

RISHI TECHTEX LTD.



(Formerly known as RISHI PACKERS LIMITED)

Regd. Office : 612, Veena Killedar Industrial Estate, 10-14, Pais Street, Byculla (W), Mumbai - 400 011.
Tel. No.: 022-23075677, 23074897, 23074585 Fax: 91 (22) 23080022 E-mail: info@rishitechtext.com
Website : www.rishitechtext.com CIN No. - L28129MH1984PLC032008

25th September 2019

The Dy. General Manager
Corporate Relations Department
Bombay Stock Exchange Limited
Dalal Street, Fort
Mumbai- 400001

Dear Sir,

Re: Company Code: 523021

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

At the Annual General Meeting of the Members of the Company held on Wednesday, 25th September 2019 at Killachand Conference Room, 2nd Floor, Indian Merchant's Chamber, 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.

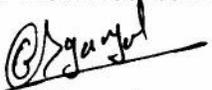
Pursuant to Clause 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we enclose herewith the disclosure in the prescribed format, pertaining to combined voting results (I.e. of remote e-voting and poll conducted at the AGM).

We are also enclosing herewith the Combined 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.

Thanking You

Yours faithfully,
For Rishi Techtex Limited


Gauri Gangal
Company Secretary



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RISHI TECHTEX

(A COMPANY INCORPORATED IN INDIA UNDER THE COMPANIES ACT, 2013)
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DISCLOSURE REGARDING VOTING RESULTS OF THE 35th ANNUAL GENERAL MEETING (AGM) OF THE COMPANY AS PER CLAUSE 44 OF THE SEBI (LISTING OBLIGATION & DISCLOSURE REQUIREMENT) REGULATIONS, 2015

Date of the AGM	September 25, 2019
Total number of shareholders on record date	4299
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	3
Public:	19
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 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 (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	2527487	2309255	91.3657	2309255	-	100	-
	Poll		-	-	-	-	-	-
	Total		2309255	91.3657	2309255	-	100	-
Public – Institutional holders	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public- Non Institutions	E-Voting	4863513	31602	0.6498	31602	-	100	-
	Poll		290	0.0060	290	-	100	-
	Total		31892	0.6557	31892	-	100	-
Total		7391000	2341147	31.6756	2341147	-	100	-

Note: Excluding abstained votes



Daman Factory : Survey No. 381, Zari Causeway Road, Kachigam Road, Daman - 396 210.

Tel: 0260-2241949, 2241936, 3291221/1291 Fax: 0260-2241665

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2. Agenda: To appoint a Director in place of Mr. Pranav Patel (DIN: 00171387), who retires by rotation and being eligible offers 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	2527487	2309255	91.3657	2309255	-	100	-
	Poll		-	-	-	-	-	-
	Total		2309255	91.3657	2309255	-	100	-
Public – Institutional holders	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public- Non Institutions	E-Voting	4863513	31602	0.6498	31602	-	100	-
	Poll		290	0.0060	290	-	100	-
	Total		31892	0.6557	31892	-	100	-
Total		7391000	2341147	31.6756	2341147	-	100	-

Note: Excluding abstained votes

SPECIAL BUSINESS:

3. Agenda: To appoint Mr. Kunal Rastogi (DIN: 01570584) as a 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	2527487	2309255	91.3657	2309255	-	100	-
	Poll		-	-	-	-	-	-
	Total		2309255	91.3657	2309255	-	100	-

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Public Institutional holders	E-Voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Non Institutions	E-Voting		31602	0.6498	31602	-	100	-
	Poll		290	0.0060	290	-	100	-
	Total	4863513	31892	0.6557	31892	-	100	-
Total		7391000	2341147	31.6756	2341147	-	100	-

Note: Excluding abstained votes

4. Agenda: To appoint Mr. Kunal Rastogi (DIN: 01570584) 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 (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		2309255	91.3657	2309255	-	100	-
	Poll		-	-	-	-	-	-
	Total	2527487	2309255	91.3657	2309255	-	100	-
Public Institutional holders	E-Voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Non Institutions	E-Voting		31602	0.6498	31602	-	100	-
	Poll		290	0.0060	290	-	100	-
	Total	4863513	31892	0.6557	31892	-	100	-
Total		7391000	2341147	31.6756	2341147	-	100	-

Note: Excluding abstained votes.



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5. Agenda: To re-appoint Mrs. Sheela Ayyar (DIN:06656579) as an Independent Director of the Company for 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	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	2527487	2309255	91.3657	2309255	-	100	-
	Poll		-	-	-	-	-	-
	Total		2309255	91.3657	2309255	-	100	-
Public – Institutional holders	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public- Non Institutions	E-Voting	4863513	31602	0.6498	31602	-	100	-
	Poll		290	0.0060	290	-	100	-
	Total		31892	0.6557	31892	-	100	-
Total		7391000	2341147	31.6756	2341147	-	100	-

Note: Excluding abstained votes

6. Agenda: To increase borrowing powers of the Board and authorization limit to secure the borrowings under Section 180(1)(c) and 180(1)(a) of the Companies Act, 2013

Resolution required: (Ordinary/ Special)					Special			
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	2527487	2309255	91.3657	2309255	-	100	-
	Poll		-	-	-	-	-	-
	Total		2309255	91.3657	2309255	-	100	-
Public – Institutional holders	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-

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Public- Non Institutions	E-Voting		31602	0.6498	31602	-	100	-
	Poll		290	0.0060	290	-	100	-
	Total	4863513	31892	0.6557	31892	-	100	-
Total		7391000	2341147	31.6756	2341147	-	100	-

For **RISHI TECHTEX LTD.**

Company Secretary





CONSOLIDATED REPORT OF SCRUTINIZER

To,
The Chairman of 35th Annual General Meeting of
the Members of Rishi Techtex 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, have been appointed by the Board of Directors for Rishi Techtex Limited (the Company) as the Scrutinizer for the purpose of scrutinizing the Remote e-voting and physical voting process and ascertaining the requisite majority on Remote e-voting and physical voting 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 35th Annual General Meeting (AGM) of the Members of the Company, held on Wednesday, September 25th, 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 make a Scrutinizer's Report of the votes cast "in favor" 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 Annual General Meeting, for those members who were physically present at the meeting or by proxy but have not voted electronically through remote e-voting process.
4. 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 35th 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. 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
ACS: 18795 COP: 7692**



Encl: a/a

Dated: 25-09-2019

Place: Mumbai

Annexure-I

Agenda Item as per 35 th AGM Notice	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 of the Company for the financial year ended 31st March, 2019 and the Report of the Board of Directors and Auditors thereon.	2340857	290	100	NIL	NIL	NIL	NIL	NIL
2. <u>Ordinary Resolution</u> : appoint a Director in place of Mr. Pranav Patel (DIN 00171387), who retires by rotation and being eligible offers himself for re-appointment.	2340857	290	100	NIL	NIL	NIL	NIL	NIL
Special Business								
3. <u>Ordinary Resolution</u> : appoint Mr. Kunal Rastogi (DIN: 01570584) as a Director on the Board.	2340857	290	100	NIL	NIL	NIL	NIL	NIL
4. <u>Ordinary Resolution</u> : appoint Mr. Kunal Rastogi (DIN: 01570584) as an Independent Director of the Company.	2340857	290	100	NIL	NIL	NIL	NIL	NIL
5. <u>Special Resolution</u> : re-appoint Mrs. Sheela Ayyar (DIN: 06656579) as an Independent Director of the Company for second term.	2340857	290	100	NIL	NIL	NIL	NIL	NIL

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



6. <u>Special Resolution:</u> increase borrowing powers of the Board and authorization limit to secure the borrowings under Section 180(1)(c) and 180(1)(a) of the Companies Act, 2013	2340857	290	100	NIL	NIL		NIL	NIL
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Yours Faithfully,

For Sudhanwa S. Kalamkar & Associates,

Company Secretaries



Sudhanwa S. Kalamkar

Proprietor

ACS: 18795 COP: 7692



Dated: 25-09-2019

Place: Mumbai

Office: B-1/12 Vijay Wadi Niwas CHS Ltd, Lokmanya Tilak Road, Mulund East, Mumbai 400 081

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