



# Rajasthan Cylinders And Containers Ltd

(Regd. Office: SP - 825, Road No. 14, V K I Area, Jaipur - 302013)  
TEL : 91-141-2331771-2 ; FAX : 91-141-2330810 ; e - Mail : [info@bajoriagroup.in](mailto:info@bajoriagroup.in)  
CIN No. : L28101RJ1980PLC002140 ; Website : [www.bajoriagroup.in](http://www.bajoriagroup.in)

Ref : RCCL/Sec/15-16

Date : 30.09.2015

To,

BSE Limited  
Phirozejeejeebhoy Towers  
Dalal Street  
Mumbai - 400001.

Calcutta Stock Exchange Ltd  
7, Lyons Range  
Kolkata - 700001.

Ref : Rajasthan Cylinders And Containers Ltd (Scrip Code : 538707, 10028081)

Sub : Voting Results of 35<sup>th</sup> Annual General Meeting (Clause 35 A of Listing Agreement)

Dear Sir/Madam,

This is to inform you that 35<sup>th</sup> Annual General Meeting of the Company was held on Tuesday, September 29, 2015 at 11.00 A.M. at the registered office of the company at SP-825, Road No. 14, Vishwakarma Industrial Area, Jaipur - 302013.

In accordance with the provisions of Companies Act, 2013 and Rules there under and clause 35 B of listing agreement with the Stock Exchanges, the Company had provided the Remote e-voting facility to its members, to cast their vote on the Resolutions as set out in the Notice of 35<sup>th</sup> AGM. The Remote e-voting period commenced on Saturday, September 26, 2015 at 11.00 A.M. and ended on Monday, September 28, 2015 at 5.00 P.M.

In order to give an opportunity of voting to the Members of the Company who attended the Annual General Meeting and had not cast their vote through remote e-voting, the Company had provided the voting facility through poll at the venue of the AGM. Based on the Scrutinizers' Report, the summary of consolidated results of remote e-voting and voting conducted through poll at AGM is as follows :-

Item no. of Notice	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	% of total number of valid votes cast (Favour)	Nos.	% of total number of valid votes cast (Against)	
Item No.1 of the Notice (As an Ordinary Resolution)	2147565	100	NIL	NIL	NIL
Item No.2 of the Notice (As an Ordinary Resolution)	2147565	100	NIL	NIL	NIL
Item No.3 of the Notice (As an Ordinary Resolution)	2147565	100	NIL	NIL	NIL
Item No.4 of the Notice (As an Ordinary Resolution)	2147565	100	NIL	NIL	NIL
Item No.5 of the Notice (As an Special Resolution)	2147565	100	NIL	NIL	NIL
Item No. 6 of the Notice (As an Special Resolution)	2147565	100	NIL	NIL	NIL
Item No. 7 of the Notice (As an Special Resolution)	2147565	100	NIL	NIL	NIL





## Rajasthan Cylinders And Containers Ltd

(Regd. Office: SP - 825, Road No. 14, V K I Area, Jaipur - 302013)

TEL : 91-141-2331771-2 ; FAX : 91-141-2330810 ; e - Mail : [info@bajoriagroup.in](mailto:info@bajoriagroup.in)

CIN No. : L28101RJ1980PLC002140 ; Website : [www.bajoriagroup.in](http://www.bajoriagroup.in)

All the resolutions contained in the Notice of 35<sup>th</sup> AGM were duly approved by the Members of the company with requisite majority through remote e-voting and voting process done at the venue of AGM and all the resolutions are deemed to be passed on September 29, 2015 i.e. the date of Annual General Meeting.

Further, we are enclosing herewith :

1. Declaration of consolidated results of remote e-voting and voting at AGM with respect to resolutions mentioned in the Notice of 35<sup>th</sup> Annual General Meeting of the Company in the prescribed format (i.e. Clause 35 A).
2. The consolidated Scrutinizers' report of remote e-voting and voting at AGM with respect to Resolutions mentioned in the Notice of 35<sup>th</sup> Annual General Meeting of the Company.

Kindly update your records with our submissions.

Yours Sincerely,

For Rajasthan Cylinders And Containers Ltd

(Anisha Jain)  
Company Secretary  
ACS No. A34590



Encl : As Above



# Rajasthan Cylinders And Containers Ltd

(Regd. Office: SP - 825, Road No. 14, V K I Area, Jaipur - 302013)

TEL : 91-141-2331771-2 ; FAX : 91-141-2330810 ; e - Mail : [info@bajoriagroup.in](mailto:info@bajoriagroup.in)

CIN No. : L28101RJ1980PLC002140 ; Website : [www.bajoriagroup.in](http://www.bajoriagroup.in)

Annexure

## Voting Results as per Clause 35 A of Listing Agreement

Date of AGM : September 29, 2015

Total number of shareholders on record date

(i.e. September 23, 2015 - cut-off date for the voting purpose) : 667

No. of shareholders present in the meeting either in person or through proxy :

Promoter and Promoter Group : 8

Public : 11 (out of which 7 members were present in person and 4 were present through proxy)

No. of Shareholders attended the meeting through video-conferencing : N.A.

Promoters and Promoters Group : N.A.

Public : N.A.

### Agenda - Wise

#### In case of Poll/Postal Ballot/E-Voting :

The mode of voting for all the resolutions were :-

1. Remote e-voting conducted between September 26, 2015 to September 28, 2015.
2. Poll conducted at the meeting

**Resolution No. 1 :** To receive, consider and adopt the Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2015 including audited Balance Sheet as at 31<sup>st</sup> March, 2015 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)

Promoter /Public	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
Promoters & Promoters Group	2468598	2143510	86.83%	2143510	NIL	100%	NIL
Public Institutional Holders	-	-	-	-	-	-	-
Public - Others	892992	4055	0.45%	4055	NIL	100%	NIL
Total	3361595	2147565	63.88%	2147565	-	100%	NIL

Based on the above, the resolution has been duly passed with requisite majority.



*Anurag Singh*

# **Rajasthan Cylinders And Containers Ltd**

(Regd. Office: SP - 825, Road No. 14, V K I Area, Jaipur - 302013)

TEL : 91-141-2331771-2 ; FAX : 91-141-2330810 ; e - Mail : [info@bajoriagroup.in](mailto:info@bajoriagroup.in)

CIN No. : L28101RJ1980PLC002140 ; Website : [www.bajoriagroup.in](http://www.bajoriagroup.in)

**Resolution No. 2:** To ratify the appointment of Statutory Auditors and to fix their remuneration. (Ordinary Resolution) :

Promoter /Public	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
Promoters & Promoters Group	2468598	2143510	86.83%	2143510	NIL	100%	NIL
Public Institutional Holders	-	-	-	-	-	-	-
Public - Others	892997	4055	0.45%	4055	NIL	100%	NIL
Total	3361595	2147565	63.88%	2147565	-	100%	NIL

Based on the above, the resolution has been duly passed with requisite majority.

**Resolution No. 3 :** To appoint Mr. Manoj Kumar Choudhary(holding DIN 00131556) as an Independent Director. (Ordinary Resolution):

Promoter /Public	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
Promoters & Promoters Group	2468598	2143510	86.83%	2143510	NIL	100%	NIL
Public Institutional Holders	-	-	-	-	-	-	-
Public - Others	892997	4055	0.45%	4055	NIL	100%	NIL
Total	3361595	2147565	63.88%	2147565	-	100%	NIL

Based on the above, the resolution has been duly passed with requisite majority.



*Arumash Bajore*



# **Rajasthan Cylinders And Containers Ltd**

(Regd. Office: SP - 825, Road No. 14, V K I Area, Jaipur -302013)

TEL. : 91-141-2331771-2 ; FAX : 91-141-2330810 ; e - Mail : [info@bajoriagroup.in](mailto:info@bajoriagroup.in)

CIN No. : L28101RJ1980PLC002140 ; Website : [www.bajoriagroup.in](http://www.bajoriagroup.in)

**Resolution No. 4 :** To appoint Mrs. Preetanjali Bajoria (holding DIN 01102192) as a Director. (Ordinary Resolution) :

Promoter /Public	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)	$(6) = [(4)/(2)] * 100$	$(7) = [(5)/(2)] * 100$
Promoters & Promoters Group	2468598	2143510	86.83%	2143510	NIL	100%	NIL
Public Institutional Holders	-	-	-	-	-	-	-
Public - Others	892997	4055	0.45%	4055	NIL	100%	NIL
Total	3361595	2147565	63.88%	2147565	-	100%	NIL

Based on the above, the resolution has been duly passed with requisite majority.

**Resolution No. 5 :** To appoint Mrs. Preetanjali Bajoria (holding DIN:01102192) as a Whole-Time Director (Special Resolution):

Promoter /Public	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)	$(6) = [(4)/(2)] * 100$	$(7) = [(5)/(2)] * 100$
Promoters & Promoters Group	2468598	2143510	86.83%	2143510	NIL	100%	NIL
Public Institutional Holders	-	-	-	-	-	-	-
Public - Others	892997	4055	0.45%	4055	NIL	100%	NIL
Total	3361595	2147565	63.88%	2147565	-	100%	NIL

Based on the above, the resolution has been duly passed with requisite majority.

**Resolution No. 6:** To adopt the new set of Articles of Association of Company. (Special Resolution):



*Atmak. 22/04*



# Rajasthan Cylinders And Containers Ltd

(Regd. Office: SP - 825, Road No. 14, V K I Area, Jaipur - 302013)

TEL. : 91-141-2331771-2 ; FAX : 91-141-2330810 ; e - Mail : [info@bajoriagroup.in](mailto:info@bajoriagroup.in)

CIN No. : L28101RJ1980PLC002140 ; Website : [www.bajoriagroup.in](http://www.bajoriagroup.in)

Promoter /Public	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)	$\frac{(3)-[(2)/(1)]}{100} \times 100$	(4)	(5)	$\frac{(6)-[(4)/(2)]}{100} \times 100$	$(7) = [(5)/(2)] \times 100$
Promoters & Promoters Group	2468598	2143510	86.83%	2143510	NIL	100%	NIL
Public Institutional Holders	-	-	-	-	-	-	-
Public - Others	892997	4055	0.45%	4055	NIL	100%	NIL
Total	3361595	2147565	63.88%	2147565	-	100%	NIL

Based on the above, the resolution has been duly passed with requisite majority.

**Resolution No. 7 :** To increase in remuneration of Mr. Avinash Bajoria, Managing Director. (Special Resolution):

Promoter /Public	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)	$\frac{(3)-[(2)/(1)]}{100} \times 100$	(4)	(5)	$\frac{(6)-[(4)/(2)]}{100} \times 100$	$(7) = [(5)/(2)] \times 100$
Promoters & Promoters Group	2468598	2143510	86.83%	2143510	NIL	100%	NIL
Public Institutional Holders	-	-	-	-	-	-	-
Public - Others	892997	4055	0.45%	4055	NIL	100%	NIL
Total	3361595	2147565	63.88%	2147565	-	100%	NIL

Based on the above, the resolution has been duly passed with requisite majority.

For Rajasthan Cylinders And Containers Ltd

*Avinash Bajoria*  
(Avinash Bajoria)  
Managing Director  
DIN No. 01402573



Ref. No. \_\_\_\_\_

Date : \_\_\_\_\_

**Scrutinizer's Report - Combined**

To

The Chairman of 35<sup>th</sup> Annual General Meeting of the members of Rajasthan Cylinders And Containers Ltd (the Company) held on the Tuesday, 29<sup>th</sup> day of September, 2015 at 11.00 A.M. at SP-825, Road No. 14, Vishwakarma Industrial Area, Jaipur- 302013.

Dear Sir,

**Sub : Consolidated Scrutinizers' Report on Remote E-Voting and Poll conducted pursuant to the provisions of Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 at 35<sup>th</sup> Annual General Meeting of Equity Shareholders held on Tuesday, September 29, 2015 at 11.00 A.M.**

1. I, Arun Kumar Shrivastav, a Chartered Accountant in practice, Jaipur, have been appointed as a Scrutinizer for the purpose of Remote e-voting and poll taken on the below mentioned resolution (s) at the 35<sup>th</sup> Annual General Meeting of the Equity Shareholders of Rajasthan Cylinders And Containers Ltd held on Tuesday, September 29, 2015 at 11.00 A.M. at the registered office of the company at SP-825, Road No. 14, Vishwakarma Industrial Area, Jaipur - 302013.

2. It is the responsibility of management of the Company to ensure due compliance of the provisions of the applicable provisions of the Companies Act, 2013 and the Rules made there under and also the requirements thereof relating to voting through electronic means and Polling process on all the resolutions contained in the Notice of 35<sup>th</sup> Annual General Meeting of the Members of the Company. As the Scrutinizer for the remote e-voting process and poll process, my responsibility is restricted to make a Scrutinizers' Consolidated Report of the votes cast "in favour" or "against" in respect of the Resolutions contained in the Notice of 35<sup>th</sup> AGM, based on reports generated from the e-voting system provided by Central Depository Services (India) Ltd (CDSL), the authorized agency to provide Remote e-voting facilities, engaged by the Company and from the Polling process conducted at the 35<sup>th</sup> AGM.

3. Further to above, I submit my report as here under :-

i. The Remote e-voting period remained open from Saturday, September 26, 2015 (9.00 A.M.) to Monday, September 28, 2015 (5.00 P.M.) and the CDSL e-voting platform was blocked thereafter.

ii. The Shareholders holding shares as on cut - off date i.e. September 23, 2015 were entitled to vote on all the proposed resolutions (Item No. 1 to 7 as set out in the Notice dated August 13, 2015 convening the 35<sup>th</sup> Annual General Meeting of the company).

iii. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling were locked in my presence with due identification marks placed by me. Immediately, after the conclusion of voting at AGM, votes casted at the meeting were counted first and thereafter the votes cast through remote e-voting were unblocked in the presence of two witnesses who are not in the employment of the company.

iv. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from Central Depository Services (India) Ltd (CDSL) e-voting system and the polling papers received respectively.

v. I now submit my consolidated Report as under on the result of Remote e-voting and Poll at AGM in respect of the said resolutions :-

**a. Resolution - 1:- Ordinary Resolution**

To receive, consider and adopt the Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2015 including audited Balance Sheet as at 31<sup>st</sup> March, 2015 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.





Particulars	Number of Members voting through			Number of votes cast through			Total in percentage (%)
	Polling Paper	e-voting	Total	Polling Paper	e-voting	Total	
Assent	12	9	21	254859	1892706	2147565	100
Dissent	-	-	-	-	-	-	-
Invalid votes	-	-	-	-	-	-	-
Total	12	9	21	254859	1892706	2147565	100

Based on the aforesaid results, I report that Resolution - 1 have been passed with requisite majority.

**b. Resolution - 2 :- Ordinary Resolution**

To ratify the appointment of Statutory Auditors and to fix their remuneration.

Particulars	Number of Members voting through			Number of votes cast through			Total in percentage (%)
	Polling Paper	e-voting	Total	Polling Paper	e-voting	Total	
Assent	12	9	21	254859	1892706	2147565	100
Dissent	-	-	-	-	-	-	-
Invalid votes	-	-	-	-	-	-	-
Total	12	9	21	254859	1892706	2147565	100

Based on the aforesaid results, I report that Resolution - 2 have been passed with requisite majority.

**c. Resolution - 3 :- Ordinary Resolution**

To appoint Mr. Manoj Kumar Choudhary(holding DIN 00131556) as an Independent Director.

Particulars	Number of Members voting through			Number of votes cast through			Total in percentage (%)
	Polling Paper	e-voting	Total	Polling Paper	e-voting	Total	
Assent	12	9	21	254859	1892706	2147565	100
Dissent	-	-	-	-	-	-	-
Invalid votes	-	-	-	-	-	-	-
Total	12	9	21	254859	1892706	2147565	100

Based on the aforesaid results, I report that Resolution - 3 have been passed with requisite majority.

**d. Resolution - 4 :- Ordinary Resolution**

To appoint Mrs. Preetanjali Bajoria (holding DIN 01102192) as a Director.

Particulars	Number of Members voting through	Number of votes cast through	Total in
-------------	----------------------------------	------------------------------	----------





	Polling Paper	e-voting	Total	Polling Paper	e-voting	Total	percentage (%)
Assent	12	9	21	254859	1892706	2147565	100
Dissent	-	-	-	-	-	-	-
Invalid votes	-	-	-	-	-	-	-
Total	12	9	21	254859	1892706	2147565	100

Based on the aforesaid results, I report that Resolution - 4 have been passed with requisite majority.

**e. Resolution - 5 :- Special Resolution**

To appoint Mrs. Preetanjali Bajoria (holding DIN:01102192) as a Whole-Time Director.

Particulars	Number of Members voting through			Number of votes cast through			Total in percentage (%)
	Polling Paper	e-voting	Total	Polling Paper	e-voting	Total	
Assent	12	9	21	254859	1892706	2147565	100
Dissent	-	-	-	-	-	-	-
Invalid votes	-	-	-	-	-	-	-
Total	12	9	21	254859	1892706	2147565	100

Based on the aforesaid result, I report that Resolution - 5 have been passed with requisite majority.

**f. Resolution - 6 :- Special Resolution**

To adopt the new set of Articles of Association of Company.

Particulars	Number of Members voting through			Number of votes cast through			Total in percentage (%)
	Polling Paper	e-voting	Total	Polling Paper	e-voting	Total	
Assent	12	9	21	254859	1892706	2147565	100
Dissent	-	-	-	-	-	-	-
Invalid votes	-	-	-	-	-	-	-
Total	12	9	21	254859	1892706	2147565	100

Based on the aforesaid results, I report that Resolution - 6 have been passed with requisite majority.

**g. Resolution - 7 :- Special Resolution**

To increase in remuneration of Mr. Avinash Bajoria, Managing Director.


Particulars	Number of Members voting through			Number of votes cast through			Total in percentage (%)
	Polling Paper	e-voting	Total	Polling Paper	e-voting	Total	
Assent	12	9	21	254859	1892706	2147565	100
Dissent	-	-	-	-	-	-	-
Invalid votes	-	-	-	-	-	-	-
Total	12	9	21	254859	1892706	2147565	100



Based on the aforesaid results, I report that Resolution - 7 have been passed with requisite majority.

4. All the records maintained by me including the data as obtained from CDSL, the system provider for remote e-voting facility extended by them as also the register recording the consent or otherwise received from the shareholders, voting through poll at AGM, which includes all the particulars of shareholders such as the name, folio no./DP ID/Client ID, number of shares held, number of shares voted and number of shares assented, number of shares dissented, no. of shares rejected, polling papers and other related papers are in my safe custody which will be handed over to the Chairman/ Company Secretary of the Company.

Thanking you,  
Yours faithfully,

  
Arun Kumar Srivastav  
Practicing Chartered Accountant  
Membership No. 411224



Place: Jaipur  
Date: September 30, 2015

Countersigned by :-  
For Rajasthan Cylinders And Containers Ltd



  
(Avinash Bajoria)  
Managing Director  
DIN No. 01402573