



# Rotographics

**Date: 30.09.2020**

Department of Corporate Services  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort  
Mumbai -400001

Manager Listing  
Ahmadabad Stock Exchange  
A-2, Kamdhenu Complex,  
Opposite Sahajanand College,  
Panjara Pol, Ahmedabad,  
Gujarat 380015

Scrip Code: 539922  
Symbol: RGIL

## **Sub- Submission of Scrutinizer's Report**

Dear Sir/Madam,


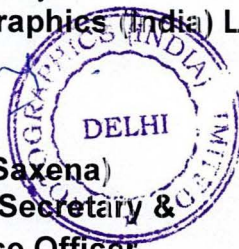
We wish to inform you that 45<sup>th</sup> Annual General meeting (AGM) of the Company was held on Wednesday, 30<sup>th</sup> day of September, 2020 commenced at 10:00A.M and concluded at 10:30 A.M. and the businesses mentioned in the notice were transacted.

In this regard, please find enclosed the Report of Scrutinizer dated September 30, 2020, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration), Rules 2014.

This is for your information and records.

Thanking you

Yours faithfully  
**For Rotographics (India) Limited**

  
  
**(Poonam Saxena)**  
**Company Secretary &**  
**Compliance Officer**

## **ROTOGRAPHICS (INDIA) LIMITED**

CIN: L74899DL1976PLC008036

Regd: Off: Unit No 8 Ground Floor Pocket M, Sarita Vihar New Delhi 110076

Phone No. 011-47366600, Email Id: info@rotoindia.co.in Website: www.rotoindia.co.in

**MANOJ PURBEY & ASSOCIATES** Address: Off No. 3, 2<sup>nd</sup> Floor, B-32  
Madhav Complex, Subhash  
Chowk, Laxmi Nagar, Delhi-  
110092

E-mail: [purbey31@gmail.com](mailto:purbey31@gmail.com)  
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## **CONSOLIDATED SCRUTINIZER'S REPORT**

**[Pursuant to the section 108 of the Companies Act, 2013 and rule 20 of the Companies  
(Management and Administration) Rules, 2014 as amended to date ]**

To

The Chairman,  
45<sup>th</sup> Annual General Meeting of  
Rotographics (India) Limited  
Unit No 8 Ground Floor, Pocket M,  
Sarita Vihar New Delhi 110076

**Sub: Consolidated Scrutinizer's Report on Remote E-voting conducted pursuant to the provision of section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014 as amended to date, at the 45<sup>th</sup> Annual General Meeting (AGM) of the members of Rotographics (India) Limited held on Wednesday, 30<sup>th</sup> September, 2020 at 10:00 A.M. through two-way Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM').**

Dear Sir,

I, Avinash Kumar, Company Secretary in practice and have been appointed as Scrutinizer by the Board of Directors of Rotographics (India) Limited ("**the Company**") for the purpose of scrutinizing the process of voting through electronic means ("**e-voting**") on the resolutions contained in the notice dated 05<sup>th</sup> September 2020 ("**Notice**") issued in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated 8 April 2020, 13 April 2020 and 5 May 2020 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as ("**MCA Circulars**")), Government of India, calling the Forty-fifth Annual General Meeting of its Equity Shareholders ("**the Meeting**" / "**AGM**") through VC / OAVM. The AGM was convened on Wednesday, 30<sup>th</sup> September at 10:00 a.m. IST through VC / OAVM.

The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**"). As the Scrutinizer, I have to scrutinize:

- i. process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("**remote evoting**"); and
- ii. process of e-voting at the AGM through electronic voting system ("**evoting**").



## **Management's Responsibility**

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("**LODR**") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

## **Scrutinizer's Responsibility**

My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("**NSDL**"), as engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or NSDL for my verification.

## **Cut-off date**

The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Friday, 18<sup>th</sup> September, 2020 were entitled to vote on the resolutions (itemnos. 1 to 6 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

## **Remote e-voting process:-**

- (i) The remote e-voting period remained open from Sunday, 27<sup>th</sup> September, 2020 at 9:00 A.M and ends on Tuesday 29<sup>th</sup> September, 2020 at 5:00 P.M.
- (ii) The votes cast were unblocked on Wednesday, 30<sup>th</sup> September, 2020 at 10:50 A.M. after the conclusion of the AGM and was witnessed by two witnesses, Ms. Asha Uprety and Mr. Praveen Kumar Mali, who are not in the employment of the Company and/ or NSDL.
- (iii) Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL.

## **E-voting process at the AGM:-**

- (i) After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NSDL under my instructions.
- (ii) The e-votes cast were unblocked on Wednesday, 30<sup>th</sup> September, 2020 after the conclusion of the AGM.

I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting, based on the reports generated by NSDL, scrutinized and relied upon by me as under:-



**Item No. 1: To consider and adopt the audited financial statement of the company for the financial year ended on 31<sup>st</sup> March, 2020 and the reports of the Board of Directors and Auditors' thereon as an Ordinary Resolution.**

Mode of voting	Remote E-voting		
	No. of Members	No. of Votes	%
<b>Vote in favour of the Resolution</b>	63	3039121	84.39
<b>Votes in against of the Resolution</b>	0	0	0
<b>Invalid/Abstain votes</b>	0	0	0

**Item No. 2: Re-appointment of Mr. Naresh Kumar Bansal, (DIN:00681525) retiring by rotation as an Ordinary Resolution.**

Mode of voting	Remote E-voting		
	No. of Members	No. of Votes	%
<b>Vote in favour of the Resolution</b>	63	3039121	84.39
<b>Votes in against of the Resolution</b>	0	0	0
<b>Invalid/Abstain votes</b>	0	0	0

**Item No. 3: Appointment of Statutory Auditor to fill casual vacancy as an Ordinary Resolution.**

Mode of voting	Remote E-voting		
	No. of Members	No. of Votes	%
<b>Vote in favour of the Resolution</b>	63	3039121	84.39
<b>Votes in against of the Resolution</b>	0	0	0
<b>Invalid/Abstain votes</b>	0	0	0

**Item No. 4: Appointment of Statutory Auditor for Five years as an Ordinary Resolution.**

Mode of voting	Remote E-voting		
	No. of Members	No. of Votes	%
<b>Vote in favour of the Resolution</b>	63	3039121	84.39
<b>Votes in against of the Resolution</b>	0	0	0
<b>Invalid/ Abstain votes</b>	0	0	0

**Item No. 5: Re-appointment of Mrs. Chanchala Burman who has crossed 75 years of age as a Special Resolution.**

Mode of voting	Remote E-voting		
	No. of Members	No. of Votes	%
<b>Vote in favour of the Resolution</b>	63	3039121	84.39
<b>Votes in against of the Resolution</b>	0	0	0
<b>Invalid/Abstain votes</b>	0	0	0

**Item No. 6: Appointment of Mr. Pankaj Bansal as Independent Director of the Company as an Ordinary Resolution.**

Mode of voting	Remote E-voting		
	No. of Members	No. of Votes	%
<b>Vote in favour of the Resolution</b>	63	3039121	84.39
<b>Votes in against of the Resolution</b>	0	0	0
<b>Invalid/Abstain votes</b>	0	0	0

The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Ms. Poonam Saxena, Company Secretary and Compliance Officer, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

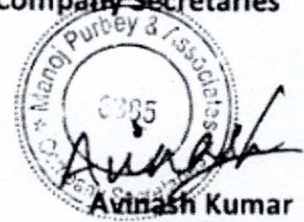
**Restriction on Use**

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of NSDL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing .

Thanking you,

Yours faithfully,

**For MANOJ PURBEY & ASSOCIATES  
Company Secretaries**

  
**Avinash Kumar  
(Partner)  
C. P. No.18318**

UDIN: A0434228000818944

**Date: 30.09.2020**

**Place: New Delhi**