DEEPA GUPTA
Company Secretary
Address:-405, B Wing, Preksha CHS, Dr. Babasaheb Ambedkar Marg, Hindu Colony,
Dadar East, Mumbai 400 014 Mob: 09322697460 Email: deepaguptacs@gmail.com

To,
The Chairman
31st Annual General Meeting
R R KABEL LIMITED
Ram Ratna House,
Victoria Mill Compound (Utopia City),
Pandurang Budhkar Marg,
Worli, Mumbai 400013

Dear Sir,

Sub: Consolidated Report of Scrutinizer on Remote E-Voting and E-Voting conducted at the 31st Annual General Meeting (AGM) of Equity Shareholders of R R Kabel Limited ("the Company") held on Monday, 21 July, 2025 at 11.00 a.m. held through Video Conferencing (VC)/ Other Audio Visual Means (OVAM)

I, **Deepa Gupta,** Practicing Company Secretary had been appointed as the Scrutinizer by the Board of Directors of **R R Kabel Limited** ("the Company") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, to scrutinize the process of remote e-voting and e-voting held through Video Conferencing (VC)/ Other Audio Visual Means (OVAM) on **Monday, 21 July 2025 (AGM at 11.00 a.m.)**

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the Notice of the AGM of the members of the Company.

My responsibility as a Scrutinizer for the remote e-voting and e-voting at AGM is conducted in fair and transparent manner and to submit Scrutinizer's Report on the votes cast "in favour" or "against" the resolutions stated in the Notice based on the reports generated from the electronic Voting system provided by the National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities, engaged by the Company and the poll conducted at the time of AGM.

Further to the above:

i. The Notice of Annual General Meeting dated 30 May 2025, along with the statement pursuant to Section 102 of the Companies Act, 2013, setting out the material facts and disclosures as required to be stated under Rule 20 of the Companies (Management and Administration) Rules, 2014, was sent electronically by email to the members whose names appear in the register of members/ list of beneficial owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL)as on the cut-off date i.e. Monday, 14 July 2025.

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M. No. 20860
C.P. No. 8168
PRACTICING COMPANY SECRETARY

For those Members who had not registered their email addresses with the Company or their Depository Participant(s) as of the cut-off date, i.e., Monday, July 14, 2025, a physical letter containing the web-link, including the exact navigation path to access the complete Annual Report, was sent.

ii. The remote e-voting period remained open from **Thursday, 17 July 2025 at 9:00 a.m. till Sunday, 20 July 2025 at 5:00 p.m.**

iii. The members of the Company as on the "Cut Off" date i.e. **Monday, 14 July 2025** were entitled to vote on the resolution as set out in the notice of the AGM.

iv. The Company had also provided e-voting facility to the members who participated in the AGM through Video Conferencing (VC)/ Other Auditor Visual Means (OVAM) and who had not casted their votes on remote e-voting.

v. On completion of E-Voting during AGM I unblocked the results of the remote e-voting and e-voting by the members at the AGM on the NSDL e-voting system / platform in presence of two witnesses who are not in employment of the Company.

vi. All the remote e-voting and e-voting at the AGM responses are valid.

vii. I now submit my consolidated report as under on the results of the remote e-voting and e-voting at the AGM in respect of each resolution as set out in the notice dated 30 May 2025.

RESOLUTION NO.1: Ordinary Resolution:

Adoption of the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon:

	In favour of the Resolution			Against the Resolution		
	No. of responses received	No. of shares	% of total votes	No. of responses received	No. of shares	% of total votes
Remote E-voting	401	103977669	99.6328	9	546	0.0005
E-voting at AGM	13	382699	0.3667	0	0	0
TOTAL	414	104360368	99.9995	9	546	0.0005

RESOLUTION NO.2: Ordinary Resolution:

Confirmation of payment of Interim Dividend of INR 2.50 per Equity Share of face value of INR 5 each already paid during the financial year 2024-25 and to declare a Final Dividend of INR 3.50 per Equity Share of face value of INR 5 each for the financial year ended 31 March 2025:

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	In favour of the Resolution			Against the Resolution		
	No. of responses received	No. of shares	% of total votes	No. of responses received	No. of shares	% of total votes
Remote E-voting	405	103984727	99.6329	6	417	0.0004
E-voting at AGM	13	382699	0.3667	0	0	0
TOTAL	418	104367426	99.9996	6	417	0.0004

<u>RESOLUTION NO.3: Ordinary Resolution</u>:

Consider appointing a director in place of Shri Mahendrakumar Rameshwarlal Kabra (DIN: 00473310), who retires by rotation and being eligible, offers himself for re-appointment:

	In favour of the Resolution			Against the Resolution		
	No. of responses received	No. of shares	% of total votes	No. of responses received	No. of shares	% of total votes
Remote E-voting	362	98851627	94.7146	53	5133502	4.9187
E-voting at AGM	13	382699	0.3667	0	0	0
TOTAL	375	99234326	95.0813	53	5133502	4.9187

<u>RESOLUTION NO.4: Ordinary Resolution</u>:

Approve the change in designation of Shri Mahendrakumar Rameshwarlal Kabra (DIN: 00473310) from Joint Managing Director to Managing Director, effective from 1 June 2025:

	In favour of the Resolution			Against the Resolution		
	No. of responses received	No. of shares	% of total votes	No. of responses received	No. of shares	% of total votes
Remote E-voting	379	103885389	99.5378	35	99740	0.0955
E-voting at AGM	13	382699	0.3667	0	0	0
TOTAL	392	104268088	99.9045	35	99740	0.0955

<u>RESOLUTION NO.5: Special Resolution</u>:

Approve the remuneration payable to Shri Ramesh Chandak (DIN: 00026581), Chairman and Non-Executive Independent Director, exceeding fifty per cent of the total annual remuneration payable to all Non - Executive Directors pursuant to the Regulation 17(6)(ca) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

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	In favour of the Resolution			Against the Resolution		
	No. of responses received	No. of shares	% of total votes	No. of responses received	No. of shares	% of total votes
Remote E-voting	363	100928539	96.7046	47	3056590	2.9287
E-voting at AGM	13	382699	0.3667	0	0	0
TOTAL	376	101311238	97.0713	47	3056590	2.9287

RESOLUTION NO.6: Ordinary Resolution:

Approve the appointment of Shri Mahhesh Kabra (DIN: 00137796) as the Whole-time Director designated as Executive Director of the Company:

	In favour of the Resolution			Against the Resolution		
	No. of responses received	No. of shares	% of total votes	No. of responses received	No. of shares	% of total votes
Remote E-voting	373	103878118	99.5308	37	107011	0.1025
E-voting at AGM	13	382699	0.3667	0	0	0
TOTAL	386	104260817	99.8975	37	107011	0.1025

RESOLUTION NO.7: Ordinary Resolution:

Approve the appointment of Shri Rajesh Kabra (DIN: 05300677) as the Whole-time Director designated as Executive Director of the Company:

	In favour of the Resolution			Against the Resolution		
	No. of responses received	No. of shares	% of total votes	No. of responses received	No. of shares	% of total votes
Remote E-voting	374	103878132	99.5308	36	106997	0.1025
E-voting at AGM	13	382699	0.3667	0	0	0
TOTAL	387	104260831	99.8975	36	106997	0.1025

RESOLUTION NO.8: Ordinary Resolution:

Approve the appointment of Ms. Deepa Gupta, a Practicing Company Secretary, as the Secretarial Auditor of the Company for a term of five years:

DEEPA GUPTA
M. No. 20860
C.P. No. 8168
PRACTICING COMPANY SECRETARY

	In favour of the Resolution			Against the Resolution		
	No. of responses received	No. of shares	% of total votes	No. of responses received	No. of shares	% of total votes
Remote E-voting	395	103984430	99.6326	15	699	0.0007
E-voting at AGM	13	382699	0.3667	0	0	0
TOTAL	408	104367129	99.9993	15	699	0.0007

RESOLUTION NO.9: Special Resolution:

Approve the ratification of RR Kabel Employee Stock Option Plan 2023 as per SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021:

	In favour of the Resolution			Against the Resolution		
	No. of responses received	No. of shares	% of total votes	No. of responses received	No. of shares	% of total votes
Remote E-voting	308	96104132	92.2674	103	7671496	7.3652
E-voting at AGM	13	382699	0.3674	0	0	0
TOTAL	321	96486831	92.6348	103	7671496	7.3652

RESOLUTION NO.10: Ordinary Resolution:

Ratification of the remuneration payable to M/s. Poddar & Co., the Cost Auditors of the Company for the financial year ending 31 March 2026:

	In favour of the Resolution			Against the Resolution		
	No. of responses received	No. of shares	% of total votes	No. of responses received	No. of shares	% of total votes
Remote E-voting	396	103984423	99.6326	14	706	0.0007
E-voting at AGM	13	382699	0.3667	0	0	0
TOTAL	409	104367122	99.9993	14	706	0.0007

All the resolutions stand passed under remote e-voting and e-voting at AGM with the requisite majority.

Thanking you,
Yours faithfully,

DEEPA GUPTA
PRACTICING COMPANY SECRETARY
M. No. 20860
C.P. No. 8168

DEEPA GUPTA
Practicing Company Secretary
M. No. 20860/ CP. No. 8168
Place: Mumbai
Dated:21 July 2025
UDIN: A020860G000825171
PRN: 2027/2022

Countersigned by
For R R KABEL LIMITED
Ramesh Chandak
Digitally signed by Ramesh Chandak
Date: 2025.07.21 20:09:32 +05'30'
Ramesh Chandak
Chairman
DIN:00026581