



# Riba Textiles Limited

(GOVT. RECOGNISED EXPORT HOUSE)  
REGD. OFFICE: DD-14, NEHRU ENCLAVE,  
OPP. KALKAJI POST OFFICE, NEW DELHI-110019)  
TELEPHONE : (011) 26236986  
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CIN No : L18101DL1989PLC034528

Date: 01.10.2022

To,  
Corporate Relation Department  
**BSE Ltd.**  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street Mumbai -400001

**BSE Code: 531952/Equity**

**Sub: Consolidated Voting Results and Scrutinizer's Report of the 34<sup>th</sup> Annual General Meeting of Riba Textiles Limited held on September 30, 2022**

**Ref: Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/ Madam,

In furtherance to the proceedings of 34th Annual General Meeting ('AGM') of the Company held on Friday September 30, 2022 at 10:00 a.m. through Video Conferencing/Other Audio Visual Means, submitted by the Company, please find enclosed herewith the following:

1. Voting Results pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Combined Scrutinizer's Report on remote e-voting & e-voting at AGM pursuant to Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014

Kindly note that all the resolutions as set out in the Notice of 34th Annual General Meeting stand passed with requisite majority.

You are requested to take note of the same on your records

Thanking You,

Yours Faithfully,  
For **Riba Textiles Limited**

**Neha Dubey**  
**Company Secretary & Compliance Officer**

**Encl.: as above**

**Riba Textiles Limited**  
**Voting Result 34<sup>th</sup> Annual General Meeting**

General information about company	
Scrip code	531952
NSE Symbol	
MSEI Symbol	
ISIN	INE811H01017
Name of the company	RIBA TEXTILES LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-09-2022
Start time of the meeting	10:00 AM
End time of the meeting	10:53 AM

Scrutinizer Details	
Name of the Scrutinizer	Vishal Gupta
Firms Name	Vishal Gupta & Associates
Qualification	CS
Membership Number	39686
Date of Board Meeting in which appointed	05-09-2022
Date of Issuance of Report to the company	30-09-2022

Voting results	
Record date	23-09-2022
Total number of shareholders on record date	4763
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	3
b) Public	131
<b>No. of resolution passed in the meeting</b>	<b>5</b>
Disclosure of notes on voting results	Out of three promoters, Two Promoters have attended the meeting as panelists.

**Riba Textiles Limited**  
**Voting Result 34<sup>th</sup> Annual General Meeting**

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Reports of the Auditors and Board of Directors thereon.				
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)	$(3) = \frac{(2)}{(1)} * 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-Voting		5968157	99.9665	5968157	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)	5970157						
	<b>Total</b>		5970157	5968157	99.9665	5968157	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public- Non Institutions	E-Voting		156243	4.2426	155841	402	99.7427	0.2573
	Poll							
	Postal Ballot (if applicable)	3682713						
	<b>Total</b>		3682713	156243	4.2426	155841	402	99.7427
<b>Total</b>		9652870	6124400	63.4464	6123998	402	99.9934	0.0066
<b>Whether resolution is Pass or Not: Yes</b>								

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mr. Amit Garg (DIN: 00202171), who retires by rotation as per section 152(6) of Companies Act 2013 and being eligible, offers himself for re-appointment				
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)	$(3) = \frac{(2)}{(1)} * 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-Voting		4975757	83.3438	4975757	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)	5970157						
	<b>Total</b>		5970157	4975757	83.3438	4975757	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public- Non Institutions	E-Voting		154243	4.1883	80522	73721	52.2046	47.7954
	Poll							
	Postal Ballot (if applicable)	3682713						
	<b>Total</b>		3682713	154243	4.1883	80522	73721	52.2046
<b>Total</b>		9652870	5130000	53.1448	5056279	73721	98.5629	1.4371
<b>Whether resolution is Pass or Not: Yes</b>								

**Riba Textiles Limited**  
**Voting Result 34<sup>th</sup> Annual General Meeting**

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint M/s. Ashwani K Sindwani and Co. (FRN: 021529N), Chartered Accountants, as Statutory Auditors of the company and to fix their remuneration.				
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	5970157	5968157	99.9665	5968157	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		5970157	5968157	99.9665	5968157	0	100.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public-Non Institutions	E-Voting	3682713	156243	4.2426	68365	87878	43.7556	56.2444
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		3682713	156243	4.2426	68365	87878	43.7556
<b>Total</b>		9652870	6124400	63.4464	6036522	87878	98.5651	1.4349
<b>Whether resolution is Pass or Not: Yes</b>								

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the appointment Mr. Parveen Kumar Goyal (DIN: 09727178) as an Independent Director of the Company for a term of five years.				
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	5970157	5968157	99.9665	5968157	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		5970157	5968157	99.9665	5968157	0	100.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public-Non Institutions	E-Voting	3682713	156243	4.2426	82522	73721	52.8164	47.1836
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		3682713	156243	4.2426	82522	73721	52.8164
<b>Total</b>		9652870	6124400	63.4464	6050679	73721	98.7963	1.2037
<b>Whether resolution is Pass or Not: Yes</b>								

**Riba Textiles Limited**  
**Voting Result 34<sup>th</sup> Annual General Meeting**

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Revision in terms of remuneration of Mr. Amit Garg (DIN: 00202171), Managing Director of the Company.				
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)	$(3) = \frac{(2)}{(1)} * 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-Voting	5970157	4975757	83.3438	4975757	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		5970157	4975757	83.3438	4975757	0	100.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public-Non Institutions	E-Voting	3682713	154243	4.1883	66115	88128	42.8642	57.1358
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		3682713	154243	4.1883	66115	88128	42.8642
<b>Total</b>		9652870	5130000	53.1448	5041872	88128	98.2821	1.7179
<b>Whether resolution is Pass or Not: Yes</b>								

For Riba Textiles Limited

(Neha Dubey)  
Company Secretary & Compliance Office

FORM NO. MGT-13

(Pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 (2) of the Companies (Management and Administration) Rules, 2014)

Consolidated Scrutinizer's Report on Remote e-voting and Venue E-Voting by members conducted at the 34<sup>th</sup> Annual General Meeting of Riba Textiles Limited held on Friday, 30<sup>th</sup> September, 2022.

To,  
The Chairman,  
Riba Textiles Limited,  
DD-14, Nehru Enclave,  
Opp. Kalka Ji, Post Office,  
New Delhi - 110 019

34<sup>th</sup> Annual General Meeting (AGM) of the Members of Riba Textiles Limited held on Friday, 30<sup>th</sup> September, 2022 at 10.00 AM. through video conferencing (VC)/ other audio visual means ("OAVM")

Dear Sir,

The Board of Directors of Riba Textiles Limited (the Company) appointed me as the "Scrutinizer" to scrutinize remote e-voting and e-voting process from the Members of the Company at the 34<sup>th</sup> Annual General Meeting (AGM) pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Management of the Company is responsible to ensure the compliance with requirements of the Companies Act, 2013 and Rules made there under and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) regulations, 2015, relating to remote e-voting on the resolutions contained in the aforesaid notice of the Annual General Meeting (AGM) of the Members of the Company.

My responsibility is to scrutinize and ensure that the voting done through remote e-voting and e-voting during AGM is done in a fair and transparent manner and to make a consolidated Scrutinizer's Report of the votes cast "in favour" or "against" on the resolutions as specified in the Notice of AGM dated 05<sup>th</sup> September, 2022, based on the reports generated from the remote e-voting and e-voting during AGM, system as provided by Central Depository Services Limited (CDSL/ Services Provider), the authorized agency to provide e- voting facility by the Company. I hereby submit my report as under:



1. The Company had appointed Central Depository Services Limited (CDSL) as Services Provider, for extending the facility of Remote e-voting and venue e-voting to the Members of the Company. Beetal Financial & Computer Services Private Limited is the Registrar and Share Transfer Agents of the Company.
2. Central Depository Services Limited (CDSL) has provided a system for recording the votes of the Members electronically on all the items of the Ordinary and special business sought to be transacted in the AGM of the Company held on Friday, 30<sup>th</sup> September, 2022 at 10.00 AM.
3. The Cut-off date considered for dispatch of the Notice of the AGM was 26<sup>th</sup> August, 2022 Notice of the AGM along with Annual Report and Remote E-Voting was sent to the members.
4. The notice of AGM sent to the Members (through email) contained detailed procedure to be followed by the Members who were desirous of casting their votes electronically and venue e-voting as provided in Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.
5. The cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was 23<sup>rd</sup> September, 2022.
6. As prescribed in the clause (vi) of the sub rule 4 of the Rule 20, the Remote e-voting facility was kept open for 3 days (three days) i.e. from Tuesday, 27<sup>th</sup> September, 2022 at 10:00 AM (IST) till Thursday, 29<sup>th</sup> September, 2022 at 5:00 PM (IST).
7. At the end of the voting period on Thursday, 29<sup>th</sup> September, 2022 at 5:00 PM (IST), the voting portal of the Service Provider was blocked forthwith.
8. On the day of AGM i.e. on 30<sup>th</sup> September, 2022 Company conducted voting through electronic means for the members who could not participate in the remote e-voting to record their votes
9. After Conclusion of AGM, the vote cast through Remote E-Voting and venue e-voting facility was duly unblocked by me after 15 minutes of conclusion of AGM as a Scrutinizer, as prescribed in Sub- Rule 4 (xii) of the said Rule 20, on 30<sup>th</sup> September, 2022.
10. The details of consolidated results of the Remote E-voting conducted prior to the AGM and during the AGM in respect of the said resolution.



**Item No. 1- Ordinary Resolution: Passed**

**To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Reports of the Auditors and Board of Directors thereon.**

Particulars	Remote E-Voting		Voting At The AGM		Total		Percentage (%)
	Number of members	Votes	Number of members	Votes	Number of members	Votes	
Assent	181	6123998	0	0	181	181	99.99%
Dissent	3	402	0	0	3	3	0.01%
Abstain	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
Total	184	6124400	0	0	184	184	100%

**Item No. 2- Ordinary Resolution: Passed**

**To appoint a Director in place of Mr. Amit Garg (DIN: 00202171), who retires by rotation as per section 152(6) of Companies Act 2013 and being eligible, offers himself for re-appointment.**

Particulars	Remote E-Voting		Voting At The AGM		Total		Percentage (%)
	Number of members	Votes	Number of members	Votes	Number of members	Votes	
Assent	176	5056279	0	0	176	5056279	98.56%
Dissent	5	73721	0	0	5	73721	1.44%
Abstain	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
Total	181	5130000	0	0	181	5130000	100%





**Item No. 3- Ordinary Resolution: Passed**

**To re-appoint M/s. Ashwani K Sindwani and Co. (FRN: 021529N), Chartered Accountants, as Statutory Auditors of the company and to fix their remuneration.**

Particulars	Remote E-Voting		Voting At The AGM		Total		Percentage (%)
	Number of members	Votes	Number of members	Votes	Number of members	Votes	
Assent	178	6036522	0	0	178	6036522	98.57%
Dissent	6	87878	0	0	6	87878	1.43%
Abstain	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
Total	184	6124400	0	0	184	6124400	100%

**Item No. 4- Special Resolution: Passed**

**To approve the appointment Mr. Parveen Kumar Goyal (DIN: 09727178) as an Independent Director of the Company for a term of five years.**

Particulars	Remote E-Voting		Voting At The AGM		Total		Percentage (%)
	Number of members	Votes	Number of members	Votes	Number of members	Votes	
Assent	179	6050679	0	0	179	6050679	98.8%
Dissent	5	73721	0	0	5	73721	1.2%
Abstain	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
Total	184	6124400	0	0	184	6124400	100%

**Item No. 5- Special Resolution: Passed**

**Revision in terms of remuneration of Mr. Amit Garg (DIN: 00202171), Managing Director of the Company.**

Particulars	Remote E-Voting		Voting At The AGM		Total		Percentage (%)
	Number of members	Votes	Number of members	Votes	Number of members	Votes	
Assent	174	5041872	0	0	174	5041872	98.28%
Dissent	7	88128	0	0	7	88128	1.72%
Abstain	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
Total	181	5130000	0	0	181	5130000	100%



All the Resolutions mentioned in the AGM Notice dated 05<sup>th</sup> September, 2022 as per the details above have been passed under Remote e-voting and venue e-voting conducted at AGM through video conferencing (VC)/ other audio visual means ("OAVM") with the requisite majority and hence deemed to be passed as on the date of the aGM.


All other Register/records relating to Remote e-voting and venue e-voting is under my safe custody and will be handed over to the Chairman of the Company for safe keeping, after the Chairperson signs the Minutes of the Annual General Meeting (AGM).

Thanking You,  
Yours Truly,



Vishal Gupta & Associates  
Vishal Gupta  
Proprieter  
M. no. 39686  
CP No: 14918  
Date: 30/09/2022  
Place: Kamal



 To be counter signed by the Chairman

UDIN: A039686D001091407

**WITNESSES:**

1. Neha Gupta  
624, Jundla Gate  
Karnal *Neha*

2. Harish Garg  
512, Ashok Nagar  
Karnal  
*Harish*