

Rishi Laser Ltd.



The Manager,
Corporate Relationship Department
Bombay Stock Exchange Ltd.
Floor 25, P.J. Towers,
Dalal Street, Mumbai- 400 001

25th September 2019

Dear Sir,

Re: Company Code: 526861

Sub: Disclosure pertaining to voting results alongwith the Scrutinizer Report for Annual General Meeting (AGM)

At the Annual General Meeting of the Members of the Company held on Wednesday, 25th September 2019 at Indian Merchant's Chamber , 2nd Floor, Killachand Conference Room, IMC Marg, Churchgate, Mumbai- 400020, all the resolutions of items of business as contained in the notice of Annual General Meeting, were transacted and approved by the shareholders with requisite majority.

Pursuant to Clause 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 we enclose herewith the disclosure in the prescribed format, pertaining to combined voting results (I.e. of remote e-voting and poll conducted at the AGM).

We are also enclosing herewith the Consolidated Report of Scrutiniser on voting results (I.e. of remote e-voting and poll conducted at the AGM).

Kindly acknowledge and take the same on record.

For Rishi Laser Limited


Supriya Joshi
Company Secretary



612, Veena Killedar Ind. Est., 10-14, Pais Street, Byculla (W), Mumbai - 400 011.

Tel. : +91 22 2307 4585, 2307,4897 Fax : +91 22 2308 0022

CIN : L99990MH1992PLC066412

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Rishi Laser Ltd.

DISCLOSURE REGARDING VOTING RESULTS OF THE 27TH ANNUAL GENERAL MEETING (AGM) OF THE COMPANY AS PER CLAUSE 44 OF THE SEBI (LISTING OBLIGATION & DISCLOSURE REQUIREMENT) REGULATIONS, 2015

Date of the AGM	25 th September 2019
Total number of shareholders on record date	3611
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	3
Public:	22
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	NA
Public	NA

ORDINARY BUSINESS:

1. Agenda: To receive, consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended 31st March 2019 and the Report of the Board of Directors and Auditors thereon.

Resolution required: (Ordinary/ Special)					Ordinary			
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		1391798	95.6035	1391798	-	100	-
	Poll		-	-	-	-	-	-
	Total	1455803	1391798	95.6035	1391798	-	100	-
Public – Institutional holders	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Non Institutions	E-Voting		92062	1.1899	92061	1	99.9989	0.0011
	Poll		164252	2.1230	164252	-	100	-
	Total	7736797	256314	3.3129	256313	1	99.9996	0.0004
Total		9192600	1648112	17.9287	1648111	1	99.9999	0.0001

(Excluding abstained votes)

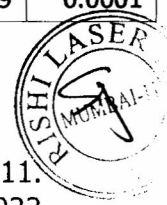
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Rishi Laser Ltd.

2. Agenda: To appoint a Director in place of Ms. Sheela Ayyar (DIN: 06656579), who retires by rotation and being eligible offers herself 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		1391798	95.6035	1391798	-	100	-
	Poll		-	-	-	-	-	-
	Total	1455803	1391798	95.6035	1391798	-	100	-
Public – Institutional holders	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Non Institutions	E-Voting		92062	1.1899	92061	1	99.9989	0.0011
	Poll		164252	2.1230	164252	-	100	-
	Total	7736797	256314	3.3129	256313	1	99.9996	0.0004
Total		9192600	1648112	17.9287	1648111	1	99.9999	0.0001

(Excluding abstained votes)

SPECIAL BUSINESS:

3. Agenda: To approve the remuneration of the Cost Auditors for financial year ending 31st March 2020.

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

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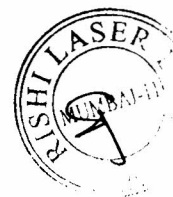
Promoter and Promoter Group	E-Voting		1391798	95.6035	1391798	-	100	-
	Poll		-	-	-	-	-	-
	Total	1455803	1391798	95.6035	1391798	-	100	-
Public Institutional holders	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Non Institutions	E-Voting		92062	1.1899	92061	1	99.9989	0.0011
	Poll		164252	2.1230	164252	-	100	-
	Total	7736797	256314	3.3129	256313	1	99.9996	0.0004
Total		9192600	1648112	17.9287	1648111	1	99.9999	0.0001

(Excluding abstained votes)

4. Agenda: To appoint Ms. Sheela Ayyar (DIN: 06656579) as an independent Director of the Company.

Resolution required: (Ordinary/ Special)					Ordinary			
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		1391798	95.6035	1391798	-	100	-
	Poll		-	-	-	-	-	-
	Total	1455803	1391798	95.6035	1391798	-	100	-
Public Institutional holders	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Non Institutions	E-Voting		92062	1.1899	92061	1	99.9989	0.0011
	Poll		164252	2.1230	164252	-	100	-
	Total	7736797	256314	3.3129	256313	1	99.9996	0.0004
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(Excluding abstained votes)



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5. Agenda: To appoint Mr. Vasant Goray (DIN: 00176609) as a Non-Executive Director on the Board.

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		1391798	95.6035	1391798	-	100	-
	Poll		-	-	-	-	-	-
	Total	1455803	1391798	95.6035	1391798	-	100	-
Public – Institutional holders	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Non Institutions	E-Voting		92062	1.1899	92061	1	99.9989	0.0011
	Poll		164252	2.1230	164252	-	100	-
	Total	7736797	256314	3.3129	256313	1	99.9996	0.0004
Total		9192600	1648112	17.9287	1648111	1	99.9999	0.0001

(Excluding abstained votes)

6. Agenda: To appoint Mr. Dinesh Chandra Mehta (DIN: 00509447) as an Independent Director of the Company for a second term.

Resolution required: (Ordinary/ Special)					Special			
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		1391798	95.6035	1391798	-	100	-
	Poll		-	-	-	-	-	-
	Total	1455803	1391798	95.6035	1391798	-	100	-

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Public Institutional holders	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Non Institutions	E-Voting		92062	1.1899	92061	1	99.9989	0.0011
	Poll		164252	2.1230	164252	-	100	-
	Total	7736797	256314	3.3129	256313	1	99.9996	0.0004
Total		9192600	1648112	17.9287	1648111	1	99.9999	0.0001

(Excluding abstained votes)

For Rishi Laser Ltd.


Company Secretary



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CONSOLIDATED REPORT OF SCRUTINIZER

To,
The Chairman of 27th Annual General Meeting of
the Members of Rishi Laser Limited, Mumbai

Ref: Passing of Members' Resolutions through remote e-voting, and poll process conducted at Annual General Meeting, held on 25th September 2019 – Scrutinizer's Consolidated Report thereon

Dear Sir,

1. I, Sudhanwa S. Kalamkar, Company Secretary in practice, has been appointed by the Board of Directors for Rishi Laser Limited (the Company) as a Scrutinizer for the purpose of scrutinizing the remote e-voting and physical voting process by poll and ascertaining the requisite majority on remote e-voting and physical voting by poll, carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 (Rules) on the resolutions contained in the notice of 27th Annual General Meeting (AGM) of the Members of the Company held on Wednesday, September 25, 2019.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic and physical means, on the resolutions contained in the notice of Annual General Meeting. My responsibility as a Scrutinizer for the remote e-voting and physical voting process is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the analysis of remote e-voting report generated from the website of Central Depository Services Limited (CDSL) and report prepared based on poll process conducted at the venue of the Meeting.
3. The notice contained the 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 (Rules). The Company extended voting facility by physical ballot paper at the Annual General Meeting, for members who were physically present at the meeting or by proxy, but have not voted electronically through remote e-voting process.


Further to the above, I submit my report as under:

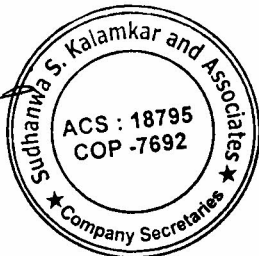


- (i) the members of the Company as on the "Cut-off Date" i.e. September 18th, 2019 were entitled to vote on the Resolutions (agenda item no 1 to 6 as set out in the notice of 27th Annual General Meeting of the Company);
- (ii) as confirmed by the Company, the remote e-voting remained open from Saturday, September 21st 2019 at 09.00 A.M. and remained open till Tuesday, September 24th 2019 upto 5.00 P.M (both days inclusive);
- (iii) at the venue of the Meeting arrangements were made for casting vote through ballot papers, and the Company Secretary, announced that those Members who have not voted through remote e-voting process, may exercise their right to vote by poll. After the time fixed for closing of the poll by the Chairman, ballot box kept for polling was locked in my presence with due identification marks placed. The locked ballot box was subsequently opened in my presence and was witnessed by Representative of Adroit Corporate Services Pvt. Ltd, Registrar and Transfer Agents of the Company. Later on poll papers were diligently scrutinized for the votes for/against caste by the Members. The poll papers were reconciled with the attendance register, records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company
- (iv) the votes cast through remote e-voting were unblocked on Wednesday, September 25, 2019 after the conclusion of the Annual General Meeting in the presence of 2 witnesses, Ms. Bhakti Sinnerkar and Ms. Nikita Parab, who are not the employees of the Company.
- (v) thereafter, the details containing *inter alia*, list of Members holding equity shares who voted "for" / "against" each of the resolutions that were put to vote were generated from www.evotingindia.com, the website of Central Depository Services Limited and based on such report and report prepared based on Poll process conducted at the venue of the Meeting; the combined result of the remote e-voting and voting by poll conducted is set in **Annexure-I** hereto.

Yours Faithfully,

**For Sudhanwa S. Kalamkar & Associates,
Company Secretaries**


**Sudhanwa S. Kalamkar
Proprietor**



Dated: 25-09-2019

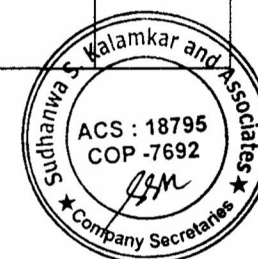
Place: Mumbai

Encl: a/a

Annexure-I

Agenda Item as per Notice of 27 th Annual General Meeting	Votes in favour of the resolution			Votes against the resolution			No. of members whose vote(s) is/are invalid	Invalid votes
	Valid votes in Nos.		% of votes cast in favour	Valid votes in Nos.		% of votes cast against		
	e-voting	Poll		e-voting	Poll			
Ordinary Business								
1) <u>Ordinary Resolution:</u> Receive, consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended 31st March, 2019 and the Report of the Board of Directors and Auditors thereon:	1483859	164252	99.999	01	NIL	0.001	NIL	NIL
2) <u>Ordinary Resolution:</u> appointment of a Director in place of Ms. Sheela Ayyar (DIN 06656579), who retires by rotation and being eligible offers herself for re-appointment	1483859	164252	99.999	01	NIL	0.001	NIL	NIL
Special Business:								
3) <u>Ordinary Resolution:</u> Approve the remuneration payable to the Cost Auditor for the financial year ending March 31, 2020:	1483859	164252	99.999	01	NIL	0.001	NIL	NIL
4) <u>Ordinary Resolution:</u> Appointment of Ms. Sheela Ayyar (DIN: 06656579) as an Independent Director of the Company:	1483859	164252	99.999	01	NIL	0.001	NIL	NIL

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Contact: 022-25633027/2563 3047 email id: askus@kalankarassociates.net




5) <u>Ordinary Resolution:</u> Appointment Mr. Vasant Goray (DIN: 00176609) as a Non-Executive Director on the Board:	1483859	164252	99.999	01	NIL	0.001	NIL	NIL
6) <u>Special Resolution:</u> Re-appoint Mr. Dinesh Chandra Mehta (DIN: 00509447) as an Independent Director of the Company, for second term:	1483859	164252	99.999	01	NIL	0.001	NIL	NIL

Yours Faithfully,

**For Sudhanwa S. Kalamkar & Associates,
Company Secretaries**

Dated: 25-09-2019

Place: Mumbai


Sudhanwa S. Kalamkar
Proprietor
ACS: 18795 COP: 7692

