

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.

Date of the AGM	12th September, 2023
Total number of shareholders on record date	18349
No. of Shareholders present in the meeting either in person or through proxy Promoters and Promoter Group: Public:	NA
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	16 46

Resolution required: (Ordinary/Special)			ORDINARY (01) : Adoption of Financial Statements : To receive, consider and adopt : (a) the Audited Financial Statements of the Company for the financial year ended 31st March, 2023, together with the Reports of the Board of Directors and the Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2023, together with the Report of the Auditors thereon.					
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 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	32139492	31490735	97.98	31490735	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		31490735	97.98	31490735	0	100.00	0.00
Public - Institutions	E-Voting	160167	152944	95.49	152944	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		152944	95.49	152944	0	100.00	0.00
Public - Non Institutions	E-Voting	11700341	642204	5.49	642204	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		642204	5.49	642204	0	100.00	0.00
Total		44000000	32285883	73.38	32285883	0	100.00	0.00

Resolution required: (Ordinary/Special)			ORDINARY (02) : Declaration of Dividend : To declare dividend on Equity Shares for the financial year ended 31st March, 2023.					
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 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	32139492	31490735	97.98	31490735	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		31490735	97.98	31490735	0	100.00	0.00
Public - Institutions	E-Voting	160167	160167	100.00	160167	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		160167	100.00	160167	0	100.00	0.00
Public - Non Institutions	E-Voting	11700341	642204	5.49	642204	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		642204	5.49	642204	0	100.00	0.00
Total		44000000	32293106	73.39	32293106	0	100.00	0.00

Resolution required: (Ordinary/Special)			ORDINARY (03) : Re-appointment of Shri Hemant Mahendrakumar Kabra as a Director, liable to retire by rotation : To appoint a Director in place of Shri Hemant Mahendrakumar Kabra (DIN - 01812586), who retires by rotation and being eligible, offers himself for re-appointment.					
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 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	32139492	31490735	97.98	31490735	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		31490735	97.98	31490735	0	100.00	0.00
Public - Institutions	E-Voting	160167	160167	100.00	0	160167	0.00	100.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		160167	100.00	0	160167	0.00	100.00
Public - Non Institutions	E-Voting	11700341	641804	5.49	641804	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		641804	5.49	641804	0	100.00	0.00
Total		44000000	32292706	73.39	32132539	160167	99.50	0.50

Resolution required: (Ordinary/Special)			SPECIAL (04) : To consider and approve the re-appointment of Shri Hemant Mahendrakumar Kabra, as an Executive Director of the Company.					
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 Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	$(3)=\{(2)/(1)\} \times 100$	4	5	$(6)=\{(4)/(2)\} \times 100$	$(7)=\{(5)/(2)\} \times 100$
Promoter and Promoter Group	E-Voting	32139492	31490735	97.98	31490735	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		31490735	97.98	31490735	0	100.00	0.00
Public - Institutions	E-Voting	160167	160167	100.00	42561	117606	26.57	73.43
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		160167	100.00	42561	117606	26.57	73.43
Public - Non Institutions	E-Voting	11700341	641804	5.49	641770	34	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		641804	5.49	641770	34	99.99	0.01
Total		44000000	32292706	73.39	32175066	117640	99.64	0.36

Resolution required: (Ordinary/Special)			SPECIAL (05) : To consider and approve the re-appointment of Shri Ramesh Chandak (DIN: 00026581) as an Independent Director of the Company.					
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 Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	$(3)=\{(2)/(1)\} \times 100$	4	5	$(6)=\{(4)/(2)\} \times 100$	$(7)=\{(5)/(2)\} \times 100$
Promoter and Promoter Group	E-Voting	32139492	31490735	97.98	31490735	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		31490735	97.98	31490735	0	100.00	0.00
Public - Institutions	E-Voting	160167	160167	100.00	131948	28219	82.38	17.62
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		160167	100.00	131948	28219	82.38	17.62
Public - Non Institutions	E-Voting	11700341	641804	5.49	641770	34	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		641804	5.49	641770	34	99.99	0.01
Total		44000000	32292706	73.39	32264453	28253	99.91	0.09

Resolution required: (Ordinary/Special)			SPECIAL (06) : To consider and approve the alteration of Main Object Clause of the Memorandum of Association (MoA) of the Company.					
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 Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	$(3)=\{(2)/(1)\} \times 100$	4	5	$(6)=\{(4)/(2)\} \times 100$	$(7)=\{(5)/(2)\} \times 100$
Promoter and Promoter Group	E-Voting	32139492	31490735	97.98	31490735	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		31490735	97.98	31490735	0	100.00	0.00
Public - Institutions	E-Voting	160167	160167	100.00	160167	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		160167	100.00	160167	0	100.00	0.00
Public - Non Institutions	E-Voting	11700341	641804	5.49	641769	35	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		641804	5.49	641769	35	99.99	0.01
Total		44000000	32292706	73.39	32292671	35	100.00	0.00

Resolution required: (Ordinary/Special)			SPECIAL (07) : To consider and approve the alteration of Articles of Association (AoA) of the Company.					
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 Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	$(3)=\{(2)/(1)\} \times 100$	4	5	$(6)=\{(4)/(2)\} \times 100$	$(7)=\{(5)/(2)\} \times 100$
Promoter and Promoter Group	E-Voting	32139492	31490735	97.98	31490735	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		31490735	97.98	31490735	0	100.00	0.00
Public - Institutions	E-Voting	160167	160167	100.00	160167	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		160167	100.00	160167	0	100.00	0.00
Public - Non Institutions	E-Voting	11700341	641804	5.49	641720	84	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		641804	5.49	641720	84	99.99	0.01
Total		44000000	32292706	73.39	32292622	84	100.00	0.00

Resolution required: (Ordinary/Special)			ORDINARY (08) : To consider and approve payment of commission to the Independent Directors of the Company.					
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 Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	$(3)=\{(2)/(1)\} \times 100$	4	5	$(6)=\{(4)/(2)\} \times 100$	$(7)=\{(5)/(2)\} \times 100$
Promoter and Promoter Group	E-Voting	32139492	31490735	97.98	31490735	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		31490735	97.98	31490735	0	100.00	0.00
Public - Institutions	E-Voting	160167	160167	100.00	160167	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		160167	100.00	160167	0	100.00	0.00
Public - Non Institutions	E-Voting	11700341	641804	5.49	641699	105	99.98	0.02
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		641804	5.49	641699	105	99.98	0.02
Total		44000000	32292706	73.39	32292601	105	100.00	0.00

Resolution required: (Ordinary/Special)			ORDINARY (09) : To consider and ratify the remuneration payable to M/s. Poddar & Co., Cost Accountants (Firm Registration No. 101734), for the financial year ending 31st March, 2024.					
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 Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	$(3)=\{(2)/(1)\} \times 100$	4	5	$(6)=\{(4)/(2)\} \times 100$	$(7)=\{(5)/(2)\} \times 100$
Promoter and Promoter Group	E-Voting	32139492	31490735	97.98	31490735	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		31490735	97.98	31490735	0	100.00	0.00
Public - Institutions	E-Voting	160167	160167	100.00	160167	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		160167	100.00	160167	0	100.00	0.00
Public - Non Institutions	E-Voting	11700341	642204	5.49	642153	51	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		642204	5.49	642153	51	99.99	0.01
Total		44000000	32293106	73.39	32293055	51	100.00	0.00

Resolution required: (Ordinary/Special)			SPECIAL (10) : To consider and approve Grant of Employee Stock Options to the employees of the Company under RRWL Employee Stock Option Plan 2023.					
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 Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	$(3)=\{(2)/(1)\} \times 100$	4	5	$(6)=\{(4)/(2)\} \times 100$	$(7)=\{(5)/(2)\} \times 100$
Promoter and Promoter Group	E-Voting	32139492	31490735	97.98	31490735	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		31490735	97.98	31490735	0	100.00	0.00
Public - Institutions	E-Voting	160167	160167	100.00	0	160167	0.00	100.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		160167	100.00	0	160167	0.00	100.00
Public - Non Institutions	E-Voting	11700341	642204	5.49	642183	21	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		642204	5.49	642183	21	100.00	0.00
Total		44000000	32293106	73.39	32132918	160188	99.50	0.50

Resolution required: (Ordinary/Special)			SPECIAL (11) : To consider and approve Grant of Employee Stock Options to the employees of the Subsidiary Companies of the Company under RRWL Employee Stock Option Plan 2023.					
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 Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	$(3)=\{(2)/(1)\} \times 100$	4	5	$(6)=\{(4)/(2)\} \times 100$	$(7)=\{(5)/(2)\} \times 100$
Promoter and Promoter Group	E-Voting	32139492	31490735	97.98	31490735	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		31490735	97.98	31490735	0	100.00	0.00
Public - Institutions	E-Voting	160167	160167	100.00	0	160167	0.00	100.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		160167	100.00	0	160167	0.00	100.00
Public - Non Institutions	E-Voting	11700341	642204	5.49	642184	20	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
	Total		642204	5.49	642184	20	100.00	0.00
Total		44000000	32293106	73.39	32132919	160187	99.50	0.50

Consolidated Report of the Scrutinizer for Remote E-voting & E-voting during AGM

[Pursuant to Sections 108 & 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and voting through electronic system provided in terms of circular issued by the Ministry of Corporate Affairs]

12 September 2023

To,
The Chairman,
RAM RATNA WIRES LIMITED
Ram Ratna House, Oasis Complex,
P. B. Marg, Worli, Mumbai – 400 013

Dear Sir,

Sub: Consolidated Scrutinizer's Report on voting through remote e-voting and e-voting at the 31st Annual General Meeting of the Equity Shareholders of RAM RATNA WIRES LIMITED held on Tuesday, 12th September 2023 through video conferencing ('VC')/other audio visual means ('OAVM').

I, Anup Vaibhav C. Khanna, Practicing Company Secretary, was appointed by the Board of Directors of RAM RATNA WIRES LIMITED (the "Company") as the Scrutinizer pursuant to provisions of Sections 108 and 109 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) and MCA General Circulars issued from time to time to scrutinize the remote e-voting process prior to and e-voting during the Annual General Meeting in a fair and transparent manner in respect of the Resolutions passed at the 31st Annual General Meeting (the "AGM") of the Members of the Company held on Tuesday, 12th September 2023 at 11:00 a.m. held through video conferencing/ other audio visual means.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and e-voting during the AGM on the resolutions contained in the notice of the AGM of the members of the Company. My responsibility as a Scrutinizer for the voting process is restricted to make a Scrutinizer's Report on the votes cast "in Favour" or "Against" the resolutions stated as above based on the reports generated from the remote e-voting system and voting through electronic system at the Annual General Meeting provided by the National Securities Depository Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

I submit my report as under:

- i. The notice dated 9 August 2023 as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the Circulars issued by the Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), vide its General Circular Nos.

14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 and in accordance with the terms of circulars issued by Securities and Exchange Board of India i.e. Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 (collectively referred to as "**SEBI Circulars**"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force).

- ii. The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting and e-voting at the AGM by the shareholders of the Company.
- iii. The shareholders of the Company holding shares as on the 'cut-off' date 5th September, 2023 were entitled to vote on the proposed resolutions as set out in item nos. 1 to 11 in the Notice of the 31st AGM of the Company.
- iv. The facility provided for remote e-Voting commenced from 9:00 a.m. on Friday, 8th September, 2023 and ended at 5:00 p.m. on Monday, 11th September, 2023.
- v. The e-voting facility was also provided to those shareholders present at the AGM through VC/ OAVM who had not cast their vote earlier.
- vi. In addition to sending notice of the AGM to the shareholders through electronic mode, the Company has also made available the full annual report on the website of the Company viz. www.rrshramik.com, besides notice of the AGM made available on the website of NSDL, BSE Limited and National Stock Exchange of India Limited.
- vii. After the closure of e-voting at the AGM, the report on remote e-voting facility prior to the AGM and e-voting done at the AGM were unblocked and downloaded from the NSDL platform in the presence of two witnesses who are not in the employment of the Company.
- viii. The voting done through remote e-voting prior to and through e-voting at the AGM were reconciled with the records maintained by Datamatics Business Solutions Limited, the Company's RTA, and the authorizations lodged with the Company.
- ix. There were no invalid votes.
- x. Based on the e-voting data downloaded from the website of NSDL and reconciliation done by the RTA, we submit the consolidated report as under on the remote e-voting done prior to the AGM as well as the e-voting done at the AGM in respect of the said resolutions:



A. Resolution 01: Ordinary Resolution

Consider and adopt Audited Financial Statements (including Consolidated Financial Statements) along with Reports of the Board of Directors and Auditors as at 31st March, 2023:

I. Voted in favour of the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	124	32284745	99.99648%
E-voting at the AGM	6	1138	0.00352%
Total	130	32285883	100%

II. Voted against the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	0	0	0
E-voting at the AGM	0	0	0
Total	0	0	0

B. Resolution 02: Ordinary Resolution

Declaration of Final Dividend on Equity Shares for the financial year ended 31st March 2023:

I. Voted in favour of the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	125	32291968	99.99648%
E-voting at the AGM	6	1138	0.00352%
Total	131	32293106	100%



II. Voted against the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	0	0	0
E-voting at the AGM	0	0	0
Total	0	0	0

C. Resolution 03: Ordinary Resolution

Re-appointment of Shri Hemant Mahendrakumar Kabra (DIN - 01812586), who retired by rotation and being eligible, had offered himself for re-appointment, as Director of the Company:

I. Voted in favour of the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	113	32131401	99.50049%
E-voting at the AGM	6	1138	0.00352%
Total	119	32132539	99.50401%

II. Voted against the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	11	160167	0.49599%
E-voting at the AGM	0	0	0
Total	11	160167	0.49599%



D. Resolution 04: Special Resolution

Consider and approve the re-appointment of Shri Hemant Mahendrakumar Kabra, as an Executive Director of the Company:

I. Voted in favour of the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	115	32173928	99.63218%
E-voting at the AGM	6	1138	0.00352%
Total	121	32175066	99.63571%

II. Voted against the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	9	117640	0.36429%
E-voting at the AGM	0	0	0
Total	9	117640	0.36429%

E. Resolution 05: Special Resolution

Consider and approve the re-appointment of Shri Ramesh Chandak (DIN: 00026581) as an Independent Director of the Company:

I. Voted in favour of the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	121	32263315	99.90899%
E-voting at the AGM	6	1138	0.00352%
Total	127	32264453	99.91251%



II. Voted against the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	3	28253	0.08749%
E-voting at the AGM	0	0	0
Total	3	28253	0.08749%

F. Resolution 06: Special Resolution

Consider and approve the alteration of Main Object Clause of the Memorandum of Association (MoA) of the Company:

I. Voted in favour of the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	122	32291553	99.99643%
E-voting at the AGM	5	1118	0.00346%
Total	127	32292671	99.99989%

II. Voted against the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	2	15	0.00005%
E-voting at the AGM	1	20	0.00006%
Total	3	35	0.00011%



G. Resolution 07: Special Resolution

Consider and approve the alteration of Articles of Association (AoA) of the Company:

I. Voted in favour of the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	122	32291504	99.99628%
E-voting at the AGM	5	1118	0.00346%
Total	127	32292622	99.99974%

II. Voted against the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	2	64	0.00020%
E-voting at the AGM	1	20	0.00006%
Total	3	84	0.00026%

H. Resolution 08: Ordinary Resolution

Consider and approve payment of commission to the Independent Directors of the Company:

I. Voted in favour of the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	121	32291483	99.99621%
E-voting at the AGM	5	1118	0.00346%
Total	126	32292601	99.99967%



II. Voted against the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	3	85	0.00026%
E-voting at the AGM	1	20	0.00007%
Total	4	105	0.00033%

I. Resolution 09: Ordinary Resolution

Ratification of the remuneration of M/s Poddar & Co., Cost Auditors of the Company, for the financial year ending 31st March, 2024:

I. Voted in favour of the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	123	32291917	99.99632%
E-voting at the AGM	6	1138	0.00352%
Total	129	32293055	99.99984%

II. Voted against the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	2	51	0.00016%
E-voting at the AGM	0	0	0.00000%
Total	2	51	0.00016%



J. Resolution 10: Special Resolution

Consider and approve Grant of Employee Stock Options to the employees of the Company under 'RRWL Employee Stock Option Plan 2023':

I. Voted in favour of the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	113	32131800	99.50049%
E-voting at the AGM	5	1118	0.00346%
Total	118	32132918	99.50396%

II. Voted against the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	12	160168	0.49598%
E-voting at the AGM	1	20	0.00006%
Total	13	160188	0.49604%

K. Resolution 11: Special Resolution

Consider and approve Grant of Employee Stock Options to the employees of the Subsidiary Companies of the Company under 'RRWL Employee Stock Option Plan 2023':

I. Voted in favour of the resolution:

Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	114	32131801	99.50050%
E-voting at the AGM	5	1118	0.00346%
Total	119	32132919	90.50396%



II. **Voted against the resolution:**

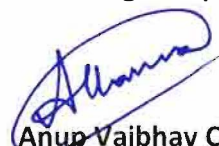
Particulars	Number of members who casted their vote	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting before the AGM	11	160167	0.49598%
E-voting at the AGM	1	20	0.00006%
Total	12	160187	0.49604%

- xi. Based on the aforementioned results, all the resolutions i.e., resolutions as set out in item nos. 1 to 11 of the Notice of the 31st AGM have been passed with requisite majority.
- xii. The Electronic data and all other relevant records relating to remote e-voting is under my safe custody and all will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

Place: Navi Mumbai
Dated: 12 September 2023

For Khanna & Co.
Practicing Company Secretaries



Anup Vaibhav C. Khanna
Partner

Membership No.: F6786

CP. No.: 12906

UDIN: F006786E000996357

Peer Review: 638/2019

