

Date: 01.01.2021



# Riba Textiles Limited

(GOVT. RECOGNISED EXPORT HOUSE)

REGD. OFFICE : DD-14, NEHRU ENCLAVE,  
OPP. KALKAJI POST OFFICE, NEW DELHI-110019

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To,  
Corporate Relation Department  
**BSE Ltd.**  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street Mumbai -400001

**BSE Code: 531952/Equity**

**Sub: Consolidated Scrutinizer's Report and Voting Results of the 32<sup>nd</sup> Annual General Meeting of Riba Textiles Limited held on December 30, 2020**

**Ref: Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/ Madam,

Pursuant to the above referred please find enclosed herewith the Consolidated Scrutinizer's Report and Voting results of the business transacted at the 32nd AGM.

The 32nd AGM of Riba Textiles Limited was held through Video Conferencing facility and all the items of business contained in the Notice of the AGM were transacted and approved by the Shareholders with requisite majority. The same is also available on the website of the Company i.e. [www.ribatextiles.com](http://www.ribatextiles.com)

Kindly take the above information on your records.

Thanking You,

Yours Faithfully,

For Riba Textiles Limited

**Neha Dubey**  
Company Secretary



Encl.: as above



**KARAN ARORA AND ASSOCIATES**

(PRACTICING COMPANY SECRETARY)

**FORM NO. MGT-13**

**(pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 (2) of the Companies (Management and Administration) Rules, 2014)**

**Consolidated Scrutinizer's Report on Remote e-voting and E-Voting by members conducted at the 32<sup>nd</sup> Annual General Meeting of Riba Textiles Limited held on Wednesday, 30<sup>th</sup> December, 2020.**

To,

The Chairman,  
**Riba Textiles Limited,**  
DD-14, Nehru Enclave,  
Opp. Kalka Ji, Post Office,  
New Delhi - 110 019

**32<sup>nd</sup> Annual General Meeting (AGM) of the Members of Riba Textiles Limited held on Wednesday, 30<sup>th</sup> December, 2020 at 11:30 AM through video conferencing (VC)/ other audio visual means ("OAVM")**

**Dear Sir,**

The Board of Directors of Riba Textiles Limited (the Company) appointed me as the "Scrutinizer" to scrutinize remote e-voting process by the Members of the Company at the 32<sup>nd</sup> Annual General Meeting (AGM) through video conferencing (VC)/ other audio visual means ("OAVM") pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014.

The Management of the Company is responsible to ensure the compliance with requirements of the Companies Act, 2013 and Rules made there under and the applicable provisions of the

Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) regulations, 2015, relating to remote e-voting on the resolutions contained in the aforesaid notice of the 32<sup>nd</sup> AGM of the Members of the Company.

My responsibility is to scrutinize and ensure that the voting done through remote e-voting is done in a fair and transparent manner and to make a consolidated Scrutinizer's Report of the votes cast "in favour" or "against" on the resolutions as specified in the Notice of AGM dated 5th December, 2020, based on the reports generated from the remote e-voting system as provided by Central Depository Services Limited (CDSL/ Services Provider), the authorized agency to provide e- voting facility by the Company. I hereby submit my report as under:

1. The Company had appointed Central Depository Services Limited (CDSL) as Services Provider, for extending the facility of Remote e-voting to the Members of the Company. Beetel Financial & Computer Services Private Limited is the Registrar and Share Transfer Agents of the Company.
2. Central Depository Services Limited (CDSL) has provided a system for recording the votes of the Members electronically on all the items of the Ordinary and special business sought to be transacted in the 32<sup>nd</sup> AGM of the Company held on Wednesday, 30<sup>th</sup> December, 2020 at 11:30 AM.
3. The Cut-off date considered for dispatch of the Notice of the AGM was **27<sup>th</sup> November, 2020** Notice of the AGM along with Annual Report and Remote E-Voting was sent to the members.
4. The notice of AGM sent to the Members (through email) contained detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.
5. The cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was 23<sup>rd</sup> December 2020.
6. As prescribed in the clause (vi) of the sub rule 4 of the Rule 20, the Remote e-voting facility was kept open for 3 days (three days) i.e. from Sunday, 27<sup>th</sup> December, 2020 at 10:00 AM (IST) till Tuesday, 29<sup>th</sup> December 2020 at 5:00 PM (IST).
7. At the end of the voting period on Sunday, 29<sup>th</sup> December 2020 at 5:00 PM, the voting portal of the Service Provider was blocked forthwith.

8. After Conclusion of AGM, , the vote cast through Remote E-Voting facility was duly unblocked by me after half an hour of conclusion of AGM as a Scrutinizer in the presence of aforesaid witnesses, as prescribed in Sub- Rule 4 (xii) of the said Rule 20, on 30th December, 2020.

9. The details of consolidated results of the Remote E-voting is as under:

**A) Resolution 1: Ordinary Resolution:**

**Adoption of Annual Accounts, Directors report and Auditors report.**

**i. Voting through Electronic Means:**

a. Voted in **favour** of the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
105	5970931	100%

b. Voted **against** the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
NIL	NIL	NIL

c. **Invalid** Votes:

<b>Total Number of members whose votes are invalid</b>	<b>Total number of shares held by them</b>
NIL	NIL

**ii. Voting through Ballot :**

a) Voted in **favour** of the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
-	-	-

b) Voted **against** the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
NIL	NIL	NA

c) **Invalid** Votes:

<b>Total Number of members whose votes are invalid</b>	<b>Total number of shares held by them</b>
NIL	NIL

**iii. Consolidated E- Voting and Ballot**

a) Voted in **favour** of the resolution:

<b>Number of</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid</b>
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<b>Members Voted</b>		<b>votes cast</b>
105	5970931	100%

b) Voted **against** the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
NIL	NIL	NIL

c) **Invalid** Votes:

<b>Total Number of members whose votes are invalid</b>	<b>Total number of shares held by them</b>
NIL	NIL

**B) Resolution 2: Ordinary Resolution:**

**Re-appointment of Mr. Nitin Garg (DIN: 00202179) who retires by Rotation.**

**i. Voting through Electronic Means:**

d. Voted in **favour** of the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
105	5970931	100%

e. Voted **against** the resolution:

<b>Number of Members</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
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<b>Voted</b>		
NIL	NIL	NIL

f. **Invalid** Votes:

<b>Total Number of members whose votes are invalid</b>	<b>Total number of shares held by them</b>
NIL	NIL

iv. **Voting through Ballot :**

d) Voted in **favour** of the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
-	-	-

e) Voted **against** the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
NIL	NIL	NA

f) **Invalid** Votes:

<b>Total Number of members whose votes are invalid</b>	<b>Total number of shares held by them</b>
NIL	NIL

v. **Consolidated E- Voting and Ballot**

a) Voted **in favour** of the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
105	5970931	100%

b) Voted **against** the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
NIL	NIL	NIL

c) **Invalid** Votes:

<b>Total Number of members whose votes are invalid</b>	<b>Total number of shares held by them</b>
NIL	NIL

**C) Resolution 3: Special Resolution:**

**Re-appointment of Mr. Ravinder Kumar Garg (DIN: 00202164) as an Whole time director for a term of 3 years:**

i. **Voting through Electronic Means:**

g. Voted **in favour** of the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
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105	5970931	100%
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h. Voted **against** the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
NIL	NIL	NIL

i. **Invalid** Votes:

<b>Total Number of members whose votes are invalid</b>	<b>Total number of shares held by them</b>
NIL	NIL

vi. **Voting through Ballot :**

g) Voted in **favour** of the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
-	-	-

h) Voted **against** the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
NIL	NIL	NA

i) **Invalid** Votes:

<b>Total Number of members whose votes are invalid</b>	<b>Total number of shares held by them</b>
NIL	NIL

**vii. Consolidated E- Voting and Ballot**

a) Voted **in favour** of the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
105	5970931	100%

b) Voted **against** the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
NIL	NIL	NIL

c) **Invalid** Votes:

<b>Total Number of members whose votes are invalid</b>	<b>Total number of shares held by them</b>
NIL	NIL

**D) Resolution 4: Special Resolution:**

**Re-appointment of Mr. Amit Garg (DIN: 00202171) as an Managing Director for a term of 3 years**

**i. Voting through Electronic Means:**

a. Voted in **favour** of the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
105	5970931	100%

b. Voted **against** the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
NIL	NIL	NIL

c. **Invalid** Votes:

<b>Total Number of members whose votes are invalid</b>	<b>Total number of shares held by them</b>
NIL	NIL

**ii. Voting through Ballot**

a. Voted in **favour** of the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
-	-	-

b. Voted **against** the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
NIL	NIL	NA

c. **Invalid Votes:**

<b>Total Number of members whose votes are invalid</b>	<b>Total number of shares held by them</b>
NIL	NIL

**iii. Consolidated E- Voting and Ballot**

a) Voted in **favour** of the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
105	5970931	100%

b) Voted **against** the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
NIL	NIL	NIL

c) **Invalid Votes:**

<b>Total Number of members whose votes are invalid</b>	<b>Total number of shares held by them</b>
NIL	NIL

**E) Resolution 5: Special Resolution:**

**Re-appointment of Mr. Nitin Garg (DIN: 00202179) as an Whole Time Director for a term of 3 years**

**iv. Voting through Electronic Means:**

d. Voted in **favour** of the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
105	5970931	100%

e. Voted **against** the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
NIL	NIL	NIL

f. **Invalid** Votes:

<b>Total Number of members whose votes are invalid</b>	<b>Total number of shares held by them</b>
NIL	NIL

**v. Voting through Ballot**

d. Voted in **favour** of the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
-	-	-

e. Voted **against** the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
-	-	-

f. **Invalid** Votes:

<b>Total Number of members whose votes are invalid</b>	<b>Total number of shares held by them</b>
NIL	NIL

vi. **Consolidated E- Voting and Ballot**

a) Voted in **favour** of the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
105	5970931	100%

b) Voted **against** the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
NIL	NIL	NIL

c) Invalid Votes:

Total Number of members whose votes are invalid	Total number of shares held by them
NIL	NIL

All the Resolutions mentioned in the AGM Notice dated 05<sup>th</sup> December, 2020 as per the details above have been passed under Remote e-voting and e- voting conducted at AGM through video conferencing (VC)/ other audio visual means ("OAVM") with the requisite majority and hence deemed to be passed as on the date of the AGM.

All other Register/records relating to Remote e-voting and e-voting is under my safe custody and will be handed over to the Chairman of the Company for safe keeping, after the Chairperson signs the Minutes of the 32<sup>nd</sup> Annual General Meeting.

Thanking You,

Yours Truly,

**KARAN** Digitally signed by  
KARAN ARORA  
**ARORA** Date: 2021.01.01  
10:36:21 +05'30'

**Karan Arora & Associates**

**Karan Arora**

Proprieter

M. no. 41391

CP No: 15604

Date: 31/12/2020

Place: Delhi

For RIBA TEXTILES LIMITED

 DIRECTOR

To be counter signed by the Chairman

## VOTING RESULTS OF 32<sup>nd</sup> ANNUAL GENERAL MEETING

A.	Date of AGM	30.12.2020
B.	Total Number of Shareholders as on Record Date	1299
C.	Number of Shareholders present in the meeting either in person or through proxy: Promoters and Promoters Group Public	00 00
D.	Number of shareholders attended the meeting through Video Conferencing: Promoters and Promoters Group: Public:	7 83

### AGENDA WISE DISCLOSURE FOR EACH AGENDA ITEM

1. Adoption of Audited Financial Statements for the year ended 31st March, 2020 and the Directors' and Auditors' Reports thereon									
Resolution Required (Ordinary/Special)									
Whether Promoter/promoter group are interested in the agenda/resolution									
Category	Mode of Voting	No. Of shares held (1)	No. Of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. Of Votes- in favour (4)	No. Of Votes - against (5)	Ordinary		% of Votes against on votes polled (7)=[(5)/(2)]*100
							% of Votes in favour on votes polled (6)=[(4)/(2)]*100	No	
Promoter and Promoter Group	E-Voting		5970157	100	5970157	0	100	0	0
	Poll	5970157	0	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0	0
	<b>Total</b>		5970157	5970157	100	5970157	0	100	0
Public - Institutional holders	E-Voting		0	0	0	0	0	0	0
	Poll	852	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0
	<b>Total</b>		852	0	0	0	0	0	0
Public- Non Institutional	E-Voting		774	0.021	774	0	100	0	0
	Poll	3681861	0	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0	0
	<b>Total</b>		3681861	774	0.021	774	0	100	0
<b>Total</b>		9685270	5970931	61.8565	5970931	0	100	0	0



**2. To appoint a Director in place of Mr. Nitin Garg (DIN: 00202179), who retires by rotation and being eligible offer himself for re-appointment Resolution Required (Ordinary/Special)**

Ordinary

Whether Promoter/promoter group are interested in the agenda/resolution

No

Category	Mode of Voting	No. Of shares held (1)	No. Of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. Of Votes- in favour (4)	No. Of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		5970157	100	5970157	0	100	0
	Poll	5970157	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	5970157	5970157	100	5970157	0	100	0
Public - Institutional holders	E-Voting		0	0	0	0	0	0
	Poll	852	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	852	0	0	0	0	0	0
Public- Non Institutional	E-Voting		774	0.021	774	0	100	0
	Poll	3681861	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	3681861	774	0.021	774	0	100	0
Total		9685270	5970931	61.8565	5970931	0	100	0



3. Appointment of Shri Ravinder Kumar Garg (DIN: 00202164) as a Whole Time Director of the Company, for a period of three years from 1st January 2021.

Resolution Required (Ordinary/Special)

Category	Mode of Voting	No. of shares held (1)	No. Of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. Of Votes- in favour (4)	No. Of Votes - against (5)	Special	
							% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5970157	5970157	100	5970157	0	100	0
	Poll	5970157	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	5970157	5970157	100	5970157	0	100	0
Public - Institutional holders	E-Voting		0	0	0	0	0	0
	Poll	852	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	852	0	0	0	0	0	0
Public- Non Institutional	E-Voting		774	0.021	774	0	100	0
	Poll	3681861	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	3681861	774	0.021	774	0	100	0
Total		9685270	5970931	61.8565	5970931	0	100	0



4. Appointment of Shri Amit Garg (DIN: 00202171) as a Managing Director of the Company, for a period of three years from 1st January 2021.

Resolution Required (Ordinary/Special)									
Whether Promoter/promoter group are interested in the agenda/resolution									
Category	Mode of Voting	No. Of shares held (1)	No. Of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. Of Votes- in favour (4)	No. Of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Special
									Yes
Promoter and Promoter Group	E-Voting		5970157	100	5970157	0	100	0	
	Poll	5970157	0	0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	0	
	Total	5970157	5970157	100	5970157	0	100	0	
Public - Institutional holders	E-Voting		0	0	0	0	0	0	
	Poll	852	0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	852	0	0	0	0	0	0	
Public- Non Institutional	E-Voting		774	0.021	774	0	100	0	
	Poll	3681861	0	0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	0	
	Total	3681861	774	0.021	774	0	100	0	
Total		9685270	5970931	61.8565	5970931	0	100	0	



5. Appointment of Shri Nitin Garg (DIN: 00202179) as a Whole Time Director of the Company, for a period of three years from 1st January 2021.

Resolution Required (Ordinary/Special)									
Whether Promoter/promoter group are interested in the agenda/resolution									
Category	Mode of Voting	No. Of shares held (1)	No. Of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. Of Votes- in favour (4)	No. Of Votes - against (5)	Special		
							% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Yes
Promoter and Promoter Group	E-Voting		5970157	100	5970157	0	100	0	0
	Poll	5970157	0	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0	0
	Total	5970157	5970157	100	5970157	0	100	0	0
Public - Institutional holders	E-Voting		0	0	0	0	0	0	0
	Poll	852	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0
	Total	852	0	0	0	0	0	0	0
Public- Non Institutional	E-Voting		774	0.021	774	0	100	0	0
	Poll	3681861	0	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0	0
	Total	3681861	774	0.021	774	0	100	0	0
Total		9685270	5970931	61.8565	5970931	0	100	0	0

Kindly take the same on your records.

For Riba Textiles Limited



Neha Dubey  
Company Secretary

