



Date: 03.05.2018

Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip ID- RMCL
Scrip Code - 532692

National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051
Symbol- RMCL

Sub: Disclosure regarding voting result of EOGM of the Company as per Reg 44(3) of SEBI (LODR) REGULATIONS 2015

Dear Sir,

As requirement of Reg 44(3) of SEBI (LODR) REGULATIONS 2015, given below are the details of voting result of EOGM held on 03.05.2018 at the registered office of the Company in prescribed format under the said regulations along with the scrutinizer report.

We request you to kindly take the same on your records and do the needful

The meeting was concluded with the vote of thanks.

Thanking You
FOR RADHA MADHAV CORPORATION LIMITED

MR. MITESH AGARWAL
MANAGING DIRECTOR & CEO
DIN: 00060296



rmcluniverse.com

50/9A, Daman Industrial Estate, Kadaiya, Daman
Pin-396210, CIN No: L74950DD2005PLC003775
Phone-0260-6619000 Fax-0260-2220177,6619010
Email: info@rmclindia.co.in URL:www.rmclindia.co.in



rmclretail.com

Radha Madhav Corporation Limited
Format for Voting Results

Date of EOGM	03rd May, 2018
Tottal Number of Shareholders on record date (Folio wise)	11473
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	5
Other Body Corporates	0
Public	34
Total	39
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	NIL
Public	

Radha Madhav Corporation Limited								
Agenda- wise disclosure (to be disclosed separately for each agenda item)								
Resolution required: (Ordinary/ Special)			1) Increase in Authorised Share Capital of the Company and consequent alteration in Memorandum of Association of the Company. (Ordinary Resolution)					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	18328902	0	0.00%	0	0	0.00%	0.00%
	Poll		1,83,28,902	100.00%	1,83,28,902	0	100.00%	0.00%
	Total	1,83,28,902	1,83,28,902	100.00%	18328902	0	100.00%	0.00%
Public- Institutions	E-Voting	20,69,389	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total	20,69,389	0	0.00%	0	0	0.00%	0.00%
Public- Non Institutions	E-Voting	6,59,43,984	1,25,05,036	18.96%	1,25,05,031	5	100.00%	0.00%
	Poll		245094	0.37%	245094	0	100.00%	0.00%
	Total	6,59,43,984	1,27,50,130	19.33%	1,27,50,125	5	100.00%	0.00%
Total		8,63,42,275	3,10,79,032	36.00%	3,10,79,027	5	100.00%	0.00%

Radha Madhav Corporation Limited								
Agenda- wise disclosure (to be disclosed separately for each agenda item)								
Resolution required: (Ordinary/ Special)			2) Issue of Equity Shares on Preferential Basis to Non Promoters. (Special Resolution)					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	18328902	0	0.00%	0	0	0.00%	0.00%
	Poll		1,83,28,902	100.00%	1,83,28,902	0	100.00%	0.00%
	Total	1,83,28,902	1,83,28,902	100.00%	18328902	0	100.00%	0.00%
Public-Institutions	E-Voting	20,59,139	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total	20,59,139	0	0.00%	0	0	0.00%	0.00%
Public- Non Institutions	E-Voting	6,59,54,234	1,25,05,036	18.96%	1,25,05,031	5	100.00%	0.00%
	Poll		245094	0.37%	245094	0	100.00%	0.00%
	Total	6,59,54,234	1,27,50,130	19.33%	1,27,50,125	5	100.00%	0.00%
Total		8,63,42,275	3,10,79,032	36.00%	3,10,79,027	5	100.00%	0.00%

Radha Madhav Corporation Limited								
Agenda- wise disclosure (to be disclosed separately for each agenda item)								
Resolution required: (Ordinary/ Special)			3) Issue of Convertible Warrants on Preferential Basis to Prmoter and Non Promoters. (Special Resolution)					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	18328902	0	0.00%	0	0	0.00%	0.00%
	Poll		1,83,28,902	100.00%	1,83,28,902	0	100.00%	0.00%
	Total	1,83,28,902	1,83,28,902	100.00%	18328902	0	100.00%	0.00%
Public- Institutions	E-Voting	20,59,139	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total	20,59,139	0	0.00%	0	0	0.00%	0.00%
Public- Non Institutions	E-Voting	6,59,54,234	1,25,05,036	18.96%	1,25,05,031	5	100.00%	0.00%
	Poll		245094	0.37%	245094	0	100.00%	0.00%
	Total	6,59,54,234	1,27,50,130	19.33%	1,27,50,125	5	100.00%	0.00%
Total		8,63,42,275	3,10,79,032	36.00%	3,10,79,027	5	100.00%	0.00%



FORM NO. MGT-13
Report of the Scrutiniser

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]


To,
The Chairman
Radha Madhav Corporation Limited
Survey No 50/9 A Daman Industrial Estate,
Village Kadaiya, Nani Daman- 396210,
Daman and Diu.

Dear Sir,

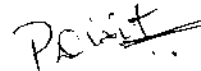
I Dipendra Dilip Dabholkar, a Practising Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of Radha Madhav Corporation Limited ("the Company") at its meeting held on 03rd May, 2018, for the purpose of scrutinizing the e-voting and for conducting the poll process at the Extraordinary General Meeting ("EOGM") and ascertaining the requisite majority on e-voting carried out as per the provisions of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice of the EOGM of the Equity Shareholders of the Company, held on 03rd May, 2018 at Survey No 50/9A, Daman Industrial Estate, Village Kadaiya, Nani Daman- 396210, Daman and Diu.

1. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting through electronic means on the resolutions contained in the Notice of the EOGM of the members of the Company. My responsibility as a scrutinizer for the e-voting is restricted to make a Scrutiniser's Report of the votes cast "in favour" or "against" the resolutions as stated in the notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL"), the authorised agency to provide e-voting facilities.
2. Further to above, I submit my report as under:
 - (1) The Company has provided the e-voting facility through CDSL on their website www.evotingindia.com. The Company had uploaded all the items of businesses to be transacted on the website of the Company and also it's Service Provider to facilitate their shareholders to cast their votes through e-voting.
 - (2) The notices sent both through email and physical form, contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014.
 - (3) As prescribed in the said Rules, the Company has also published an advertisement on 07th April, 2018 it carried the required information as specified in the said rules.
 - (4) The Company had arranged the poll papers and the same were distributed to the members at the meeting. In case of joint holders, the poll paper was given to the first named holder or in his/her absence, to the joint holder attending the meeting as appearing in the chronological order in the folio.

- (5) I have kept a record of the poll papers received in response to the poll, by initialling it.
- (6) I have ensured that the empty ballot boxes were duly locked and sealed in my presence with due identification marks placed by me, in the presence of the members and proxies.
- (7) The ballot boxes were opened in my presence and the presence of two persons viz. Mr. Bhupendra N. Hatkar and Mr. Priyal Dixit as witnesses after the voting process was over. The poll papers were diligently scrutinised and reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorisations/ proxies lodged with the Company.
- (8) There was no poll paper, which was incomplete and/or which was otherwise found defective.
- (9) The e-voting was commenced from 09:00 A.M. on Monday, the 30th April, 2018 up to 05:00 P.M. on Wednesday, the 02nd May, 2018.
- (10) The votes cast were unblocked on 03rd May, 2018 in the presence of two witnesses, Mr. Bhupendra N. Hatkar and Mr. Priyal Dixit, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Mr. Bhupendra N. Hatkar and



Mr. Priyal Dixit

- (11) The e-voting data was scrutinised by me for verification of votes cast in favour and against of the respective Resolution.
- (12) Thereafter, the details containing, inter alia, list of Equity Shareholder, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of CDSL i.e. <https://www.evotingindia.com>. The result of the e-voting exercised and the ballot process at the EOGM is as under:

Item No. 1 – as an Ordinary Resolution:- Increase in Authorised Share Capital of the Company and consequent alteration in Memorandum of Association of the Company.

(i) Voted in favour of the Resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	6	12505031	40.24
Physical poll at the EOGM	36	18573996	59.76
Total	42	31079027	100

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	2	5	00.00
Physical poll at the EOGM	0	0	00.00
Total	2	5	00.00

(iii) Invalid votes

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
E-Voting	0	
Physical poll at the EOGM	3	30
Total	3*	30

Reasons:

*Physical Votes are considered as invalid because they have voted electronically i.e. E-voting.

Item No. 2 – as an Special Resolution:- Issue of Equity Share on Preferential Basis to Non Promoters.

(i) Voted in favour of the Resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	6	12505031	40.24
Physical poll at the EOGM	36	18573996	59.76
Total	42	31079027	100

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	2	5	
Physical poll at the EOGM	0	0	
Total	2	5	

(iii) Invalid votes

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
E-Voting	0	
Physical poll at the EOGM	3	30
Total	3*	30

Reasons:

*Physical Votes are considered as invalid because they have voted electronically i.e. E-voting.

Item No. 3 – as an Special Resolution:- Issue of Convertible Warrants on Preferential Basis to Promoter and Non Promoters.

(i) Voted in favour of the Resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	6	12505031	40.24
Physical poll at the EOGM	36	18573996	59.76
Total	42	31079027	100

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	2	5	
Physical poll at the EOGM	0	0	
Total	2	5	

(ii) Invalid votes

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
E-Voting	0	
Physical poll at the EOGM	3	30
Total	3*	30

Reasons:


*Physical Votes are considered as invalid because they have voted electronically i.e. E-voting.

3. A Register containing details of list of equity shareholders, who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution under e-voting and ballot form is enclosed.
4. I shall hand over the poll papers and other related papers/registers and records for safe custody to Mr. Mangesh Shetye, Company Secretary of the Company who is authorised by the Board to supervise the entire voting process after the Chairman approves and signs the minutes of the meeting.
5. You may accordingly declare the result of the voting by e-voting and poll form.
6. The above mentioned resolutions are deemed to be passed as on the date of the EOGM.

7. Percentage of vote cast in favour or against the resolutions are calculated based on the valid votes cast through E-voting and through Physical Ballot voting at the venue of the EOGM.

Thanking you,
Yours faithfully,

Place : Vapi
Date : 03.05.2018



DIPENDRA D. DABHOLKAR
Company Secretaries
Mem. No. : 42508
COP No. : 15912