

12th September, 2023

Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

Scrip Code: 522281

National Stock Exchange of India Limited

Exchange Plaza, Plot No. C-1,
Block G, Bandra – Kurla Complex,
Bandra (East), Mumbai – 400 051

Symbol: RAMRAT

Dear Sir/Madam,

Sub.: Intimation under Regulation 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Brief proceedings and details of voting results along with scrutinizers report.

Pursuant to the Regulation 30 read with Para A of Part A of Schedule III and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations"), the summary of proceedings of the 31st Annual General Meeting (AGM) of the Company held on Tuesday, 12th September, 2023 at 11:00 a.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM), is annexed as **Annexure – I**.

Further pursuant to regulation 44(3) of the Listing Regulations and Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, we are also submitting herewith the voting results of the business(es) transacted at the AGM, along with the consolidated report of the scrutinizer dated 12th September, 2023 attached as **Annexure – II** and **Annexure – III** respectively.

All the resolutions at the AGM were passed with the requisite majority.

The voting results along with Scrutinizers Report are also being uploaded on the Company's website at <https://www.rrshramik.com/> and on the website of the National Securities Depository Limited at <https://www.evoting.nsdl.com/>.

You are requested to take the same on records.

Thanking you,

Yours faithfully,

For **Ram Ratna Wires Limited**,

Saurabh Gupta
Company Secretary & Compliance Officer
M. No. A53006

Annexure – I

SUMMARY OF THE PROCEEDINGS OF THE 31ST ANNUAL GENERAL MEETING (“AGM”) OF RAM RATNA WIRES LIMITED (“THE COMPANY”)

The 31st AGM of the Members of the Company was held on Tuesday, 12th September, 2023 through Video Conferencing / Other Audio Visual Means (VC/OAVM) in compliance with the applicable provisions of the Companies Act, 2013 read with the rules made thereunder as amended and the Circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI) to transact the businesses as stated in the notice dated 9th August, 2023, convening the AGM. The meeting commenced at 11:00 a.m. and concluded at 12:12 p.m. (including the time allowed for e-Voting during the AGM).

Shri Saurabh Gupta, Company Secretary of the Company, informed that, in accordance with the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India and in compliance with the applicable provisions of the Companies Act, 2013 and SEBI Listing Regulations the AGM was being held through Video Conferencing / Other Audio Visual Means. The address of the registered office of the Company shall be deemed venue of the AGM.

As the AGM was being held through Video Conferencing / Other Audio Visual Means and there was no physical attendance of Members, Members were informed that the requirement of appointing proxies was not applicable. Further, the Registers as required under the Companies Act, 2013 and other documents as mentioned in the Notice of the AGM were available for inspection in electronic mode.

Shri Gupta further introduced the honorable Chairman - Shri Tribhuvanprasad Rameshwarlal Kabra and requested him to occupy the Chair and preside over the meeting.

Shri Tribhuvanprasad Rameshwarlal Kabra, Chairman of the Company, chaired the proceedings of the meeting and after ascertaining requisite quorum being present through VC, called the meeting to order. Total 62 Members were present at the AGM through VC/OAVM facility provided by National Securities Depository Limited (NSDL). The Chairman welcomed all members and then introduced the members of the Board who were attending the meeting and confirmed the presence of Shri Rameshwarlal Kabra – Chairman Emeritus, Shri Mahendrakumar Rameshwarlal Kabra – Managing Director, Shri Hemant Mahendrakumar Kabra – President & CFO (Executive Director), Shri Sandeep Jhanwar – Independent Director and Chairman of the Audit Committee and Nomination & Remuneration Committee, Shri Kannan Ramamirtham – Independent Director and Chairman of Stakeholders Relationship Committee, Shri Ramesh Chandak – Independent Director and Chairman of CSR Committee and Smt. Payal Agarwal – Independent Woman Director. All the Board Members were present at the Meeting.

He further informed that Shri Yezdi Bhagwagar, Partner at M/s. Bhagwagar Dalal & Doshi, Statutory Auditors, and Shri Anup Khanna, Partner at M/s. Khanna & Co., Secretarial Auditors, of the Company were also attending the meeting.

The Chairman then addressed the Members highlighting the financial performance of the Company for the financial year 2022-23, new developments, Company's future outlook, etc.

Shri Saurabh Gupta, Company Secretary, informed the Members about the general instructions regarding participation in the meeting and for inspection of documents by Members.

Members were further informed that the Company had provided remote e-voting facility to all the Members to enable them to cast their votes electronically in respect of all the businesses to be transacted at the 31st Annual General Meeting in accordance with the provisions of the Companies Act, 2013 and applicable provisions of the Listing Regulations. The facility to vote by electronic means was kept open from Friday, 8th September, 2023, 9:00 A.M. to Monday, 11th September, 2023 at 5:00 P.M. Those Members who could not cast their vote by e-voting facility were requested to cast the Vote on resolutions through e-voting facility provided during the AGM and were informed that they shall be allowed to vote until 15 minutes after the conclusion of the meeting.

Shri Anup Vaibhav Khanna, Practicing Company Secretary, was appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

With the consent of the members present at the meeting, the notice convening the AGM and the Annual Report of the Company for the financial year ended 31st March, 2023 sent to all the Members was taken as read.

There were no qualifications, reservations or adverse remarks in the reports issued by the Statutory Auditors and Secretarial Auditors of the Company.

In terms of the Notice dated 9th August 2023 convening the 31st AGM of the Company, the following businesses were transacted at the meeting:

ORDINARY BUSINESS:

1. Adoption of Audited Financial Statements including Consolidated Financial Statements for the financial year ended 31st March, 2023 together with the Reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)
2. Declaration of dividend at the rate of Rs. 2.50/- per equity share (Face value Rs. 5/- each) for the financial year 2022-23. (Ordinary Resolution)
3. Re-appointment of Shri Hemant Mahendrakumar Kabra (DIN - 01812586) who retired by rotation at this Annual General Meeting and was re-appointed as a Director of the Company. (Ordinary Resolution)

SPECIAL BUSINESS:

4. Re-appointment of Shri Hemant Mahendrakumar Kabra, as an Executive Director of the Company. (Special Resolution)
5. Re-appointment of Shri Ramesh Chandak (DIN: 00026581) as an Independent Director of the Company. (Special Resolution)
6. Approval for alteration of Main Object Clause of the Memorandum of Association (MoA) of the Company. (Special Resolution)
7. Approval for alteration of Articles of Association (AoA) of the Company. (Special Resolution)
8. Approval for payment of commission to the Independent Directors of the Company. (Ordinary Resolution)
9. Ratification of remuneration payable to M/s. Poddar & Co., Cost Accountants (Firm Registration No. 101734), for the financial year ending 31st March, 2024. (Ordinary Resolution)
10. Approval for Grant of Employee Stock Options to the employees of the Company under 'RRWL Employee Stock Option Plan 2023'. (Special Resolution)
11. Approval for Grant of Employee Stock Options to the employees of the Subsidiary Companies of the Company under 'RRWL Employee Stock Option Plan 2023'. (Special Resolution)

Members who had registered with the Company as speaker Shareholders were invited to ask their queries or provide any suggestions relevant to the Company. Their queries or questions were suitably replied by Shri Saurabh Gupta, Company Secretary of the Company.

The Company Secretary, thereafter, thanked all the Members and the Directors for participating in the AGM and informed that the Members who did not vote earlier can cast their votes through NSDL e-voting facility which was open until the expiry of 15 minutes after the conclusion of the AGM. The Members were further informed that the consolidated voting results along with Scrutinizer's report will be disseminated to the Stock Exchanges on which the Company's shares are listed and will also be made available on the website of the Company at www.rrshramik.com and NSDL at www.evoting.nsdl.com within 2 (two) working days from the conclusion of the AGM.