

Dated: August 18th, 2022

The Manager
BSE Limited
Department of Corporate Services Floor 25,
P. J. Towers, Dalal Street
Mumbai - 400 001
Email: corp.relations@bseindia.com

BSE Scrip Code: 526407

Sub: Voting Results of the Postal Ballot through remote e-voting process along with Scrutinizer's report

Dear Sir/ Madam,

In furtherance to our earlier intimation dated July 18, 2022 regarding the notice of Postal Ballot and commencement of the remote evoting thereon, for the purpose of the special businesses as mentioned below, please find enclosed the voting results along with the Scrutinizer's report dated August 18, 2022, as per Section 108, 110 of the Companies acts, 2013 and the Rules framed thereunder read with the Regulation 44 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended from time to time.

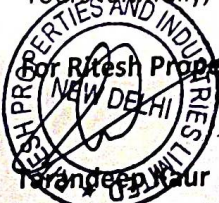
1. Sub-Division of equity shares of the company having face value of Rs. 10/- per share to Re. 1/- per share.
2. Alteration of clause v in the Memorandum of Association of the company.

Based on the Scrutinizer's report, it is hereby informed that all the resolutions mentioned in the Notice of the Postal Ballot dated June 16, 2022 have been passed with requisite majority.

The aforesaid documents are also being made available on the website of the Company at www.riteshindustries.us

The above is for your information and record.

Thanking you,
Yours faithfully,


For Ritesh Properties and Industries Limited
Randeep Kaur
Company Secretary

Encl: As above.

REGD. OFF. : Ritesh Properties and Industries Limited - 11/5B, 1st Floor, Param Tower, Pusa Road, New Delhi - 110005 Mob : +91-9212359076
Email : info@riteshindustries.us - CIN : L74899DL1987PLC027050
HEAD OFF. : Hampton Court Business Park - NH-95, Ldh-Chd Road, Ludhiana - 141123 (PB) - Tel : +91-8729000684/686
Email : info@riteshindustries.us - www.riteshindustries.us
ADMIN OFF. : Plot No.- 312 Udyog Vihar, Phase IV, Gurgaon - 122015 (HR). PH.:(0124) 4111582, 4369560, 4488945.

SCRUTINIZER REPORT
POSTAL BALLOT THROUGH REMOTE E-VOTING OF
RITESH PROPERTIES AND INDUSTRIES LIMITED

Dated: 18th August, 2022

**The Chairman,
Ritesh Properties & Industries Limited
11/5 B, 1st Floor, Pusa Road, New Delhi 110005**

Subject: Scrutinizer's Report on Postal Ballot Remote E-Voting Process conducted pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time.

Dear Sir,

MZ & Associates, Firm of Company Secretaries, Gurugram had been appointed as Scrutinizer by the Board of Directors of Ritesh Properties & Industries Limited ("the Company") for the purpose of scrutinizing the Postal Ballot voting conducted by way of e-voting process ("e-voting") in a fair and transparent manner on the resolutions contained in the postal ballot notice dated June 16, 2022 ("Notice") issued pursuant to Section 110 read with Section 108 and other applicable provisions. If any, of the Companies Act, 2013, Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI (Listing Regulations & Disclosure Requirements) Regulations, 2015, Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India and in accordance with the guidelines prescribed by Ministry of Corporate Affairs (MCA) vide its General circular No.02/2021 dated 13th January, 2021 read with Circular No.20/2020 dated 5th May, 2020, 14/2020 dated 8th April, 2020, 17/2020 dated 13th April 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021 and 03/2022 dated 5th May, 2022 and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P /2022/62 dated May 13, 2022 (hereinafter collectively referred to as "Circulars"), (collectively referred to as "Applicable Circulars") allowing the companies to hold general meetings/conduct the Postal Ballot process through electronic means (e-voting) only, in view of the Covid-19 pandemic.

The Board of Directors of Ritesh Properties & Industries Limited ('the Company') have vide resolution passed on 16th June, 2022 decided to conduct the process of voting through Postal Ballot as required under the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time on the Ordinary Resolutions as set out in the Postal Ballot Notice dated 16th June , 2022 for obtaining the approval of members of the Company in respect of the following resolutions:-

MZ & ASSOCIATES, *Company Secretaries*

Peer Review Firm: 757/2020, Address: Business Centre, AIHP Palms, Plot No. 242-243,
Udyog Vihar, Phase IV, Gurugram, Haryana - 122015, Telephone No: - +91244140022, 4222969,
Website: www.mycompliances.com, Email: associates.mza@gmail.com



Reference to the Companies Act, 2013/LODR Regulations	Type and Description of the resolution
<p>Section 61(1)(d) of the Companies Act, 2013 and Rules made thereunder</p>	<p>Ordinary Resolution:</p> <p>APPROVAL FOR SUB-DIVISION OF EQUITY SHARES OF THE COMPANY HAVING FACE VALUE OF RS. 10/- PER SHARE TO RE. 1/- PER SHARE.</p> <p>"RESOLVED THAT pursuant to the provisions of Section 61(1)(d) and the other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder (including any statutory modifications or reenactment(s) thereof, for the time being in force) and the provisions of the Memorandum and Articles of Association of the Company and subject to such approval(s) and consent(s) as may be required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and other applicable laws, rules and regulations for the time being in force, if any, prescribed by any relevant authorities from time to time, to the extent, the approval of the members of the Company be and is hereby accorded for the subdivision of 1 (One) Equity Share of the Company having face value of Rs.10/- (Rupees Ten only) each fully paid-up into 10 (Ten) Equity Shares having face value of Re. 1/- (Rupee One only) each fully paid-up, with effect from the 'Record date' determined by the Board of Directors for this purpose.</p> <p>RESOLVED FURTHER THAT pursuant to sub-division of equity shares of the Company, the Authorised, Issued, Subscribed and Paid-up Equity Share Capital of 1 (One) Equity Share of face value of Rs. 10/- (Rupees Ten only) each fully paid-up shall stand sub-divided into 10 (Ten) Equity Shares of face value of Re. 1/- (Rupee One only) each fully paid-up as existing on the Record Date and shall rank pari-passu in all respects with each other and carry the same rights as to the existing fully paid-up equity share of Rs. 10/- (Rupees Ten only) each of the Company.</p> <p>RESOLVED FURTHER THAT upon the sub-division of the equity shares as aforesaid, the existing share certificate(s) in relation to the existing equity shares of the face value of Rs. 10/- (Rupees Ten only) each held in physical form shall be deemed to have been automatically cancelled and to be of no effect on and from the Record Date and the Company may without requiring the surrender of the existing share certificate(s) directly issue and dispatch the new share certificate(s) of the Company, in lieu of such existing issued share certificate(s) and in case of the equity shares held in dematerialized form, the number of sub-divided equity shares be credited to the respective beneficiary accounts of the shareholders with the Depository Participants, in lieu of the existing credits representing the equity shares of the Company before sub-division and the Company shall undertake such Corporate Action(s) as may be necessary in relation to the existing equity shares of the Company.</p> <p>RESOLVED FURTHER THAT any of the Directors and Company Secretary of the Company be and are hereby severally authorised to sign, execute and</p>

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	<p>file necessary applications, forms, deeds, documents and writings as may be necessary for and on behalf of the Company and to settle and finalize all issues that may arise in this regard and to do all such acts, deeds, matters and things as may be deemed necessary, proper, expedient or consequential to the sub-division of shares including but not limited to execution and filing of all the relevant documents with the Stock Exchanges, Depositories and other appropriate authorities, in due compliance of the applicable rules and regulations and to further authorize and delegate all or any of the powers conferred herein in any manner as they may deem fit”.</p>
<p>Section 13 and 61 of the Companies Act, 2013 and Rules made thereunder</p>	<p>Ordinary Resolution:</p> <p>APPROVAL FOR ALTERATION OF CLAUSE V IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY</p> <p>“RESOLVED THAT pursuant to Section 13, Section 61 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment or reenactment thereof for the time being in force), and the rules framed thereunder, provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and as approved by the Board of Directors of the Company, the approval of the members of the Company be and is hereby accorded for alteration of the existing “Clause V” of the Memorandum of Association of the Company by substituting with the following clause:</p> <p>“V. The Authorised Share Capital of the Company is Rs. 28,15,00,000 /- (Rupees Twenty Eight Crores and Fifteen Lakhs Only) divided into 28,15,00,000 (Twenty Eight Crores and Fifteen Lakhs Only) Equity Shares of Re. 1/- (Rupee One only) each.”</p> <p>RESOLVED FURTHER THAT any of the Directors and Company Secretary of the Company be and are hereby severally authorized to take all such steps and actions for the purposes of making all such filings and registrations as may be required in relation to the aforesaid amendment to the Memorandum of Association and further to do all such acts, deeds, matters and things as may be deemed necessary including but not limited to delegation of all or any of the powers herein vested in them to any person or persons, as deemed expedient to give effect to this resolution.”</p>

The Company had provided the facility of voting through electronic means as required under the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and the provisions of the Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The management of the Company is responsible to ensure the compliance with the provisions of the Companies Act, 2013 and Rules relating to voting through Postal Ballot and electronic means on the Ordinary Resolutions contained in the notice of Postal Ballot. Our responsibility as a Scrutinizer for the postal ballot voting process and remote e-Voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and provide a Scrutinizers Report of the Votes cast “in favour” or “against” the resolution stated above, based

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on the reports generated from the remote e-Voting system provided by the Central Depository Services (India) Limited ("CDSL"), the authorised agency to provide e-Voting facilities, engaged by the Company.

The Postal Ballot Notice dated 16th June, 2022 along with the statement setting out material facts under Section 102 of the Companies Act, 2013 was sent to the members of the Company on or before 18th July, 2022 through permitted mode & E-mails.

The members of the Company holding the shares as on 15th July, 2022 ("**cut-off date**") were entitled to vote on the Ordinary Resolutions proposed as set out in the Postal Ballot Notice.

In this regards, we submit our report as under:

1. The Company has provided facility of casting vote to the members of the Company through postal ballot process and also through electronic means.
2. The Company had followed the process as required under Rule 20 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time in respect of providing voting through postal ballot and electronic means.
3. On account of the threat posed by COVID 19 pandemic and in terms of the applicable MCA circulars the Company has sent the Postal Ballot Notice only by email to those members who have registered their email addresses with the Company or with the depository / depository participants/ RTA and hard copy of Postal Ballot forms and pre-paid business envelope has not been sent to the members for this postal ballot. Accordingly, the communication of the assent or dissent of the members took place through the remote e-voting system only.
4. The Postal Ballot forms were kept in my safe custody. ***N.A as there were no physical ballot received by the company as the communication of the assent or dissent of the members took place through the remote e-voting system only***
5. The remote e-Voting period remained open from Tuesday, 19th July, 2022 (9.00 a.m. IST) and ends on Wednesday, 17th August, 2022 (5.00 p.m. IST).
6. At the end of e-Voting period, we have unblocked the electronic votes in the presence of two witnesses who are not in employment of the Company.
7. The details containing the list of shareholders who voted "FOR" or "AGAINST" the resolution put to vote were downloaded from the e-Voting website of CDSL i.e. <https://www.evoting.india.com/>
8. We have scrutinized the votes cast through electronic means for the purpose of this report.
9. The particulars of all the electronic votes cast by the members through remote e-Voting process have been recorded in a register separately maintained for the purpose.
10. We did not find any defaced or mutilated ballot paper(s). ***N.A as there were no physical ballot received by the company as the communication of the assent or dissent of the members took place through the remote e-voting system only***

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11. The shareholders exercised their voting either by e-Voting or ballot paper. There were NIL shareholders who opted for both the facilities, the votes cast through e-voting have been considered as valid.
12. A Summary of the postal ballot process (including Remote e-Voting) is as under:

Item No 1.

(a) Ordinary Resolution: **Approval for Sub-Division of Equity Shares of the company having Face Value of Rs. 10/- per share to Re. 1/- per share.**

(b) Consolidated details of the Postal Ballot:

Sr. No.	Particulars	No. of members	No. of Votes Cast	% of the total Votes Cast
1	Total Votes Cast	79	1,75,69,773	100
2	Less Invalid Votes cast	-	-	-
3	Total Valid Votes Cast	79	1,75,69,773	100
4	Valid Votes "in favour" of the resolution	74	1,75,69,743	99.99982925
5	Valid Votes "against" the resolution	5	30	0.00017075

(c) Break up of Remote e-Voting process:

(i) Votes in favour of the resolution

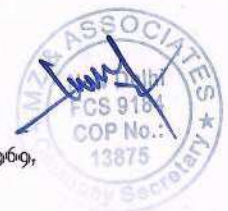
Type of Voting	Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
Voting through physical postal Ballot	-	-	-
Voting through Electronic means (E-Voting)	74	1,75,69,773	99.99982925
Total	74	1,75,69,773	99.99982925

(ii) Votes against the resolution

Type of Voting	Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
Voting through physical postal Ballot	-	-	-
Voting through Electronic means (Remote E-Voting)	5	30	0.00017075
Total	5	30	0.00017075

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(iii) Invalid votes

Type of Voting	Total number of members whose votes were declared Invalid	Total Number of votes cast by them
Voting through physical postal Ballot	-	-
Voting through Electronic means (Remote E-Voting)	-	-
Total	-	-

RECOMMENDATION: The Resolution should be considered passed as an Ordinary Resolution having secured the requisite majority of votes and, therefore be Accepted. You may accordingly declare the Result of the voting by Postal Ballot including Remote e-Voting.

Item No 2.

(a) Ordinary Resolution: **Approval for Alteration of Clause V in the Memorandum of Association of the company.**

(b) Consolidated details of the Postal Ballot:

Sr. No.	Particulars	No. of members	No. of Votes Cast	% of the total Votes Cast
1	Total Votes Cast	79	1,75,69,773	100
2	Less: Invalid Votes cast	-	-	-
3	Total Valid Votes Cast	79	1,75,69,773	100
4	Valid Votes "in favour" of the resolution	74	1,75,69,743	99.99982925
5	Valid Votes "against" the resolution	5	30	0.00017075

(c) Break up of Remote e-Voting process:

(i) Votes in favour of the resolution

Type of Voting	Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
Voting through physical postal Ballot	-	-	-
Voting through Electronic means (E-Voting)	74	1,75,69,773	99.99982925
Total	74	1,75,69,773	99.99982925

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(ii) Votes against the resolution

Type of Voting	Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
Voting through physical postal Ballot	-	-	-
Voting through Electronic means (Remote E-Voting)	5	30	0.00017075
Total	5	30	0.00017075


(iii) Invalid votes

Type of Voting	Total number of members whose votes were declared Invalid	Total Number of votes cast by them
Voting through physical postal Ballot	-	-
Voting through Electronic means (Remote E-Voting)	-	-
Total	-	-

RECOMMENDATION: The Resolution should be considered passed as an Ordinary Resolution having secured the requisite majority of votes and, therefore be Accepted. You may accordingly declare the Result of the voting by Postal Ballot including Remote e-Voting.

Thanking you
Yours faithfully,

**For MZ & Associates
Company Secretaries**


CS Moud Zafar
Partner
Membership No.: FCS 9184
CP No.: 13875
UDIN: F009184D000812052

Place: Gurugram
Date: 18th August, 2022

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We the undersigned witness that the votes were unblocked from the e-Voting website of Central Depository Services (India) Limited ("CDSL") - <https://www.evoting.india.com/> in our presence at 07:30 P.M. on 17th August, 2022 at the office of the Scrutiniser.

Signature <i>Akshat Srivastav</i>	Signature <i>Ashraf</i>
Mr. <i>Akshat Srivastava</i> Address: <i>Alkapuri, Adilnagar Kurpi Road Lucknow</i>	Mr. <i>Ashraf Shakeel</i> Address: <i>512/406, 3rd Lane, Nishatgani, Lucknow</i>