

SECRETARIAL DEPARTMENT

Jekegram, Pokhran Road No.1, Thane (W)-400 606
Maharashtra, India
CIN No.: L17117MH1925PLC001208
Tel: (91-22) 4036 7000 / 6152 7000
Fax: (91-22) 2541 2805
www.raymond.in

RL/AC/SE/21-22/73

December 27, 2021

To

The Department of Corporate Services - CRD
BSE Limited
P.J. Towers, Dalal Street
Mumbai - 400 001
Scrip Code: 500330

The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Bandra-Kurla Complex
Bandra (East), Mumbai - 400 051
Symbol: RAYMOND

Luxembourg Stock Exchange
Societe De La Bourse De Luxembourg,
35A, Boulevard Joseph II,
L-1840 Luxembourg
Trading Code : USY721231212

Dear Sir/Madam,

Sub: Consolidated Voting Results on Resolutions as per the Notice of the NCLT-convened meeting of the equity shareholders of Raymond Limited dated November 19, 2021

A meeting of the equity shareholders (the Meeting) of Raymond Limited (the Company) convened pursuant to the order dated November 11, 2021 in Company Scheme Application No. 220 of 2021 of the National Company Law Tribunal, Mumbai Bench (the NCLT) was held on Monday, December 27, 2021 at 11:00 a.m. (IST) at the Registered Office of the Company for the purpose of considering, and if thought fit, approving the Scheme of Arrangement between Raymond Apparel Limited and Raymond Limited and their respective Shareholders (the Scheme) under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013.

Please note that Resolution No. 1 as per the Notice of the Meeting dated November 19, 2021 has been passed by the shareholders with requisite majority.

Further, pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the voting results, in the prescribed format, in respect of the votes cast through remote e-voting and voting at the Meeting.

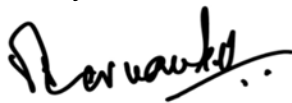
A copy of the Scrutinizer's Report containing consolidated voting results is enclosed herewith.

Please take the above information on record.

Thanking you

Yours faithfully

For Raymond Limited



Thomas Fernandes
Director - Secretarial
& Company Secretary

Encl.: as above

**REGISTERED OFFICE**

Plot No. 156/H No. 2, Village Zadgeon,
Ratnagiri - 415 612, Maharashtra
Tel: (02352) 232514
Fax: (02352) 232513

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Summary of Attendance

Date of the NCLT Convened Meeting	December 27, 2021
Total number of shareholders on record date:	1,65,240
No. of shareholders present in the meeting either in person or through proxy	72
Promoter and Promoter Group:	6
Public:	66
No. of shareholders attended the meeting through Video Conferencing	NA

Details of the Agenda:

Item No	Details of Agenda	Type of Resolution	Mode of Voting
1.	Approval of Scheme of Arrangement between RAL and RL and their respective Shareholders and related matters thereto	Special Resolution	E-voting and Poll (Passed with requisite majority)

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Plot No. 156/H No. 2, Village Zadgeon,
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Raymond Limited								
Resolution Required : (Special)			1 - Approval of the Scheme of Arrangement between the Company and Raymond Apparel Limited and their respective shareholders.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	32616134	32459050	99.5184	32459050	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		32459050	99.5184	32459050	0	100.0000	0.0000
Public Institutions	E-Voting	9274072	5418196	58.4231	5418196	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5418196	58.4231	5418196	0	100.0000	0.0000
Public Non Institutions	E-Voting	24683525	230875	0.9353	230164	711	99.6920	0.3080
	Poll		8273	0.0335	8273	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		239148	0.9688	238437	711	99.7027	0.2973
Total		66573731	38116394	57.2544	38115683	711	99.9981	0.0019

1. Voting rights on the Equity Shares transferred to Investor Education and Protection Fund (IEPF) as well as Raymond Ltd. - Unclaimed Suspense account are currently frozen.
2. There were no invalid votes.

RAYMOND LIMITED

(CIN NUMBER: L17117MH1925PLC001208)

Registered Office: Plot No. 156/H, No. 2, Village Zadgaon, Ratnagiri, Maharashtra-415612

CONSOLIDATED SCRUTINISER'S REPORT

ON

THE E-VOTING PROCESS (REMOTE E-VOTING) AND PHYSICAL VOTING (BALLOT) CONDUCTED AT THE MEETING OF THE EQUITY SHAREHOLDERS CONVENED AS PER THE DIRECTIONS OF HON'BLE NATIONAL COMPANY LAW TRIBUNAL, MUMBAI BENCH VIDE ITS ORDER DATED NOVEMBER 11, 2021 HELD AT RAYMOND LIMITED, PLOT NO 156/H NO. 2, VILLAGE ZADGAON, RATNAGIRI - 415612, MAHARASHTRA ON MONDAY, DECEMBER 27, 2021 AT 11:00 A.M.

C.S. C.A. Dinesh Kumar Deora
DM & Associates Company Secretaries LLP
Company Secretaries

[Firm Registration No: L2017MH003500] [Peer Review Certificate: 758/2020]

ADDRESS: 205, 2ND FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD
(EAST), MUMBAI-400097

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Report of the Scrutiniser

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of Companies
(Management and Administration) Rules, 2014 as amended]

To,
The Chairman

Of the Meeting of the Equity Shareholders of Raymond Limited convened on
Monday, December 27, 2021 at 11:00 a.m. (IST)
as per the Order of the National Company Law Tribunal (NCLT)

Dear Sir,

I, Dinesh Kumar Deora, partner of DM & Associates Company Secretaries LLP, Company Secretaries, having Office at 205, 2nd Floor, Nadiadwala Market, Poddar Road, Malad (East), Mumbai-400097, appointed as scrutinizer, by the Hon'ble NCLT, Mumbai bench for the purpose of scrutinizing the e-voting process (remote e-voting) and Ballot voting (Poll) at the venue conducted at the NCLT convened meeting of the Equity Shareholders of Raymond Limited held on Monday, December 27, 2021 at 11:00 a.m. (IST) at Raymond Limited, Plot No 156/H No. 2, Village Zadgaon, Ratnagiri - 415612, Maharashtra, pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and Ballot voting.

I submit my report as under:

- a) The NCLT vide its order dated November 11, 2021 ("NCLT Order") has inter-alia directed Raymond Limited (Second Applicant Company/ Resulting Company) to hold a meeting of its Equity Shareholders to consider and, if thought fit, to approve, with or without modification(s) the proposed Scheme of Arrangement between Raymond Apparel Limited (First Applicant Company / Demerged Company) and the Resulting Company and their respective Shareholders ('the Scheme') under Sections 230-232 and other applicable provisions of the Companies Act, 2013. The Scheme provides for the Demerger of the Business Undertaking of the Demerged Company into the Resulting Company on a going concern basis.



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Continuing sheet.....

- b) The Compliance with the directions of the NCLT order and the provisions of the Companies Act, 2013 and the Rules made thereunder relating to e-Voting (which includes remote e-Voting and the Ballot voting provided at the NCLT Convened Meeting of the Equity Shareholders) was the responsibility of the Management. My responsibility as a scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner, *and render a consolidated scrutinizer's report on the voting to the Chairman* on the resolution.
- c) The remote e-voting facility provided to the Members prior to the Meeting was provided by *National Securities Depository Limited ("NSDL")*
- d) The Members of the Company as on the "cut-off" date i.e. *Monday, December 20, 2021* were entitled to vote on the resolution *as set out in the notice of NCLT convened Meeting*.
- e) The remote e-voting period *commenced on December 23, 2021 at 10:00 a.m. (IST) and concluded on Sunday, December 26, 2021 at 5:00 p.m. (IST)* and the NSDL remote e-Voting portal was blocked thereafter.
- f) The quorum for the meeting of the equity shareholders of the Company was 30 (Thirty) equity shareholders of the Company, present in person. The requisite quorum was present throughout the meeting.
- f) At the venue during the meeting the facility to vote through Ballot papers were provided to those Members who were present at the Meeting but could not participate in the Remote e-Voting to record their votes on the resolution to be passed.
- g) After the announcement made by the Chairman for commencement of physical voting an empty ballot box was shown to the members in my presence which was kept for depositing Ballot papers for the purpose of the voting.
- h) Thereafter, the Members deposited their duly filled-in Ballot Papers in the ballot box kept for voting through Ballot papers and after the completion of voting by Members, the ballot box was opened and the votes were counted in my presence.
- i) After the closure of the voting though Ballot at the Meeting, the voting conducted through remote e-voting prior to the date of Meeting were unblocked on Monday December 27, 2021 around 11:23 a.m. in the presence of two witnesses who are not in the employment of the Company.
- j) *I hereby submit a consolidated scrutinizer's report pursuant to rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on the resolution contained in the Notice of the aforesaid meeting based on the scrutiny of the Ballot at the Meeting and votes cast through remote e-voting based on the data downloaded from the remote e-voting system by the National Securities Depository Limited ("NSDL").*
- k) The results of the Remote e-Voting together with that of the Ballot conducted at the Meeting are as under:



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Approval of the Scheme of Arrangement between Raymond Limited and Raymond Apparel Limited and their respective shareholders.

(i) Voted in favour the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	379	38107410	99.9764
Ballot	56	8273	0.0217
TOTAL	435	38115683	99.9981

(ii) Voted against the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	18	711	0.0019
Ballot	0	0	0.0000
TOTAL	18	711	0.0019

(iii) Invalid Votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes held by them
Remote e-Voting	0	0
Ballot	0	0
TOTAL	0	0



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Based on the foregoing, the Resolution as set out in the Notice of the Meeting have been passed with the requisite majority of the Members of the Resulting Company as required under the Act.

All the relevant records of Voting were handed over to the Company Secretary of the Resulting Company for safe keeping.

Thanking You,

Sincerely,



Dinesh Kumar Deora
Practising Company Secretary
FCS No. 5683 CP No. 4119
Partner of DM & ASSOCIATES COMPANY SECRETARIES LLP
Company Secretaries
[UDIN: F005683C001935655]



For **Raymond** LIMITED

THOMAS R. FERNANDES
Director-Secretarial
& Company Secretary

27/12/2021

Place: Mumbai
Date: December 27, 2021

