





**Rodium Realty Ltd.**

Perspective To Perfection

**RODIUM REALTY LIMITED**

**CIN: L85110MH1993PLC206012**

**Regd. Office: Plot No.636, 501, X'Cube, Off. New Link Road, Andheri (West), Mumbai – 400053**

**Tel: 022- 4231 0800 • Fax no: 022 4231 0855 •Email id: [info@rodium.net](mailto:info@rodium.net) • Website: [www.rodium.net](http://www.rodium.net)**

**Encl: Annexure -1-Voting Results.**

**Annexure-2- Scrutinizer's Report**

This copy is not an originally signed copy of the disclosure and not on original letterhead as used by Company on regular basis due to work from home policy in view of present lockdown situation. Kindly treat this in the same manner as this is original.

Annexure A-Voting Results								
Format of Voting Result under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015								
Date of Declaration of Postal Ballot and E-voting Results			April 25, 2020					
Total number of shareholders on record date			960					
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:			Not Applicable					
No. of Shareholders attended the meeting through Video conferencing Promoters and Promoter Group: Public			Not Applicable					
Resolution No. 1:								
To consider variation of rights, terms and conditions of the 9% Cumulative Redeemable Preference Shares into 6% Non-Cumulative Optionally Convertible Preference Shares								
Resolution required (Ordinary/Special)		Special						
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 & Promoter Group	Evoting*	21,93,361	0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	Poll #		0	0.00%	0	0	0.00%	0.00%
	Total	21,93,361	0	0.00%	0	0	0.00%	0.00%
Public – Institutions	Evoting	0	0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	Poll #		0	0.00%	0	0	0.00%	0.00%
	Total	0	0	0.00%	0	0	0.00%	0.00%
Public – Non-institutions	Evoting	10,54,539	8,28,459	78.56%	8,28,209	250	99.97%	0.03%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	Poll #		0	0.00%	0	0	0.00%	0.00%
	Total	10,54,539	8,28,459	78.56%	8,28,209	250	99.97%	0.03%
Total		32,47,900	8,28,459	25.51%	8,28,209	250	99.97%	0.03%

\*As holder of 2193361 equity shares are interested parties to the resolution no. 1, said votes are considered invalid for respective resolution

# Since Resolutions are put to Vote through Postal Ballot process, voting by poll is not applicable.

TULSI  
BHARAT  
RAJPUT

(Tulsi Rajput)

Company Secretary

<b>Resolution No. 2:</b>								
<b>To consider alteration of Memorandum of Association of the Company</b>								
<b>Resolution required (Ordinary/Special)</b>		<b>Special</b>						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>		<b>No</b>						
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of Shares held</b>	<b>No of Votes polled</b>	<b>% of Votes polled on outstanding shares</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes -against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
		<b>(1)</b>	<b>(2)</b>	<b>(3) = [(2)/(1)]*100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6) = [(4)/(2)]*100</b>	<b>(7) = [(5)/(2)]*100</b>
Promoter & Promoter Group	Evoting	21,93,361	21,93,361	100.00%	21,93,361	0	100.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	Poll #		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>21,93,361</b>	<b>21,93,361</b>	<b>100.00%</b>	<b>21,93,361</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
Public – Institutions	Evoting	0	0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	Poll #		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0.00%</b>
Public – Non-institutions	Evoting	10,54,539	8,28,459	78.56%	8,28,459	0	100.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	Poll #		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>10,54,539</b>	<b>8,28,459</b>	<b>78.56%</b>	<b>8,28,459</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
<b>Total</b>		<b>32,47,900</b>	<b>30,21,820</b>	<b>93.04%</b>	<b>30,21,820</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>

# Since Resolutions are put to Vote through Postal Ballot process, voting by poll is not applicable.

TULSI  
BHARAT  
RAJPUT

Digitally signed by TULSI BHARAT RAJPUT  
DN: cn=TULSI BHARAT RAJPUT, o=JULIUS KAPPA, ou=JULIUS KAPPA, email=tulsi@juliuskappa.com  
[Signature] 2023.04.21 14:41:15 +05'30'

(Tulsi Rajput)  
Company Secretary



**SCRUTINIZER'S REPORT ON POTAL BALLOT**

[Pursuant to sections 108 and 110 of the Companies Act, 2013 and rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,  
**The Chairman**  
**Rodium Realty Limited**  
Plot No.636, 501, X'Cube,  
Off. New Link Road, Andheri (West),  
Mumbai – 400053.

Dear Sir,

**Sub: Scrutinizer's Report on e-voting and Postal Ballot conducted pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014**

The Board of Directors of **Rodium Realty Limited** ("the Company") issued the Postal Ballot Notice dated 09<sup>th</sup> March, 2020 (hereinafter referred as "Notice") and decided to provide to the members of the Company, facility to exercise their voting rights on the resolutions as set out in the notice by way of voting by electronic means ("remote e-voting") or physical postal ballots; as required under the provisions of Section 108 and 110 of the Companies Act 2013 read with the Companies (Management and Administration) Rules, 2014.

I, **Hiya Rathi**, Practicing Company Secretary (Membership No.: A50191, CP No.: 18864), appointed as the Scrutinizer by the Board of Directors of the Company vide resolution passed on March 09, 2020 for the purpose of scrutinizing the results of remote e-voting process together with the voting by physical postal ballot; in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the Notice and reproduced herein below:

**SPECIAL RESOLUTIONS**

1. To consider variation of rights, terms and conditions of the 9% Cumulative Redeemable Preference Shares into 6% Non-Cumulative Optionally Convertible Preference Shares:
2. To consider alteration of Memorandum of Association of the Company:







The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder and the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting or by way of physical postal ballots. My responsibility as a scrutinizer for the voting process is restricted to make the Scrutinizer's Report of the votes cast "in favour" or "against" or "invalid" on the resolution stated above, based on the reports generated from the physical Postal ballots and E-voting system provided by CDSL, the authorized agency to provide e-voting facilities and engaged by the Company for that purpose.

Further to the above, I submit my report as under:

- (i) The Company has completed the dispatch of Notice of Postal Ballot along with the Postal Ballot Forms and self-addressed prepaid business reply envelop through courier on March 24, 2020 to the members of the Company, whose names appeared on the Register of Members as on March 13, 2020 (cut-off date).
- (ii) The Company has sent an email of Postal Ballot Notice dated March 09, 2020 with relevant Form to the Members whose email ID's are registered with the Company or Depository Participant(s) viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the Company's Registrar and Share Transfer Agent.
- (iii) As prescribed in the said Rules, the Company has also published an advertisement in Free Press Journal and Navshakti on March 25, 2020 and it carried the required Information as specified in the said rules.
- (iv) The members of the Company as on the "Cut off" date i.e. Friday, March 13, 2020 were entitled to vote on the resolutions as set out in the Postal Ballot Notice dated March 09, 2020 of Rodium Realty Limited.
- (v) The Postal Ballot voting and e-voting commenced from Friday, March 27, 2020 (9:00 a.m. IST) and ended on Saturday, April 25, 2020 (5:00 p.m. IST) (inclusive of both the days).
- (vi) In wake of the COVID-19 Pandemic, the Government of Maharashtra announced lockdown in the State with effect from 21st March, 2020 till 31st March, 2020, subsequently a complete lockdown for a period of 21 days was announced throughout the Country by the Central Government from the midnight of 24th March, 2020 till 14th April, 2020. The Nationwide Lockdown was further extended by the Central Government from 14th April, 2020 till 03<sup>rd</sup> May, 2020. It may kindly be noted that the





Company had completed the dispatch of pre-paid Business Reply Envelopes to all the Shareholders of the Company whose email ids were not registered with the Company / Depositories on March 24, 2020 by way of courier in order to provide an option to these shareholders to assent / dissent to the Postal Ballot Resolutions.

However, in view of the national lock down announced by the Government from the midnight of 24th March 2020, all services related to post were suspended by the Postal Authorities and it was informed to me that neither the Company nor its RTA have not received any postal ballot forms during the period between Friday, March 27, 2020 (9:00 a.m. IST) and ended on Saturday, April 25, 2020 (5:00 p.m. IST). Accordingly, the votes received by means of remote E-voting only have been considered while preparing this Report.

- (vii) The Votes on remote e-voting were unblocked at 06:16 P.M. on Saturday, April 25, 2020 in the presence of two witnesses, Ms. Vaishnavi Toshniwal and Mr. Kailash Rathi who are not in the employment of the Company, who have signed below in confirmation of the votes being unblocked in their presence.

Name of the Witness	Signature
Ms. Vaishnavi Toshniwal	
Mr. Kailash Rathi.	

- (viii) Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of Central Depository Services (India) Limited (CDSL) <https://www.evotingindia.com> and based on such report generated, the results are as under:





Resolution No.	Mode of Voting	Total valid Votes	Votes in favor of Resolution			Votes against the Resolution			Invalid Votes
			No. of ballot/ e-voting entry	No. of Votes in favor	% to total valid votes	No. of ballot/e-voting entry	No. of Votes cast against	%to total valid votes	Nos.
1	E-Voting	828459	129	828209	99.97%	1	250	00.03%	2193361
	Postal Ballot	0	0	0	0	0	0	0	NIL
	<b>Total</b>	<b>828459</b>	<b>129</b>	<b>828209</b>	<b>99.97%</b>	<b>1</b>	<b>250</b>	<b>00.03%</b>	<b>2193361</b>
2	E-Voting	3021820	140	3021820	100%	0	0	0	NIL
	Postal Ballot	0	0	0	0	0	0	0	NIL
	<b>Total</b>	<b>3021820</b>	<b>140</b>	<b>3021820</b>	<b>100%</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>NIL</b>

\* As holder of 2193361 equity shares are interested parties (10) to the resolution 1, said votes are considered invalid for respective resolution

- (ix) The Register, all other papers and relevant record relating to postal ballot shall remain in our safe custody until the Chairman considers, approves and signs the Minutes and thereafter the same will be handed over to the Company.
- (x) I have also appended format of voting result under regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in "Annexure A" to this report.
- (xi) You may accordingly declare the results of voting by postal ballot.







**HIYA RATHI & ASSOCIATES**  
*Practicing Company Secretaries*



- (xii) The above-mentioned special resolutions are deemed to be passed by requisite majority as on the date of announcement of result.

Thanking you.

Yours faithfully,

**For Hiya Rathi and Associates**  
**Practicing Company Secretary**

**Hiya Rathi**  
**Membership No.: A50191**  
**C.P. No.: 18864**



**Date:** April 26, 2020

**Place:** Thane

**UDIN:** A050191B000179628