

R M DRIP AND SPRINKLERS SYSTEMS LIMITED

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CIN : L27200MH2004PLC150101



Date: 16th May 2023

To,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051, Maharashtra, India

Dear Sir / Madam,

NSE SYMBOL: RMDRIP

Subject: Disclosure of Voting Results of the Postal Ballot Meeting.

Pursuant to the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are hereby enclosing voting results in the prescribed format along with Scrutinizers report dated 15th May 2023 and wish to state that the resolutions stated in the Notice of Postal Ballot dated 13th April 2023 have been duly passed with requisite majority.

Kindly take the same on record.

Thanking you.

Yours Faithfully,
For R M Drip and Sprinklers Systems Limited



Anita Vasant Pagare
Company Secretary & Compliance Officer
FCS No. F12565
Place: Nashik



Poonamchand Kanojia & Co.

Company Secretaries

Peer Reviewed Unit

SCRUTINIZER'S REPORT ON POSTAL BALLOT (E-VOTING)

of R M Drip and Sprinklers Systems Limited

[Pursuant to Section 108 and 110 of the Companies Act, 2013 and rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and in term of Chapter IX of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018]

To,
R M Drip and Sprinklers Systems Limited
Registered Address
Gat No. 475,
Village Gonde,
Taluka Sinnar
Nashik Maharashtra 422113

Kind Attention: Mr. Somnath Khanderao Date, Chairperson

Respected Sir,

Subject: Report of Scrutinizer on Postal Ballot process conducted through Remote E-voting pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 ('the Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and MCA circulars (mentioned herein below) and in term of Chapter IX of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

I, Poonamchand Kanojia, Proprietor of M/s. Poonamchand Kanojia & Co, Practicing Company Secretaries, was appointed as Scrutinizer in the meeting of Board of Directors of R M Drip and Sprinklers Systems Limited [the Company] held on 13th April 2023, for the purpose of scrutinizing the Postal Ballot voting conducted by way of remote e-voting process only in a fair and transparent manner and ascertain the requisite majority on the resolutions contained in the Postal Ballot Notice dated 13th April 2023, issued in accordance with MCA circulars, including General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021 and General Circular No. 11/2022 dated December 28, 2022 and other relevant circulars, as amended from time to time, issued by the Ministry of Corporate Affairs, SEBI ((Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard on General Meetings ("SS 2") issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations.

I, submit my report as under:

1. The said appointment as Scrutinizer is under the provisions of Section 110 of the Companies Act 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended and in term of Chapter IX of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018;
2. The members of the Company as on the "cut-off" date" i.e, 14th April 2023 were entitled to avail facility of remote e-voting on the resolutions set out in the Notice of Postal Ballot dated 13th April 2023;



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3. The Company had appointed Bigshare Services Pvt Ltd for providing the facility of remote e-voting to the members of the Company. The service provider has provided Bigshare i-Vote E-Voting System platform for recording the votes of the shareholders electronically;
4. The e-voting period started on Sunday 16th April 2023 09:00 AM [IST] and ended on Monday 15th May 2023 05:00 PM [IST];
5. The votes cast under remote e-voting facility were thereafter unblocked and were counted on Monday 15th May 2023 after the end of the e-voting time;
6. I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the Bigshare i-Vote E-Voting System platform and have maintained a electronic register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended;
7. The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolution contained in the notice of Postal Ballot;
8. My responsibility as Scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes casting favour or against the said resolution;
9. I now submit my Scrutinizer Report on the results of the voting by postal ballot only through the remote e-voting process in respect of the said resolution as under;



Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				MIGRATION OF LISTING / TRADING OF EQUITY SHARES OF THE COMPANY FROM NSE EMERGE/SME EXCHANGE PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED (NSE) TO MAIN BOARD OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED AS WELL AS ON MAIN BOARD OF BSE LTD.				
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	3477077*	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	3477077*	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	3212923	1188000	36.9757	1188000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	3212923	1188000	36.9757	1188000	0	100.0000	0.0000
Total	Total	6690000	1188000	17.7578	1188000	0	100.0000	0.0000

**Please note that votes cast by Promoter/Promoter Group have not been considered and votes cast by only public shareholders have been considered for the results of e-voting for the resolution in accordance with the regulation 277 of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.*

Based on the above facts, the Special Resolution in item number 1 has been passed with requisite majority. This is to further mention that the votes cast by shareholders other than promoters are in favour of the resolution and more than two times the number of votes cast by shareholders other than promoter shareholders against the resolution.

Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO APPOINT MS. KAVITA PANDARE [DIN 09109027] AS AN NON-EXECUTIVE INDEPENDENT WOMEN DIRECTOR OF THE COMPANY FOR A TERM OF 5 YEARS COMMENCING FROM 11TH MARCH 2023.				
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	3477077	3467339	99.7199	3467339	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3477077	3467339	99.7199	3467339	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	3212923	1188000	36.9757	1188000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3212923	1188000	36.9757	1188000	0	100.0000
Total	Total	6690000	4655339	69.5865	4655339	0	100.0000	0.0000

Based on the above facts, as the number of votes cast in favour of the resolution was not less than three times the number of votes cast against, I report that the Special Resolution in item number 2 is passed with requisite majority.



Resolution (3)								
Resolution required: (Ordinary / Special)					Ordinary			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					TO APPROVE THE REQUESTS RECEIVED FROM VIJAYKUMAR HANMANT KSHIRSAGAR, SHUBHANGI VIJAYKUMAR KSHIRSAGAR, ARJUN RAMJI MAKANI, LILABEN ARJUN MAKANI, VINOD ARJUN MAKANI & SHIVLAL ARJUN MAKANI PERSONS BELONGING TO THE PROMOTER AND PROMOTER GROUP OF THE COMPANY, FOR RE-CLASSIFICATION FROM THE 'PROMOTER AND PROMOTER GROUP' CATEGORY TO 'PUBLIC' CATEGORY SHAREHOLDER.			
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	3477077	3467339	99.7199	3467339	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3477077	3467339	99.7199	3467339	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	3212923	1188000	36.9757	1188000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3212923	1188000	36.9757	1188000	0	100.0000
Total	Total	6690000	4655339	69.5865	4655339	0	100.0000	0.0000

Based on the above facts, as the number of votes cast in favour of the resolution exceed the votes cast in against, I report that the Ordinary Resolution in item number 3 is passed with requisite majority.



Poonamchand Kanojia & Co.

Company Secretaries

Peer Reviewed Unit

The Chairman/ Authorised representative may accordingly declare the result of voting through remote E-voting facility in respect of Resolution's mentioned in the Notice.

All relevant records in relation to the postal ballot voting including voting by electronic means are kept in my custody and shall be handed over to the management of the Company.

For Poonamchand Kanojia & Co
Company Secretaries



Poonamchand Kanojia

Proprietor

Membership Number A61027

COP Number 25658

PRC: 2170/2022

Firm Unique Code S2022MH862100

UDIN: A061027E000310727

Date: 15th May 2023