

REF: RMC/2017-18/BSE/26

Date: 29.09.2017

To,

Department of Corporate Services,
Listing & Compliance,
BSE Limited,
P J Towers, Dalal Street,
Mumbai - 400 001

Ref: Scrip Code (BSE) – 540358

Sub: Disclosure of Postal Ballot voting results and Scrutinizer's Report on the agenda of Postal Ballot Notice Dated: 22.08.2017.

Dear Sir(s),

Pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed here with the details of Postal Ballot voting results for the resolution mentioned in the Postal Ballot Notice Dated 22.08.2017 along with the Report of Scrutinizer.

You are requested to kindly take above information on your records.

For RMC Switchgears Limited

Priyanka



Priyanka Gattani
Company Secretary &
Compliance Officer

Encl:

- 1. Voting Results.**
- 2. Scrutinizer's Report**

DECLARATION OF RESULTS OF POSTAL BALLOT

Notice is hereby given, pursuant to Section 110 of the Companies Act, 2013 (“the Act”) read with the Companies (Management and Administration) Rules, 2014 including any Statutory modification(s) or re –enactment(s) thereof for the time being in force, and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 "Listing Regulations", consent of the Members of the Company was sought by way of Resolution as set out in the Postal Ballot Notice dated 22 August, 2017 by means of physical Ballot Forms.

Postal Ballot Notice containing the Resolution together with the explanatory statement annexed to the Notice was sent to all the Members of the Company and the last date of receipt of Postal Ballot Form, through physical submission of Postal Ballot Forms by the Members of the Company was Thursday, 28 September, 2017. Miss. Deepika Jain proprietor of M/s. Deepika Jain & Associates (Membership No ACS: 41190 CP NO. 16994), Practising Company Secretary, Jaipur, was appointed as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

The Scrutinizer has submitted her Report and basis the report of the Scrutinizer on the voting done through Postal Ballot Forms, by the Members, it is hereby declared, that the Resolution as set out in the Postal Ballot Notice dated 22 August, 2017, has been duly passed by the Members of the Company with requisite majority.

The details of the voting result of the Resolution passed through Postal Ballot process is reproduced hereunder:

Date of declaration of Postal Ballot result	29.09.2017
Total number of shareholders on Cut-Off date for ascertaining the list of shareholders to whom the notice of postal ballot was sent and also for reckoning voting right (i.e. Cut-Off date for Benpos: Beneficiary Position).	259 equity Shareholder (as Tuesday 22.08.2017)
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group:	Not Applicable
Public:	
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group:	Not Applicable
Public	



Agenda-

1. Alteration in Object Clause of Memorandum of Association

Resolution required: (Ordinary/ Special)			Special					
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		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot	2961960	2921640	98.64	2921640	Nil	100	Nil
	Total	2961960	2921640	98.64	2921640	Nil	100	Nil
Public-Institutions	E-Voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public- Non Institutions	E-Voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot	2130240	594240	27.90	594240	Nil	100	Nil
	Total	2130240	594240	27.90	594240	Nil	100	Nil
Total		5092200	3515880	69.04	3515880	Nil	100	Nil

* Excludes invalid Votes

2. Variation in the terms of "Objects of the Issue" mentioned in the Company's Prospectus at the time of IPO dated 20th Feb, 2017

Resolution required: (Ordinary/ Special)			Special					
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		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot	2961960	2921640	98.64	2921640	Nil	100	Nil
	Total	2961960	2921640	98.64	2921640	Nil	100	Nil
Public-Institutions	E-Voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public- Non Institutions	E-Voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot	2130240	594240	27.90	594240	Nil	100	Nil
	Total	2130240	594240	27.90	594240	Nil	100	Nil
Total		5092200	3515880	69.04	3515880	Nil	100	Nil

* Excludes invalid Votes



Result – Resolution passed with requisite majority

The report of the Scrutinizer is enclosed herewith.

Thanking You,

For RMC Switchgears Limited


Neha Agarwal

Executive Director*

DIN: 07540311

Date: 29.09.2017

To,

The Chairman
RMC Switchgears Ltd.
7 K.M. from Chaksu, Khotkawda Road,
Village Badodiya, Teh. Chaksu, Jaipur-303901

Dear Sir,

1. The Board of Directors of the Company at its Board Meeting held on 22.08.2017 has appointed the undersigned as a scrutinizer for conducting Postal Ballot Voting Process prescribed under Section 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 in respect of the following Special Resolutions:
 - a. Alteration in object clause of Memorandum of Association.
 - b. Variation in terms of "Object of the Issue" mentioned in the Company's prospectus dated 20.02.2017
2. I submit my Report as under:
 - 2.1. The Company has completed dispatch of Postal Ballot along with notice of Postal Ballot on 22.08.2017 to the Members whose name(s) appeared on Members List of Beneficiary as on 22.08.2017
 - 2.2. Particulars of all the Physical Postal Ballot forms received from the Members have been entered in a Register separately maintained for the purpose.
 - 2.3. All the Postal Ballot forms received upto the close of working hours i.e. not later than 17:00 Hours on 28.09.2017, the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.
 - 2.4. No postal ballot forms were received after 28.09.2017, 17:00 Hours.
 - 2.5. Envelopes containing Postal Ballot Forms returned undelivered aggregated to NIL.
 - 2.6. The Physical Postal Ballot forms were kept in my custody in sealed and tamper proof Ballot Boxes before commencing the scrutiny of Such Postal Ballot Forms.
 - 2.7. The ballot boxes containing Physical Postal Ballot forms were opened on 29.09.2017 in my presence and scrutinized and the shareholding was matched/confirmed with the register of Members of the Company/List of Beneficiaries as on 22.08.2017
 - 2.8. All Ballot Papers were properly filled and completed in all aspects and no Ballot Paper was found defaced or mutilated.
 - 2.9. A summary of the Postal Ballot forms received is given below:

Address: 307, City Pearl, Sanjay Marg, Gopalbadi, Jaipur-01
Phone No.: 0141-4915328 Mobile No.: 91-96492-48764 Email id: pcs.deepikajain@gmail.com



RESOLUTION NO.: 1

S. No.	Particulars	No. Postal Ballot Forms	Shares held	Assent	Dissent	% of Shares
1.	Total Ballot Papers received	15	35,15,880	15	-	100
2.	Less: Invalid Postal ballot Forms (as per register*)	-	-	-	-	-
	Net Valid Postal ballot Forms (as per register)	15	35,15,880	15	-	100

RESOLUTION NO.: 2

S. No.	Particulars	No. Postal Ballot Forms	Shares held	Assent	Dissent	% of Shares
1.	Total Ballot Papers received	15	35,15,880	15	-	100
2.	Less: Invalid Postal ballot Forms (as per register*)	-	-	-	-	-
3.	Net Valid Postal ballot Forms (as per register)	15	35,15,880	15	-	100

3. The Resolution has been passed by the requisite majority since more than 75 % of the votes are being casted in the favour of the Resolution.
4. You may accordingly declare the results of the voting by Postal Ballot.

For Deepika Jain & Associates

DJain
Deepika Jain
Proprietor
M. No.: A41190



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