

RICOH INDIA LIMITED

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6th August 2016

The BSE Limited PJ Towers, Dalal Street, Fort, Mumbai-400 001

Subject: Information under Regulation 30 & Regulation 44(3) of the SEBI (LODR) Regulations 2015 - Details of the voting results of the Extra-Ordinary General Meeting of Ricoh India Limited held on Friday, 5th August 2016

Dear Sir

Pursuant to the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, we are submitting herewith summary of the proceedings of the Extra-Ordinary General Meeting of the Company held on Friday, 5th August 2016 at 9:00 AM at Hotel ITC Maratha, Sahar Road, Andheri East, Mumbai 400099.

Further, pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we are also submitting herewith the details of voting results of the business transacted at the Meeting in the prescribed format.

Further, consolidated report of the Scrutinizer on e-voting and voting done through ballot paper at the venue of the Meeting is also enclosed.

Yours faithfully

For Ricoh Andia Limited

Manish Sehgal Company Secretary







Summary of the Proceedings of Extra-Ordinary General Meeting of Ricoh India Limited held on Friday, 5th August 2016 at 9:00 AM. at ITC Maratha Hotel, Sahar Road, Andheri East, Mumbai-400099

The Extra Ordinary General Meeting (EOGM) of the Members of Ricoh India Limited (called on the requisition of Mr Kalpraj Damji Dharamshi along with total 259 Shareholders) held on Friday, 5<sup>th</sup> day of August 2016 at 9:00 A.M. at ITC Maratha Hotel, Sahar Road, Andheri- East, Mumbai - 400 099.

The requisite quorum being present, the meeting was called to order and the following business was transacted:-

**Resolution No. 1:** Removal of Director – Mr U P Mathur (Resolution Defeated/Lost by Majority vote)

**Resolution No. 2:** Removal of Director – Mr R K Pandey (Resolution Defeated/Lost by Majority vote)

**Resolution No. 3:** Removal of Director – Ms Ashish Garg (Resolution Defeated/Lost by Majority vote)

**Resolution No. 4:** Removal of Director – Mr Hiroyasu Kitada (Resolution Defeated/Lost by Majority vote)

**Resolution No. 5:** Appointment of Director - Mr. Atul Thakker (Resolution Defeated/Lost by Majority vote)

The Board of Directors had appointed Mr. Naresh Verma, FCS of M/s. Naresh Verma & Associates, Company Secretaries to supervise the e-voting and ballot voting process.

Further, there were Three (03) invalid Poll papers comprising 204 votes.

Yours faithfully

For Ricoh India Limited

Manish Sehgal Company Secretary Details of voting results of the business transacted at the Meeting of Ricoh India Limited pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 is given below:-

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# Resolution 1- Removal of Director - Mr U P Mathur

Resolution required:				Ordinary Resolution				
	nether promoter/ promoter group are interested in e agenda/resolution?			Not Interested				
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstand ing shares (3)= [(2)/(1)]* 100	No of Votes in favour (4)	No. of Votes – against (5)	% of votes in favour on votes polled (6)= [(4)/(2)]* 100	% of votes against on votes polled (7)= [(5)/(2)]*
Promoter &	E-Voting	29270370	0	0	0	0	0	0
Promoter	Poll		29270370	100.00	0	29270370	0	100.00
Group	Postal ballot (If applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	29270370	29270370	100	Nil	29270370	Nil	100
Public-	E-Voting	73269	35142	47.96	35142	0	100.00	0
Institutions	Poll		0	0	0	0	0	0
	Postal ballot (If applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	73269	35142	47.96	35142	0	100.00	0
Public- Non	E-Voting	10424522	4319409	41.44	4318908	501	99.99	0.01
Institutions	Poll	1	182914	1.75	177611	5099	97.10	2.79
	Postal ballot (If applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	10424522	4502323	43.19	4496519	5600	99.88	0.12
Total		39768161	33807835	85.01	4531661	29275970	13.40	86.60



Resolution No. 2: Removal of Director – Mr R K Pandey

Resolution required:				Ordinary Resolution				
-	Whether promoter/ promoter group are interested in the agenda/resolution?			Not Interested				
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstand ing shares (3)= [(2)/(1)]* 100	No of Votes in favour (4)	No. of Votes – against (5)	% of votes in favour on votes polled (6)= [(4)/(2)]* 100	% of votes against on votes polled (7)= [(5)/(2)]*
Promoter &	E-Voting	29270370	0	0	0	0	0	0
Promoter	Poll		29270370	100.00	0	29270370	0	100.00
Group	Postal ballot (If applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	29270370	29270370	100	Nil	29270370	Nil	100
Public-	E-Voting	73269	35142	47.96	25338	9804	72.10	27.90
Institutions	Poll		0	0	0	0	0	0
	Postal ballot (If applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	73269	35142	47.96	25338	9804	72.10	27.90
Public- Non	E-Voting	10424522	4319409	41.44	4318908	501	99.99	0.01
Institutions	Poll	]	182914	1.75	177554	5156	97,07	2.82
	Postal ballot (If applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	10424522	4502323	43.19	4496462	5657	99.88	0.12
Total		39768161	33807835	85.01	4521800	29285831	13.37	86.63



Resolution No. 3: Removal of Director - Ms Ashish Garg

Resolution required:				Ordinary Resolution				
	Thether promoter/ promoter group are interested in ne agenda/resolution?			Not Interested				
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstand ing shares (3)= [(2)/(1)]*	No of Votes in favour (4)	No. of Votes – against (5)	% of votes in favour on votes polled (6)= [(4)/(2)]* 100	% of votes against on votes polled (7)= [(5)/(2)]*
Promoter &	E-Voting	29270370	0	0	0	0	0	0
Promoter	Poll	1	29270370	100.00	0	29270370	0	100.00
Group	Postal ballot (If applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	29270370	29270370	100	Ni1	29270370	Nil	100
Public-	E-Voting	73269	35142	47.96	25338	9804	72.10	27.90
Institutions	Poll		0	0	0	0	0	0
	Postal ballot (If applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	73269	35142	47.96	25338	9804	72.10	27.90
Public- Non	E-Voting	10424522	4319409	41.44	4318018	1391	99.97	0.03
Institutions	Poll	1	182914	1.75	177611	5099	97.10	2.79
	Postal ballot (If applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	10424522	4502323	43.19	4495629	6490	99.86	0.14
Total		39768161	33807835	85.01	4520967	29286664	13.37	86.63



# Resolution No. 4: Removal of Director - Mr Hiroyasu Kitada

Resolution required:				Ordinary Resolution				
_	Whether promoter/ promoter group are interested in the agenda/resolution?			Not Interested				
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstand ing shares (3)= [(2)/(1)]* 100	No of Votes in favour (4)	No. of Votes – against (5)	% of votes in favour on votes polled (6)= [(4)/(2)]* 100	% of votes against on votes polled (7)= [(5)/(2)]*
Promoter &	E-Voting	29270370	0	0	0	0	0	0
Promoter	Poll		29270370	100.00	0	29270370	0	100.00
Group	Postal ballot (If applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	29270370	29270370	100	Nil	29270370	Nil	100
Public-	E-Voting	73269	35142	47.96	25338	9804	72.10	27.90
Institutions	Poll		0	0	0	0	0	0
	Postal ballot (If applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	73269	35142	47.96	25338	9804	72.10	27.90
Public- Non	E-Voting	10424522	4319409	41.44	4287908	31501	99.27	0.73
Institutions	Poll		182914	1.75	176810	5900	96.67	3.23
	Postal ballot (If applicable)	N.A	N.A	N.A	Ñ.A	N.A	N.A	N.A
•	Total	10424522	4502323	43.19	4464718	37401	99.17	0.83
Total		39768161	33807835	85.01	4490056	29317575	13.28	86.72



Resolution No. 5: Appointment of Director - Mr. Atul Thakker

Resolution required:				Ordinary Resolution				
	Whether promoter/ promoter group are interested in the agenda/resolution?			Not Interested				
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstand ing shares (3)= [(2)/(1)]* 100	No of Votes in favour (4)	No. of Votes – against (5)	% of votes in favour on votes polled (6)= [(4)/(2)]* 100	% of votes against on votes polled (7)= [(5)/(2)]*
Promoter &	E-Voting	29270370	0	0	0	0	0	0
Promoter	Poll		29270370	100.00	0	29270370	0	100.00
Group	Postal ballot (If applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	29270370	29270370	100	Nil	29270370	Nil	100
Public-	E-Voting	73269	35142	47.96	17439	17703	49.62	50.38
Institutions	Poll		0	0	0	0	0	0
	Postal ballot (If applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	73269	35142	47.96	17439	17703	49.62	50.38
Public- Non	E-Voting	10424522	4319409	41.43	4318909	500	99.99	0.01
Institutions	Poll		182914	1.75	176131	6579	96.30	3.60
	Postal ballot (If applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	10424522	4502323	43.19	4495040	7079	99.84	0.16
Total		39768161	33807835	85.01	4512479	29295152	13.35	86.65



# 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

Extra Ordinary General Meeting (EOGM) of the Members of Ricoh India Limited (called on the requisition of Mr Kalpraj Damji Dharamshi along with total 259 Shareholders) held on Friday, 5th day of August, 2016 at 9:00 A.M. at The ITC Maratha Hotel, Sahar Road, Andheri- East, Mumbai - 400 099

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"), as Scrutinizer for the purpose of scrutinizing the remote e - voting and process and voting through polling paper at the Extra Ordinary General Meeting (EOGM) 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, 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 July 9, 2016 of the EOGM of the members of Ricoh India Limited, held on 5th day of August, 2016 at 9:00 A.M. at The ITC Maratha Hotel, Sahar Road, Andheri- East, Mumbai - 400 099. 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 CDSL as the Authorised Agency to provide secured system for remote e- voting process.
- 2. The remote e-voting period remained open from Tuesday, August 2, 2016 (9:00 AM) to Thursday, August 5, 2016 (5:00 PM).



- 3. The cut- off date for the purpose of determining the entitlement for voting, by remote evoting or voting through polling paper, on the proposed resolutions was July 29, 2016
- 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 EOGM.
- 5. At the EOGM, after the declaration of poll by the Chairman, two ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
- 6. The locked ballot boxes were subsequently opened in my presence along with two witnesses (1) Mr Sanjay Morye 2) Mr Mangesh Rane 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 Boxes 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.

Sanjay Morye

Mangesh Rane

- 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 EOGM, through polling paper, the votes casted through remote e-voting were unblocked on 5<sup>th</sup> August, 2016, around 2.00 PM, in the presence of two witnesses, Mr Sanjay Morye 2) Mr Mangesh Rane, 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.

Sanjay Morye

Mangesh Rane

- 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 EOGM, the consolidated report on the result of voting on each resolution is given hereunder:

# Resolution No. 1: Removal of Director - Mr U P Mathur (Ordinary Resolution)

#### (i) Voted 'FOR' the resolution:

Mode of Voting	Number of	Number of votes cast in	% of total number
2.	members	'Favour' of resolution	of valid votes cast
	voted		
Remote e-Voting	228	4354050	12.88
Voting through	50	177611	0.52
polling paper (in			
person or by		,	
proxy)			
Total	278	4531661	13.40

#### (ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of	Number of votes cast	% of total number
	members	'Against' the resolution	of valid votes cast
	voted		
Remote e-Voting	2	501	0.01
Voting through	42	29275469	86.59
polling paper (in			
person or by			
proxy)			
Total	44	29275970	86.60



#### (iii) Details of INVALID' Votes:

Mode of Voting	Total Numbers of Members	Total number of votes cast by
	whose Votes were declared	them declared "Invalid"
	"Invalid"	
Remote e-Voting	0	0
Voting through	3	204
polling paper (in		
person or by		
proxy)		
Total	3	204

Based on above, the aforementioned resolution stands defeated/lost by majority vote.

# Resolution No. 2: Removal of Director - Mr R K Pandey (Ordinary Resolution)

# (i) Voted 'FOR' the resolution:

Mode of Voting	Number of	Number of votes cast in	% of total number
	members	'Favour' of resolution	of valid votes cast
	voted		
Remote e-Voting	226	4344246	12.85
Voting through polling paper (in person or by proxy)	49	177554	0.52
Total	275	4521800	13.37

# (ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of	Number of votes cast	% of total number
	members	'Against' the resolution	of valid votes cast
	voted		
Remote e-Voting	4	10305	0.03
Voting through	43	29275526	86.60
polling paper (in	:	2 <b>3</b> 6	
person or by			
proxy)			



Total	47	29285831	86.63
1			

#### (iii) Voted 'INVALID' the resolution:

Mode of Voting	Total Numbers of Members	Total number of votes cast by
	whose Votes were declared	them declared "Invalid"
	"Invalid"	
Remote e-Voting	0	0
Voting through	3	204
polling paper (in	,	·
person or by		
proxy)		
Total	3	204

Based on above, the aforementioned resolution stands defeated/lost by majority vote.

#### Resolution No. 3: Removal of Director - Ms Ashish Garg (Ordinary Resolution)

#### (i) Voted 'FOR' the resolution:

Mode of Voting	Number of	Number of votes cast in	% of total number
	members	'Favour' of resolution	of valid votes cast
	voted		
Remote e-Voting	225	4343356	12.85
Voting through	50	177611	0.52
polling paper (in			·
person or by			
proxy)			
Total	275	4520967	13.37



# (ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of	Number of votes cast	% of total number
	members	'Against' the resolution	of valid votes cast
	voted		·
Remote e-Voting	5	11195	0.03
Voting through polling paper (in person or by proxy)	42	29275469	86.60
Total	47	29286664	86.63

#### (iii) Details of INVALID' Votes:

Mode of Voting	Total Numbers of Members	Total number of votes cast by
	whose Votes were declared	them declared "Invalid"
	"Invalid"	
Remote e-Voting	0	0
Voting through polling paper (in person or by proxy)	3	204
Total	3	204

Based on above, the aforementioned resolution stands defeated/lost by majority vote.



# Resolution No. 4: Removal of Director - Mr Hiroyasu Kitada (Ordinary Resolution)

#### (i) Voted 'FOR' the resolution:

Mode of Voting	Number of	Number of votes cast in	% of total number
	members	Favour' of resolution	of valid votes cast
	voted		
Remote e-Voting	225	4313246	12.76
Voting through	48	176810	0.52
polling paper (in			
person or by			
proxy)	ĺ		
Total	273	4490056	13.28

# (ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of	Number of votes cast	% of total number
	members	'Against' the resolution	of valid votes cast
	voted	·	
Remote e-Voting	5	41305	0.12
Voting through	44	29276270	86.60
polling paper (in			
person or by			
proxy)			
Total	49	29317575	86.72

# (iii) Details of 'INVALID' Votes:

Mode of Voting	Total Numbers of Members	Total number of votes cast by
	whose Votes were declared	them declared "Invalid"
	"Invalid"	,
Remote e-Voting	0	0
Voting through	3	204
polling paper (in		
person or by		
proxy)		
Total	3	204

Based on above, the aforementioned resolution stands defeated/lost by majority vote.



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# Resolution No. 5: Appointment of Director - Mr. Atul Thakker (Ordinary Resolution)

# (i) Voted 'FOR' the resolution:

Mode of Voting	Number of	Number of votes cast in	% of total number
	members	'Favour' of resolution	of valid votes cast
	voted		
Remote e-Voting	224	4336348	12.83
Voting through polling paper (in person or by proxy)	54	176131	0.52
Total	. 278	4512479	13.35

# (ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of	Number of votes cast	% of total number
	members	'Against' the resolution	of valid votes cast
	voted		
Remote e-Voting	6	18203	0.05
Voting through	38	29276949	86.60
polling paper (in			
person or by			
proxy)			
Total	44	29295152	86.65



#### (iii) Details of INVALID' Votes:

Mode of Voting	Total Numbers of Members	Total number of votes cast by
	whose Votes were declared	them declared "Invalid"
	"Invalid"	
Remote e-Voting	0	0
Voting through	3	204
polling paper (in		
person or by		
proxy)		
Total	3	204

Based on above, the aforementioned resolution stands defeated/lost by majority vote.

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

DELHI

Thanking You

For Naresh Verma & Associates

**Company Secretaries** 

Naresh Verma

FCS-5403; CP-4424

(Scrutirfizer)

Ritesh Juthani (Scrutinizer)

Place: Mumbai

Date: August 6, 2016

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