

# **SANJAY KUMAR GARG & CO.**

## **Cost Accountants**

Shop No.2, First Floor, Pocket H-34, Plot No.35, Sector-3, Rohini, New Delhi-110085  
Email : sanjay\_garg2001@yahoo.com Ph. Tele Fax +91-11-27510712 Cell : 9312934520  
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### **Scrutinizer's Report on Postal Ballot (E-Voting)**

**[Pursuant to Section 108 & 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended]**

**TO  
THE CHAIRMAN  
RUCHIRA PAPERS LIMITED  
TIRLOKPUR ROAD, KALA AMB-H.P-173030**

Dear Sir,

I, Sanjay Kumar Garg, Cost Accountant in Practice, have been appointed as a scrutinizer by the Board of Directors of Ruchira Papers Limited (the Company) at its meeting held on 08th November 2023 for the purpose of scrutinizing the Postal Ballot (e-voting) process in a fair and transparent manner and ascertaining the requisite majority of the above pursuant to Sections 108 and 110 of the Companies Act, 2013, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, ("Companies Act") read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, Circular No. 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022 read with other relevant circulars including General Circular No. 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023, (collectively the "MCA Circulars") in relation to extension of the framework provided in the aforementioned General Circulars up to September 30, 2024, issued by the Ministry of Corporate Affairs ("MCA" and the circulars issued by MCA are collectively referred to as "MCA Circulars") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI LODR Regulations"), including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force and as may be enacted hereinafter, Secretarial Standard - 2 issued by the Institute of Company Secretaries of India, and other applicable provisions of the Companies Act for seeking approval of the shareholders by way of special resolution through postal ballot ("Postal Ballot") by way of remote e-voting only.

We hereby state that, we are familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

1. The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and rules relating to voting through Postal Ballot


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- (E-Voting) including Circulars issued by the MCA, through the mechanism of Postal Ballot(E-Voting) in accordance with the provisions of the Companies Act, 2013 and rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue and SEBI Listing Regulation, relating to postal ballot process conducting through electronic means
2. On Tuesday, 12<sup>th</sup> December 2023 the company has completed the dispatch of Postal Ballot notice to its members whose name(s) appeared in the Register of Members/List of Beneficial owners as on cut-off date i.e. 8<sup>th</sup> December 2023 and whose email IDs was available with the Company and Depositories. Pursuant to the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, Circular No. 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022 read with other relevant circulars including General Circular No. 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023, (collectively the "MCA Circulars") in relation to extension of the framework provided in the aforementioned General Circulars up to September 30, 2024, issued by the Ministry of Corporate Affairs ("MCA" and the circulars issued by MCA are collectively referred to as "MCA Circulars"), the Company has dispatched the notices only through e-mails.
  3. The Postal Ballot (e-voting) period begun on Wednesday, 13th December 2023 at 9.00 AM (IST) and ended on Thursday, 11th January 2024 at 5.00 PM (IST). During this period, the shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 08th December 2023 were entitled to vote through E-Voting on the proposed resolution as mentioned in the notice of "Ruchira Papers Limited".
  4. All votes casted through remote E-Voting facility up to 5:00 P.M. IST on Thursday, 11th January 2024, the last date and time fixed by the Company for E-Voting were considered for our scrutiny.



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Thereafter the details containing inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the E-Voting website of Link Intime India Private Limited and the result of Postal Ballot through E-Voting is as under:

<b>Ruchira Papers Limited</b>								
Resolution Required: Special Resolution Whether promoter/ promoter group are interested in the agenda/resolution?			1 - REGULARISATION OF THE APPOINTMENT OF MR. RANJIT SINGH SIDHU (DIN: 10373052) ADDITIONAL DIRECTOR (NON-EXECUTIVE & INDEPENDENT), BY APPOINTING HIM AS NON-EXECUTIVE INDEPENDENT DIRECTOR:					
			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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	20495196	19272164	94.0326	19272164	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>19272164</b>	<b>94.0326</b>	<b>19272164</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	254670	254626	99.9827	254626	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>254626</b>	<b>99.9827</b>	<b>254626</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	9095119	371130	4.0805	366341	4789	98.7096	1.2904
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>371130</b>	<b>4.0805</b>	<b>366341</b>	<b>4789</b>	<b>98.7096</b>	<b>1.2904</b>
<b>Total</b>		<b>29844985</b>	<b>19897920</b>	<b>66.6709</b>	<b>19893131</b>	<b>4789</b>	<b>99.9759</b>	<b>0.0241</b>



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The votes cast in favour of above special resolution are 99.9759%. Hence the above-mentioned Special Resolution has been passed with requisite majority.

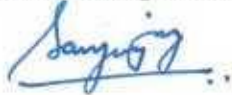
You may accordingly declare the result of the voting.

5. All the relevant records shall remain in our custody until Chairman considers, approves and signs minutes of the Postal Ballot and the same shall be handed over to the Chairman/ Company Secretary of the Company as authorized by the Board of Directors in this behalf for safe keeping.

(No physical postal ballot forms were dispatched to the Members in view of extension of the framework provided in the aforementioned General Circulars up to September 30, 2024, issued by the Ministry of Corporate Affairs).

**Thanking You,**

**Yours Faithfully,  
For Sanjay Kumar Garg & Co.**



**Sanjay Kumar Garg  
Cost Accountant in Practice**



Date: 12<sup>th</sup> Jan 2024  
Place: New Delhi