



# RLF LIMITED

Phone : 011-26258237  
011-49075251

**Regd. Office :** 14 kms, Gurgaon Pataudi Road, Village Jhund Sarai Veeran,  
Distt. Gurgaon (Haryana)  
e-mail : teamunited83@gmail.com, Website : www.rfltd.com  
CIN : L74999HR1979PLC032747

25<sup>th</sup> September, 2017

The Manager,  
Listing Department,  
BSE Limited,  
25<sup>th</sup> Floor, P.J. Towers,  
Dalal Street, Fort,  
Mumbai-400001

**Script Code: 512618.**

**Sub: Scrutinizer's Report and Result of 37<sup>th</sup> Annual General Meeting held on 23<sup>rd</sup> September, 2017.**

Dear Sir,

Please find enclosed the Scrutinizer's Report and Result of 37<sup>th</sup> Annual General Meeting of the Company which was held on 23rd September, 2017.

This is for your record and do the needful.

Thanking you,  
For RLF Limited,

  
Twinkle Jain  
Company Secretary



**REPORT OF SCRUTINIZER - COMBINED  
(E-VOTING & VOTING BY POLL)**

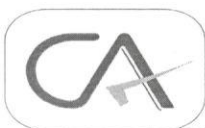
{Pursuant to Section 108 & Section 109 of the Companies Act, 2013 and 20 of the Companies  
(Management and Administration) Rules, 2014}

To,  
The Chairman  
RLF Limited,  
14 Kms. Gurgaon Pataudi Road,  
Village Jhund Sarai, Veeran,  
Distt. Gurgaon, Haryana.

Sir,

1. I, Narander Singh, Partner of M/s. Narender Singh & Co., Chartered Accountants, Delhi, has been appointed as Scrutinizer by
  - The Board of Directors of RLF Limited for the purpose of scrutinizing the e- voting by way of electronic process under the provisions of Section 108 of the Companies\*Act, 2013 ('Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
  - The Chairman of the Annual General Meeting (AGM) on poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule on the resolutions contained in the notice to the 37<sup>th</sup> Annual General Meeting of the members of the Company, held on 23<sup>rd</sup> September, 2017 at 12:00 Noon at Registered Office at 14<sup>th</sup> Kms. Gurgaon Pataudi Road, Village Jhund, Sarai Veeran, Distt. Gurgaon (Haryana).
2. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to e-voting and poll on the resolutions contained in the notice to the 37<sup>th</sup> Annual General Meeting of the members of the Company. My responsibility as the scrutinizer for the e-voting process and for the poll at the AGM is restricted to make a scrutinizer report of the vote cast in favour/ against the resolutions stated above, based on the reports generated from the e-voting system provided by the Link Intime (India) Pvt. Ltd., the authorised agency to provide e-voting facilities for e-voting and also at the time of poll (through electronic means) at AGM.
3. I have issued Scrutinizer's Report dated 23<sup>rd</sup> September, 2017 on the e-voting and the poll on the resolutions contained in the notice to the AGM. As requested by the management submits herewith my combined report on the results of e-voting together with that of Poll as under:





# **NARENDER SINGH & CO.**

**CHARTERED ACCOUNTANTS**

## **Resolution No.1**

### **Ordinary Resolution:**

To Receive, Consider and Adopt:

- a) The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2017, the reports of the Board of Directors and the Auditors thereon; and
- b) The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2017, the reports of the Board of Directors and the Auditors thereon.

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

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-voting	79	4683304	89.15
Poll	11	569866	10.85
Total	90	5253170	100.00

#### **b) Voted against the resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-voting	1	1	100
Poll	0	0	0
Total	1	1	100

#### **c) Invalid/Abstain Votes:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of invalid votes
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0

## **Resolution No.2**

### **Ordinary Resolution:**

To ratify the appointment of auditors of the Company M/s. Raj Anirudh & Associates, Chartered Accountants, to hold office from the conclusion of this Annual General Meeting until the conclusion of forty first consecutive Annual General Meeting and to fix their remuneration.





# **NARENDER SINGH & CO.**

**CHARTERED ACCOUNTANTS**

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

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-voting	77	4683194	89.15
Poll	11	569866	10.85
Total	88	5253060	100.00

**b) Voted against the resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-voting	3	111	100
Poll	0	0	0
Total	3	111	100

**c) Invalid/Abstain Votes:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of invalid votes
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0

**Resolution No.3 Ordinary Resolution:**

To Regularize the appointment of Mr. Ashish Khanna (DIN: 01251582), as Director of the Company:

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

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-voting	79	4683304	89.15
Poll	11	569866	10.85
Total	90	5253170	100.00





# **NARENDER SINGH & CO.**

**CHARTERED ACCOUNTANTS**

**b) Voted against the resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-voting	1	1	100
Poll	0	0	0
Total	1	1	100

**c) Invalid/Abstain Votes:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of invalid votes
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0

**Resolution No.4 Ordinary Resolution:**

Acceptance of Fixed Deposit under Section 73 and 76 of Companies Act, 2013 read with Companies (Acceptance of Deposit) Rule, 2014 and other applicable provisions.

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

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total-number of valid votes cast
E-voting	79	4683304	89.15
Poll	11	569866	10.85
Total	90	5253170	100.00

**b) Voted against the resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-voting	1	1	100
Poll	0	0	0
Total	1	1	100





# **NARENDER SINGH & CO.**

**CHARTERED ACCOUNTANTS**

**c) Invalid/Abstain Votes:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of invalid votes
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0

Thanking you,  
Yours faithfully

For **Narender Singh & Company**  
Chartered Accountants  
FRN: 030207N

*Narender Singh*  


**Narender Singh**

Partner

M No. 089004

Date: 23<sup>rd</sup> September, 2017

Place: New Delhi

Cer/2017/121



# RLF LIMITED

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## Detail of Voting Results

Name of the Company	RLF Limited
Date of the AGM	23 <sup>rd</sup> September, 2017
Total number of shareholders on record date	9544
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	12
Public:	30
No. of Shareholders attended the meeting through Video Conferencing :	
Promoters and Promoter Group:	NIL
Public:	NIL

**For RLF Limited**

*Shirley Jain*  
**Company Secretary**

A-42107

### Agenda – wise disclosure

#### Resolution No.1      Ordinary Resolution:

To Receive, Consider and Adopt:

- a) The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2017, the reports of the Board of Directors and the Auditors thereon; and
- b) The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2017, the reports of the Board of Directors and the 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	4655500	4086540	87.78%	4086540	NIL	100.00%	NIL
	Poll		568960	12.22%	568960	NIL	100.00%	NIL
	Postal Ballot (if applicable)		NIL	NIL	NIL	NIL	NIL	NIL
	Sub Total (A)	4655500	4655500	100.00%	4655500	NIL	100.00%	NIL
Public Institutions	E-Voting	199800	NIL	NIL	NIL	NIL	NIL	NIL
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (if applicable)		NIL	NIL	NIL	NIL	NIL	NIL
	Sub Total (B)	199800	NIL	NIL	NIL	NIL	NIL	NIL
Public Non Institutions	E-Voting	5133583	596765	11.62%	596764	1	99.99%	0.01%
	Poll		906	0.02%	906	NIL	100.00%	NIL
	Postal Ballot (if applicable)		NIL	NIL	NIL	NIL	NIL	NIL
	Sub Total (C)	5133583	597671	11.64%	597670	1	99.99%	0.01%
Grand Total	Total A+B+C	9988883	5253171	52.60%	5253170	1	99.99%	0.01%

**For RLF Limited**

*Pravinkumar Jain*  
**Company Secretary**  
A-42107

**Resolution No.2 Ordinary Resolution:**

To ratify the appointment of auditors of the Company M/s. Raj Anirudh & Associates, Chartered Accountants, to hold office from the conclusion of this Annual General Meeting until the conclusion of forty first consecutive Annual General Meeting and to fix their remuneration.

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	4655500	4086540	87.78%	4086540	NIL	100.00%	NIL
	Poll		568960	12.22%	568960	NIL	100.00%	NIL
	Postal Ballot (if applicable)		NIL	NIL	NIL	NIL	NIL	NIL
	Sub Total (A)	4655500	4655500	100.00%	4655500	NIL	100.00%	NIL
Public Institutions	E-Voting	199800	NIL	NIL	NIL	NIL	NIL	NIL
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (if applicable)		NIL	NIL	NIL	NIL	NIL	NIL
	Sub Total (B)	199800	NIL	NIL	NIL	NIL	NIL	NIL
Public Non Institutions	E-Voting	5133583	596765	11.62%	596654	111	99.98%	0.02%
	Poll		906	0.02%	906	NIL	100.00%	NIL
	Postal Ballot (if applicable)		NIL	NIL	NIL	NIL	NIL	NIL
	Sub Total (C)	5133583	597671	11.64%	597560	111	99.98%	0.02%
Grand Total	Total A+B+C	9988883	5253171	52.60%	5253060	111	99.98%	0.02%

**For RLF Limited**

*Twinkle Law*  
**Company Secretary**  
A-42107

**Resolution No.3 Ordinary Resolution:**

To Regularize the appointment of Mr. Ashish Khanna (DIN: 01251582), as 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	4655500	4086540	87.78%	4086540	NIL	100.00%	NIL
	Poll		568960	12.22%	568960	NIL	100.00%	NIL
	Postal Ballot (if applicable)		NIL	NIL	NIL	NIL	NIL	NIL
	Sub Total (A)		4655500	100.00%	4655500	NIL	100.00%	NIL
Public Institutions	E-Voting	199800	NIL	NIL	NIL	NIL	NIL	NIL
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (if applicable)		NIL	NIL	NIL	NIL	NIL	NIL
	Sub Total (B)		NIL	NIL	NIL	NIL	NIL	NIL
Public Non Institutions	E-Voting	5133583	596765	11.62%	596764	1	99.99%	0.01%
	Poll		906	0.02%	906	NIL	100.00%	NIL
	Postal Ballot (if applicable)		NIL	NIL	NIL	NIL	NIL	NIL
	Sub Total (C)		597671	11.64%	597670	1	99.99%	0.01%
Grand Total	Total A+B+C	9988883	5253171	52.60%	5253170	1	99.99%	0.01%

**For RLF Limited**

*Handwritten signature*

**Company Secretary**

A-42107

**Resolution No.4 Ordinary Resolution:**

Acceptance of Fixed Deposit under Section 73 and 76 of Companies Act, 2013 read with Companies (Acceptance of Deposit) Rule, 2014 and other applicable provisions.

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	4655500	4086540	87.78%	4086540	NIL	100.00%	NIL
	Poll		568960	12.22%	568960	NIL	100.00%	NIL
	Postal Ballot (if applicable)		NIL	NIL	NIL	NIL	NIL	NIL
	Sub Total (A)	4655500	4655500	100.00%	4655500	NIL	100.00%	NIL
Public Institutions	E-Voting	199800	NIL	NIL	NIL	NIL	NIL	NIL
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (if applicable)		NIL	NIL	NIL	NIL	NIL	NIL
	Sub Total (B)	199800	NIL	NIL	NIL	NIL	NIL	NIL
Public Non Institutions	E-Voting	5133583	596765	11.62%	596764	1	99.99%	0.01%
	Poll		906	0.02%	906	NIL	100.00%	NIL
	Postal Ballot (if applicable)		NIL	NIL	NIL	NIL	NIL	NIL
	Sub Total (C)	5133583	597671	11.64%	597670	1	99.99%	0.01%
Grand Total	Total A+B+C	9988883	5253171	52.60%	5253170	1	99.99%	0.01%

**For RLF Limited**

*Pravin Kumar*  
**Company Secretary**  
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