

Jain Aarti & Associates

Company Secretaries

Date: 20/04/2023

SCRUTINIZER'S REPORT (E-VOTING PROCESS)

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 (3) (xi) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Extra Ordinary General Meeting of the Equity Shareholders
RIDINGS CONSULTING ENGINEERS INDIA LIMITED

To be held on 17th April 2023 at 11:00 AM
Through Video Conferencing

Dear Sir,

I, **Pooja Bhasin**, Company Secretary in Whole Time Practice, having my office at D-5, IInd Floor, R.K. Tower, Sector-4 Vaishali have been appointed by the Board of Directors of Ridings Consulting Engineers India Limited ("The Company") as the Scrutinizer for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 read with MCA circulars dated May 5, 2020, January 13, 2021, December 14, 2021 and May 05, 2022 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020 and January 15, 2021 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on resolution(s) set out in the notice convening in respect of the resolutions contained in the Notice of the 1st Extra Ordinary General Meeting of the Equity Shareholders of the Company to be held on April 17, 2023 via Video Conferencing.

The MCA vide its general circular has allowed companies to convene General Meeting of members through VC / OAVM during the present times of COVID-19 pandemic crisis. Voting by means of poll at the EGM by filing physical ballot papers is therefore dispensed with as no physical EGM is convened. Members who have not voted during the remote e-voting period but attending the EGM, are now allowed to cast their vote by e-voting conducted at the EGM. The e-voting process thus includes the consolidated number of e-votes cast during the remote e-voting period and the e-votes cast at the EGM.

PB

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It is the responsibility of the Management of the Company to ensure due compliance of the applicable provisions of the Companies Act, 2013 and Rules made thereunder and also the requirements thereof relating to voting through electronic means as on resolutions contained in the Notice of the 1st Extra Ordinary General Meeting of the members of the Company. As the Scrutinizer for the e- voting process, my role and responsibility are limited to make a Scrutinizer's Report of the votes cast "in favor" or "against" in respect of the resolutions contained in the Notice of 1st Extra Ordinary General Meeting, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities, engaged by the Company.

My responsibility as Scrutinizer

My responsibility as a Scrutinizer for the remote e-voting process and e-voting conducted at the EGM is restricted to make a Consolidated Scrutinizer's Report for the votes casted 'in favour' or 'against' the resolutions as stated in the said Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide e-voting facility and poll conducted at EGM, in a fair and transparent manner.

Based on confirmation received from the Company, I submit my report as under:

1. The Company had completed the dispatch of Notice of the Extra Ordinary General Meeting dated April 17, 2023, along with statement setting out material facts pursuant to Section 102 of the Companies Act, 2013 on March 23, 2023 to its members through email whose email id is registered with the Registrar and Share Transfer Agent (RTA)/ Depositories.
2. The said Notice was dispatched on the basis of Register of Members made available by RTA of the Company and the list of beneficial owners made available by the depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on March 23, 2023.
3. As per Rule 20 of Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company has published advertisement about providing E-voting facility in Newspapers named "Financial Express" (English Newspaper) and "Loksatta" (Marathi Newspaper) on Wednesday 18th May, 2022.
4. The Company had provided remote e-voting facility offered by Central Depository Services (India) Limited (CDSL) to the shareholders of the Company.
5. The remote e-voting was kept open for 5 days from 11:00 AM on Wednesday, 12th April, 2022 and remained open up to 5:00 PM on Sunday, 16th June, 2022. The Company has also provided remote e-voting facility for 1 hour and 20 minutes after the conclusion of the Extra Ordinary General Meeting, for shareholders who have not voted during the above mentioned period.
6. The equity shareholders holding shares on Friday, April 07, 2023 (i.e. "cut-off date") were entitled to vote on the resolution(s) set out in the notice convening the Extra Ordinary General Meeting of the Company.
7. The results of voting through remote e-voting and e-voting is as under: 

Based on the reports generated, the result of the e-voting is as under:

1. For Appointment of the Whole Time Director

(i) Voted in **favor** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favor of resolution	% of total number of valid votes cast
8	1254400	76.84*

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3	290400

***Note-1: Percentage of Valid Votes cast has been calculated by subtracting number of votes cast by related parties from total votes casted in favor of resolution.**

*The related party details have been calculated as per the data provided by the Company

2. For Appointment of the Independent Director

(iv) Voted in **favor** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favor of resolution	% of total number of valid votes cast
8	1254400	100

(v) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(vi) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

A soft copy of the list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution has been emailed to the authorized representative of the company.

Thanking You,
Yours Faithfully

Pooja Bhasin

Pooja Bhasin
Associate
Company Secretary
C.P. No.: 19459
Membership No.: A49971

