company.
- I observed that all Members had cast their votes through remote e-voting. The result of the voting i.e. remote e-voting and e-voting at the EGM are enclosed herewith.
- Based on the aforesaid results, I report that three Ordinary Resolutions and one Special Resolutions as set out at Item No.1 to Item No.4 of the Notice of the EGM, held on May 07,2024, have been passed with the requisite majority.
- On completion of e-voting at the EGM, I unblocked the results of remote e-voting and e-voting at the EGM on the e-voting platform, as prescribed in Sub Rule 4 (xii) of the said Rule 20 and downloaded the results on May 07,2024 after the conclusion of the EGM of the Company in presence two witnesses, Ms. Sanjana Gupta and Mr. Hetvi Shah, who are not in the employment of the Company and / or CDSL. They have signed below in confirmation of the same.

Sanjana Gupta

Hetvi Shah

The list of equity shareholders who voted ‘for’ or ‘against’ and those whose votes were declared ‘invalid’ for each resolution is enclosed.

The relevant records were sealed and handed over to the Representative of the Company for keeping under safe custody.

The Voting Result is as under:

Resolution (Special Business) No. 1 (Special Resolution)

Appointment of Dr. Pranav Agrawal (DIN: 10590800) as an Independent Director

Voting Description	Remote e-voting		Voting at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	36	121950	2	25500	38	147450	100
Voted against	0	0	0	0	0	0	0
Abstain	3	1300	0	0	3	1300	0
Total	39	123250	2	25500	41	148750	100

Resolution (Special Business) No.2: (Ordinary Resolution)

To approve the appointment of Auditor to fill the casual vacancy caused by the resignation , approved in the Board Meeting held on 08.02.2024 and to fix their remuneration

Voting Description	Remote e-voting		Voting at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	39	123250	2	25500	41	148750	100
Voted against	0	0	0	0	0	0	0
Abstain*	0	0	0	0	0	0	0
Total	39	123250	2	25500	41	148750	100

Resolution (Special Business) No. 3:(Ordinary Resolution)

Regularization of Appointment of Mrs. Swati Rajesh Agrawal (Din 00402476) from Additional Director to Director.

Voting Description	Remote e-voting		Voting at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	36	121950	2	25500	38	147450	100
Voted against	0	0	0	0	0	0	0
Abstain	3	1300	0	0	3	1300	0
Total	39	123250	2	25500	41	148750	100

Resolution (Special Business) No. 4: (Ordinary Resolution)

Regularization of Appointment of Mr. Sunil Masand (Din 00371211) from Additional Director to Director

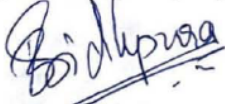
Voting Description	Remote e-voting		Voting at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	38	120850	2	25500	40	146350	100
Voted against	0	0	0	0	0	0	0
Abstain	1	2400	0	0	1	2400	0
Total	39	123250	2	25500	41	148750	100

CS BHUMIKA & CO.
Company Secretaries

Block No.2, Parekh Nagar, Near BMC
Hospital, Kandivali West S.V Road
Mumbai-400067
Email Id: Bhumiika.sidhpura@gmail.com
Csbhumikaco@gmail.com
Mobile No.- 9820030491
9324881963

1. All the figures shown in percentage have been rounded off to 3 decimal points.
2. All the resolution(s) / business(es) are passed / conducted and carried with requisite majority.

For Bhumiika & Co
(Practicing Company Secretaries)



Bhumiika Shah
Members No. A37321
CP No.: 19635
Peer Review Cert. No.: 1272/2021
UDIN: - A037321F000334706
Date: 08.05.2024
Place: Mumbai

Counter Signed by:

For R J SHAH AND COMPANY LIMITED

Kalindi
Rajendra Shah

Ms. Kalindi Shah
Chairperson

Digitally signed by Kalindi Rajendra Shah
DN: cn=Kalindi Rajendra Shah, o=Ms. Kalindi Shah,
ou=Ms. Kalindi Shah, email=kalindi@mskshah.com,
c=IN
Reason: I am the Chairperson of the Board of Directors
of the Company.
Date: 2024.05.10 10:00:00 +05'30'