

**NARESH VERMA & ASSOCIATES**  
COMPANY SECRETARIES

**REPORT OF SCRUTINIZER**

**(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the  
Companies (Management and Administration) Rules, 2014)**

To,

The Chairman

Of Extraordinary General Meeting of the members of RHI Magnesita India Limited held on Wednesday, December 21, 2022 through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")

Dear Sir,

I, Naresh Verma, FCS, having office at 416/7 & 8, First Floor, Opposite Karkarduma Metro Station, Near Community Centre, Delhi-110092, appointed as Scrutinizer by the Board of Directors of RHI Magnesita India Limited (the Company) for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) conducted at the Extra Ordinary General Meeting (EOGM) pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the below mentioned resolutions proposed at the 1<sup>st</sup> EOGM of the Company held on December 21, 2022 at 3:30 p.m. through VC, submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the EOGM by the shareholders on the resolutions proposed in the Notice of the EOGM of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through e-voting (remote e-voting) and by electronic voting (e-voting) at the EOGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions.
2. The e-voting facility both for e-voting prior to the EOGM (remote e-voting) and voting at the EOGM by electronics means (e-voting) was provided by National Securities Depository Limited (NSDL).
3. In accordance with the Notice of the EOGM sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on November 25, 2022 and November 29, 2022 in the newspapers i.e. Business Standard and Pratahkal, the remote e-voting opened at 9:00 a.m. on December 18, 2022 and remained open up to 5:00 p.m. on



December 20, 2022.

4. After declaration by the Chairman, the shareholders attending the EOGM through VC and who have not voted through remote e-voting, voted through e-voting at the EOGM.
5. The Equity Shareholders holding shares as on December 16, 2022, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 1<sup>st</sup> EOGM of the Company.
6. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the EOGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the EOGM.
7. After closure of e-voting at the EOGM, the votes cast through e-voting at the EOGM and through remote e-voting prior to the date of EOGM were unblocked and downloaded from the e-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com>) in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.
8. Based on the data downloaded from NSDL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the EOGM are as under:

**Resolution-1: Special Resolution**

**To Increase the limits applicable for making investments / extending loans and giving guarantees or providing securities in connection with loans to Persons / Bodies Corporate.**

- i. Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
211	131141915	98.24



ii. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
25	2347687	1.76

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

### **Resolution-2: Special Resolution**

#### **To issue further equity shares through preferential allotment**

i. Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
225	133489275	99.99

ii. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
8	223	0.01

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



9. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the EOGM and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking You  
For **Naresh Verma & Associates**  
**Company Secretaries**





**Naresh Verma**  
**FCS-5403; CP-4424**  
**(Scrutinizer)**

**Place: Delhi**  
**Date: 22.12.2022**

**UDIN: F005403D002775093**  
**Peer Review Certificate No. 574/2018**