

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) of the Companies
(Management and Administration) Amendment Rules, 2015]

CIN	L16003UP1994PLC016225
Name of the Company	RTCL Limited
Meeting	Extra-Ordinary General Meeting
Date & Time	Thursday, 16 th May, 2024 at 11:00 A.M
Venue	8/226, Second Floor, SGM Plaza, Arya Nagar, Kanpur Uttar Pradesh 208001

To,


The Chairman

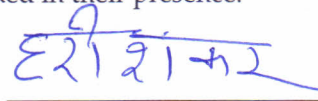
Extra-Ordinary General Meeting of the Equity Shareholders of **RTCL Limited**, held on 16th May, 2024 at 11:00 A.M. at the registered office of the Company situated at 8/226, Second Floor, SGM Plaza Arya Nagar Kanpur, Uttar Pradesh 208002.

Dear Sir,

I Sushil Kumar Gupta, Proprietor of Sushil Gupta & Associates, Company Secretaries having its Office at G-206, Yog Towers, 14/60-61, Civil Lines, Kanpur -208001 have been appointed by the Board of Directors of **RTCL LIMITED** as Scrutinizer for the remote E-Voting including through Poll at the meeting pursuant to Section 108 and Section 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration)Amendments Rules, 2015 and Rule 21 of the Companies (Management and Administration)Rules, 2014 respectively in respect of the below mentioned resolution at the Extra-Ordinary General Meeting of the Equity Shareholders of the Company held on 16th May, 2024 at 11:00 A.M. the registered office of the Company situated at 8/226, Second Floor, SGM Plaza Arya Nagar Kanpur, Uttar Pradesh 208002.

1. The Company has engaged the services of National Securities Depository Limited ('NSDL') as the Authorised Agency to provide secured system for E-Voting Process.
2. The E-Voting period remained open from 13th May, 2024 (9:00 AM) upto 15th May, 2024 (5:00 P.M).
3. The Cut-off date (i.e. the record date) for the purpose of determining the entitlement for Remote E-Voting on the proposed resolutions is 09th May, 2024.
4. The Votes cast electronically were unblocked on 16th May, 2024 at 12:34 P.M. after the Extra-Ordinary General Meeting was concluded in the presence of two witnesses, Mr. Rajendra Kumar and Mr. Hari Shanker who are not in the employment of the Company. They have signed below in confirmation of the E-Votes being unblocked in their presence.


Rajendra Kumar


Hari Shanker



5. Thereafter, the details containing inter alia, the information about equity shareholders voting "For" and "Against" the resolutions were generated from the E-Voting website of National Security Depository Limited and based on such reports, the results of E-voting on each resolution are given hereunder:

Item No.	Resolution	Assent	Dissent	Invalid Votes	Percentage	Result
1	To appoint Ms. Asha Mittal (DIN: 08729528), as an independent director of the Company, who was appointed by the Board of Directors as an Additional Independent Director of the Company with effect from 1st April 2024, for a term of five years with effect from April 01, 2024 to March 31, 2029.	6166313	120736	-	98.08	Resolution passed with requisite majority

6. The Register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary for safe keeping.

Place: KANPUR
Date: 16.05.2024

For Sushil Gupta & Associates
Company Secretaries


Sushil Kumar Gupta
Proprietor

Membership No.3151
UDIN: F003151F000383300

"ANNEXURE-A"

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) of the Companies
(Management and Administration) Amendment Rules, 2015]

To,

The Chairman
RTCL Limited
8/226, Second Floor, SGM Plaza Arya Nagar Kanpur, Uttar Pradesh- 208002


Dear Sir,

Extra-Ordinary General Meeting of the Equity Shareholders of RTCL Limited, held on 16th May, 2024 at 11:00 A.M. at the registered office of the Company situated at 8/226, Second Floor, SGM Plaza Arya Nagar Kanpur, Uttar Pradesh 208002.

The Votes cast electronically were unblocked on 16th May, 2024 at 12.34 P.M. after the Extra-Ordinary General Meeting was concluded in the presence of two witnesses, Mr. Rajendra Kumar and Mr. Hari Shanker who are not in the employment of the Company. They have witnessed the same as below that E- votes have been unblocked in their presence.

Witness:



1. Mr. Rajendra Kumar


2. Mr. Hari Shanker

Place: KANPUR
Date: 16.05.2024

For Sushil Gupta & Associates
Company Secretaries




Sushil Kumar Gupta
(Proprietor)

(Membership No. 3151)
UDIN: F003151F000383300