

Date: 30th September, 2021

To, The General Manager Capital Market(Listing) National Stock Exchange of India Ltd. Exchange Plaza, BKC Bandra-Kurla Complex, Bandra (East), Mumbai-400 051 Symbol: RUBYMILLS	To, Dy. General Manager Marketing Operations (Listing) The BSE P. J. Towers, 25th Floor, Dalal Street, Fort, Mumbai-400 001 Code: 503169
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Subject: Submission of Voting Results along with Scrutinisers Report for the 105th Annual General Meeting under Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

This is to inform you that in accordance with the applicable provisions of the Companies Act, 2013 read with the rules framed thereunder and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided electronic voting facility ("remote e-voting") to its Members on resolutions set out in the Notice of the 105th Annual General Meeting ('AGM') of the Company which was duly convened on Tuesday, September 28, 2021 at 4:30 P.M through video conferencing.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Voting Results and Consolidated Report of the Scrutinizers, dated 29th September, 2021 on remote e-voting and e-voting at the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Voting Results along with the Scrutinizer's Report is also available on the website of the Company viz. www.rubymills.com.

The AGM concluded at 04:51 P.M. (IST) and thereafter the e-voting window was kept open for 30 minutes from the time of closure of the meeting.

Kindly take the same in your record.

Thanking you,

Yours Faithfully,

For The Ruby Mills Limited



Dipti Samant
Company Secretary and Compliance Officer



MAKARAND M. JOSHI & CO.

Company Secretaries

Ecstasy, 803-804, 8th Floor, City of Joy, JSD Road, Mulund (W), Mumbai- 400080, (T) 022-21678136

Consolidated Report of Scrutinizer on Remote e-voting and electronic voting at the Annual General Meeting (AGM)

To

Mr. Hiren Manharlal Shah,
Chairman

of 105th Annual General Meeting (AGM) of the shareholders of The Ruby Mills Limited (hereinafter the "Company"), held on Tuesday, 28th September, 2021 at 4.30 PM through video conferencing ("VC") / other audio-visual means (OVAM).

Consolidated Scrutinizer's Report on voting through Remote E-voting and electronic voting at the 105th AGM in terms of provisions of the Companies Act, 2013 (herein after the "ACT") read with the Rules issued there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- A. I, Makarand M. Joshi, Partner of M/s. Makarand M. Joshi & Co., Practicing Company Secretaries, appointed as Scrutinizer in the meeting of Board of Directors of the Company held on Friday 13th August, 2021 to conduct the following:
- (i) Remote e-voting process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
 - (ii) Electronic Voting at the AGM under the provisions of Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the 105th AGM held Tuesday, 28th September, 2021 at 4.30 PM.
- B. Pursuant to Section 101, 108 of the Act and Rule 20 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company has confirmed that the Electronic copy of the Notice convening the 105th AGM of the Company and explanatory statement along with the process of electronic voting at the AGM and remote e-voting were sent to the Members of the Company whose e-mail addresses were registered with the Company/the Depository Participant(s) for communication purposes in compliance with the MCA Circular dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and 13th January, 2021 and SEBI Circular dated 12th May, 2020 and 15th January, 2021.
- C. The Company had appointed National Securities Depository Limited (NSDL) for conducting the Electronic Voting by the shareholders of the Company at the AGM. After the time fixed for closing of Electronic Voting at AGM by the Chairman, voting was closed and votes cast were unblocked.

- D. The Company had availed the remote e-voting facility provided by NSDL for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Saturday, 25th September, 2021 at 9.00 AM and ended on Monday, 27th September, 2021 at 5.00 PM and the NSDL remote e-voting portal was blocked for voting thereafter.
- E. On the basis of the votes exercised by the shareholders of the Company by way of electronic voting at the AGM of the Company held on 28th September, 2021, I have issued Scrutinizer's Report dated 29th September, 2021.
- F. On the basis of the votes exercised by the shareholders of the Company through remote e-voting. I have issued separate Scrutinizer's Report dated 29th September, 2021.

Date of AGM	28 th September, 2021
Total number of shareholders on record date (i.e. as on 20th September, 2021)	8067
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter group	NA
Public	NA
No. of shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter group	16
Public	34

Resolution Item No. 1 - Ordinary Resolution:

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 together with the Reports of the Board of Directors and Auditors thereon:

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g 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
1	Promoter and Promoter Group	Remote E-Voting	12523420	12523420	100.00	12523420	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		12523420	100.00	12523420	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	0	0	0.00	0	0	0.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		0	0.00	0	0	0.00	0.00
3	Public-Others	Remote E-Voting	4196580	554862	13.22	554462	400	99.93	0.07
		E- Voting at AGM		22902	0.55	22902	0	100.00	0.00
		Total		577764	13.77	577364	400	99.93	0.07
Total			16720000	13101184	78.36	13100784	400	100.00	0.00

Resolution Item No. 2 - Ordinary Resolution:

To declare the final dividend on Equity Shares for the financial year ended 31st March, 2021.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g 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
1	Promoter and Promoter Group	Remote E-Voting	12523420	12523420	100.00	12523420	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		12523420	100.00	12523420	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	0	0	0.00	0	0	0.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		0	0.00	0	0	0.00	0.00
3	Public-Others	Remote E-Voting	4196580	554862	13.22	554462	400	99.93	0.07
		E- Voting at AGM		22902	0.55	22902	0	100.00	0.00
		Total		577764	13.77	577364	400	99.93	0.07
Total			16720000	13101184	78.36	13100784	400	100.00	0.00

Resolution Item No. 3 - Ordinary Resolution:

To appoint director in place of Shri. Hiren M. Shah (DIN - 00071077) who retires by rotation and being eligible for re-appointment, offers himself for re-appointment.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g 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
1	Promoter and Promoter Group	Remote E-Voting	12523420	12523420	100.00	12523420	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		12523420	100.00	12523420	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	0	0	0.00	0	0	0.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		0	0.00	0	0	0.00	0.00
3	Public-Others	Remote E-Voting	4196580	554862	13.22	554412	450	99.92	0.08
		E- Voting at AGM		22902	0.55	22902	0	100.00	0.00
		Total		577764	13.77	577314	450	99.92	0.08
Total			16720000	13101184	78.36	13100734	450	100.00	0.00

Resolution Item No. 4 - Ordinary Resolution:

Ratification of Cost Auditor Remuneration payable for financial year 2021-22:

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g 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
1	Promoter and Promoter Group	Remote E-Voting	12523420	12523420	100.00	12523420	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		12523420	100.00	12523420	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	0	0	0.00	0	0	0.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		0	0.00	0	0	0.00	0.00
3	Public-Others	Remote E-Voting	4196580	554862	13.22	554362	500	99.91	0.09
		E- Voting at AGM		22902	0.55	22902	0	100.00	0.00
		Total		577764	13.77	577264	500	99.91	0.09
Total			16720000	13101184	78.36	13100684	500	100.00	0.00

Resolution Item No. 5 - Special Resolution:

Approval of Remuneration to be paid to Shri. Hiren M. Shah (DIN-00071077), Executive Chairman of the Company

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g 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
1	Promoter and Promoter Group	Remote E-Voting	12523420	12523420	100.00	12523420	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		12523420	100.00	12523420	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	0	0	0.00	0	0	0.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		0	0.00	0	0	0.00	0.00
3	Public-Others	Remote E-Voting	4196580	554862	13.22	554312	550	99.90	0.10
		E- Voting at AGM		22902	0.55	22902	0	100.00	0.00
		Total		577764	13.77	577214	550	99.90	0.10
Total			16720000	13101184	78.36	13100634	550	100.00	0.00

Resolution Item No. 6 - Special Resolution:

Approval of Remuneration to be paid to Shri. Bharat M. Shah (DIN-00071248), Managing Director of the Company:

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g 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
1	Promoter and Promoter Group	Remote E-Voting	12523420	12523420	100.00	12523420	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		12523420	100.00	12523420	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	0	0	0.00	0	0	0.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		0	0.00	0	0	0.00	0.00
3	Public-Others	Remote E-Voting	4196580	554862	13.22	554312	550	99.90	0.10
		E- Voting at AGM		22902	0.55	22902	0	100.00	0.00
		Total		577764	13.77	577214	550	99.90	0.10
Total			16720000	13101184	78.36	13100634	550	100.00	0.00

Resolution Item No. 7 – Special Resolution:

Approval of Remuneration to be paid to Shri. Viraj M. Shah (DIN-00071616), Managing Director of the Company:

Sr. No	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 on votes polled
			[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100
1	Promoter and Promoter Group	Remote E-Voting	12523420	12523420	100.00	12523420	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		12523420	100.00	12523420	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	0	0	0.00	0	0	0.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		0	0.00	0	0	0.00	0.00
3	Public-Others	Remote E-Voting	4196580	554862	13.22	554312	550	99.90	0.10
		E- Voting at AGM		22902	0.55	22902	0	100.00	0.00
		Total		577764	13.77	577214	550	99.90	0.10
Total			16720000	13101184	78.36	13100634	550	100.00	0.00

G. As requested by the management, I am submitting herewith a consolidated report on the results of remote e-voting together with the results of the Electronic voting facilitated at the AGM.

It is to be noted that:

1. Voting rights on the shares transferred to 'Unclaimed Suspense Account' and those shares transferred to the 'Investor Education and Protection Fund' are frozen.
2. The votes cast does not include invalid votes & abstained votes.
3. All the aforesaid resolutions were passed with requisite majority.

Thanking you,
Yours faithfully,

**For Makarand M. Joshi & Co.,
Company Secretaries**

Digital signed by MAKARAND JOSHI-11152841 J05-11
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Date: 2021.09.29.11:49:56 +05'30'

Makarand Joshi
Partner
CP No. 3662
Place: Mumbai
Date: 29th September, 2021

For The Ruby Mills limited



Hiren Manharlal Shah
Chairman
Place: Mumbai
Date: 29th September, 2021