

8th March, 2024

National Securities Depository Limited
4th Floor, 'A' Wing, Trade World, Lower Parel,
Kamala Mills Compound,
Senapati Bapat Marg,
Mumbai – 400013

Sub. : Intimation of voting results of postal ballot and submission of Scrutinizer's report.

With reference to above, we hereby inform you that pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended, and as per Postal Ballot Notice dated 1st February, 2024, the members of the Company have passed the following resolution unanimously through the Postal Ballot process, results of which were declared today i.e. Friday, 8th March, 2024.

1. Ordinary Resolution: Approval for related party transaction with J. L. Morison (India) Limited.

The Board of Directors of the Company have appointed CS Mohan Ram Goenka, Practicing Company Secretary (FCS No.: 4515/CP No.: 2551), Partner, MR & Associates, Company Secretaries, Kolkata, as the scrutinizer for conducting the postal ballot and e-voting process in accordance with law in a fair and transparent manner.

The voting period commenced on Wednesday, 7th February, 2024, (9:00 a.m.) and ended on Thursday, 7th March, 2024 (5:00 p.m.).

The results of the postal ballot along with the Scrutinizer's Report are enclosed for your information and record.

Kindly take the above on your record and acknowledge the receipt of the same.

Thanking you.

Yours faithfully,

For Rasoi Limited

Naresh Patangi

Naresh Patangi

Executive Director

Company Secretary and Compliance

DIN: 05244530 & Membership No: FCS – 8112



Encl: As stated above

POSTAL BALLOT VOTING RESULTS

| | |
|---|----------------------|
| Company Name | RASOI LIMITED |
| Date of Notice of Postal Ballot | 01-February-2024 |
| Date of Declaration of Results of Postal Ballot | 08-March-2024 |
| Total number of shareholders on cut-off date (02.02.2024) | 1158 |

Resolution No. 1

Ordinary Resolution: Approval for Related Party Transaction with J. L. Morison (India) Limited.

| Particulars | No. of votes contained in | | | | | | Percentage (%) |
|---------------------|---------------------------|-------|-----------------|-------|-------|-------|----------------|
| | e-voting | | Physical Ballot | | Total | | |
| | No. | Votes | No. | Votes | No. | Votes | |
| Assent | 30 | 70931 | 0 | 0 | 30 | 70931 | 100.00 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| Total | 30 | 70931 | 0 | 0 | 30 | 70931 | 100.00 |
| Invalid/ Abstain | 0 | 0 | 0 | 0 | - | - | - |

Invalid Votes: Nil

The aforesaid Ordinary Resolution has been passed unanimously.

For Rasoi Limited

Naresh Patangi



Naresh Patangi

Executive Director, Company Secretary & Compliance Officer

DIN: 05244530 & Membership No: FCS - 8112

Place: Kolkata

Date: 08.03.2024



MR & Associates

COMPANY SECRETARIES

46, B. B. Ganguly Street, 406, Kolkata - 700 012

Tel No: 033 2237 9517 / 4007 7907

Email : mrasso1996@gmail.com / goenkamohan@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to Section 108 & 110 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014, as amended]

To,
The Chairman
Rasoi Limited
"Rasoi Court",
20, Sir R N Mukherjee Road,
Kolkata-700001

Dear Sir,

1. I, Mohan Ram Goenka, a Company Secretary in Practice (FCS No. 4515, CP No. 2551), Partner of MR & Associates, was duly appointed as a Scrutinizer by the Board of Directors of Rasoi Limited (herein after referred to as "the Company") for the purpose of Scrutinizing the postal ballot/e-voting process under the provisions of Sections 108 & 110 of the Companies Act, 2013 (herein after referred to as "the Act"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, and rules made thereunder as amended (including any statutory modification(s) or re enactment(s) thereof for the time being in force.
2. The Management of the Company is responsible to ensure the Compliance with the requirements of the Act and Rules relating to Postal Ballot on the resolution proposed in the Notice of the Postal Ballot dated February, 1, 2024. My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolution proposed in the Notice of the Postal Ballot, based on the report provided by National Securities Depository Limited (NSDL), the agency engaged by the Company to provide e-voting facility for voting through electronic means.
3. The Members holding equity shares as on the "cut-off date" i.e. February 2, 2024, were entitled to vote on the resolution proposed in the Notice of Postal Ballot dated February, 1, 2024, either by physical ballot or remote e-voting.
4. In terms of the aforesaid Postal Ballot Notice dated February, 1, 2024, the voting period commenced on Wednesday, February 07, 2024 (09.00 a.m. IST) and ended on Thursday, March 07, 2024 (5.00 p.m. IST) for voting through physical ballot or remote e-voting. The e-voting facility was provided by National Securities Depository Limited (NSDL).
5. At the end of the e-voting period on Thursday, March 07, 2024 (5.00 p.m. IST), the voting portal of NSDL was blocked forthwith.
6. The votes were unblocked in the presence of 2 (two) witnesses, neither of whom are in the employment of the Company, and e-voting summary statement was downloaded from the e-voting website of NSDL (<https://www.evoting.nsdl.com>).



7. My report on the results of the voting is based on the data downloaded from National Securities Depository Limited (NSDL) and the votes cast through physical ballot forms received respectively in respect of the resolution contained in the Notice of the Postal Ballot dated February 1, 2024.
8. 30 members have casted their votes through remote e-voting platform, data downloaded from National Securities Depository Limited (NSDL), and none of the members have casted their votes through physical ballot forms. The brief analysis of the results of the voting through remote e-voting and physical ballot, are as under:

ITEM NO. 1 - ORDINARY RESOLUTION:**APPROVAL FOR RELATED PARTY TRANSACTION WITH J. L. MORISON (INDIA) LIMITED**

| Particulars | No. of votes contained in | | | | | | Percentage (%) |
|---------------------|---------------------------|-------|-----------------|-------|-------|-------|----------------|
| | e-voting | | Physical Ballot | | Total | | |
| | No. | Votes | No. | Votes | No. | Votes | |
| Assent | 30 | 70931 | 0 | 0 | 30 | 70931 | 100.00 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| Total | 30 | 70931 | 0 | 0 | 30 | 70931 | 100.00 |
| Invalid/ Abstain | 0 | 0 | 0 | 0 | - | - | - |

9. Based on the foregoing, I hereby certify that Resolution No. 1 as mentioned in the Postal Ballot Notice dated February 1, 2024, have been passed unanimously.

All relevant records of voting process given / provided / maintained in electronic mode and the postal ballot forms will remain in our custody until the Chairman considers, approves and signs the minutes of the Postal Ballot and the same shall be handed over / emailed thereafter to the Chairman or Company Secretary for preserving safely.

For MR & Associates
Company Secretaries
A Peer Reviewed Firm
Peer Review Certificate No.: 720/2020

MOHAN RAM
GOENKA

Digitally signed by MOHAN
RAM GOENKA
Date: 2024.03.08 13:36:12
+05'30'

[M R Goenka]
Partner

FCS No. 4515, C P No.: 2551
UDIN No.: F004515E003558142



Place: Kolkata
Date: 08.03.2024



Countersigned by
For Rasoi Limited

Naresh Patangi

Naresh Patangi

Executive Director, Company Secretary & Compliance Officer
DIN: 05244530 & Membership No. FCS-8112