



CIN L65990MH1994PLC084098

October 03, 2023

To,  
BSE Limited  
The Department of Corporate Services  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai- 400 001

Ref: Scrip Code: 531583

**Subject: Details of Voting Results and Scrutiniser's Report of 29th Annual General Meeting of the Company held on Saturday, September 30, 2023**

Dear Sir/Madam,

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the voting results and Scrutinizer's Report on the resolutions passed at the Annual General Meeting of the Company held on Saturday, September 30, 2023 for your information and records. The said resolutions have been approved by Members with requisite majority.

You are requested to kindly take the same on records.

Thanking you,

This is for your information and records.

Thanking You.

For **Rap Media Limited**

**Rupinder Singh Arora**  
Managing Director  
DIN: 00043968

Encl: As above

**Registered Office :**

B1 Lilaram Bhavan, Dandpada Khar Danda, Khar West Mumbai 400 052

Tel .: 91-22-42905000(10 Lines) | Fax : 91-22-26494657

Website : [www.rapmedialtd.co.in](http://www.rapmedialtd.co.in) | Email : [info@rapmalls.com](mailto:info@rapmalls.com)



**AMIT JASTE & ASSOCIATES**  
Practising Company Secretaries

105, B Wing, Halkara Complex, Avdhoot Nagar, Dahisar East, Mumbai - 400068

To,  
The Chairman  
RAP Media Limited  
CIN: L65990MH1994PLC084098  
B1, Lilaram Bhavan, Dandpada,  
KharDanda, Khar West,  
Mumbai – 400052

**Sub: Consolidated Scrutinizers Report in respect of e-voting for the 29<sup>th</sup> Annual General Meeting ('AGM') held on 30<sup>th</sup> September, 2023.**

The Board of Directors of RAP Media Limited ('the Company') at its meeting held on 1<sup>st</sup> September, 2023 has appointed me, Amit Jaste of Amit Jaste & Associates, Practising Company Secretaries, as the scrutinizer for the remote e-voting process for the AGM pursuant to the provisions of the Section 108 & 109 of the Companies Act, 2013 ('the Act') read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 ('the Rules') and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 as amended from time to time.

The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 & relevant Rules and provisions of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 relating to e-voting. My responsibility as a scrutinizer for e-voting process for AGM is restricted to make a Scrutinizer's Report of the votes cast by the members on the resolutions contained in Notice dated 1<sup>st</sup> September, 2023 ("Notice of AGM") i.e. on votes cast "in favour" or "against" and "invalid votes" based on the reports generated from the e-voting service provided by Central Depository Services Limited (CDSL).



Pursuant to General Circulars No. 14/2020, 17/2020 and 20 /2020 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April 2020, 5<sup>th</sup> May 2020 respectively and Circular No 2/2021 dated 13<sup>th</sup> January 2021 and 14<sup>th</sup> December 2021, Circular No. 10/2022 dated 28th December 2022 issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May, 2022, the AGM of the Company was held by Video Conferencing and the voting for the items mentioned in the Notice of AGM was transacted through only through e-voting.

I further submit my report as under:

1. The Company had appointed Central Depository Services (India) Limited as the service provider to facilitate remote e-voting to the members of the Company.
2. Satellite Corporate Services Private Limited is the Registrar & Share Transfer Agent ('RTA') of the Company.
3. Notices convening the Annual General Meeting of the Company, along with the process for e-voting and Annual Report were sent in electronic mode only to those members whose email addresses are registered with the Company/ Depositories. The notice convening the Annual General Meeting was also placed on the website of the Company. The Public advertisement in this regard was published in English Newspaper (Free Press Journal) and a vernacular newspaper (Nav Shakti) on 9<sup>th</sup> September, 2023.
4. The Shareholders holding the shares as on the "cut off" date i.e. 23<sup>rd</sup> September, 2023 were entitled to vote on the proposed resolutions. The remote e-voting period commenced on Wednesday, 27<sup>th</sup> September, 2023 (9 a.m. IST) and ended on Friday, 29<sup>th</sup> September 2023 (5 p.m. IST).
5. At the end of the voting period on 29<sup>th</sup> September 2022 at 5 P.M., the voting portal of the service provider was blocked.
6. After conclusion of the voting at the AGM remote e-voting facility was duly unblocked by me as a scrutinizer in the presence of two witnesses who were not in the employment of the Company.





The results of the remote e-voting for the AGM and voting at the Venue of AGM are as under. Please note there were no votes cast at the AGM and hence there are no particulars mentioned about voting at the Venue of AGM.

**ORDINARY BUSINESS:**

**(a) Item No. 1 of the Notice (As an Ordinary Resolution):**

**Adoption of Financial Statements:**

To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended on March 31, 2023, and the Reports of the Board of Directors' and the Auditors' thereon.

No. of Members who cast their votes	No. of Shares voted	% of Total paid up share capital
46	2608373	44.36%

Manner of Voting	Valid Votes in favor of the resolution		Valid Votes against the resolution		Invalid Votes
	Nos.	% of Total votes casted	Nos.	% of Total votes casted	
Remote e-voting	2333486	89.46%	274867	10.54%	0
Venue Voting	20	0	0	0	0
<b>Total</b>	<b>2333506</b>	<b>89.46%</b>	<b>274867</b>	<b>10.54%</b>	<b>0</b>

Based on the aforesaid result, Resolution at Item No. 1 of the Notice of AGM stands passed with the requisite majority.

**(b) Item No. 2 of the Notice (As an Ordinary Resolution):**

**Re-appointment of a Director:**

To appoint a Director in place of Ms. Ritika Arora (DIN: 00102510), who retires by rotation and being eligible, offers herself for re-appointment.



No. of Members who cast their votes	No. of Shares voted	% of Total paid up share capital
46	2608373	44.36%

Manner of Voting	Valid Votes in favor of the resolution		Valid Votes against the resolution		Invalid Votes
	Nos.	% of Total votes casted	Nos.	% of Total votes casted	Nos.
Remote e-voting	2333486	89.46%	274867	10.54%	0
Venue Voting	20	0	0	0	0
<b>Total</b>	<b>2333506</b>	<b>89.46%</b>	<b>274867</b>	<b>10.54%</b>	<b>0</b>

Based on the aforesaid result, Resolution at Item No. 2 of the Notice of AGM stands passed with the requisite majority.

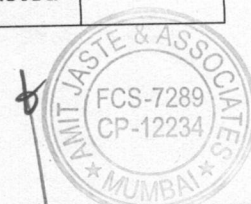
**SPECIAL BUSINESS:**

**(c) Item No. 3 of the Notice (As a Special Resolution):**

**Appointment of Mr. Kapil Bagla as an Independent Director of the Company:**

No. of Members who cast their votes	No. of Shares voted	% of Total paid up share capital
46	2608373	44.36%

Manner of Voting	Valid Votes in favor of the resolution		Valid Votes against the resolution		Invalid Votes
	Nos.	% of Total votes casted	Nos.	% of Total votes casted	Nos.





Remote e-voting	2333486	89.46%	274867	10.54%	0
Venue Voting	20	0	0	0	0
<b>Total</b>	<b>2333506</b>	<b>89.46%</b>	<b>274867</b>	<b>10.54%</b>	<b>0</b>

Based on the aforesaid result, Resolution at Item No. 3 of the Notice of AGM stands passed with the requisite majority.

All relevant records relating to e-voting at AGM, shall be under my safe custody till the Chairman considers, approves and signs the minutes and thereafter the same shall be handed over to you or any other person authorized by you.

Yours faithfully

Thanking You,

*Amit*



Place : Mumbai

Date : 3<sup>rd</sup> October, 2023

Amit Jaste

Proprietor

Amit Jaste & Associates

Practising Company Secretaries

FCS - 7289; CP No. 12234

UDIN: F007289E001165633

**RAP MEDIA LTD**

**B1 LILARAM BHAVAN, DANDPADA, KHAR DANDA, KHAR WEST, MUMBAI 400052**

**Polling Summary**

**POLLING SUMMARY**

<b>Date of the AGM</b>			<b>30.09.2023</b>					
<b>Total number of shareholders on record date (CUT OFF DATE:23.09.2023)</b>			<b>4397</b>					
<b>No. of shareholders present in the meeting either in person or through proxy:</b>								
<b>Promoters and Promoter Group:</b>			<b>N.A</b>					
<b>Public:</b>			<b>N.A</b>					
<b>No. of shareholders attended the meeting through Video Conferencing:</b>								
<b>Promoters and Promoter Group:</b>			<b>2</b>					
<b>Public:</b>			<b>30</b>					
<b>Resolution required: Ordinary</b>			<b>1 TO CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2023</b>					
<b>Whether promoter/promoter group are interested in the agenda/resolution</b>			<b>No</b>					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of votes polled on outstanding shares</b>	<b>No. of votes - in favour</b>	<b>No. of votes - against</b>	<b>% of votes in favour on votes polled</b>	<b>% of votes against on votes polled</b>
		<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>	<b>6</b>	<b>7</b>
				<b>(3)= [(2)/(1)]*100</b>			<b>6= [(4)/(2)]*100</b>	<b>7= [(5)/(2)]*100</b>
Promoter and Promoter Group	E-VOTING	2332190	2332162	100	2332162	0	100	0
Promoter and Promoter Group	PHYSICAL		0	0	0	0	0	0
Promoter and Promoter Group	Postal ballot if any		0	0	0	0	0	0
	<b>Total</b>	<b>2332190</b>	<b>2332162</b>	<b>100</b>	<b>2332162</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public-Non-institutions	E-VOTING	3548810	276211	7.78	1344	274867	0.49	99.51
Public-Non-institutions	PHYSICAL		0	0	0	0	0	0
Public-Non-institutions	Postal ballot if any		0	0	0	0	0	0
	<b>Total</b>	<b>3548810</b>	<b>276211</b>	<b>7.78</b>	<b>1344</b>	<b>274867</b>	<b>0.49</b>	<b>99.51</b>
<b>Total</b>		<b>5881000</b>	<b>2608373</b>	<b>44.35</b>	<b>2333506</b>	<b>274867</b>	<b>89.46</b>	<b>10.54</b>

Resolution required: Ordinary			2 TO APPOINT A DIRECTOR IN PLACE OF MS. RITIKA ARORA (DIN: 00102510), WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HERSELF 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	4	5	6	7
				(3)= [(2)/(1)]*100			6= [(4)/(2)]*100	7= [(5)/(2)]*100
Promoter and Promoter Group	E-VOTING	2332190	2332162	100	2332162	0	100	0
Promoter and Promoter Group	PHYSICAL		0	0	0	0	0	0
Promoter and Promoter Group	Postal ballot if any		0	0	0	0	0	0
	<b>Total</b>	<b>2332190</b>	<b>2332162</b>	<b>100</b>	<b>2332162</b>	<b>0</b>	100	0
Public-Non-institutions	E-VOTING	3548810	276211	7.78	1344	274867	0.49	99.51
Public-Non-institutions	PHYSICAL		0	0	0	0	0	0
Public-Non-institutions	Postal ballot if any		0	0	0	0	0	0
	<b>Total</b>	<b>3548810</b>	<b>276211</b>	<b>7.78</b>	<b>1344</b>	<b>274867</b>	0.49	99.51
<b>Total</b>		<b>5881000</b>	<b>2608373</b>	<b>44.35</b>	<b>2333506</b>	<b>274867</b>	<b>89.46</b>	<b>10.54</b>



Resolution required: Special		3 APPOINTMENT OF MR. KAPIL BAGLA (DIN: 00387814) 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	4	5	6	7
				(3)= [(2)/(1)]*100			6= [(4)/(2)]*100	7= [(5)/(2)]*100
Promoter and Promoter Group	E-VOTING	2332190	2332162	100	2332162	0	100	0
Promoter and Promoter Group	PHYSICAL		0	0	0	0	0	0
Promoter and Promoter Group	Postal ballot if any		0	0	0	0	0	0
	<b>Total</b>	<b>2332190</b>	<b>2332162</b>	<b>100</b>	<b>2332162</b>	<b>0</b>	100	0
Public-Non-institutions	E-VOTING	3548810	276211	7.78	1344	274867	0.49	99.51
Public-Non-institutions	PHYSICAL		0	0	0	0	0	0
Public-Non-institutions	Postal ballot if any		0	0	0	0	0	0
	<b>Total</b>	<b>3548810</b>	<b>276211</b>	<b>7.78</b>	<b>1344</b>	<b>274867</b>	0.49	99.51
<b>Total</b>		<b>5881000</b>	<b>2608373</b>	<b>44.35</b>	<b>2333506</b>	<b>274867</b>	<b>89.46</b>	<b>10.54</b>