

RPL/CS/BSE/NSE/2019-20/

06.04.2019

To

The General Manager,
Department of Corporate Service,
Bombay Stock Exchange Limited,
P. J. Tower, Dalal Street, Fort,
Mumbai-400 023
Scrip Code: **532785**

National Stock Exchange of India Limited,
Exchange Plaza, Plot No. C/1
G. Block , Bandra Kurla Complex,
Bandra (E),
Mumbai 400051
Trading Symbol: **RUCHIRA EQ**

SUB: MINUTES OF POSTAL BALLOT RESULT DATED 25TH MARCH 2019.

Sir/Madam,

Please find enclosed herewith copy of the minutes of the Postal Ballot result declared on dated 25th March 2019.

This is for your information, action and record please.

**Thanking You,
For Ruchira Papers Limited**



**Vishav Sethi
Company Secretary
FCS-9300
Encl: As above**



RUCHIRA PAPERS LIMITED

REGD. OFFICE & WORKS

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DELHI OFFICE

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MINUTE BOOK

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MINUTES OF THE PROCEEDINGS RELATING TO DECLARATION OF THE RESULTS ON VOTING BY POSTAL BALLOT BY THE SHAREHOLDERS OF RUCHIRA PAPERS LIMITED ON MONDAY, 25TH MARCH 2019 AT 12.20 PM AT REGISTERED OFFICE OF THE COMPANY.

PRESENT:

Mr. Jatinder Singh Chairman & Whole Time Director

Mr. Vishav Sethi Company Secretary

The Board of Directors at its Meeting held on 13th February 2019 decided to obtain consent of the shareholders of the Company through Postal Ballot pursuant to section 110 of the Companies Act, 2013 read with the rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time.

The Board of Directors approved the notice of Postal Ballot in respect of the following matters along with Postal Ballot Form:

1. APPROVAL FOR CONTINUATION FOR DIRECTORSHIP OF SH. DALBIR SINGH AS INDEPENDENT DIRECTOR.

2. APPROVAL FOR CONTINUATION FOR DIRECTORSHIP OF SH. AVTAR SINGH AS INDEPENDENT DIRECTOR.

The Board of Directors at its meeting held on 13th February, 2019 appointed Mr. Sanjay Kumar Garg of M/S Sanjay Kumar Garg & Co, Cost Accountants, as the Scrutinizer to scrutinize the e-voting process and conduct the Postal Ballot in fair and transparent manner.

The Company had entered into the agreement with M/S Link Intime India Pvt. Ltd for providing E-voting facility to enable the shareholders to cast their votes electronically instead of dispatching Postal Ballot Form through their website <https://instavote.linkintime.co.in>, E-voting was optional.

The cut-off date for determining members for the dispatch of the Notice of Postal Ballot was Friday, 15th February, 2019 (Physical & E-mail) and as on the date, there were 18449 members of the Company. The Company/ Service provider had sent the Notice of Postal Ballot along with the Postal Ballot Form and E-voting Details by E-mail to 15799 shareholders who's E-mail ID registered with Company/RTA. In respect of balance 2650 cases, the Company had sent Notice of the Postal Ballot, Postal Ballot Form along with self-addressed pre-paid postage in physical form by Registered Post/Speed Post.

The Notice sent (both through e-mail and physical form) contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time.

As prescribed in clause (V) of sub-rule (4) of Rule 20 read with sub-rule (3) of Rule 22 of the Companies (Management & Administration) Rules, 2014, the Company also released an advertisement in 'The Financial Express' in English Language and 'Jansatta' vernacular language having country wide circulation dated 22nd February, 2019. The Noticed published in the Newspaper carried the information with respect to completion of dispatch of Notice Postal Ballot/ Postal Ballot Forms by E-mail/ Speed Post and all other information as required under the said rules.

Brief summary of the calendar of events for voting by Postal Ballot:

CHAIRMAN'S
INITIALS

MINUTE BOOK

Events	Date
Date of Board Meeting recommending the business to be transacted by way of postal ballot including e-voting	13 th February, 2019
Cut-off date for determining the names of members who shall be eligible to receive the notice of Postal Ballot Forms including their voting rights	15 th February, 2019
Date of dispatch of notice of Postal Ballot Forms by e-mail	21 st February, 2019
Date of dispatch of physical copies of Notice of Postal Ballot and Postal Ballot Forms	21 st February, 2019
Commencement of voting period (Date and Time)	22 nd February 2019 at 9.00 AM
Ending of voting period (Date and Period)	23 rd March 2019 at 5.00 PM
Date of scrutinizer's Report to Chairman	25 th March 2019

All Postal Ballot Forms received up to Saturday, 23rd March, 2019, till 5:00 pm being the last date fixed by the Company for the receipt of the forms and all votes cast on LIPL remote e-voting platform up to 5.00 pm. on Saturday, 23rd March 2019 were considered for scrutiny by the Scrutinizer.

The votes were unblocked on Monday, 23rd March 2019 after 5.00 pm. (IST) in the presence of two witnesses who were not in the employment of the Company by the Scrutinizer. The Scrutinizer carried out the scrutiny of Postal Ballot Forms physically and the votes polled electronically up to 23rd March 2019 and the scrutinizer submitted his report on dated 25th March 2019 to the Chairman.

On the basis of Report of the Scrutinizer, the resolutions of postal ballot dated 13th February 2019 which were passed as Special Resolutions as Follow:

1. APPROVAL FOR CONTINUATION OF SH. DALBIR SINGH AS INDEPENDENT DIRECTOR:

RESOLVED THAT pursuant to provisions of Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the approval of the members of the Company be and is hereby accorded for the continuation of Sh. Dalbir Singh (DIN 01538540) aged 83 Years, as an Independent Director of the Company for the remaining current tenure of his office ending 24th September 2019.


RESOLVED FURTHER THAT save and except as aforesaid, the other terms and conditions of appointment of Sh. Dalbir Singh (DIN 01538540) as the Independent Director of the Company shall remain unaltered."

2. APPROVAL FOR CONTINUATION OF SH. AVTAR SINGH AS INDEPENDENT DIRECTOR.

RESOLVED THAT pursuant to provisions Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the approval of the members of the Company be and is hereby accorded for the continuation of Sh. Avtar Singh (DIN 01605978) aged 75 Years, as an Independent Director of the Company for the remaining current tenure of his office ending 24th September 2019.

RESOLVED FURTHER THAT save and except as aforesaid, the other terms and conditions of appointment Sh. Avtar Singh (DIN 01605978) as the Independent Director of the Company shall remain unaltered."

Based on the scrutinizer's report dated 25th March 2019, the Result of the Postal Ballot be and is hereby declared on 25th March 2019 at the Registered Office of the Company as follow:-


 CHAIRMAN'S
 INITIALS

1. SPECIAL RESOLUTION FOR APPROVAL FOR CONTINUATION OF DIRECTORSHIP OF SH. DALBIR SINGH AS INDEPENDENT DIRECTOR

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 favours on vote polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100	Invalid Votes
Promoter and Promoter Group	E-Voting	15538278	15538278	100.00	15538278	0	100.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total	15538278	15538278	100.00	15538278	0	100.00	0.00	0
Public Institutions	E-Voting	162412	0	0.00	0	0	0.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total	162412	0	0.00	0	0	0.00	0.00	0
Public Non Institutions	E-Voting	8551114	313837	3.67	313545	292	99.91	0.09	0
	Postal Ballot		3454	0.04	3454	0	100.00	0.00	0
	Total	8551114	317291	3.71	316999	292	99.91	0.09	0
Total		24251804	15855569	65.38	15855277	292	99.9982	0.00002	0

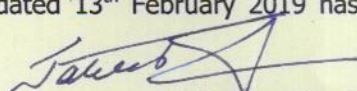
The votes cast in favour of above special resolution are 99.99%

2. SPECIAL RESOLUTION FOR APPROVAL FOR CONTINUATION OF DIRECTORSHIP OF Sh. AVTAR SINGH AS INDEPENDENT DIRECTOR

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 Vote against (5)	% of votes in favours on vote polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100	Invalid Votes
Promoter and Promoter Group	E-Voting	15538278	15538278	100.00	15538278	0	100.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total	15538278	15538278	100.00	15538278	0	100.00	0.00	0
Public Institutions	E-Voting	162412	0	0.00	0	0	0.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total	162412	0	0.00	0	0	0.00	0.00	0
Public Non Institutions	E-Voting	8551114	313837	3.67	313566	271	99.91	0.09	0
	Postal Ballot		3454	0.04	3454	0	100.00	0.00	0
	Total	8551114	317291	3.71	317020	271	99.91	0.09	0
Total		24251804	15855569	65.38	15855298	271	99.9983	0.00002	0

The votes cast in favour of above special resolution are 99.99%

Accordingly, the Special Resolutions as set out in the Notice dated 13th February 2019 has been approved by the shareholders with requisite majority.


Jatinder Singh
Chairman & Whole Time Director

CHAIRMAN'S INITIALS

Place: Kala Amb
 Date of Signature: 06/04/2019
 Date of Entry: 03.04.2019