

RICOH INDIA LIMITED

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21 December 2018

The Listing Department
BSE Limited
PJ Towers, Fort
Mumbai – 400 001

SCRUTINIZER REPORT PURSUANT TO SECTION 108 OF THE COMPANIES ACT 2013 READ WITH RULE 20 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 CONCERNING VOTING DONE AT THE 25TH ANNUAL GENERAL MEETING OF RICOH INDIA LIMITED HELD ON FRIDAY, 21 DECEMBER 2018.

Dear Sir

Please find enclosed herewith, Scrutinizer Report pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 concerning Voting done at the 25th Annual General Meeting of the Company held on Friday, 21 December 2018 at Hotel Mirador, 131/B, New Link Road, Chakala, Andheri East, Mumbai – 400 099

The same is for your kind information and records.

Yours faithfully

For **Ricoh India Limited**
(Company under Corporate Insolvency Resolution Process)



Manish Sehgal
Company Secretary

Encl: a/a



NARESH VERMA & ASSOCIATES
COMPANY SECRETARIES

Report of Scrutinizer on remote e-voting and voting through polling paper
[Pursuant to section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the
Companies (Management and Administration) Rules, 2014 as amended by the Companies
(Management and Administration) Amendment Rules, 2015

To

The Chairman
Ricoh India Limited
Unit No. 1132, 3rd floor, Building No.11
Solitaire Corporate Park, Guru Hargovindji Marg
Andheri Ghatkopar Link Road, Chakala, Andheri East
Mumbai -400093

25th Annual General Meeting (AGM) of the Members of Ricoh India Limited held on Friday, 21 December, 2018 at 10:00 A.M. at Hotel The Mirador, 131-/B New Link Road, Chakala, Andheri East, Mumbai- 400099.

Dear Sir,

I, Naresh Verma, proprietor of M/s Naresh Verma & Associates, Company Secretaries, Delhi having its office at 160 J-Extension, Street No. 5, Laxmi Nagar, Delhi 110092, has been appointed as Scrutinizer for the purpose of scrutinizing the remote e-voting process and voting through polling paper at the Annual General meeting (AGM) of the members of the Ricoh India Limited (hereinafter referred to as "the Company"), in a fair and transparent manner and for ascertaining the requisite majority on remote e-voting and voting through polling paper carried out at the venue of the AGM, as per the provisions of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended, on the resolutions set out in the Notice dated 21 November, 2018 of the AGM of the members of the company, held on 21 December, 2018 at 10:00 A.M. at Hotel The Mirador, 131-/B New Link Road, Chakala, Andheri East, Mumbai- 400099. Accordingly, I submit the report, on completion of remote e-voting process and voting through polling paper, as under:-

1. The Company has engaged the services of Central Depository Services Limited ("CDSL") as the Authorised Agency to provide secured system for remote e- voting process.
2. The remote e-voting period remained open from Tuesday, 18 December, 2018 (9.00 A.M.) and ends on Thursday, 20 December, 2018 (5.00 P.M.)



3. The cut- off date for the purpose of determining the entitlement for voting, by remote e- voting or voting through polling paper, on the proposed resolutions was 14 December, 2018
4. After the close of period for remote e- voting, the details of members, such as their names, folio numbers, numbers of shares held, who had casted votes through remote e- voting, were downloaded from the e-voting website of www.evotingindia.com, for the purpose of ensuring that members who have casted their votes through remote e- voting do not vote again at the AGM.
5. At the AGM, after the declaration of poll by the Chairman, the ballot box kept for polling were locked in my presence with due identification marks placed by me.
6. The locked ballot box was subsequently opened in my presence along with two witnesses (1) Mr Mangesh Rane (2) Mr Subhash Shinde who are not in the employment of the Company and poll papers were diligently scrutinized. The witnesses have signed below in confirmation of the Ballot Box being unblocked in their presence. The Poll papers were reconciled with the records maintained by the Company / registrar & Transfer Agents of the Company – M/s MCS Share Transfer Agent Limited and the authorization/ proxies lodged with the company.



(Mangesh Rane)



(Subhash Shinde)

7. The polling papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
8. After counting the votes casted by the members and proxy holders present at the AGM, through polling paper, the votes casted through remote e-voting were unblocked on 21 December, 2018, at 12.58 P.M. in the presence of two witnesses, (1) Mr Mangesh Rane (2) Mr Subhash Shinde, who are not in the employment of the Company. They have signed below in confirmation of the remote e-votes being unblocked in their presence.



(Mangesh Rane)



(Subhash Shinde)

9. Thereafter, the detail containing, inter alia, the information about equity shareholders voting 'For' and 'Against' the resolutions, were generated from the e-voting website of CDSL.



Based on report generated from the e-voting website of CDSL and voting through polling papers at the AGM, the consolidated report on the result of voting on each resolution is given hereunder:

Resolution No. 1:

To receive, consider and adopt the financial statements including balance sheet as at 31 March, 2018 and the statement of profit & loss for the year ended on that date, alongwith board's and auditors' report thereon. (Ordinary resolution)

(i)Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-Voting	5	2213	.01
Voting through polling paper (in person or by proxy)	30	29273720	99.82
Total	35	29275933	99.83

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-Voting	15	48745	0.16
Voting through polling paper (in person or by proxy)	8	572	0.00
Total	23	49317	0.17

(iii) Details of 'INVALID' Votes:

Mode of Voting	Total Numbers of Members whose Votes were declared "Invalid"	Total number of votes cast by them declared "Invalid"
Remote e-Voting	0	0
Voting through polling paper (in person or by proxy)	0	0
Total	0	0



Resolution No. 2:

To Not to appoint a Director in place of Mr. A T Rajan holding DIN 07487969, who retires by rotation.(Ordinary Resolution)

(i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-Voting	15	50807	0.17
Voting through polling paper (in person or by proxy)	25	29273611	99.82
Total	40	29324418	99.99

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-Voting	5	151	0.00
Voting through polling paper (in person or by proxy)	13	681	0.01
Total	18	832	0.01


(iii) Details of 'INVALID' Votes:

Mode of Voting	Total Numbers of Members whose Votes were declared "Invalid"	Total number of votes cast by them declared "Invalid"
Remote e-Voting	0	0
Voting through polling paper (in person or by proxy)	0	0
Total	0	0



11. The Register, all other papers and relevant records relating to remote e-voting and voting by polling paper at the AGM shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid AGM and thereafter the same will be handed over to the Company Secretary for safe keeping.

Thanking You
For Naresh Verma & Associates
Company Secretaries



Naresh Verma
FCS 5403; CP-4424
(Scrutinizer)

Date: 21.12.2018

