

Royal Cushion Vinyl Products Limited

Cin no: L24110MH1983PLC031395

“Shlok” 60 – CD,

Govt. Industrial Estate, Charkop,
Kandivali (W), Mumbai – 400 067

Tel: + 91 22 28603514, 16

Fax: + 91 22 28603565

Website: www.rcvp.in

Date : 01.10.2019

To,
The Secretary
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001.

Scrip Code: 526193

Dear Sir/Madam,

Sub: Proceeding of the 35th Annual General Meeting held on Monday 30th September, 2019.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are enclosing herewith the proceedings of the 35th Annual General Meeting held on Monday, September 30th, 2019 at 12.30 p.m. at 2nd Floor, Conference Room, SHLOK, Govt Industrial Estate, Charkop, Kandivali West, Mumbai – 400067.

Kindly acknowledge the receipt.

Thanking You

FOR ROYAL CUSHION VINYL PRODUCTS LIMITED


NIVEDITA JUVATKAR
COMPANY SECRETARY



LOYA & ASSOCIATES

Practicing Company Secretary

ROYAL CUSHION VINYL PRODUCTS LIMITED – 35th ANNUAL GENERAL MEETING (AGM) VOTING RESULT

Date of the AGM	30-09-2019
Total number of shareholders on record date	3312
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	26
Public	20
No. of shareholders present in the meeting through Video Conferencing	
Promoters and Promoter Group	NIL
Public	NIL

Resolution required : (Ordinary)		Resolution No.1: Adopted the Audited Balance Sheet as on 31 st March, 2019, the Profit & Loss Account for the year ended on that date and the report of Director's & Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - In favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7983128	0	0.00	0	0	0.00	0.00
	Poll		5103128	63.92	5103128	0	100.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total	7983128	5103128	63.92	5103128	0	100.00	0.00
Public- Institutions	E-Voting	686419	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total	686419	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	3397665	116	0.00	116	0	100.00	0.00
	Poll		1055467	31.06	1055467	0	100.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total	3397665	1055583	31.07	1055583	0	100.00	0.00
	Total	12067212	6158711	51.04	6158711	0	100.00	0.00

Vadodara Office: A-304, Shashwat Greens, Opp. GERI Compound, Gotri, Vadodara-390021, Gujarat,
Mumbai Office: Off No.4, 63/1, Nehru Road, 1st Floor, Opp. Saraswat Bank, Before Indus Bank,
Vile Parle East, Mumbai 400057 Email: psc@comp.ly@gmail.com, Ph no. +919687157540/9866112085



LOYA & ASSOCIATES

Practicing Company Secretary

ROYAL CUSHION VINYL PRODUCTS LIMITED – 35th ANNUAL GENERAL MEETING (AGM) VOTING RESULT

Date of the AGM/EGM	30-09-2019
Total number of shareholders on record date	3312
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	26
Public	20
No. of shareholders present in the meeting through Video Conferencing	
Promoters and Promoter Group	NIL
Public	NIL

Resolution required : (Ordinary)		Resolution No.2: Re-appointment of Mr. Jayesh Motasha (DIN 00054236), who retires by rotation and is eligible for re-appointment as Director:						
Whether promoter/ promoter group are interested in the agenda/resolution?		YES						
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
Promoter and Promoter Group	E-Voting	7983128	0	0.00	0	0	0.00	0.00
	Poll		356285	4.46	356285	0	100.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total	7983128	356285	4.46	356285	0	100.00	0.00
Public- Institutions	E-Voting	686419	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total	686419	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	3397665	116	0.01	116	0	100.00	0.00
	Poll		1055467	31.06	1055467	0	100.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total	3397665	1055467	31.07	1055467	0	100.00	0.00
Total		12067212	1411868	11.70	1411868	0	100.00	0.00

Vadodara Office: A-304, Shashwat Greens, Opp. GERI Compound, Gotri, Vadodara-390021, Gujarat,
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ROYAL CUSHION VINYL PRODUCTS LIMITED – 35th ANNUAL GENERAL MEETING (AGM) VOTING RESULT

Date of the AGM/EGM	30-09-2019
Total number of shareholders on record date	3312
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	26
Public	20
No. of shareholders present in the meeting through Video Conferencing	
Promoters and Promoter Group	NIL
Public	NIL

Resolution required : (Special)		Resolution No.3 : Approval under section 180 (1)(a) & 188 of the Companies Act, 2013, for sale and transfer of the property						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
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
Promoter and Promoter Group	E-Voting	7983128	0	0.00	0	0	0.00	0.00
	Poll		5103128	63.92	5103128	0	100.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total	7983128	5103128	63.92	5103128	0	100.00	0.00
Public- Institutions	E-Voting	686419	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total	686419	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	3397665	116	0.01	116	0	100.00	0.00
	Poll		1055467	31.06	1055467	0	100.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total	3397665	1055583	31.07	1055583	0	100.00	0.00
	Total	12067212	6158711	51.04	6158711	0	100.00	0.00

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ROYAL CUSHION VINYL PRODUCTS LIMITED – 35th ANNUAL GENERAL MEETING (AGM) VOTING RESULT

Date of the AGM/EGM	30-09-2019
Total number of shareholders on record date	3312
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	26
Public	20
No. of shareholders present in the meeting through Video Conferencing	
Promoters and Promoter Group	NIL
Public	NIL

Resolution required : (Special) Resolution No.4: Re-appointment of Mr. Mahesh Shah (DIN 00054351) as Managing Director of the Company for the period of 3 years.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - In favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Whether promoter/ promoter group are interested in the agenda/resolution?
									YES
Promoter and Promoter Group	E-Voting	7983128	0	0.00	0	0	0.00	0.00	
	Poll		342518	4.29	342518	0	100.00	0.00	
	Postal Ballot (if applicable)			0.00			0.00	0.00	
	Total	7983128	342518	4.29	342518	0	100.00	0.00	
Public- Institutions	E-Voting	686419	0	0.00	0	0	0.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Postal Ballot (if applicable)			0.00			0.00	0.00	
	Total	686419	0	0.00	0	0	0.00	0.00	
Public- Non Institutions	E-Voting	3397665	116	0.01	116	0	100.00	0.00	
	Poll		1055467	31.06	1055467	0	100.00	0.00	
	Postal Ballot (if applicable)			0.00			0.00	0.00	
	Total	3397665	1055583	31.07	1055583	0	100.00	0.00	
	Postal Ballot (if applicable)			0.00			0.00	0.00	
	Total	12067212	1398101	11.59	1398101	0	100.00	0.00	

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ROYAL CUSHION VINYL PRODUCTS LIMITED – 35th ANNUAL GENERAL MEETING (AGM) VOTING RESULT

Date of the AGM/EGM	30-09-2019
Total number of shareholders on record date	3312
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	26
Public	20
No. of shareholders present in the meeting through Video Conferencing	
Promoters and Promoter Group	NIL
Public	NIL

Resolution required : (Special)		Resolution No.5: Appointment of Mrs. Harsha Mukesh Shah (DIN 08386011) as an Independent Director of the Company:						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - In favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7983128	0	0.00	0	0	0.00	0.00
	Poll		5103128	63.92	5103128	0	100.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total	7983128	5103128	63.92	5103128	0	100.00	0.00
Public-Institutions	E-Voting	686419	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total	686419	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting	3397665	116	0.01	116	0	100.00	0.00
	Poll		1055467	31.06	1055467	0	100.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total	3397665	1055583	31.07	1055583	0	100.00	0.00
Total		12067212	6158711	51.04	6158711	0	100.00	0.00



ROYAL CUSHION VINYL PRODUCTS LIMITED – 35th ANNUAL GENERAL MEETING (AGM) VOTING RESULT

Date of the AGM	30-09-2019
Total number of shareholders on record date	3312
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	26
Public	20
No. of shareholders present in the meeting through Video Conferencing	
Promoters and Promoter Group	NIL
Public	NIL

Resolution required : (Special) Resolution No.6: Appointment of Mrs. Avani Jolly Pandit (DIN 08386003) as an Independent Director of the Company:

Whether promoter/ promoter group are interested in the agenda/resolution? Yes

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares $(3) = \frac{[(2)/(1)] * 100}{100}$	No. of Votes - In favour	No. of Votes - against	% of Votes in favour on votes polled $(6) = \frac{[(4)/(2)] * 100}{100}$	% of Votes against on votes polled $(7) = \frac{[(5)/(2)] * 100}{100}$
Promoter and Promoter Group	E-Voting	7983128	0	0.00	0	0	0.00	0.00
	Poll		5103128	63.92	5103128	0	100.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total	7983128	5103128	63.92	5103128	0	100.00	0.00
Public-Institutions	E-Voting	686419	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total	686419	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting	3397665	116	0.01	116	0	100.00	0.00
	Poll		1055467	31.06	1055467	0	100.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total	3397665	1055583	31.07	1055583	0	100.00	0.00
Total		12067212	6158711	51.04	6158711	0	100.00	0.00

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ROYAL CUSHION VINYL PRODUCTS LIMITED – 35th ANNUAL GENERAL MEETING (AGM) VOTING RESULT

Date of the AGM	30-09-2019
Total number of shareholders on record date	3312
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	26
Public	20
No. of shareholders present in the meeting through Video Conferencing	
Promoters and Promoter Group	NIL
Public	NIL

Resolution required : (Special)		Resolution No.7: Approval under section 188 of the Companies Act, 2013, for entering into related party transactions by the Company with Natroyal Industries Pvt Ltd for sale and transfer of the Undertaking.						
Whether promoter/ promoter group are interested in the agenda/resolution?		YES						
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
Promoter and Promoter Group	E-Voting	7983128	0	0.00	0	0	0.00	0.00
	Poll		197195	2.47	197195	0	100.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total	7983128	197195	2.47	197195	0	100.00	0.00
Public-Institutions	E-Voting	686419	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total	686419	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting	3397665	115	0.01	115	1	100.00	0.87
	Poll		1055467	31.06	1055467	0	100.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total	3397665	1055467	31.06	1055467	0	100.00	0.00
Total	Total	12067212	1252777	10.38	1252777	1	100.00	0.00

Vadodara Office: A-304, Shashwat Greens, Opp. GERI Compound, Gotri, Vadodara-390021, Gujarat,
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PROCEEDING OF THE 35th ANNUAL GENERAL MEETING OF THE ROYAL CUSHION VINYL PRODUCTS LIMITED HELD ON MONDAY 30th SEPTEMBER, 2019.

1. The 35th Annual General Meeting was held at 60 CD, SHLOK, Govt. Industrial Estate, Charkop, Kandivali West Mumbai – 400067 at 12.30 p.m.
2. All the Directors except Mr. Mahesh Shah were present at the Meeting.
3. The Scrutinizer was present at the Meeting.
4. Mr. Jayesh Motasha presided over the meeting as the Chairperson.
5. The requisite quorum being present, the Chairman called the meeting to order.
6. The Chairman informed the members that the Statutory Registers were available at the meeting venue for inspection of members.
7. The Chairman of the Meeting delivered speech on the overview of Company’s Performance to the members.
8. The following business as set out in Notice were put up for Shareholders approval at Annual General Meeting :-
 - i. Adoption of the Audited Financial Statements for the year ended on 31st March, 2019, Reports of the Board of Directors and Report of the Auditors thereon.
 - ii. Re- Appointment of Mr. Jayesh Motasha, who retires by rotation.
 - iii. Approval of the Special Resolution under Section 180(1)(a).
 - iv. Re-appointment of Mr. Mahesh Shah as Managing Director of the Company for the period of 3 years.
 - v. Appointment of Mrs. Harsha Mukesh Shah as an Independent Director of the Company.
 - vi. Appointment of Mrs. Avani Jolly Pandit as an Independent Director of the Company.
 - vii. Approval to enter into the contract with related party under Section 188 of the Companies Act, 2013.
9. The Chairman informed that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management & Administration) Rules, 2014 as amended and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company had provided electronic voting facility to the Members entitled to cast their vote.



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Cin no: L24110MH1983PLC031395

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10. It was informed that as required under the Companies Act, 2013 facility was given to the shareholders present and who has not voted by electronic process to cast their vote in the Ballot Box kept in the meeting hall.
11. It informed that the voting results shall be declared along with report of the Scrutinizer by posting on the website of the Company and BSE Limited within 48 hours of the conclusion of Annual General Meeting.
12. Members were requested if any queries or questions, there were no question raised.
13. The meeting concluded at 03.00 p.m. with a vote of thanks to the Chair.

