

## **REGALIAA REALTY LIMITED**

CIN: L70101TN1994PLC028978

Registered Office: No.10, Tarapore Avenue, Harrington Road, Chennai: 600031

Website:regaliaarealty.com; email-info@regaliaarealty.com

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Date: 01-10-2018

To

**The Manager,**

**Corporate Relationship Department,**

**The Bombay Stock Exchange Limited,**

1<sup>st</sup> Floor, New Trade Ring,

Rotunda Building, Phiroze Jeebhoy Towers,

Dalal Street, Fort,

Mumbai: 400 001.

**Company Code No. 530807**

**Subject: Declaration of Remote voting and Poll Results- Compliance with Regulation 44(3) of SEBI (LODR) Regulation, 2015 in relation to the 24<sup>th</sup> Annual General Meeting held on 28<sup>th</sup> September, 2018.**

Dear Sir,

With reference to the captioned subject, we are enclosing herewith the details of voting results (remote e-voting and by poll) of the 24<sup>th</sup> Annual General Meeting of the Company held on Friday, 28<sup>th</sup> September, 2018 at 10.00 A.M. and concluded at 12.00 P.M. at No.10, Tarapore Avenue, Harrington Road, Chetpet, Chennai: 600 031.

Kindly note that the Chairman has declared the result of voting of the aforesaid Annual General Meeting on 01-10-2018 on the basis of report submitted by the Scrutinizer for remote e-voting and poll for the above mentioned purpose.

The E-Voting results will be filed in XBRL mode separately within stipulated time. We are also enclosing the Scrutinizer Report and request you to please take the same on your records for reference and further needful.

Thanking You,  
For REGALIAA REALTYLTD.

*M. Padmavathi*

(M.PADMAVATHI)  
Compliance Officer

**VOTING RESULTS OF THE 24<sup>TH</sup> ANNUAL GENERAL MEETING**  
**REGALIAA REALTY LIMITED**

Held on 28<sup>th</sup> September, 2018 at at No.10, Tarapore Avenue, Harington Road,  
 Chetpet, Chennai: 600 031 at 10.00 A.M. and concluded at 12.00 P.M.

Date of AGM	28-09-2018
Total Number of shareholders on record date	<b>1145</b>
No. of shareholder present in the meeting either in person or through proxy:	
- Promoters and Promoter Group:	<b>1</b>
- Public:	<b>20</b>
No. of Shareholders attended the meeting through Video Conferencing	
- Promoters and Promoter Group:	<b>Nil</b>
- Public:	<b>Nil</b>

Agenda wise disclosure

**Item No.1: Ordinary Resolution: Approval of the Audited Financial Statements containing the Balance Sheet as at 31<sup>st</sup> March, 2018, the statement of Profit and Loss, Cash Flow Statement and Statement of other Equity for the financial year ended 31<sup>st</sup> March, 2018 and the reports of the Board's and Auditor's thereon.**

Resolution required: (Ordinary / Special)			<b>Ordinary</b>					
Whether promoter / promoter group are interested in the agenda / resolution?			<b>No</b>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on Votes polled
		<b>(1)</b>	<b>(2)</b>	<b>(3)</b> <b>=[(2)/(1)]*100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)</b> <b>[[4]/(2)]*100</b>	<b>(7)</b> <b>[[5]/(2)]*100</b>
Promoter and Promoter Group	E-Voting	166670	0	0	0	0	0	0
	Poll		166670	100%	166670	0	100%	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>166670</b>	<b>166670</b>	<b>100%</b>	<b>166670</b>	<b>0</b>	<b>100%</b>
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public	E-Voting	222348	400	0.18%	400	0	0.18%	0
	Poll		221948	99.82%	221948	0	99.82%	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>222348</b>	<b>222348</b>	<b>100%</b>	<b>222348</b>	<b>0</b>	<b>100%</b>
<b>Total</b>		<b>389018</b>	<b>389018</b>		<b>389018</b>	<b>0</b>		<b>0</b>

**On the basis of the above mentioned voting results the chairman declared that Resolution No.1 was passed as an Ordinary Resolution.**

**Item No.2: Ordinary Resolution: Appointment of M/s. Arooran Associates, Chartered Accountants, Chennai as Auditors of the company to hold office from the conclusion of this AGM until the conclusion of next AGM.**

Resolution required: (Ordinary / Special)			<b>Ordinary</b>					
Whether promoter / promoter group are interested in the agenda / resolution?			<b>No</b>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on Votes polled
		<b>(1)</b>	<b>(2)</b>	<b>(3)</b> <b>=[(2)/(1)]*100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)</b> <b>[(4)/(2)]*100</b>	<b>(7)</b> <b>[(5)/(2)]*100</b>
Promoter and Promoter Group	E-Voting	166670	0	0	0	0	0	0
	Poll		166670	100%	166670	0	100%	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>166670</b>	<b>166670</b>	<b>100%</b>	<b>166670</b>	<b>0</b>	<b>100%</b>
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public	E-Voting	222348	400	0.18%	400	0	0.18%	0
	Poll		221948	99.82%	221948	0	99.82%	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>222348</b>	<b>222348</b>	<b>100%</b>	<b>222348</b>	<b>0</b>	<b>100%</b>
<b>Total</b>		<b>389018</b>	<b>389018</b>		<b>389018</b>	<b>0</b>		<b>0</b>

**On the basis of the above mentioned voting results the chairman declared that Resolution No.2 was passed as an Ordinary Resolution.**

**Item No.3: Ordinary Resolution: Appointment of Ms. Kavitha Renganathan as Non-Executive Independent Director of the Company.**

Resolution required: (Ordinary / Special)			<b>Ordinary</b>					
Whether promoter / promoter group are interested in the agenda / resolution?			<b>No</b>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on Votes polled
		<b>(1)</b>	<b>(2)</b>	<b>(3)</b> <b>=[(2)/(1)]*100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)</b> <b>[(4)/(2)]*100</b>	<b>(7)</b> <b>[(5)/(2)]*100</b>
Promoter and Promoter Group	E-Voting	166670	0	0	0	0	0	0
	Poll		166670	100%	166670	0	100%	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>166670</b>	<b>166670</b>	<b>100%</b>	<b>166670</b>	<b>0</b>	<b>100%</b>
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public	E-Voting	222348	400	0.18%	400	0	0.18%	0
	Poll		221948	99.82%	221948	0	99.82%	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>222348</b>	<b>222348</b>	<b>100%</b>	<b>222348</b>	<b>0</b>	<b>100%</b>
<b>Total</b>		<b>389018</b>	<b>389018</b>		<b>389018</b>	<b>0</b>		<b>0</b>

**On the basis of the above mentioned voting results the chairman declared that Resolution No.3 was passed as an Ordinary Resolution.**

**Item No.4: Ordinary Resolution: Appointment of Mr. Vinoth Jagadeesan as Non-Executive Independent Director of the Company.**

Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on Votes polled
		(1)	(2)	(3) =[(2)/(1)]*100	(4)	(5)	(6) =[(4)/(2)]*100	(7) =[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	166670	0	0	0	0	0	0
	Poll		166670	100%	166670	0	100%	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>166670</b>	<b>166670</b>	<b>100%</b>	<b>166670</b>	<b>0</b>	<b>100%</b>
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public	E-Voting	222348	400	0.18%	400	0	0.18%	0
	Poll		221948	99.82%	221948	0	99.82%	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>222348</b>	<b>222348</b>	<b>100%</b>	<b>222348</b>	<b>0</b>	<b>100%</b>
<b>Total</b>		<b>389018</b>	<b>389018</b>		<b>389018</b>	<b>0</b>		<b>0</b>

**On the basis of the above mentioned voting results the chairman declared that Resolution No.4 was passed as an Ordinary Resolution.**

Thanking You,  
For REGALIAA REALTYLTD.

*M. Padmavathi*

(M.PADMAVATHI)  
Compliance Officer



CS. Naresh G. M.Com., ACS.,  
Company Secretary in Practice  
M: (0) 98847 48445  
@: csnareshg@gmail.com

**FORM NO. MGT.13**  
**Report of Scrutinizer(s)**

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

**Dated: 01-10-2018**

To,  
The Chairman of the 24<sup>th</sup> AGM,  
Regaliaa Realty Limited,  
No.10, Tarapore Avenue, Harington Road,  
Chetpet, Chennai: 600 031.

**The 24<sup>th</sup> Annual General Meeting of the Company held on Friday, 26<sup>th</sup> September, 2018 at 10.00 A.M. and concluded at 12.00 P.M. at No.10, Tarapore Avenue, Harington Road, Chetpet, Chennai: 600 031.**

Dear Sir,

I, **CS. Naresh Geriga, Practicing Company Secretary (CP No. 13129), Chennai**, have been appointed by the Board of Directors of M/s. REGALIAA REALTY LIMITED (The Company) as a Scrutinizer for the Purpose of scrutinizer the remote e-voting / voting through Ballot Papers and ascertaining the requisite majority, as per the provisions of Section 108 of the Companies Act, 2013 (The Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereto in respect of the resolutions contained in the notice to the 24<sup>th</sup> Annual General Meeting (AGM) of the members of the Company.

The management of the Company is responsible to ensure the compliance with requirements of the Companies Act, 2013 and the Rules relating through electronic means on the resolutions contained in the Notice of 24<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to presenting a Scrutinizer's Report on the votes cast "in favour" or "against" or "abstained", in respect of resolutions stated below, based on the reports generated from the e-voting system provided by M/s. Central Depository Services (India) Limited ('CDSL'), the authorised agency to provide e-voting facilities, engaged by the Company.

The Company had also provided for voting through Ballot Papers at the 24<sup>th</sup> Annual General Meeting, to the shareholders who had not cast their vote earlier through remote e-voting facility.

The members of the Company as on the “Cut-Off” dated i.e. September 20, 2018 were entitled to vote on the resolutions (Item No. 1, to Item No.4 as set out in the notice of the 24th AGM of the Company.)

Further to the above, I submit my report as under:

1. The e-voting period remained open from Monday, September 24, 2018 (9.00 A.M.) to Thursday, September 27, 2018 (5.00 P.M.) (Both days inclusive).
2. The Votes cast under remote e-voting facility were thereafter unblocked in presence of two witnesses who were not in employment of the Company.

**Voting through Ballot Papers:**

- i. The Company has provided the facility for voting through ballot paper to the members, who have not cast their vote by remote e-voting were allowed to exercise their right to vote at the meeting.
- ii. The Ballot papers were diligently scrutinized. They were also reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company.

Thereafter, the consolidated results containing, inter alia, list of Equity Shareholders, who voted “for”, “against” or “abstained”, in respect of the each of the resolutions that were put to vote, were generated from the e-voting website of M/s. Central Depository Services (India) Limited (‘CSDL’), (i.e.) <https://www.evotingindia.com> and voting through Ballot Papers was prepared.

THE CONSOLIDATED RESULTS ARE AS FOLLOWS:

**Resolution No.1: Ordinary Resolution:**

**Approval of the Audited Financial Statements containing the Balance Sheet as at 31st March, 2018, the statement of Profit and Loss, Cash Flow Statement and Statement of other Equity for the financial year ended 31st March, 2018 and the reports of the Board's and Auditor's thereon.**

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast		
Remote Voting	400	1	400	100%	-	-	-	-	-
Voting through Ballot Papers	388618	20	388618	100%	-	-	-	-	-
<b>Total</b>	<b>389018</b>	<b>21</b>	<b>389018</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>



**Resolution No.2: Ordinary Resolution:**

**Appointment of M/s. Arooran Associates, Chartered Accountants, Chennai as Auditors of the company to hold office from the conclusion of this AGM until the conclusion of next AGM.**

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast		
Remote Voting	400	1	400	100%	-	-	-	-	-
Voting through Ballot Papers	388618	20	388618	100%	-	-	-	-	-
<b>Total</b>	<b>389018</b>	<b>21</b>	<b>389018</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

**Resolution No.3: Ordinary Resolution:**

**Appointment of Ms. Kavitha Renganathan as Non-Executive Independent Director of the Company.**

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast		
Remote Voting	400	1	400	100%	-	-	-	-	-
Voting through Ballot Papers	388618	20	388618	100%	-	-	-	-	-
<b>Total</b>	<b>389018</b>	<b>21</b>	<b>389018</b>		-	-	-	-	-

**Resolution No.4: Ordinary Resolution:**

**Appointment of Mr. Vinoth Jagadeesan as Non-Executive Independent Director of the Company.**

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast		
Remote Voting	400	1	400	100%	-	-	-	-	-
Voting through Ballot Papers	388618	20	388618	100%	-	-	-	-	-
<b>Total</b>	<b>389018</b>	<b>21</b>	<b>389018</b>		-	-	-	-	-

**All the above resolutions have been passed with requisite majority.**

Thanking You,  
Your Faithfully,

**CS. Naresh Geriga,**  
**Practicing Company Secretary,**  
**CP. No. 13129.**