

**RHI MAGNESITA****RHI MAGNESITA INDIA LTD.**

19th & 20th Floor, DLF Square,
M-Block, Phase II, Jaccarda Marg,
DLF City, Gurugram, Haryana 122002
T +91 124 4299000
E corporate.india@rhimagnesita.com
www.rhimagnesitaindia.com

25 July 2025**BSE Limited**

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001, India
BSE Scrip Code: 534076

National Stock Exchange of India Limited

Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (East)
Mumbai – 400 051, India
NSE Symbol: RHIM

Dear Sir/Madam,

Sub: Voting Results under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and scrutinizer report.

Pursuant to Regulation 44(3) of the SEBI Listing Regulations, please find enclosed herewith the voting results in the prescribed format and wish to state that items of the businesses as contained in the Notice of Postal Ballot dated 12 June 2025, have been duly passed, with the requisite majority by the Members effective from 24 July 2025. We are also enclosing herewith Scrutinizer's Report in this regard. The Voting Results along with the Scrutinizer Report would also be available on the Company's web site at <https://www.rhimagnesitaindia.com/investors/disclosures-announcements/postal-ballot-egm>

This is for your information and records.

For **RHI Magnesita India Limited**

Sanjay Kumar

Company Secretary

(ACS:17021)

Encl.:

a/a



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	:	20 June 2025
	No. of Shareholders	:	69,546
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**Appointment of Priyabrata Panda (DIN: 07048273) as a Director and as an Independent Director.****Resolution required: (Ordinary/ Special)****Special 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	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	1,15,792,526	1,03,288,719	89.2015	1,03,288,719	0	100	0
	Total	1,15,792,526	1,03,288,719	89.2015	1,03,288,719	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	36,460,106	34,973,122	95.9216	34,973,122	0	100	0
	Total	36,460,106	34,973,122	95.9216	34,973,122	0	100	0
Public- Non Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	54,248,794	2,76,469	0.5096	2,72,894	3,575	98.7069	1.2931
	Total	54,248,794	2,76,469	0.5096	2,72,894	3,575	98.7069	1.2931
Total		2,06,501,426	1,38,538,310	67.0883	1,38,534,735	3,575	99.9974	0.0026



Resolution No. 2**Re-Appointment of Nazim Sheikh (Din: 00064275) as an Independent Director for the Second Term****Resolution required: (Ordinary/ Special)**

Special 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	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	1,15,792,526	1,03,288,719	89.2015	1,03,288,719	0	100	0
	Total	1,15,792,526	1,03,288,719	89.2015	1,03,288,719	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	36,460,106	34,973,122	95.9216	34,859,660	1,13,462	99.6756	0.3244
	Total	36,460,106	34,973,122	95.9216	34,859,660	1,13,462	99.6756	0.3244
Public- Non Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	54,248,794	2,76,137	0.5090	2,69,894	6,243	97.7392	2.2608
	Total	54,248,794	2,76,137	0.5090	2,69,894	6,243	97.7392	2.2608
Total		2,06,501,426	1,38,537,978	67.0881	1,38,418,273	1,19,705	99.9136	0.0864



Resolution No. 3**Appointment of Azim Syed (DIN: 10641934) as a Director of the Company****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	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	1,15,792,526	1,03,288,719	89.2015	1,03,288,719	0	100	0
	Total	1,15,792,526	1,03,288,719	89.2015	1,03,288,719	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	36,460,106	34,973,122	95.9216	34,900,304	72,818	99.7918	0.2082
	Total	36,460,106	34,973,122	95.9216	34,900,304	72,818	99.7918	0.2082
Public- Non Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	54,248,794	2,75,337	0.5075	2,66,855	8,482	96.9194	3.0806
	Total	54,248,794	2,75,337	0.5075	2,66,855	8,482	96.9194	3.0806
Total		2,06,501,426	138537178	67.0878	138455878	81,300	99.9413	0.0587



Resolution No. 4**Appointment and Remuneration of Mr. Azim Syed (DIN: 10641934) As Whole-Time Director and Designated as Whole-Time Director and Chief Financial Officer of the Company**

Resolution required: (Ordinary/ Special)					Special 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	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	1,15,792,526	1,03,288,719	89.2015	1,03,288,719	0	100	0
	Total	1,15,792,526	1,03,288,719	89.2015	1,03,288,719	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	36,460,106	34,973,122	95.9216	27,922,609	70,50,513	79.8402	20.1598
	Total	36,460,106	34,973,122	95.9216	27,922,609	70,50,513	79.8402	20.1598
Public- Non Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	54,248,794	2,76,137	0.5090	2,67,747	8,390	96.9617	3.0383
	Total	54,248,794	2,76,137	0.5090	2,67,747	8,390	96.9617	3.0383
Total		2,06,501,426	1,38,537,978	67.0881	1,31,479,075	70,58,903	94.9047	5.0953



NARESH VERMA & ASSOCIATES
COMPANY SECRETARIES

Report of Scrutinizer on voting through remote e-voting for Postal Ballot [Pursuant to Section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rules 20 and 22 of the Companies (Management & Administration) Rules, 2014

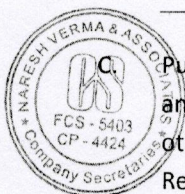
To

The Chairman,
RHI MAGNESITA INDIA LIMITED
Unit No. 705, 7th Floor,
Lodha Supremus, Kanjurmarg Village Road,
Kanjurmarg (East) Mumbai, Maharashtra - 400042

Scrutinizer's Report on voting through remote e-voting for Postal Ballot conducted in terms of Section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rules 20 and 22 of the Companies (Management & Administration) Rules, 2014

- A. In accordance with the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management & Administration) Rules, 2014 I, Naresh Verma, FCS (Membership No. FCS 5403; COP: 4424) proprietor of M/s Naresh Verma & Associates, Practising Company Secretaries, having office at 416/7 & 8, First Floor, Opposite Karkarduma Metro Station, New Delhi 110092, have been appointed as Scrutinizer by the Board of Directors for scrutiny of the votes casted through electronic means for the postal ballot process in respect of resolutions as set out in the Postal ballot notice dated 12 June, 2025("Notice")
- B. Members approval was sought for the following agenda items:-

Sr. No.	Agenda	Resolution
1	Appointment of Mr. Priyabrata Panda (DIN: 07048273) as a Director and as an Independent Director:	Special Resolution
2	Re-appointment of Mr. Nazim Sheikh (DIN: 00064275) as an Independent Director for the Second term	Special Resolution
3	Appointment of Mr. Azim Syed (DIN: 10641934) as Director of the Company	Ordinary Resolution
4	Appointment and remuneration of Mr. Azim Syed (DIN: 10641934) as Whole-time Director and designated as Whole-time Director and Chief Financial Officer of the Company	Special Resolution



Pursuant to Section 110 of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, General Circular No. 09/2024 on 19 September 2024 and other relevant circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time, 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 other applicable laws and regulations (including any statutory modification(s) and/or enactments(s) thereof for the time being in force, the resolutions as set out in the Notice were placed for the approval of members of the company through remote e-voting only. The company has confirmed that the electronic copy of the notice dated 12 June 2025 and the explanatory setting out material facts under Section 102 of the Act along with the procedure for remote evoting in terms of the MCA circular were sent through electronic mode to those Members whose e-mail addresses were registered with the Company/Depositories as on 20 June 2025 ("cut-off").

- D. The Company had appointed the National Securities Depository Limited ("NSDL") for providing remote e-voting facility to its members.
- E. Members were required to communicate their assent or dissent only through remote e-voting system in terms of the MCA circular.
- F. The remote e-voting period commenced from 9.00 a.m. (IST) on Wednesday, 25 June 2025 and ended at 5.00 p.m. (IST) on Thursday, 24 July 2025.
- G. Accordingly the vote cast through remote e-voting were taken into account and at the end of the remote e-voting period on Thursday, 24 July 2025, the remote e-voting module was thereafter disabled for voting by NSDL. The remote e-voting summary statements was thereafter downloaded from e-voting website of NSDL i.e www.evoting.nsdl.com
- H. The register, in accordance with Rule 20(4)(xiv) and 22(10) of the Companies (Management and Administration) Rules, 2014 has been maintained electronically to record the assent or dissent received, mentioning the particulars of the name, addresses, folio number or client ID of the Member, no. of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the company, hence there is no requirement of maintaining the list of shareholders with differential voting rights.
- I. 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 resolutions. On the basis of the Vote exercised by the shareholders of the company through remote evoting, I have issued scrutinizer's report dated 25 July, 2025

Results of the postal ballot through remote e-voting are as under

Item No. 1 – Special Resolution

Appointment of Mr. Priyabrata Panda (DIN: 07048273) as a Director and as an Independent Director:



(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
464	138534735	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
30	3575	0.01

(iii) Invalid votes:

Total number of Members whose votes were declared invalid	Total number of invalid votes cast (Shares)
0	0

Item No. 2 – Special Resolution

Re-appointment of Mr. Nazim Sheikh (DIN: 00064275) as an Independent Director for the Second term

(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
443	138418273	99.91

(ii) Voted against the resolution:

Number of Members voted	Number of valid Votes cast by them (Shares)	% of total number of valid votes cast
48	119705	0.09

(iii) Invalid votes:

Total number of Members whose votes were declared invalid	Total number of invalid votes cast (Shares)
0	0

Item No. 3 – Ordinary Resolution

Appointment of Mr. Azim Syed (DIN: 10641934) as Director of the Company



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
443	138455878	99.94

(ii) Voted against the resolution:

Number of Members voted	Number of valid Votes cast by them (Shares)	% of total number of valid votes cast
52	81300	0.06

(iii) Invalid votes:

Total number of Members whose votes were declared invalid	Total number of invalid votes cast (Shares)
0	0

Item No. 4 – Special Resolution

Appointment and remuneration of Mr. Azim Syed (DIN: 10641934) as Whole-time Director and designated as Whole-time Director and Chief Financial Officer of the Company

(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
435	131479075	94.90

(ii) Voted against the resolution:

Number of Members voted	Number of valid Votes cast by them (Shares)	% of total number of valid votes cast
60	7058903	5.1

(iii) Invalid votes:

Total number of Members whose votes were declared invalid	Total number of invalid votes cast (Shares)
0	0

For Naresh Verma & Associates
Company Secretaries

Naresh
Verma

Digitally signed
by Naresh Verma - 5403
Date: 2025.07.25
15:09:13 +05'30'

Naresh Verma

FCS-5403; CP-4424

Place: Delhi

Date: 25.07.2025

UDIN: F005403G000859520

Peer Review Certificate No. 3266/2023