



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

Monitoring Agent, Chairman
Ricoh India Limited
1132, 3rd Floor, 11 Solitaire Corporate Park
Andheri Ghatkopar Link Road,
Chakala, Andheri (E) Mumbai 400093

26th Annual General Meeting (AGM) of the Members of Ricoh India Limited held on Monday, 30th December, 2019 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 by the Board of Directors of Ricoh India Limited ("The Company" or "RIL"), as Scrutinizer for the purpose of scrutinizing the remote e-voting process and voting through polling paper at the AGM of the members of the Company, in a fair and transparent manner and 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 by the Companies (Management and Administration) Amendment Rules, 2015, on the resolutions set out in the Notice dated 29th November, 2019 of the AGM of the members of Ricoh India Limited, held on 30th December, 2019 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 (India) Limited [CDSL] as the Authorised Agency to provide secured system for remote e- voting process.
2. The remote e-voting period remained open from Friday, 27th December, 2019 (9:00 AM) to Sunday, 29th December, 2019 (5:00 PM).
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 23rd December, 2019.



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 Subodh Vichare (2) Mr Anil 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 – MCS Share Transfer Agent Limited and the authorization/ proxies lodged with the company.

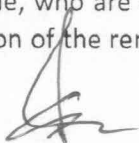


(Subodh Vichare)



(Anil 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 30 December, 2019, around 12:30 PM in the presence of two witnesses, Mr Subodh Vichare & Mr Anil 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.



(Subodh Vichare)



(Anil 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.
10. 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 Audited Balance Sheet as at 31 March, 2019, the statement of profit & loss for the financial year ended as on that date together with the Reports of Board of Directors and Auditors 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	42	1833972	99.81
Voting through polling paper (in person or by proxy)	21	2680	0.15
Total	63	1836652	99.96

(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	7	685	0.04
Voting through polling paper (in person or by proxy)	0	0	0.00
Total	7	685	0.04

(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 consider and approved not to appoint a Director in place of Mr Shubhankar Lahiri (DIN: 08089368) 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	43	1834604	99.85
Voting through polling paper (in person or by proxy)	21	2680	0.14
Total	64	1837284	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	6	53	0.01
Voting through polling paper (in person or by proxy)	0	0	0.00
Total	6	53	0.01

(iii) Voted 'INVALID' the resolution:

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. 3:**To appoint Statutory Auditors (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	43	1834604	99.85
Voting through polling paper (in person or by proxy)	21	2680	0.14
Total	64	1837284	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	6	53	0.01
Voting through polling paper (in person or by proxy)	0	0	0.00
Total	6	53	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

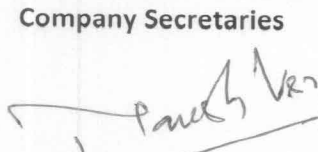



- (11) The Register, all other papers and relevant records relating to remote e-voting and voting by polling paper at the AGM shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid AGM and thereafter the same will be handed over to the Company Secretary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

Thanking You

For Naresh Verma & Associates

Company Secretaries

Naresh Verma

FCS-5403; CP-4424

UDIN: F005403A000540014

(Scrutinizer)

Place: Mumbai

Date: 30.12.2019