

THE RAMARAJU SURGICAL COTTON MILLS LIMITED

Manufacturers of Antiseptic Dressings

F.No. CS /2023-24_18

29th September, 2023

Head-Listing,
Metropolitan Stock Exchange of India Limited
Building A, Unit 205A, 2nd Floor,
Piramal Agastya Corporate Park,
L.B.S Road, Kurla West,
Mumbai - 400 070.

Symbol: RAMARAJU

Sub: Results of 83rd Annual General Meeting of the Company
Ref: Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We wish to inform you that the 83rd Annual General Meeting of the Company was held on Friday, the 29th September, 2023 through Video Conferencing / Other Audio Visual Means and all resolutions transacted at the said meeting had been passed with requisite majority.

In compliance of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details regarding the voting results in the prescribed format is enclosed as per **Annexure – A**.

In compliance of Rule 20 of Companies (Management and Administration) Rules, 2014, the Scrutiniser's Report issued by Mr. R. Palaniappan, Chartered Accountant, Partner of M/s. N. A. Jayaraman & Co, Chartered Accountants, Scrutinizer is enclosed as **Annexure - B**.

This is for your kind information and records.

Thanking you,

Yours faithfully,

For The Ramaraju Surgical Cotton Mills Limited,



P. Muthukumar

Company Secretary & Compliance Officer

Mem. No.: A39801

Encl: a/a



THE RAMARAJU SURGICAL COTTON MILLS LIMITED

Manufacturers of Antiseptic Dressings

Annexure A

VOTING RESULTS

Type of Meeting	AGM
Date of the Declaration of Results	29-09-2023
Total No. of shareholders on record date (21-09-2023)	1476
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	NA
Public	NA
No. of shareholders attended the meeting through video conferencing	
Promoters and Promoter Group	5
Public	32

Agenda wise disclosure

Agenda 1: Adoption of Company Separate and Consolidated Audited Financial Statements and the Reports of the Board of Directors and Auditors for the year ended 31st March 2023

Resolution required: (Ordinary/ Special)							Ordinary	
Whether promoter/ 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 outstanding shares	No. of Votes - In favour	No. of Vote – In against	% of votes in favour on votes polled	% of votes in against on votes polled
Promoters and Promoters group	E-Voting	18,45,670	18,13,778	98.27	18,13,778	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		18,13,778	98.27	18,13,778	-	100.00	-
Public - Institutions	E-Voting	86,760	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public – Non Institutions	E-Voting	20,65,470	4,67,270	22.62	4,66,790	480	99.90	0.10
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		4,67,270	22.62	4,66,790	480	99.90	0.10
TOTAL		39,97,900	22,81,048	57.06	22,80,568	480	99.98	0.02

The resolution has been passed with requisite majority.



P.O. Box : 2, 119, 120, P.A.C. Ramasamy Raja Salai, Rajapalayam - 6261 17. Virudhunagar District. Tamilnadu, India.

Ph (O) 91 -4563-235904; E-mail : rscm@ramcotex.com; Web: www.ramarajusurgicat.com

CIN : L17111TN1939PL?OO2302

GSTIN : 33 AACT4 308D1ZX

THE RAMARAJU SURGICAL COTTON MILLS LIMITED

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Agenda 2: To declare Dividend of Re.0.50/- per Share for the year 2022-23.

Resolution required: (Ordinary/ Special)							Ordinary	
Whether promoter/ 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 outstanding shares	No. of Votes - In favour	No. of Vote – In against	% of votes in favour on votes polled	% of votes in against on votes polled
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Public - Institutions	E-Voting	86,760	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public – Non Institutions	E-Voting	20,65,470	4,67,270	22.62	4,67,270	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		4,67,270	22.62	4,67,270	-	100.00	-
TOTAL		39,97,900	22,81,048	57.06	22,81,048	-	100.00	-

The resolution has been passed unanimously.



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Agenda 3: Re-appointment of Shri P.R. Venketrama Raja (DIN: 00331406), as a Director, who retires by rotation.

Resolution required: (Ordinary/ Special)							Ordinary	
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 Vote – In against	% of votes in favour on votes polled	% of votes in against on votes polled
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Public - Institutions	E-Voting	86,760	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
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	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		4,67,270	22.62	4,66,790	480	99.90	0.10
TOTAL		39,97,900	22,81,048	57.06	22,80,568	480	99.98	0.02

The resolution has been passed with requisite majority.



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Agenda 4: Re-appointment of Shri N.K. Shrikantan Raja (DIN: 00350693), as a Director, who retires by rotation

Resolution required: (Ordinary/ Special)							Ordinary	
Whether promoter/ 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 outstanding shares	No. of Votes - In favour	No. of Vote – In against	% of votes in favour on votes polled	% of votes in against on votes polled
Promoters and Promoters group	E-Voting	18,45,670	18,13,778	98.27	18,13,778	-	100.00	-
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	Postal Ballot		-	-	-	-	-	-
	Total		18,13,778	98.27	18,13,778	-	100.00	-
Public - Institutions	E-Voting	86,760	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public – Non Institutions	E-Voting	20,65,470	4,67,270	22.62	4,66,790	480	99.90	0.10
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	Postal Ballot		-	-	-	-	-	-
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TOTAL		39,97,900	22,81,048	57.06	22,80,568	480	99.98	0.02

The resolution has been passed with requisite majority.



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Agenda 5: Approval for the proposal of Issuance of equity shares on right basis

Resolution required: (Ordinary/ Special)							Special	
Whether promoter/ 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 outstanding shares	No. of Votes - In favour	No. of Vote – In against	% of votes in favour on votes polled	% of votes in against on votes polled
Promoters and Promoters group	E-Voting	18,45,670	18,13,778	98.27	18,13,778	-	100.00	-
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	Postal Ballot		-	-	-	-	-	-
	Total		18,13,778	98.27	18,13,778	-	100.00	-
Public - Institutions	E-Voting	86,760	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public – Non Institutions	E-Voting	20,65,470	4,67,270	22.62	4,66,790	480	99.90	0.10
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		4,67,270	22.62	4,66,790	480	99.90	0.10
TOTAL		39,97,900	22,81,048	57.06	22,80,568	480	99.98	0.02

The resolution has been passed with requisite majority.



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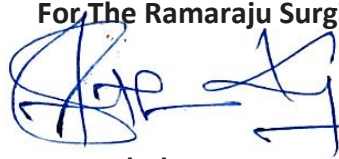
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Agenda 6: Ratification of remuneration of Rs.1,60,000/- plus applicable taxes and out of pocket expenses payable to Shri M. Kannan, Cost Auditor of the Company, for the year 2023-24

Resolution required: (Ordinary/ Special)							Ordinary	
Whether promoter/ 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 outstanding shares	No. of Votes - In favour	No. of Vote – In against	% of votes in favour on votes polled	% of votes in against on votes polled
Promoters and Promoters group	E-Voting	18,45,670	18,13,778	98.27	18,13,778	-	100.00	-
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	Postal Ballot		-	-	-	-	-	-
	Total		18,13,778	98.27	18,13,778	-	100.00	-
Public - Institutions	E-Voting	86,760	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public – Non Institutions	E-Voting	20,65,470	4,67,270	22.62	4,66,790	480	99.90	0.10
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		4,67,270	22.62	4,66,790	480	99.90	0.10
TOTAL		39,97,900	22,81,048	57.06	22,80,568	480	99.98	0.02

The resolution has been passed with requisite majority.

For The Ramaraju Surgical Cotton Mills Limited,




P. Muthukumar

Company Secretary & Compliance Officer

Mem. No.: A39801



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29th September 2023

The Chairman
The Ramaraju Surgical Cotton Mills Limited
119, P.A.C. Ramasamy Raja Salai
Rajapalayam – 626 117.

Dear Sir,

Sub: Remote E-voting [Prior to and at the Annual General Meeting (AGM)] in respect of your Company's 83rd Annual General Meeting on 29th September 2023 conducted through Video Conferencing (VC) - Scrutiniser's Consolidated report

I have been appointed to act as the Scrutiniser for the remote e-voting process, in connection with your Company's 83rd AGM. I submit my report as under:

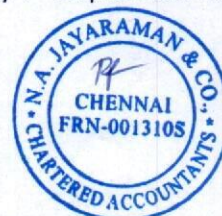
1. Since the Company's equity shares are listed on the Metropolitan Stock Exchange of India Limited, the Company has provided remote e-voting facility in terms of Section 108 of the Companies Act, 2013 (the Act), Rule 20 of the Companies (Management and Administration) Rules, 2014 (the Rules) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR), Ministry of Corporate Affairs' (MCA) circular dated 28th December, 2022 and SEBI circular dated 5th January 2023.
2. The items of business set out in the notice convening the AGM and covered by the remote e-voting process were:

Item No	Nature of Business	Type of Resolution	Subject Matter
1	Ordinary	Ordinary	Adoption of Company's Separate and Consolidated Audited Financial Statements and the Reports of the Board of Directors and Auditors for the financial year ended 31st March 2023.
2	Ordinary	Ordinary	To declare Dividend of Re.0.50/- per Share for the financial year 2022-23.
3	Ordinary	Ordinary	Re-appointment of Shri P.R. Venketrama Raja (DIN: 00331406), as a Director, who retires by rotation.
4	Ordinary	Ordinary	Re-appointment of Shri N.K. Shrikantan Raja (DIN: 00350693), as a Director, who retires by rotation.



Item No	Nature of Business	Type of Resolution	Subject Matter
5	Special	Special	Approval for the proposal of Issuance of equity shares on right basis up to an amount not exceeding Rs. 40 Crores.
6	Special	Ordinary	Ratification of remuneration of Rs.1,60,000/- plus applicable taxes and out of pocket expenses payable to Shri M. Kannan, Cost Auditor of the Company, for the financial year 2023-24.

3. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice of the AGM to the members of the Company. My responsibility is to scrutinise the remote e-voting process in a fair and transparent manner and make a consolidated report of the total votes cast in favour or against.
4. Central Depository Services (India) Limited (CDSL), the recognized agency selected by your Company to provide a secure e-voting platform for the remote e-voting process, allotted E-Voting Serial Number (EVSN) 230904095 for the same. CDSL also provided the web-based platform for conducting the AGM through VC.
5. 21st September 2023 was fixed as the cut-off date for determining the eligibility to vote. The remote e-voting facility prior to the AGM was made available from 9.00 AM on 26th September 2023 to 5.00 PM on 28th September 2023.
6. At the AGM, Secretary announced that the remote e-voting facility was made available by CDSL during the AGM to enable members present at the AGM through VC and who did not cast their vote through remote e-voting prior to the AGM, to exercise their voting rights.
7. The prescribed particulars with regard to the remote e-voting process were duly advertised in Business Line (English – All Editions) and in Makkal Kural (Tamil Nadu Edition) on 6th September 2023. The advertisement also stated the manner in which the Members who had not registered their e-mail address could register the same with the Company.
8. The Company completed the dispatch of Annual Report for 2022-2023 containing Notice, Directors' Report, Statutory Auditors Report, Secretarial Auditors Report and Financial Statements by e-mail to the Members by 7th September 2023.




9. On the completion of the e-voting process:
- 9.1 I unblocked the votes cast through remote e-voting, both prior to and at the AGM, in the presence of two witnesses not in the employment of the Company.
- 9.2 I scrutinised the votes cast through remote e-voting and validated the same with the list of eligible members and their holding as on the cut-off date.
10. I have also verified and confirm that:
- 10.1. No voting rights had been exercised in respect of the equity shares lying with IEPF.
- 10.2. No member who had exercised their vote through remote e-voting facility participated in the e-voting process at the AGM.
11. I have recorded particulars of the votes cast through remote e-voting in a separate register maintained by me in electronic form.



12. The combined results of voting through remote e-voting prior to and at the AGM are as under:

Resolution No	Votes cast in favour			Votes cast against		
	No. of Members voted	No. of Votes	Percentage of votes	No. of Members voted	No. of Votes	Percentage of votes
1	35	2280568	99.98%	1	480	0.02%
2	36	2281048	100%	0	0	0%
3	35	2280568	99.98%	1	480	0.02%
4	35	2280568	99.98%	1	480	0.02%
5	35	2280568	99.98%	1	480	0.02%
6	35	2280568	99.98%	1	480	0.02%

13. All the six resolutions have been passed with requisite majority.


R. PALANIAPPAN
Chartered Accountant
Membership No. 205112
Scrutiniser for the AGM
UDIN: 23205112BGTRFD8491



Date: 29th September 2023
Place: Chennai