



**CONSOLIDATED SCRUTINIZER'S REPORT**

[Pursuant to Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended]

To,

**The Chairman**

**Annual General Meeting of the Equity Shareholders of  
Raunaq International Limited [CIN: L51909HR1965PLC034315]**

**(Formerly known as Raunaq EPC International Limited)**

**20 K.M. Mathura Road, P.O. Amar Nagar,  
Faridabad (Haryana) - 121003**

Dear Sir,

**Subject: Consolidated Scrutinizer's Report on remote e-voting and voting at Annual General Meeting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, for the 59<sup>th</sup> Annual General Meeting of Raunaq International Limited [Formerly known as Raunaq EPC International Limited] ("the Company")**

1. I, Sanket Jain (Practicing Company Secretary, C.P. No. 12583), Proprietor of M/s Sanket Jain & Co., Company Secretaries was appointed as the Scrutinizer by the Board of Directors of the Company vide resolution dated May 30 2024, for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolution(s) contained in the notice dated August 28, 2024, calling the 59<sup>th</sup> Annual General Meeting read along with its addendum dated September 12, 2024 ("AGM Notice") of its Equity Shareholders ("the Meeting/AGM") through Video Conference ("VC")/Other Audio Visual Means ("OAVM"), convened on Friday, September 20, 2024 at 11:30 A.M. IST through VC/OAVM in accordance with Circular No. 09/2023 dated September 25, 2023 ("MCA Circular") and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 issued by the Securities and Exchange Board of India ("SEBI Circular") and in compliance with the provisions of the Companies Act, 2013 ("the Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")
2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:



**'SATYARAJ', BEHIND HOTEL CHANDA, CIVIL LINES, JHANSI (U.P.) - 284002**

**E-mail: sanketjainco@gmail.com sanketjainco@gmail.com**



- (i) Process of e-voting remotely, before the AGM, using an electronic e-voting system on the dates referred to in the AGM Notice ("**remote e-voting**"); and
- (ii) Process of e-voting at the AGM through electronic voting system.

### **3. Management's Responsibility**

The Management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars and SEBI Circulars; and (iii) the SEBI Listing Regulations relating to remote e-voting and e-voting at AGM on the resolutions contained in the AGM Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

### **4. Scrutinizer's Responsibility**

My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting at AGM) is restricted to making a Consolidated Scrutinizer's Report of the votes cast on the resolutions contained in the AGM Notice, based on the reports generated from the e-voting system provided by Link Intime India Private Limited ("**LIPL**"), the Registrar and Transfer Agent of the Company being the Agency to provide e-voting facility and documents furnished to me electronically by the Company and/or LIPL for verification and issuance of this report.

### **5. Cut-off date**

The Equity Shareholders of the Company as on the "cut-off" date, as set out in the AGM Notice, i.e., Friday, September 13, 2024 were entitled to vote on the resolutions (item nos. 1 to 3 as set out in the AGM Notice) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date. As on cut-off date, there were 2333 shareholders of the Company and the total paid-up share capital of the Company was Rs. 3,34,32,430/- (Rupees Three Crores Thirty Four Lakhs Thirty Two Thousand Four Hundred Thirty Only) divided into 33,43,243 (Thirty Three Lakhs Forty Three Thousand Two Hundred Forty Three) equity shares of Rs.10/- (Rupees Ten only) each.

The Company completed the sending of the Notice of the Meeting through its Registrar and Transfer Agent, Link Intime India Private Limited (LIPL) to 1617 Equity Shareholders of the Company through e-mail in compliance of the aforesaid MCA Circular and SEBI Circular whose email id was available with the Company/Depositories. The Notice of the Meeting was also made available on the website of the Company viz. [www.raunaqinternational.com](http://www.raunaqinternational.com) and website of the BSE Limited; i.e. [www.bseindia.com](http://www.bseindia.com).

The Company had published on August 30, 2024, an advertisement about the sending of AGM Notice along with Annual Report for FY 2023-24 to shareholders in the Financial Express (English newspaper-Delhi Edition) and Jansatta (Hindi newspaper-Delhi Edition).

### **6. E-voting process at the AGM**

- i. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by LIPL under my instructions.
- ii. The e-votes were reconciled with the records maintained by the Company/LIPL and the authorizations lodged with the Company/LIPL on test check basis.

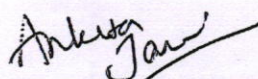




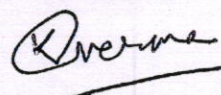
- iii. The e-votes cast were unblocked on Friday, September 20, 2024, after the conclusion of the AGM.

**7. Remote e-voting process**

- i. The remote e-voting period commenced from Tuesday, September 17, 2024 at 9:00 A.M and ends on Thursday, September 19, 2024 at 5.00 P.M. on the designated website: <https://instavote.linkintime.co.in> through e-voting facility of LIPL.
- ii. The Members whose names appear in the Register of Members/list of Beneficial Owners as on Friday, September 13, 2024 only, were entitled to vote on proposed resolutions (Item Nos. 1 to 3 as set out in the AGM Notice of the Company) by remote e-voting.
- iii. The e-votes cast were unblocked on Friday, September 20, 2024 after the conclusion of the AGM in the presence of two witnesses, who are not in the employment of the Company, viz., Mrs. Ankita Jain and Mr. Krishnakant Verma, before they were counted.



Mrs. Ankita Jain



Mr. Krishnakant Verma

- iv. Thereafter, the details containing, *inter alia*, the list of Equity Shareholders who voted in "favour" or "against" or "invalid/abstain" on each of the resolutions that was put to vote, were generated from the e-voting website of LIPL, i.e., <https://instavote.linkintime.co.in>.
8. All the resolutions were passed with requisite majority. I hereby submit the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting at AGM on all the resolutions as set out in the AGM Notice, based on the reports generated by LIPL, scrutinized on test-check basis and relied upon by me as under:

**ORDINARY BUSINESS**

**RESOLUTION NO. 1 – ORDINARY RESOLUTION**

To receive, consider and adopt the Financial Statements of the Company for the year ended 31 March, 2024 together with Reports of the Directors and Auditors thereon

**I. Voted in favour of the resolution (out of valid votes cast):**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(A) Remote e-voting	406	15,96,751	100.00
(B) E-voting at AGM	0	0	0.00
Total (A+B)	406	15,96,751	100.00

**II. Voted against the resolution (out of valid votes cast):**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(A) Remote e-voting	0	0	0.00
(B) E-voting at AGM	0	0	0.00
Total (A+B)	0	0	0.00





### III. Abstained/Invalid Votes

Mode of Voting	Number of members whose votes were invalid	Number of votes cast by them
(A) Remote e-voting	0	0
(B) E-voting at AGM	0	0
Total (A+B)	0	0

Therefore, the Resolution in Item No.1 has been approved with requisite majority.

### RESOLUTION NO. 2 - ORDINARY RESOLUTION

To consider the re-appointment of Mr. Naresh Kumar Verma, who retires by rotation and is eligible for re-appointment

#### I. Voted in favour of the resolution (out of valid votes cast):

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(A) Remote e-voting	406	15,96,751	100.00
(B) E-voting at AGM	0	0	0.00
Total (A+B)	406	15,96,751	100.00

#### II. Voted against the resolution (out of valid votes cast):

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(A) Remote e-voting	0	0	0.00
(B) E-voting at AGM	0	0	0.00
Total (A+B)	0	0	0.00

### III. Abstained/Invalid Votes

Mode of Voting	Number of members whose votes were invalid	Number of votes cast by them
(A) Remote e-voting	0	0
(B) E-voting at AGM	0	0
Total (A+B)	0	0

Therefore, the Resolution in Item No. 2 has been approved with requisite majority.

### SPECIAL BUSINESS

### RESOLUTION NO. 3 - SPECIAL RESOLUTION

To consider the re-appointment of Mr. Mr. Rajiv Chandra Rastogi as a Non-Executive Independent Director on the Board of the Company





**I. Voted in favour of the resolution (out of valid votes cast):**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(A) Remote e-voting	406	15,96,751	100.00
(B) E-voting at AGM	0	0	0.00
Total (A+B)	406	15,96,751	100.00

**II. Voted against the resolution (out of valid votes cast):**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(A) Remote e-voting	0	0	0.00
(B) E-voting at AGM	0	0	0.00
Total (A+B)	0	0	0.00

**III. Abstained/Invalid Votes**

Mode of Voting	Number of members whose votes were invalid	Number of votes cast by them
(A) Remote e-voting	0	0
(B) E-voting at AGM	0	0
Total (A+B)	0	0

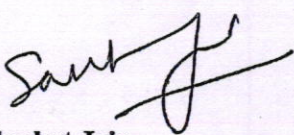
Therefore, the Resolution in Item No. 3 has been approved with requisite majority.

9. The electronic data and all other relevant records relating to e-voting shall remain in the safe custody of the Scrutinizer until the Chairman considers, approves and signs the Minutes and thereafter, the Scrutinizer shall hand over the register and other related papers to the Company.

10. This report is issued in accordance with the terms of the Engagement Letter.

Thanking You  
Yours faithfully,

For M/s Sanket Jain & Co.  
Company Secretaries  
Firm Registration No. S2013UP231400  
Peer Review No. 2262/2022

  
Sanket Jain  
(Proprietor)  
ACS: 26531, C.P. No.: 12583  
UDIN: A026531F001264295



Countersigned by  
For Raunaq International Limited  
(Formerly Known as Raunaq EPC  
International Limited)

Surinder Paul Kanwar  
Digitally signed by  
Surinder Paul Kanwar  
Date: 2024.09.20  
16:22:04 +05'30'

Surinder Paul Kanwar  
(Chairman and Managing Director)  
DIN: 00033524

Date: 20.09.2024  
Place: Jhansi

Date: 20.09.2024  
Place: Faridabad





General information about company	
Scrip code	537840
NSE Symbol	
MSEI Symbol	
ISIN	INE523K01012
Name of the company	Raunaq International Limited (Formerly Known as Raunaq EPC International Limited)
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	20-09-2024
Start time of the meeting	11:30 AM
End time of the meeting	11:50 AM





Scrutinizer Details	
Name of the Scrutinizer	Sanket Jain
Firms Name	Sanket Jain & Co.
Qualification	CS
Membership Number	A26531
Date of Board Meeting in which appointed	30-05-2024
Date of Issuance of Report to the company	20-09-2024





Voting results	
Record date	13-09-2024
Total number of shareholders on record date	2333
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	2
b) Public	273
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	





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 Financial Statements of the Company for the year ended 31 March, 2024 together with Reports of the Directors and Auditors 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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1747955	1583195	90.5741	1583195	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1747955	1583195	90.5741	1583195	0	100	0
Public- Institutions	E-Voting	2227	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2227	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1593061	13556	0.8509	13556	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1593061	13556	0.8509	13556	0	100	0
Total		3343243	1596751	47.7605	1596751	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	





Text Block	
Textual Information(1)	Resolution passed with requisite majority.





Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider the re-appointment of Mr. Naresh Kumar Verma, who retires by rotation and is eligible 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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1747955	1583195	90.5741	1583195	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1747955	1583195	90.5741	1583195	0	100	0
Public- Institutions	E-Voting	2227	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2227	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1593061	13556	0.8509	13556	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1593061	13556	0.8509	13556	0	100	0
Total		3343243	1596751	47.7605	1596751	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	





Text Block	
Textual Information(1)	Resolution passed with requisite majority.





Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider the re-appointment of Mr. Rajiv Chandra Rastogi as a Non-Executive Independent Director on the Board 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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1747955	1583195	90.5741	1583195	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1747955	1583195	90.5741	1583195	0	100	0
Public-Institutions	E-Voting	2227	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2227	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1593061	13556	0.8509	13556	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1593061	13556	0.8509	13556	0	100	0
Total		3343243	1596751	47.7605	1596751	0	100	0
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Textual Information(1)		





Text Block	
Textual Information(1)	Resolution passed with requisite majority.





Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

