

# REAL TOUCH FINANCE LIMITED

(FORMERLY : ASSOCIATED CEREALS LIMITED)

CIN : L01111WB1997PLC085164

Date: 23/09/2019

BSE Limited  
P.J. Towers, Dalal Street,  
Mumbai

Scrip Code: 538611

Dear Sir,

**Sub: Regulation 30 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Proceeding and details of the Voting results of the 34<sup>th</sup> Annual General Meeting respectively.**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, we are submitting herewith the details regarding the proceeding of 34<sup>th</sup> Annual General Meeting of the company held on Saturday, September 21, 2019 at 11:00 am.

Further pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we are submitting herewith the details regarding the voting results of the business transacted at the AGM in the prescribed format.

We are also enclosing the consolidated report of the Scrutinizer on e-voting and voting through ballot paper at the AGM.

The above are also being uploaded on the Company's website.

Thanking You,

For, Real Touch Finance Limited

  
Binod Chand Kankaria  
Managing Director



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## A) DETAILS OF THE PROCEEDING OF THE MEETINGS

Sl No.	Particulars	Details
1.	Date of the AGM	Saturday, September 21, 2019
2.	Total number of shareholders as on record date	As of Cut off Date, i.e., 14 <sup>th</sup> September, 2019 – 732
3.	No. of Shareholders present in the meeting either in person or through Proxy :	
	Promoter and Promoter Group:	0
	Public:	14
4.	No. of shareholders attended the meeting through Video Conferencing:	
	Promoter and Promoter Groups:	Not Applicable
	Public:	



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SR. NO	AGENDA	RESOLUTION REQUIRED (ORDINARY/SPECIAL)	MODE OF VOTING	REMARKS
1	To receive, consider, and adopt the audited financial statements of the Company for the financial year ended 31 <sup>st</sup> March, 2019, including the audited Balance Sheet as at 31 <sup>st</sup> March, 2019, the statement of Profit & Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.	Ordinary	E-voting and Ballot paper at AGM	Passed with requisite majority
2	To appoint a Director in place of Mr. Binod Chand Kankaria (DIN 00389251) who retires by rotation at this Annual General Meeting and being eligible has offered herself for re-appointment.	Ordinary	E-voting and Ballot paper at AGM	Passed with requisite majority
3	Re-appointment of Mr. Binod Chand Kankaria as Managing Director	Special	E-voting and Ballot paper at AGM	Passed with requisite majority
4	Re-Appointment Of Mr. Rajesh Kumar Sehtia As An Independent Director	Special	E-voting and Ballot paper at AGM	Passed with requisite majority
5	Appointment Of Ujjawal Kumar Bothra As An Independent Director	Special	E-voting and Ballot paper at AGM	Passed with requisite majority



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## C) RESOLUTION WISE DETAILS OF THE VOTING RESULTS ATTACHED

1. To receive, consider, and adopt the audited financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2019, including the audited Balance Sheet as at 31<sup>st</sup> March, 2019, the statement of Profit & Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.

Resolution Required: Ordinary

PROMOTER/ PUBLIC	MODE OF VOTING	TOTAL 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 VOTES POLLED
		1	2	3=2/1*100	4	0	6=4/2*100	7=5/2*100
Promotor & Promotor Group	E-voting	1,26,92,690	68,69,620	54.123%	68,69,620	0	100%	0
	Poll	0	0	0	0	0	0	0
	Total	1,26,92,690	68,69,620	54.123%	68,69,620	0	100%	0
Public	E-voting	1,26,92,690	0	0	0	0	0	0
	Poll	1,26,92,690	509	0.004%	509	0	100%	0
	Total	1,26,92,690	509	0.004%	509	0	100%	0

2. To appoint a Director in place of Mr. Binod Chand Kankaria (DIN 00389251), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.

Resolution Required: Ordinary

PROMOTER/ PUBLIC	MODE OF VOTING	TOTAL 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 VOTES POLLED
		1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promotor & Promotor Group	E-voting	1,26,92,690	68,69,620	54.123%	68,69,620	0	100%	0
	Poll	0	0	0	0	0	0	0
	Total	1,26,92,690	68,69,620	54.123%	68,69,620	0	100%	0
Public	E-voting	1,26,92,690	0	0	0	0	0	0
	Poll	1,26,92,690	509	0.004%	509	0	100%	0
	Total	1,26,92,690	509	0.004%	509	0	100%	0



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### 3. Re-appointment of Mr. Binod Chand Kankaria as Managing Director:

Resolution Required: Special

PROMOTER/ PUBLIC	MODE OF VOTING	TOTAL 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 VOTES POLLED
		1	2	$3=2/1*100$	4	5	$6=4/2*100$	$7=5/2*100$
Promotor & Promotor Group	E-voting	1,26,92,690	68,69,620	54.123%	68,69,620	0	100%	0
	Poll	0	0	0	0	0	0	0
	Total	1,26,92,690	68,69,620	54.123%	68,69,620	0	100%	0
Public	E-voting	1,26,92,690	0	0	0	0	0	0
	Poll	1,26,92,690	509	0.004%	509	0	100%	0
	Total	1,26,92,690	509	0.004%	509	0	100%	0

### 4. Re-Appointment Of Mr. Rajesh Kumar Sehtia As An Independent Director

Resolution Required: Special

PROMOTER/ PUBLIC	MODE OF VOTING	TOTAL 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 VOTES POLLED
		1	2	$3=2/1*100$	4	5	$6=4/2*100$	$7=5/2*100$
Promotor & Promotor Group	E-voting	1,26,92,690	68,69,620	54.123%	68,69,620	0	100%	0
	Poll	0	0	0	0	0	0	0
	Total	1,26,92,690	68,69,620	54.123%	68,69,620	0	100%	0
Public	E-voting	1,26,92,690	0	0	0	0	0	0
	Poll	1,26,92,690	509	0.004%	509	0	100%	0
	Total	1,26,92,690	509	0.004%	509	0	100%	0

### 5. Appointment Of Ujjawal Kumar Bothra As An Independent Director

Resolution Required: Special

PROMOTER/ PUBLIC	MODE OF VOTING	TOTAL 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 VOTES POLLED
		1	2	$3=2/1*100$	4	5	$6=4/2*100$	$7=5/2*100$
Promotor & Promotor Group	E-voting	1,26,92,690	68,69,620	54.123%	68,69,620	0	100%	0
	Poll	0	0	0	0	0	0	0
	Total	1,26,92,690	68,69,620	54.123%	68,69,620	0	100%	0
Public	E-voting	1,26,92,690	0	0	0	0	0	0
	Poll	1,26,92,690	509	0.004%	509	0	100%	0
	Total	1,26,92,690	509	0.004%	509	0	100%	0





## SCRUTINIZER'S REPORT

**TO**  
**THE CHAIRMAN**  
**REAL TOUCH FINANCE LIMITED**  
**ARIHANT ENCLAVE, GROUND FLOOR, 493B/57A,**  
**G.T ROAD (SOUTH), SHIBPUR, HOWRAH WB 711102**

Dear Sir,

**Sub: Consolidated Scrutinizer's report on remote e-voting/Physical Ballot forms conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act"), read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules") as amended by Companies (Management and Administration) Amendment Rules, 2015 and Voting at the Annual General Meeting of REAL TOUCH FINANCE LIMITED held on Saturday, 21<sup>st</sup> September, 2019 at 11 AM**

I Mayur Agrawal, Practicing Chartered Accountant, 4 Ganesh Chandra Avenue, 7th Floor, Kolkata 700013, have been appointed as Scrutinizer by the Board of Directors of REAL TOUCH FINANCE LIMITED pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act"), read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules") as amended by Companies (Management and Administration) Amendment Rules, 2015, to conduct the remote voting process and to Scrutinize the physical ballot forms received from the shareholders in respect of below mentioned resolution passed at Annual General Meeting of REAL TOUCH FINANCE LIMITED held on Saturday, 21<sup>st</sup> September, 2019 at 11 A.M.

The Notice dated August 8<sup>th</sup>, along with Statement setting out material facts under Section 102 of the Act were sent to shareholders in respect of below mentioned resolutions passed at the Annual General Meeting of the Company.

The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the shareholders of the Company.

The Company has also provided voting facility to the shareholders present at the Annual General Meeting by physical Ballot form.

The shareholders of the Company holding shares as on the "cut off" date of Saturday, 14<sup>th</sup> September, 2019 at were entitled to Vote on the resolution as contained in the Notice of the Annual General Meeting.

The Voting period for remote e-voting commenced on Wednesday 18<sup>th</sup> September, 2019 at 09.00 am and ended till Friday 20<sup>th</sup> September, 2019 at 05.00 pm and the NSDL e-voting platform was blocked thereafter.

After the Closure of the Voting at the Annual General Meeting, the report on Voting done at the meeting was generated in my presence and the Voting was diligently scrutinized.



The Votes cast under remote e-voting facility were thereafter unblock in the presence of two Witnesses who were not in the employment of the Company and after the conclusion of the Voting at the Annual General Meeting the votes cast there under were counted.

I have scrutinized and reviewed the remote e-voting and voting tendered therein based on the data downloaded from the National Securities Depository Limited e-voting System and ballot forms received respectively.

I now submit my consolidated report as under on the result of the remote e-voting/physical ballot forms and e-voting at the meeting in respect of the said resolutions.

#### **RESOLUTION NO. 1 ORDINARY RESOLUTION**

**Consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2019 and the Reports of the Board of Directors and Auditors thereon**

i) VOTES IN FAVOUR OF THE RESOLUTION

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Vote Cast
15	6870129	100%

ii) VOTES AGAINST THE RESOLUTION

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Votes Cast
0	0	0

#### **RESOLUTION NO. 2 ORDINARY RESOLUTION**

**Re-appointment of Mr. Binod Chand Kankaria (DIN 00395964) as Director who is retiring by rotation**

i) VOTES IN FAVOUR OF THE RESOLUTION

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Vote Cast
15	6870129	100%

ii) VOTES AGAINST THE RESOLUTION

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Votes Cast
0	0	0



**RESOLUTION NO. 3 SPECIAL RESOLUTION****Re-appointment of Mr. Binod Chand Kankaria as Managing Director**

## i) VOTES IN FAVOUR OF THE RESOLUTION

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Vote Cast
15	6870129	100%

## ii) VOTES AGAINST THE RESOLUTION

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Votes Cast
0	0	0

**RESOLUTION NO. 4 SPECIAL RESOLUTION****Re-Appointment of Mr. Rajesh Kumar Sehtia as an Independent Director.**

## i) VOTES IN FAVOUR OF THE RESOLUTION

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Vote Cast
15	6870129	100%

## ii) VOTES AGAINST THE RESOLUTION

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Votes Cast
0	0	0

**RESOLUTION NO. 5 SPECIAL RESOLUTION****Appointment of Ujjawal Kumar Bothra as an Independent Director.**

## i) VOTES IN FAVOUR OF THE RESOLUTION

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Vote Cast
15	6870129	100%

## ii) VOTES AGAINST THE RESOLUTION

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Votes Cast
0	0	0





The attendance slip, Ballot paper and file downloaded from NSDL e-voting system is handed to the Director.

Thanking You

**For ALP & Associates  
Chartered Accountants**



**Mayur Agrawal  
Partner  
Membership No. 302458  
Firm Registration No. 328740E  
UDIN- 19302458AAAAQY5381**



**Date-23/09/2019**