



RHI MAGNESITA

RHI MAGNESITA INDIA LTD.
(Formerly Orient Refractories Ltd.)
301, 316-17, Tower B, EMAAR Digital
Greens Golf Course Extension Road,
Sector 61, Gurugram, Haryana-122011,
INDIA
T +91 124 4062930
E corporate.india@rhimagnesita.com
www.rhimagnesitaindia.com

20 January 2022

**Department of Corporate Services
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai-400001.**

**Department of Corporate Services
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex
Bandra (East), Mumbai**

STOCK CODE: 534076

STOCK CODE: RHIM

Dear Sir/Madam

Sub: Declaration of voting results of Postal Ballot

This is in reference to our letter dated 15 December 2021 enclosing therewith the Postal Ballot Notice dated 12 November 2021 seeking consent of Members of the Company through Ordinary Resolution for "Approval and Amendment of Material Related Party Transaction Limit with RHI Magnesita GmbH".

Post-closing of voting period at 17:00 hours (IST) on 19 January 2022, the Scrutinizer has submitted his Report on the Results of the Postal Ballot (through remote e-voting) on 20 January 2022.

Pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations'), we would like to inform you that the said Resolution has been passed by the Members of the Company with requisite majority.

In this regard, please find enclosed the Voting results as required under Regulation 44(3) of the Listing Regulations and the Scrutinizer's Report thereon dated 20 January 2022. The Results of the Postal Ballot along with the Scrutinizer's Report are being placed on the Company's website at www.rhimagnesitaindia.com and website of National Securities Depository Limited at www.evoting.nsdl.com

Thanking you,
Yours faithfully
For **RHI Magnesita India Limited**

Sanjay Kumar
Company Secretary
(ICSI M.No.-17021)

Encl.: As above.

Disclosure as per regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulation,2015

Declaration of voting results of Postal Ballot

Name of the Company	RHI Magnesita India Limited
Total number of shareholders on record date	Record Date : 10 December 2021 No. of Shareholders : 33,787
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	-
Public:	-
No. of Shareholders attended the meeting through Video Conferencing:	Not Applicable
Promoters and Promoter Group:	-
Public:	-

Resolution No. 1**Approval and Amendment of Material Related Party Transaction Limit with RHI Magnesita GmbH.****Resolution required: (Ordinary/ Special)**

Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/resolution?

Yes

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	11,30,02,465	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	11,30,02,465	0	0	0	0	0	0
Public- Institutions	E-Voting	1,48,49,449	1,42,98,718	96.2912	1,42,98,718	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	1,48,49,449	1,42,98,718	96.2912	1,42,98,718	0	100	0
Public- Non Institutions	E-Voting	3,31,44,417	58,34,273	17.6026	58,31,307	2,966	99.9492	0.0508
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	3,31,44,417	58,34,273	17.6026	58,31,307	2,966	99.9492	0.0508
Total	16,09,96,331	2,01,32,991	12.5052	2,01,30,025	2,966	99.9853	0.0147	

NARESH VERMA & ASSOCIATES
COMPANY SECRETARIES

To

The Chairman,

RHI MAGNESITA LIMITED

C-604, Neelkanth Business Park Opp. Railway Station
Vidhyavihar (West) Mumbai City-400086

Report of Scrutinizer

I, Naresh Verma, FCS of Naresh Verma & Associates, Practising Company Secretaries (Membership No. FCS 5403), having my office at 416/7 & 8, First Floor, Opposite Karkarduma Metro station, New Delhi 110092, have been appointed as the Scrutinizer to conduct the postal ballot process in respect of Ordinary Resolution pertaining to following agenda:

Item No. 1

To approve and amend material related party transaction limits with RHI Magnesita GmbH

Pursuant to the Notice dated 12 November 2021 issued under Section 110 and Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ('Act') read with Rule 22 of the Companies (Management and Administration) Rules, 2014, (including any statutory modification or re-enactment thereof for the time being in force) ('Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2'), as amended, and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ('MCA') for holding general meetings / conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated 8 April 2020, 17/2020 dated 13 April 2020, 22/2020 dated 15 June 2020, 33/2020 dated 28 September 2020, 39/2020 dated 31 December 2020 and 10/2021 dated 23 June 2021, in view of the COVID-19 pandemic (collectively the 'MCA Circulars'), in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs, Government of India.

The Notice dated 12 November 2021 along with statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent through electronic mode to those Members whose e-mail addresses were registered with the Company/Depositories. The Company had engaged the services of National Securities Depository Limited ("NSDL") to provide remote e-voting facility to its Members.

The shareholders of the Company holding shares as on the "cut-off" date of 10 December 2021 were entitled to vote on the resolution as contained in the Notice. The remote e-voting period commenced from 9.00 a.m. (IST) on Monday, 20 December, 2021 and ended at 5.00 p.m. (IST) on Wednesday, January 19, 2022 and the NSDL e-voting module was disabled thereafter. The votes cast under remote e-voting facility were thereafter unblocked

and were counted. I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the NSDL e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended. The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolutions contained in the notice of Postal Ballot. My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the special resolution.

I now submit my Scrutinizer Report on the results of the voting by postal ballot only through remote e-voting mode in respect of the said Ordinary Resolution to approve and amend material related party transaction limits with RHI Magnesita GmbH, as under:

To approve and amend material related party transaction limits with RHI Magnesita GmbH

(i) Voted in favour of the resolution:

Number of Members voted	Number of valid Votes cast by them (Shares)	% of total number of valid votes cast
239	20130025	99.99%

(ii) Voted against the resolution:

Number of Members voted	Number of valid Votes cast by them (Shares)	% of total number of valid votes cast
22	2966	0.01%

(iii) Invalid votes:

Total number of Members whose votes were declared invalid	Total number of invalid votes cast (Shares)
NIL	NIL

**For Naresh Verma & Associates
Company Secretaries**


Naresh Verma
FCS-5403; CP-4424



Place: Delhi

Date: 20.01.2022

UDIN: F005403C002226578

Peer Review Certificate No. 574/2018