

RPL/CORP/BSE
May 20, 2021

BSE Limited
Listing Compliance Department,
Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI – 400 001

Dear Sir,

Sub: Declaration of results of Postal ballot by remote e-voting
Ref: Scrip Code 517500

Pursuant to the provision of Regulation 30 of the SEBI (Listing obligation and Disclosure Requirements) Regulations 2015, Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended following special resolution have been passed by the Members of the Company with requisite majority through postal ballot e-voting on May 19, 2021:

1. Amendment in Articles of Association of the Company;
2. Issue upto 250000 convertible warrants on preferential basis to the person belonging to Promoter category.

CS Barinder Singh Maur, Practicing Company Secretary was appointed as the Scrutinizer for e-voting. The scrutinizer has submitted his report on the voting to the Chairman and Managing Director of the Company. The Chairman & Managing Director has declared the results informing inter-alia that the special resolutions have been passed with the requisite majority. Please find enclosed the report of the scrutinizer.

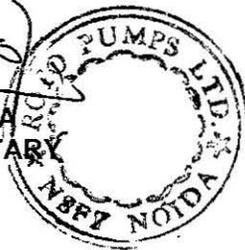
This is for your information and records.

Thanking You,

Yours Faithfully,
For **ROTO PUMPS LTD.**


ASHWANI K. VERMA
COMPANY SECRETARY

Encl.: A/a.



DAYAL & MAUR
Company Secretaries
2/6-A, LGF, Jungpura A,
New Delhi-110014
[Tel:+911147534394](tel:+911147534394)
E-Mail: dayalmaur@gmail.com

Scrutinizer's Report on Postal Ballot

The Chairman
M/s ROTO Pumps Limited
ROTO House Noida,
Noida, Special Economic Zone Noida,
Uttar Pradesh, UP 201301

Dear Sir,

1. The Board of Directors of Company has appointed me Barinder Singh Maur, Practicing Company (PCS No. 7041) from M/s Dayal & Maur Practising Company Secretaries by way of resolution passed at Board meeting held Wednesday, 31st March, 2021 for the purpose of conducting ballot e-voting for following resolutions as mentioned in the Postal ballot notice dated 31st March, 2021:

1.1. Special Resolution to:

1.1 Amendment in Articles of Association of the Company

1.2. Issue upto 250000 convertible warrants on preferential basis to the persons belonging to Promoter category.

2. I submit my report as under:

- 2.1. In view of the current extra ordinary circumstances on account of threat posed by COVID-19 pandemic situation and in accordance with Circular No. 17/2020 dated April 13, 2020 and the General Circular No. 17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs, Government of India (hereinafter referred to as “the MCA Circular”), the Company has sent the Postal Ballot Notice in electronic form only and expressed its inability to dispatch hard copy of Postal Ballot Notice along with Postal Ballot Form and pre-paid business reply envelopes to the Shareholders for this Postal Ballot. The Company has also published notice of Postal ballot in Hindi & English Newspapers (Business Standard, Delhi Edition) on 20th April, 2021. Accordingly, the communication of the assent or dissent of the Shareholders took place through the remote e-voting system only.
- 2.2. On Monday April 19, 2021, the Company has completed the dispatch of postal notice electronically to those Shareholders who have registered email id with their depositories and whose names appear on the Register of Members/records of Depositories as at the close of business hours on Tuesday, 13th April, 2021.
- 2.3. The Company had engaged National Security Depository Limited as (hereinafter referred to as “NSDL”) for facilitating e-voting to enable the Shareholders to cast their votes electronically (hereinafter referred to as the “Remote e-voting “). The e-voting commenced on Tuesday, 20th April, 2021 at 9.00 A.M and ended on Wednesday, 19th May, 2021 at 5. P.M. The votes received electronically from the Shareholders till Wednesday, 19th May, 2021 upto 5. P.M being the last date and time fixed by the Company for postal ballot were considered for my scrutiny.

2.4 Particulars of all electronic votes received from the Shareholders are separately maintained for the purpose.

2.5. Total 40 Shareholders have voted during this e-voting.

2.6. The votes cast under remote e-voting were unblocked at Noida on Thursday 20th May, 2021 by Barinder Singh Maur, Scrutinizer and at the time of unblocking none was present because of Covid-19.

2.7. The Postal Ballot electronic votes were duly scrutinized and the shareholding was matched /confirmed with the Register of Members of the Company as on 13th April, 2021, (Cut-off date provided by the RTA)

2.8. The soft copy of list of equity Shareholders who voted “FOR” and “AGAINST” (None of the votes were declared Invalid/Abstain) were shared with the Company vide email dated 20th May, 2021.

3. Summary of voting :

Item No. 1: **Amendment in Articles of Association of the Company:**

No of Shareholders who cast Votes	No of Shares Voted	% of total paid-up share capital
40	44940	0.29

Particulars	Number of	Number of valid votes	% of total votes
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	Shareholders		polled
	Remote E-voting Total	Remote E-voting Total	
Assent	38	44790	99.67
Dissent	2	150	0.33

Item No. 2: Issue of upto 2,50,000 convertible warrants on a preferential basis to the Persons belonging to Promoter category

No of Shareholders who cast Votes	No of Shares Voted	% of total paid-up share capital
40	44940	0.29%

Particulars	Number of Shareholders	Number of valid votes	% of total votes polled
	Remote E-voting Total	Remote E-voting Total	
Assent	38	44790	99.67
Dissent	2	150	0.33

4. Special Resolutions stands passed on Postal ballot e-voting with requisite majority on Wednesday 19th May, 2021.

5. You may accordingly declare the result of the voting by Postal Ballot.

Thanking you,

For Dayal and Maur

BARINDER
SINGH MAUR

Digitally signed by BARINDER SINGH MAUR
DN: c=IN, o=Personal,
pseudoym=b95c7f66d14c822682ed58efaf5
fac32302485480f3c51f380211f7a69988e33,
postalCode=201301, st=UTTAR PRADESH,
serialNumber=d5b2c8aa77675abc32fa03e7f
96f70283a18f757f2d6664ee681c33c32be6e
4, cn=BARINDER SINGH MAUR
Date: 2021.05.20 14:51:08 +05'30'

Barinder Singh Maur
PCS 7041
UDIN: F006544C000348292

Place: Noida
Date : 20/05/2021