

THE RAMARAJU SURGICAL COTTON MILLS LIMITED

Manufacturers of Antiseptic Dressings

F.No. MSEI /2020

September 15, 2020

Head-Listing,
Metropolitan Stock Exchange of India Limited,
Vibgyor Towers, 4th Floor,
Plot No. C-62, G-Block,
Opp. Trident Hotel,
Bandra Kurla Complex,
Bandra (E),
Mumbai - 400 098.
India

Symbol: RAMARAJU

Dear Sirs,

Sub: Submission of Voting Results and Scrutiniser's Report

We wish to inform you that the Annual General Meeting of the Company was held on Tuesday, the 15th September, 2020, through Video Conferencing / Other Audio Visual means and all the 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 are 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, Scrutiniser is enclosed as Annexure B.

Thanking you,

Yours faithfully,

For THE RAMARAJU SURGICAL COTTON MILLS LIMITED,

A. Emrajan

**A. EMARAJAN
COMPANY SECRETARY**

Encl.: As above



9/15/2020

Report.pdf.html

General information about company	
Scrip code	000000
NSE Symbol	
MSEI Symbol	RAMARAJU
ISIN	INE328E01027
Name of the company	THE RAMARAJU SURGICAL COTTON MILLS LIMITED
Type of meeting	AGM
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	15-09-2020
Start time of the meeting	09:30 AM
End time of the meeting	09:44 AM

For THE RAMARAJU SURGICAL COTTON MILLS LTD.

A. Emrajan
(A. EMARAJAN)
COMPANY SECRETARY.

Scrutinizer Details	
Name of the Scrutinizer	R. PALANIAPPAN
Firms Name	N.A. JAYARAMAN & CO
Qualification	CA
Membership Number	205112
Date of Board Meeting in which appointed	29-05-2018
Date of Issuance of Report to the company	15-09-2020

For THE RAMARAJU SURGICAL COTTON MILLS LTD

A. Emarajan
(A. EMARAJAN)
COMPANY SECRETARY.

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Adoption of Financial Statements (both Separate and Consolidated) for the year ended 31st March 2020					
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	1700280	1700280	100	1700280	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1700280	1700280	100	1700280	0	100
Public-Institutions	E-Voting	200	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		200	0	0	0	0	0
Public- Non Institutions	E-Voting	2246080	340632	15.1656	291352	49280	85.5328	14.4672
	Poll							
	Postal Ballot (if applicable)							
	Total		2246080	340632	15.1656	291352	49280	85.5328
Total		3946560	2040912	51.7137	1991632	49280	97.5854	2.4146
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For THE RAMARAJU SURGICAL COTTON MILLS LTD

A. Emarajan
(A. EMARAJAN)
COMPANY SECRETARY.

Voting results	
Record date	09-09-2020
Total number of shareholders on record date	1321
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	7
b) Public	20
No. of resolution passed in the meeting	6
Disclosure of notes on voting results	

For THE RAMARAJU SURGICAL COTTON MILLS LTD

A. Emajian
(A. EMARAJAN)
COMPANY SECRETARY.

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Declaration of dividend for the year 2019-20 at the rate of Rs. 0.50 per share.				
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	1700280	1700280	100	1700280	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1700280	1700280	100	1700280	0	100
Public-Institutions	E-Voting	200	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		200	0	0	0	0	0
Public- Non Institutions	E-Voting	2246080	340632	15.1656	291352	49280	85.5328	14.4672
	Poll							
	Postal Ballot (if applicable)							
	Total		2246080	340632	15.1656	291352	49280	85.5328
Total		3946560	2040912	51.7137	1991632	49280	97.5854	2.4146
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

for THE RAMARAJU SURGICAL COTTON MILLS LTD

A. Emarajan
(A. EMARAJAN)
COMPANY SECRETARY,

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

For THE RAMARAJU SURGICAL COTTON MILLS LTD

A. Emarajan
(A. EMARAJAN)
COMPANY SECRETARY.

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Appointment of Shri P.R. Venketrama Raja as Director, who retires by rotation				
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	1700280	1700280	100	1700280	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1700280	1700280	100	1700280	0	100
Public-Institutions	E-Voting	200	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		200	0	0	0	0	0
Public- Non Institutions	E-Voting	2246080	340632	15.1656	291352	49280	85.5328	14.4672
	Poll							
	Postal Ballot (if applicable)							
	Total		2246080	340632	15.1656	291352	49280	85.5328
Total		3946560	2040912	51.7137	1991632	49280	97.5854	2.4146
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For THE RAMARAJU SURGICAL COTTON MILLS LTD

A. Emarajan
(A. EMARAJAN)
COMPANY SECRETARY.

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

of THE RAMARAJU SURGICAL COTTON MILLS LTD

A. Emarajan
(A. EMARAJAN)
COMPANY SECRETARY.

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Appointment of Shri N.K. Shrikantan Raja as Director, who retires by rotation				
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	1700280	1700280	100	1700280	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1700280	1700280	100	1700280	0	100
Public-Institutions	E-Voting	200	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		200	0	0	0	0	0
Public- Non Institutions	E-Voting	2246080	340632	15.1656	291352	49280	85.5328	14.4672
	Poll							
	Postal Ballot (if applicable)							
	Total		2246080	340632	15.1656	291352	49280	85.5328
Total		3946560	2040912	51.7137	1991632	49280	97.5854	2.4146
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution								

for THE RAMARAJU SURGICAL COTTON MILLS LTD

A. Emrajan
(A. EMARAJAN)
COMPANY SECRETARY.

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

For THE RAMARAJU SURGICAL COTTON MILLS LTD

A. Emarajan
(A. EMARAJAN)
COMPANY SECRETARY.

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for continuing the Directorship of Shri P.J. Alaga Raja, Independent Director				
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	1700280	1700280	100	1700280	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1700280	1700280	100	1700280	0	100
Public-Institutions	E-Voting	200	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		200	0	0	0	0	0
Public- Non Institutions	E-Voting	2246080	340632	15.1656	291352	49280	85.5328	14.4672
	Poll							
	Postal Ballot (if applicable)							
	Total		2246080	340632	15.1656	291352	49280	85.5328
Total		3946560	2040912	51.7137	1991632	49280	97.5854	2.4146
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For THE RAMARAJU SURGICAL COTTON MILLS LTD

A. Emarajan
(A. EMARAJAN)
COMPANY SECRETARY

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

For THE RAMARAJU SURGICAL COTTON MILLS LTD.

A. Emrajan
(A. EMARAJAN)
COMPANY SECRETARY.

Resolution(6)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Ratification of remuneration of Rs. 1,30,000/- plus applicable taxes and out of pocket expenses payable to Shri M. Kannan, Cost Auditors of the Company, for the financial year 2020-21.					
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	1700280	1700280	100	1700280	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1700280	1700280	100	1700280	0	100
Public- Institutions	E-Voting	200	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		200	0	0	0	0	0
Public- Non Institutions	E-Voting	2246080	340632	15.1656	291352	49280	85.5328	14.4672
	Poll							
	Postal Ballot (if applicable)							
	Total		2246080	340632	15.1656	291352	49280	85.5328
Total		3946560	2040912	51.7137	1991632	49280	97.5854	2.4146
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For THE RAMARAJU SURGICAL COTTON MILLS LTD.

A. Emarajan
 (A. EMARAJAN)
 COMPANY SECRETARY.

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

For THE RAMARAJU SURGICAL COTTON MILLS LTD

A. Emrajan
(A. EMARAJAN)
COMPANY SECRETARY.

R. PALANIAPPAN
CHARTERED ACCOUNTANT

No.9 Cedar Wood,
No.11, 4th Main Road,
Raja Annamalaipuram,
Chennai 600 028

15 September 2020

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 80th Annual General Meeting on 15th September 2020 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 80th 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) circulars dated 5th May 2020, 8th April 2020 and 13th April 2020 and SEBI circular dated 12th May 2020 in respect of all the six resolutions to be considered at the 80th AGM.
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 Financial Statements (both Separate and Consolidated) for the year ended 31st March 2020
2.	Ordinary	Ordinary	Declaration of dividend for the year 2019-20 at the rate of Rs. 0.50 per share.
3.	Ordinary	Ordinary	Reappointment of Shri. P.R. Venketrama Raja, as a Director, liable to retire by rotation.
4.	Ordinary	Ordinary	Reappointment of Shri. N.K. Shrikantan Raja, as a Director, liable to retire by rotation.
5.	Special	Special	Approval for continuing the Directorship of Shri P.J. Alaga Raja, Independent Director
6.	Special	Ordinary	Ratification of remuneration of Rs. 1,30,000/- plus applicable taxes and out of pocket expenses payable to Shri M. Kannan, Cost Auditors of the Company, for the financial year 2020-21.

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



R. PALANIAPPAN
CHARTERED ACCOUNTANT

No.9 Cedar Wood,
No.11, 4th Main Road,
Raja Annamalaipuram,
Chennai 600 028

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) 200903005 for the same. CDSL also provided the web-based platform for conducting the AGM through VC.
5. The remote e-voting facility prior to the AGM was made available from 9.00 AM on 12th September 2020 to 5.00 PM on 14th September 2020.
6. The 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 on 04-08-2020 in Business Standard (English – All Editions) and in Dinamani (Tamil – Madurai Edition). 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 despatch of Annual Report for 2019-20 containing Notice, Directors' Report, Statutory Auditors Report, Secretarial Auditors Report and Financial Statements by e-mail to the Members by 24-08-2020.
9. 9th September, 2020 was fixed as the cut-off date for determining the eligibility to vote.
10. On the completion of the e-voting process:
 - 10.1 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.
 - 10.2 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.
11. I have also verified and confirm that:
 - 11.1. No voting rights had been exercised in respect of the equity shares lying in IEPF Account.
 - 11.2. No member who had exercised their vote through remote e-voting facility participated in the e-voting process at the AGM.



R. PALANIAPPAN
CHARTERED ACCOUNTANT

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12. I have recorded particulars of the votes cast through remote e-voting in a separate register maintained by me in electronic form.
13. 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	47	19,91,632	97.59	1	49,280	2.41
2	47	19,91,632	97.59	1	49,280	2.41
3	47	19,91,632	97.59	1	49,280	2.41
4	47	19,91,632	97.59	1	49,280	2.41
5	47	19,91,632	97.59	1	49,280	2.41
6	47	19,91,632	97.59	1	49,280	2.41

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

R. Palaniappan
R. PALANIAPPAN
Chartered Accountant
Membership No. 205112
Scrutiniser for the AGM
UDIN: 20205112AAAAJA7142



Revised
For THE RAMARAJU SURGICAL COTTON MILLS LTD
A. Emarajan
(A. EMARAJAN)
COMPANY SECRETARY

Date: 15th September 2020
Place: Chennai