SCRUTINIZER'S REPORT

FOR

Remote E-Voting facility and E-voting facility at
21^{st} ANNUAL GENERAL MEETING
HELD ON 21^{st} September, 2023

OF

ROLEX RINGS LIMITED

(CIN: L28910GJ2003PLC041991)

CS PURVI DAVE
SCRUTINIZER

....

PARTNER
***MJP* ASSOCIATES**
PRACTISING COMPANY SECRETARIES

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CS Bhavin A. Mehta, B.Com., FCS
CS Samir M. Pathak, BBA.,LL.B,FCS
CS Purvi G. Dave, B.Com, Sp. LLB, ACS

22nd September, 2023

To,
Shri Manesh D Madeka,
Chairman & Managing Director,
Rolex Rings Limited
[CIN L28910GJ2003PLC041991]
B/h. Glowtech Steel Private Limited
Gondal Road, Kotharia,
Rajkot -360 004, Gujarat, India

Sub :- Scrutinizer's Report on Voting through remote E-Voting and e-voting facility provided to the members for participation in the 21st Annual General Meeting of Rolex Rings Limited (the Company) through Video Conferencing ("VC")/ Other Audio-Visual means (OAVM) on Thursday, September 21, 2023.

Dear Sir,

The Board of Directors of the Company, at their Meeting held on 25th August, 2023 has appointed CS (Ms.) Purvi Dave, Partner of MJP Associates, Practising Company Secretaries, Rajkot as the Scrutinizer for the remote e-voting and the E-voting to be conducted at 21st Annual General Meeting of the Shareholders of the Company in accordance with Section 108 of the Companies Act, 2013 read with Rule 20 (3) (xi) of the Companies (Management and Administration) Rules, 2014.

Report on Scrutiny is as under :

- As prescribed in proviso of Rule 20 (2) the Companies (Management and Administration) Rules, 2014 and amendments Rules, 2015 the said company is listed on both the Stock Exchanges in India i.e National Stock Exchange of India Limited (NSE) & BSE Limited w.e.f. 9th August, 2021

- The Company had appointed Link Intime India Private Limited (LIIPL) as the **'Service provider'**, for the purpose of extending the facility of remote e-voting and e-Voting at AGM, through Video Conferencing ("VC")/ Other Audio-Visual means (OAVM) to the shareholders of the Company.

- Link Intime (India) Private Limited is the Registrar and Share Transfer Agents ('RTA') of the Company.

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- 21st Annual General Meeting ("AGM") of **Rolex Rings Limited** ("the company') was scheduled on Thursday, 21st September, 2023 at 12:00 noon through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM'). The Company has published Notice of AGM in the Newspaper, and also intimated to Stock Exchanges also, where Company's securities are listed.

- Link Intime India Private Limited (LIIPL) had provided a system for recording the votes on their website https://instavote.linkintime.co.in. The Company had uploaded all the items of the business to be transacted at the 21st Annual General Meeting on the website of the Company and also the Service Provider Link Intime India Private Limited will facilitate their Members to cast their votes through remote e-voting facility in respect of the business to be transacted at the 21st Annual General Meeting and facility for those members participating in the 21st AGM to cast vote through e-voting system during the 21st AGM through Video Conferencing ("VC")/ Other Audio-Visual means (OAVM).

- The Company had uploaded all the items of the business to be transacted at the Annual General Meeting on the website of the Company alongwith Annual report.

- As informed by the Management of the company, the notice of annual general meeting was sent to all the members, whose name appeared in the Register of Members as on Friday August, 25 2023.

- On September 21, 2023 (date of AGM) after counting of the votes casted through e-voting system for 21st AGM through Video Conferencing ("VC")/ Other Audio-Visual means (OAVM), were concluded as prescribed in Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014.

- Thereafter, I, **CS Purvi Dave** as a Scrutinizer, have duly compiled details of the remote e-voting and e-voting participation at the Annual General Meeting, the details of which are as follows :

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The summary of the voting through remote e-voting for participation in the AGM through VC/OAVM facility and e-voting during the 21st AGM.

Details	Remote E-voting	e-Voting facility during AGM through VC/OAVM	Total voting
Number of members who cast their votes	103	4	107
Total number of Shares held by them	21929503	2717768	24647271
Valid votes	As per details provided under each one of the Resolution(s) mentioned hereunder		
Abstained / Invalid Votes	As mentioned under each one of the Resolution(s) mentioned hereunder		

Results of voting through remote e-voting for participation in the AGM through VC/OAVM facility and e-voting during the 21st AGM for Ordinary Resolutions are as under :

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

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2023 together with the reports of the Board of Directors and Auditors thereon:

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid/ Abstained votes
	Nos.	%age	Nos.	% age	Nos.
Remote E-voting	21929487	88.973	16	0.0001	0
e-Voting facility for the member present during AGM through VC/OAVM	2717768	11.027	0	0	0
TOTAL	24647255	99.9999	16	0.0001	0

Resolution Item no.1 passed with the requisite Majority.

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

To Appoint **Mr. Bhautik Dayashankar Madeka [DIN: 01761543]** who retires by rotation at this meeting as a Director and being eligible offers himself for re-appointment:

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid/ Abstained votes
	Nos.	%age	Nos.	% age	Nos.
Remote E-voting	19455856	87.319	107837	0.4840	2365810
e-Voting facility for the member present during AGM through VC/ OAVM	2717768	12.197	0	0.00	0
TOTAL	**22173624**	**99.5160**	**107837**	**0.4840**	**2365810**

*Note : * As Mr. Bhautik Dayashankar Madeka is Promoter and being interested in the Resolution no. 2 so he have Abstained from voting.*

Resolution Item no.2 passed with the requisite Majority.

III) Item No. 3 of the Notice (As an Ordinary Resolution):

To ratify the remuneration of Cost Auditors for the Financial Year ending March 31, 2024 :

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid/ Abstained votes
	Nos.	%age	Nos.	% age	Nos.
Remote E-voting	21929471	88.9732	32	0.0001	0
e-Voting facility for the member present during AGM through VC/OAVM	2717768	11.0266	0	0	0
TOTAL	**24647239**	**99.9999**	**32**	**0.0001**	0

Resolution Item no.3 passed with the requisite Majority.

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IV) Item No. 4 of the Notice (As an Ordinary Resolution) :

To increase Managerial Remuneration of Mr. Manesh Dayashankar Madeka, Chairman & Managing Director [DIN: 01629788]

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid/ Abstained votes
	Nos.	%age	Nos.	% age	Nos.
Remote E-voting	19308040	87.5713	22548	0.1023	2598915
e-Voting facility for the member present during AGM throughVC/ OAVM	2717768	12.3264	0	0	0
TOTAL	**22025808**	**99.8977**	**22548**	**0.1023**	**2598915**

*Note : * As Mr. Manesh Dayashankar Madeka is Promoter and being interested in the Resolution no. 4 so he Abstained himself from voting.*

Resolution Item no. 4 passed with the requisite Majority.

A compact disc (CD) containing a list of equity shareholders who voted in "favour" and who voted "against" and those whose votes which were declared invalid/ abstrain for each resolution is enclosed.

The Attendance Register / List of Attendance attended the AGM of the Company and Final report of Remote E voting with details of Votes casted was submitted to CS Hardik Gandhi, Company Secretary and Compliance Officer [Membership Number A39931] of the Company as prescribed in Rules/Act for safe keeping.

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CS Purvi G. Dave, B.Com, Sp. LLB, ACS

Shri Manesh Dayashankar Madeka, Chairman and Managing Director is further requested to declare the voting results.

Thanking you,

Yours faithfully,

For *MJP* Associates

Practising Company Secretaries
Firm Reg. No. **P2001GJ007900**

MJP Associates * Practising Company Secretaries

(CS PURVI DAVE)
Partner
ACS: 27373 CP: 10462
PR: 1780/2022
[UDIN : A027373E001061329]

Scrutinizer of remote e-Voting/E-voting at AGM of Rolex Rings Limited

Dated this 22nd September, 2023
Place: Rajkot, Gujarat

Witnesses :

1. Ms. Shailee Dave

2. Ms. Trupti Kanabar

Countersigned and received the report :

Signed by CS Hardik Gandhi
Company Secretary and Compliance Officer [ACS 39931]

Authorised by the Board

Place : Rajkot
Date : 22nd September, 2023

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