

SECRETARIAL DEPARTMENT

Jekegram, Pokhran Road No.1, Thane (W)-400 606
Maharashtra, India
CIN No.: L17117MH1925PLC001208
Tel: (91-22) 4036 7000 / 6152 7000
Fax: (91-22) 2541 2805
www.raymond.in

RL/ SE/24-25/211

January 25, 2025

To

The Department of Corporate Services - CRD
BSE Limited
P.J. Towers, Dalal Street
Mumbai - 400 001
Scrip Code: 500330

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Bandra Kurla Complex
Bandra (East), Mumbai - 400 051,
Symbol: RAYMOND

Dear Sir/Madam,

Sub.: E-Voting Results and Scrutinizer's Report - Equity Shareholders and Unsecured Creditors Meeting

Re: Scheme of Arrangement

We refer to our earlier letter dated January 25, 2025, wherein the Company had submitted the summary of proceedings of the meeting of the Equity Shareholders and Unsecured Creditors of the Company convened pursuant to the directions of the NCLT held on January 25, 2025 through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).

This is to inform you that the resolutions mentioned in the Notice of Equity Shareholders and Unsecured Creditors dated December 24, 2024, have been passed by the shareholders and Unsecured creditors with requisite majority at their respective meetings held on January 25, 2025.

In this regard, please find enclosed the following:

1. Voting results of the e-voting (remote e-voting and voting during the meeting) as required under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the prescribed format – Refer **Annexure A**.
2. The Scrutinizer's Report dated January 25, 2025 for the meeting of the Equity Shareholders, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 – Refer **Annexure B**.
3. The Scrutinizer's Report dated January 25, 2025 for the meeting of the Unsecured Creditors, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 – Refer **Annexure C**.

**REGISTERED OFFICE**

Plot No. 156/H No. 2, Village Zadgaon,
Ratnagiri - 415 612, Maharashtra
Tel: (02352) 232514
Fax: (02352) 232513



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The voting results along with the Scrutinizer's Report for the meetings of the Equity Shareholders and Unsecured Creditors are available on the Company's website at www.raymond.in and is also being made available on the website of the National Securities Depository Limited at www.evoting.nsdl.com.

Please take the above disclosure on record.

Thanking you.

Yours faithfully,
For Raymond Limited

Rakesh Darji
Company Secretary

Encl.: As above



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Annexure A

VOTING RESULTS OF THE MEETING OF THE EQUITY SHAREHOLDERS	
Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015	
Particulars	Details
Date of the NCLT Convened Meeting	January 25, 2025
Total No. of shareholders as on the record date (As of the cut-off date i.e., January 18, 2025)	2,83,760
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter group	Not applicable, as the meeting was held through VC/ OAVM
Public	
No. of Shareholders attended the meeting through VC/ OAVM	
Promoter and Promoter group	6
Public	46
No. of resolutions passed in the meeting	1 (one)

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Resolution Number 1								
Resolution required: (Ordinary / Special) as per Companies Act, 2013			Special Resolution: Approval of the Scheme of Arrangement between Raymond Limited and Raymond Realty Limited and their respective shareholders under Sections 230-232 read with Section 66 of the Companies Act, 2013					
Whether promoters / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes polled on o/s 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	32534100	32526050	99.975	32526050	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		32526050	99.975	32526050	0	100	0
Public Institutions	E-Voting	14868796	9596052	64.538	9596052	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		9596052	64.538	9596052	0	100	0
Public Non-Institutions	E-Voting	19170835	112691	0.587	112323	368	99.673	0.326
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		112691	0.587	112323	368	99.673	0.326
Total		66573731	42234793	63.440	42234425	368	99.99	0.0009

Note: The voting rights for the following category of shares are frozen until the rightful owner claims the shares

- Investor Education & Protection Fund
- Unclaimed Suspense Account


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Jigar Darji & Associates
Practicing Company Secretaries

Consolidated Report of Scrutinizer on Remote e-voting and electronic voting at the Hon'ble National Company Law Tribunal ("Hon'ble NCLT") convened Meeting of Equity Shareholders

To

Dr. Binod Kumar Sinha

Chairperson appointed by the Hon'ble NCLT, Mumbai Bench

for the Hon'ble NCLT Convened meeting of equity shareholders (**hereinafter the "Meeting"**) of Raymond Limited (**hereinafter the "Company"**), held on Saturday, January 25, 2025 at 11:00 AM, pursuant to the Order dated December 19, 2024 through video conferencing ("VC") /other audio-visual means (OVAM).

- A. I, Jigar Darji, Practicing Company Secretary have been appointed by the Hon'ble NCLT, Mumbai Bench, by its Order dated December 19, 2024, as "the Scrutinizer" to conduct the following:
- (i) **Remote e-voting** process done by the shareholders of the Company
 - (ii) **Electronic Voting Process** at the Meeting held on Saturday, January 25, 2025 at 11:00 AM

in terms of provisions of the Companies Act, 2013 (herein after the "Act") read with the Rules issued there under, the Hon'ble NCLT Order dated December 19, 2024 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- B. Pursuant to the Order of the Hon'ble NCLT, Mumbai Bench and applicable provisions of the Companies Act, 2013, and in compliance with MCA General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021, General Circular No. 3/2022 dated May 5, 2022, General Circular No. 10/2022 dated December 28, 2022, General Circular No. 11/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated 19 September 2024, the Company has confirmed that the Electronic copy of the Notice for NCLT convened meeting of Equity Shareholders of the Company along with the process of electronic voting at the meeting and the remote e-voting were sent to the shareholders whose e-mail addresses are registered with the Company/Depository Participant(s) for communication purposes.



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Practicing Company Secretaries

- C. The Company had appointed National Securities Depository Limited (NSDL) for conducting the electronic voting by the Equity Shareholders of the Company at the Meeting. After the time fixed for closing of electronic voting at Meeting by the Chairman, voting was closed and votes cast were unblocked.
- D. The Company had availed the remote e-voting facility provided by NSDL for conducting the remote e-voting by the Equity Shareholders of the Company. The remote e-voting commenced on 9:00 AM on Tuesday, January 21, 2025 and concluded at 5:00 PM on Friday, January 24, 2025 and the NSDL remote e-voting portal was blocked for voting thereafter.
- E. The notice along with all the annexures are being sent to all the Equity Shareholders whose names appear in the register of members/list of beneficial owners on Friday, December 20, 2024.
- F. The Cut-off date was Saturday, January 18, 2025 for the purpose of deciding the Equity Shareholders entitled to vote through e-voting and remote e-voting by the equity shareholders on the resolution seeking their approval.
- G. On the basis of the votes exercised by the Equity Shareholders of the Company by way of electronic voting at the Meeting of the Company held on Saturday, January 25, 2025, I have issued Scrutinizer's Report dated Saturday, January 25, 2025.
- H. Votes cast by Equity Shareholders of the Company.

(i) Voted **in favour** of the Resolution

Mode of voting	No. of equity shareholders	No. of votes cast by equity shareholders	% of total no. of valid votes cast
Remote E-voting	544	42234425	99.99%
E-voting at the meeting	0	0	0%
Total	544	42234425	99.99%



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(ii) Voted **against** of the Resolution

Mode of voting	No. of equity shareholders	No. of votes cast by equity shareholders	% of total no. of valid votes cast
Remote E-voting	17	368	0.00087%
E-voting at the meeting	0	0	0%
Total	17	368	0.00087%

(iii) Invalid votes

Mode of voting	No. of equity shareholders	No. of votes cast by equity shareholders	% of total no. of valid votes cast
Remote E-voting	0	0	0%
E-voting at the meeting	0	0	0%
Total	0	0	0%

Accordingly, the proposed Resolution approving the Scheme has been approved by requisite majority of the Equity Shareholders of Raymond Limited as required under the Act.

- I. Pursuant to Hon'ble NCLT Order dated December 19, 2024, we are submitting herewith a consolidated report on the results of remote e-voting together with the results of the electronic voting facilitated at the meeting.



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It is to be noted that:

1. The votes cast does not include abstained votes.
2. Based on the foregoing, the Resolution as proposed in the Notice dated December 24, 2024 of the NCLT convened Meeting shall be deemed to have been approved on the date of the NCLT convened meeting of Equity Shareholders of the Company, i.e., January 25, 2025 with requisite majority.



Mr. Jigar Darji
Practicing Company Secretary
COP No. 21802
M. No. 57854
Peer Review No. 5541/2024
UDIN: A057854F003787338
Place: Mumbai
Date: 25th January 2025

For Raymond Limited

Rakesh Darji
Company Secretary

January 25, 2025



Jigar Darji & Associates

Practicing Company Secretaries

Consolidated Report of Scrutinizer on Remote e-voting and electronic voting at the Hon'ble National Company Law Tribunal ("Hon'ble NCLT") convened Meeting of Unsecured Creditors

To

Dr. Binod Kumar Sinha

Chairperson appointed by the Hon'ble NCLT, Mumbai Bench

for the Hon'ble NCLT Convened meeting of unsecured creditors (**hereinafter the "Meeting"**) of Raymond Limited (**hereinafter the "Company"**), held on Saturday, January 25, 2025 at 12:00 PM, pursuant to the Order dated December 19, 2024 through video conferencing ("VC") /other audio-visual means (OVAM).

- A. I, Jigar Darji, Practicing Company Secretary have been appointed by the Hon'ble NCLT, Mumbai Bench, by its Order dated December 19, 2024, as "the Scrutinizer" to conduct the following:
- (i) **Remote e-voting** process done by the unsecured creditors of the Company
 - (ii) **Electronic Voting Process** at the Meeting held on Saturday, January 25, 2025 at 12:00 PM

in terms of provisions of the Companies Act, 2013 (herein after the "Act") read with the Rules issued there under, the Hon'ble NCLT Order dated December 19, 2024 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

- B. Pursuant to the Order of the Hon'ble NCLT, Mumbai Bench and applicable provisions of the Companies Act, 2013, and in compliance with MCA General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021, General Circular No. 3/2022 dated May 5, 2022, General Circular No. 10/2022 dated December 28, 2022 and General Circular No. 11/2022 dated December 28, 2022, the Company has confirmed that the Electronic copy of the Notice for NCLT convened meeting of Unsecured Creditors of the Company along with the process of electronic voting at the meeting and the remote e-voting were sent to the Unsecured Creditors whose e-mail addresses are registered with the Company for communication purposes and courier to those Unsecured Creditors whose e-mail ids are not registered with the Company.



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- C. The Company had appointed National Securities Depository Limited (NSDL) for conducting the electronic voting by the Unsecured Creditors of the Company at the Meeting. After the time fixed for closing of electronic voting at Meeting by the Chairman, voting was closed and votes cast were unblocked.
- D. The Company had availed the remote e-voting facility provided by NSDL for conducting the remote e-voting by the Unsecured Creditors of the Company. The remote e-voting commenced on 9:00 AM on Tuesday, January 21, 2025 and concluded at 5:00 PM on Friday, January 24, 2025 and the NSDL remote e-voting portal was blocked for voting thereafter.
- E. The notice along with all the annexures are being sent to all the Unsecured Creditors whose names appear in the books of accounts on Monday, September 30, 2024.
- F. The cut-off date was September 30, 2024 for the purpose of deciding the Unsecured Creditors entitled to vote through e-voting and remote e-voting by the Unsecured Creditors on the resolution seeking their approval.
- G. On the basis of the votes exercised by the Unsecured Creditors of the Company by way of electronic voting at the meeting of the Company held on Saturday, January 25, 2025, I have issued Scrutinizer's Report dated Saturday, January 25, 2025.
- H. Votes cast by Unsecured Creditors of the Company.

(i) Voted **in favour** of the Resolution

Mode of voting	No. of unsecured creditors	No. of votes cast by unsecured creditors	% of total no. of valid votes cast
Remote E-voting	35	1882370133	100%
E-voting at the meeting	0	0	0%
Total	35	1882370133	100%



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(ii) Voted **against** of the Resolution

Mode of voting	No. of unsecured creditors	No. of votes cast by unsecured creditors	% of total no. of valid votes cast
Remote E-voting	0	0	0%
E-voting at the meeting	0	0	0%
Total	0	0	0%

(iii) Invalid votes

Mode of voting	No. of unsecured creditors	No. of votes cast by unsecured creditors	% of total no. of valid votes cast
Remote E-voting	0	0	0%
E-voting at the meeting	0	0	0%
Total	0	0	0%

Accordingly, the proposed Resolution approving the Scheme has been approved by requisite majority of the Unsecured Creditors of Raymond Limited as required under the Act.

- I. Pursuant to Hon'ble NCLT Order dated December 19, 2024, we are submitting herewith a consolidated report on the results of remote e-voting together with the results of the electronic voting facilitated at the meeting.



Jigar Darji & Associates
Practicing Company Secretaries

It is to be noted that:

1. The votes cast does not include abstained votes.
2. Based on the foregoing, the Resolution as proposed in the Notice dated December 24, 2024 of the NCLT convened meeting shall be deemed to have been approved on the date of the NCLT convened meeting of Unsecured Creditors of the Company, i.e., January 25, 2025 with requisite majority.



Mr. Jigar Darji
Practicing Company Secretary
COP No. 21802
M. No. 57854
Peer Review No. 5541/024
UDIN: A057854F003787461
Place: Mumbai
Date: 25TH January 2025

For Raymond Limited

Rakesh Darji
Company Secretary

January 25, 2025