

THE RAMARAJU SURGICAL COTTON MILLS LIMITED

Manufacturers of Antiseptic Dressings

F.No. CS /2024-25_70

28th August, 2024

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 84th 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 84th Annual General Meeting of the Company was held on Wednesday, the 28th August, 2024 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**.

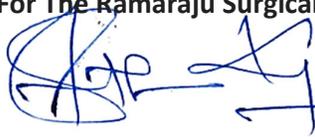
In compliance of Rule 20 of Companies (Management and Administration) Rules, 2014, the Scrutiniser's Report issued by Shri. M.R.L. Narasimha, Scrutinizer is enclosed as **Annexure - B**.

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

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Annexure A

VOTING RESULTS

Type of Meeting	AGM
Date of the Declaration of Results	28-08-2024
Total No. of shareholders on record date (21-08-2024)	1531
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	34

Agenda wise disclosure

Agenda 1: Adoption of Company's Separate and Consolidated Audited Financial Statements and the Reports of the Board of Directors and Auditors for the year ended 31st March 2024.

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	31,77,863	31,76,677	99.963	31,76,677	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		31,76,677	99.963	31,76,677	-	100.00	-
Public - Institutions	E-Voting	86,760	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public – Non Institutions	E-Voting	25,50,504	2,37,725	9.321	2,37,555	170	99.928	0.072
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		2,37,725	9.321	2,37,555	170	99.928	0.072
TOTAL		58,15,127	34,14,402	58.716	34,14,232	170	99.995	0.005

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 : L17111TN1939PLC002302

GSTIN : 33 AACT4 308D1ZX

THE RAMARAJU SURGICAL COTTON MILLS LIMITED

Manufacturers of Antiseptic Dressings

Agenda 2: 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
Promoters and Promoters group	E-Voting	31,77,863	31,76,677	99.963	31,76,677	-	100.00	-
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Public - Institutions	E-Voting	86,760	-	-	-	-	-	-
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Agenda 3: 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
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	Total		31,76,677	99.963	31,76,677	-	100.00	-
Public - Institutions	E-Voting	86,760	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public – Non Institutions	E-Voting	25,50,504	2,37,725	9.321	2,37,555	170	99.928	0.072
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		2,37,725	9.321	2,37,555	170	99.928	0.072
TOTAL		58,15,127	34,14,402	58.716	34,14,232	170	99.995	0.005

The resolution has been passed with requisite majority.



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Agenda 4: Ratification of remuneration of Rs.1,90,000/- plus applicable taxes and out of pocket expenses payable to Shri M. Kannan, Cost Auditor of the Company, for the year 2024-25.

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		-	-	-	-	-	-
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	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		2,37,725	9.321	2,37,555	170	99.928	0.072
TOTAL		58,15,127	34,14,402	58.716	34,14,232	170	99.995	0.005

The resolution has been passed with requisite majority.



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Agenda 5: Approval for the amendment of Articles of Association of the Company.

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	31,77,863	31,76,677	99.963	31,76,677	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		31,76,677	99.963	31,76,677	-	100.00	-
Public - Institutions	E-Voting	86,760	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public – Non Institutions	E-Voting	25,50,504	2,37,725	9.321	2,37,555	170	99.928	0.072
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		2,37,725	9.321	2,37,555	170	99.928	0.072
TOTAL		58,15,127	34,14,402	58.716	34,14,232	170	99.995	0.005

The resolution has been passed with requisite majority.

For The Ramaraju Surgical Cotton Mills Limited,




P. Muthukumar
Company Secretary & Compliance Officer
Mem. No.: F12904



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CIN : L17111TN1939PLC002302

GSTIN : 33 AACT4 308D1ZX

August 28, 2024

REPORT OF SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman,

84th (Eighty Four) Annual General Meeting (AGM) of the Equity Shareholders of THE RAMARAJU SURGICAL COTTON MILLS LIMITED held on Wednesday, August 28, 2024, at 09:30 a.m. through Video Conferencing (VC) or Other Audio-Visual Means (OAVM).

Dear Sir,

I, M.R.L. Narasimha, Practising Company Secretary, office at 'Lotus' 370-A Alagesan Road SB Mission Post Coimbatore 641-011, appointed as Scrutinizer by the Board of Directors of THE RAMARAJU SURGICAL COTTON MILLS LIMITED (the Company) for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 84th Annual General Meeting of the Equity Shareholders of the Company held on Wednesday, August 28, 2024, at 09:00 a.m. through VC, submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by the shareholders on the resolutions proposed in the Notice of the 84th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through e-voting (remote e-voting) and by electronic voting (e-voting) at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favor or against if any, to the Chairman on the resolutions.
2. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by Central Depository Services (India) Limited (CDSL)



3. In accordance with the Notice of the 84th Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on August 07, 2024, the remote e-voting opened at 9:00 AM on August 25, 2024 and remained open up to 5:00 PM on August 27, 2024.
4. After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through e-voting facility provided by CDSL at the AGM.
5. The Equity Shareholders holding shares as on August 21, 2024, "cut off date", were entitled to vote electronically on the resolutions stated in the Notice of the 84th Annual General Meeting of the Company.
6. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of Central Depository Services Limited ([https:// www.evotingindia.com](https://www.evotingindia.com)) in the presence of two witnesses Mr. M.L. Adithya Sudharshan, Ms. Jayanthi Narasimha, who are not in the employment of the company, at 10.31 AM on August 28, 2024 . The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared.
8. Based on the data downloaded from CDSL e-voting system, the total votes cast in favor or against all the resolutions proposed in the Notice dated May 29, 2024 of the AGM are as under



Consolidated Results

a) Resolution-1: Ordinary Resolution

Adoption of Company's Separate and Consolidated Audited Financial Statements and the Reports of the Board of Directors and Auditors for the year ended 31st March 2024

Particulars	Remote E-Voting and E-Voting at the AGM		Percentage
	No of Folios	Number of Votes	
Assent	31	34,14,232	99.99
Dissent	1	170	0.01
Total	32	34,14,402	100

Mr. R.

Consolidated Results

b) Resolution-2: Ordinary Resolution

Reappointment of Shri. P. R. Venketrama Raja (DIN: 00331406), as a Director, liable to retire by rotation

Particulars	Remote E-Voting and E-Voting at the AGM		Percentage
	No of Folios	Number of Votes	
Assent	31	34,14,232	99.99
Dissent	1	170	0.01
Total	32	34,14,402	100



Consolidated Results

c) Resolution-3: Ordinary Resolution

Reappointment of Shri. N. K. Shrikantan Raja (DIN: 00350693), as a Director, liable to retire by rotation

Particulars	Remote E-Voting and E-Voting at the AGM		Percentage
	No of Folios	Number of Votes	
Assent	31	34,14,232	99.99
Dissent	1	170	0.01
Total	32	34,14,402	100

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Consolidated Results

d) Resolution-4: Ordinary Resolution

Ratification and confirmation of remuneration of Rs.1,90,000/-plus applicable taxes and out of pocket expenses payable to Shri M. Kannan, Cost Auditor of the Company, for the financial year 2024-25

Particulars	Remote E-Voting and E-Voting at the AGM		Percentage
	No of Folios	Number of Votes	
Assent	31	34,14,232	99.99
Dissent	1	170	0.01
Total	32	34,14,402	100

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Consolidated Results

e) Resolution-5: Special Resolution

Approval for amendment of Articles of Association of the Company by aligning with the provisions of the Companies Act,2013 and shall substitute in its entirety the existing Articles of Association

Particulars	Remote E-Voting and E-Voting at the AGM		Percentage
	No of Folios	Number of Votes	
Assent	31	34,14,232	99.99
Dissent	1	170	0.01
Total	32	34,14,402	100

MR

M.R.L. Narasimha BCom, FCS
PRACTISING COMPANY SECRETARY

- f) All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 84th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Place:- Coimbatore

Date:- 28-08-2024

UDIN:- F002851F001058631

M.R.L. NARASIMHA. B.Com.,FCS
Practising Company Secretary
M.No: 2851 C. P. 799, PR. No. 1420/2021
Hus' 370-A, Alagesan Rd, SB Mission Post,
Coimbatore - 641 011

Witness-1

M.L. Adithya Sudharshan
M.L. Adithya Sudharshan

Lotus 370-A

Alagesan Road

S.B. Mission Post

Coimbatore 641-011

M.R.L. Narasimha

M.R.L. Narasimha

Practicing Company Secretary

FCS:- 2851

COP:- 799

PRC:1420/2021

Witness-2

Jayanthi Narasimha

Jayanthi Narasimha

Lotus 370-A

Alagesan Road

S.B. Mission Post

Coimbatore 641-011

Based on the Scrutinizer's report the resolutions 1 to 5 has been passed with requisite majority.

For THE RAMARAJU SURGICAL COTTON MILLS LIMITED

RAMKUMAR Digitally signed by
RAMKUMAR RAJA N R K
RAJA N R K Date: 2024.08.28
15:41:59 +05'30'

N.R.K. Ramkumar Raja
Managing Director



**THE INSTITUTE OF
Company Secretaries of India**

भारतीय कम्पनी सचिव संस्थान

IN PURSUIT OF PROFESSIONAL EXCELLENCE
Statutory body under an Act of Parliament
(Under the jurisdiction of Ministry of Corporate Affairs)

For Any Query : UDIN@icsi.edu

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RSCM | RCM report | 28/8/24

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