

October 26, 2024

BSE Limited 1 st Floor, New Trading Wing, Rotunda Building Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400001 Security Code: 532884	The National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor, C – 1, Block G Bandra – Kurla Complex, Bandra (E) Mumbai – 400051 Symbol: REFEX
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Ref.: Disclosure under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time read with Circulars issued thereunder (“SEBI Listing Regulations”).

Sub: Submission of e-Voting Results along with the Consolidated Scrutinizer’s Report for the Extra-ordinary General Meeting (RIL/EGM/01/FY2024-25) of Refex Industries Limited.

Dear Sir/ Madam,

We wish to inform you that the Extra-ordinary General Meeting (“EGM”) of **Refex Industries Limited** (“Company”) was held on **Saturday, October 26, 2024 at 11.00 A.M. (IST)** through Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”).

In this regard, please find enclosed the following:

1. Disclosure of e-Voting Results of the businesses transacted at the EGM as **Annexure – A**;
2. Consolidated Scrutinizer’s Report dated October 26, 2024 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as **Annexure – B**.

You are requested to take the same on your record.

Thanking You.

Your faithfully,
For & on behalf of **Refex Industries Limited**

Ankit Poddar
Company Secretary & Compliance Officer
ACS-25443

Refex Industries Limited
A Refex Group Company

CIN: L45200TN2002PLC049601

VOTING RESULTS AS PER REGULATION 44(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

S. No.	Particulars	Details
1	Date of the AGM/EGM	Saturday, October 26, 2024
2	Record date for the e-voting	Saturday, October 19, 2024
3	Total number of shareholders on record date	87,530
	No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
	a. Promoters & Promoter Group:	
	b. Public:	
4	No. of shareholders attended the meeting through Video Conferencing:	
	a. Promoters & Promoter Group:	01
	b. Public:	37

Refex Industries Limited
A Refex Group Company

CIN: L45200TN2002PLC049601

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Issue of equity shares to 'non-promoter' category on a preferential basis				
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	68948085	68948085	100.0000	68948085	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	68948085	68948085	100.0000	68948085	0	100.0000	0.0000
Public- Institutions	E-Voting	1757674	289184	16.4527	289184	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1757674	289184	16.4527	289184	0	100.0000	0.0000
Public- Non Institutions	E-Voting	50004916	2745138	5.4897	2744634	504	99.9816	0.0184
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	50004916	2745138	5.4897	2744634	504	99.9816	0.0184
Total		120710675	71982407	59.6322	71981903	504	99.9993	0.0007
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<div style="border: 1px solid black; padding: 5px; text-align: center; background-color: #800000; color: white;">Add Notes</div>	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Refex Industries Limited
A Refex Group Company

CIN: L45200TN2002PLC049601

Registered Office: 2nd Floor, No.313, Refex Towers, Sterling Road, Valluvar Kottam High Road, Nungambakkam, Chennai, Tamil Nadu 600 034
P: 044 - 3504 0050 | E: info@refex.co.in | W: www.refex.co.in

Factory: No.1/171, Old Mahabalipuram Road, Thiruporur – 603 110, Chengalpattu District, Tamil Nadu
P: 044 2744 5295 | E: info@refex.co.in | W: www.refex.co.in

Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Issue of warrants to 'promoter' and 'non-promoter' category on a preferential basis				
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	68948085	68948085	100.0000	68948085	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		68948085	68948085	100.0000	68948085	0	100.0000
Public-Institutions	E-Voting	1757674	289184	16.4527	289184	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1757674	289184	16.4527	289184	0	100.0000
Public- Non Institutions	E-Voting	50004916	2745138	5.4897	2744650	488	99.9822	0.0178
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		50004916	2745138	5.4897	2744650	488	99.9822
Total		120710675	71982407	59.6322	71981919	488	99.9993	0.0007
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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SCRUTINIZER'S REPORT

**[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4) of the Companies
(Management and Administration) Rules, 2014]**

To,
The Chairman,
Refex Industries Limited
(CIN: L45200TN2002PLC049601)
2nd Floor, No.313, Refex Towers, Sterling Road,
Valluvar Kottam High Road, Nungambakkam,
Chennai, Tamil Nadu-600034, India.

Subject: Consolidated Scrutinizer's Report on Remote E-voting and E-voting at the Extra-Ordinary General Meeting ("EGM") (RIL/EGM/01/FY2024-25) of the members of Refex Industries Limited held on Saturday, October 26, 2024 at 11:00 a.m. (IST) through Video Conferencing / Other Audio-Visual Means ("VC"/ "OAVM")

Respected Sir,

I, CS Mehak Gupta, Company Secretary in Practice (FCS: 10703) and Proprietor of M/s Mehak Gupta & Associates, Company Secretaries, New Delhi has been appointed by the Board of Directors of **Refex Industries Limited ("RIL")** as the Scrutinizer in its meeting held on October 03, 2024, to scrutinize the remote e-voting process pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(ix) of the Companies (Management and Administration) Rules, 2014 (including the statutory modification(s) and re-enactment(s) thereof ('**Remote e-voting**')); and the e-voting done by the Shareholders at the Extra-Ordinary General Meeting ("**EGM**") (RIL/EGM/01/FY2024-25) of the members of Refex Industries Limited held on Saturday, October 26, 2024 at 11:00 a.m. (IST) through Video Conferencing / Other Audio-Visual Means ("**VC**" / "**OAVM**")

The EGM was held through VC/OAVM pursuant to the General Circular No. 09/2024 dated September 19, 2024 read with General Circular No. 09/2023 dated September 25, 2023 read with General Circular No.10/2022 dated December 28, 2022 read with General Circular No. 02/2022 dated May 05, 2022 read with General Circular No. 19/2021 dated December 08, 2021 read with General Circular No. 21/2021 dated December 14, 2021 read with General Circular No. 02/2021 dated January 13, 2021 read with General Circular No. 20/2020 dated May 05, 2020, General Circular No.14/2020 dated April 08, 2020 read with General Circular No.17/2020 dated April 13, 2020, issued by Ministry of Corporate Affairs, Government of India ("**MCA**"), read with the Securities and Exchange Board of India ("**SEBI**") Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/ HO/CFD/PoD2/P/ CIR/2023/4 dated January 05, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 (hereinafter referred to as "**Applicable Circulars**"). The Applicable Circulars provide relaxation to companies to hold their EGM through VC/OAVM including the manner of voting at the meeting.

1. The Scrutinizer is appointed under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, from time to time. As the Scrutinizer, I had scrutinized the process of e-voting remotely, before the EGM, using an electronic voting system on the dates referred to in the Notice calling the EGM; and
2. My responsibility as a Scrutinizer is restricted to give a consolidated report on votes cast by the Shareholders for the resolutions (businesses) contained in the Notice dated October 03, 2024, through E-voting facility available for the EGM; based on the reports generated from the E-voting system provided by the Registrar and Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide E-voting facility and attendance papers/documents furnished to me electronically by the Company and/or National Securities Depository Limited (“NSDL” or “Service Provider”) for my verification.

It was informed that the Notice dated October 03, 2024 along with Corrigendum dated October 21, 2024, convening the Extra-ordinary General Meeting along with the statement setting out material facts under Section 102 of the Companies Act, 2013 were sent electronically to the Shareholders of the Company.

The Consolidated Report on E-voting done through E-voting system by the Shareholders is submitted as follows:

- (a) The Company had appointed NSDL as the Service Provider for the purpose of extending the facility of E-voting system to the Shareholders of the Company through remote e-voting and during the meeting.
- (b) NSDL had provided a system for recording the votes of the Shareholders electronically on all the items of the business sought to be transacted at the EGM of the Company.
- (c) NSDL had set up electronic voting facility (Remote e-voting) on their website <https://www.evoting.nsdl.com>. The Company had uploaded the EGM Notice setting out all the items of the business to be transacted at the meeting, on the website of the Company and on the Service Provider to facilitate their Shareholders to cast their vote through Remote e-voting.
- (d) The Cut-off date for the purposes of identifying the Shareholders who were entitled to vote on the resolutions set out in the Notice was Saturday, October 19, 2024.
- (e) The Remote e-voting period commenced from Wednesday, October 23, 2024 (09:00 a.m. IST) and ends on Friday, October 25, 2024 (05:00 p.m. IST), thereafter, the Remote e-voting module was disabled by the Service Provider.
- (f) The votes casted electronically through the Insta-Poll provided by the Service Provider and the votes casted through remote e-Voting facility were simultaneously unblocked after the conclusion of the Meeting.
- (g) For the purpose of considering the total votes casted by the Shareholders the votes casted through Remote e-voting were tabulated.
- (h) The Register, all other papers and relevant records relating to E-voting shall remain in our safe custody until the Chairman considers, approves and sign the Minutes of the aforesaid Extra-ordinary General Meeting and the same will be handed over to the Company Secretary of the Company for safe keeping.
- (i) I submit herewith the Consolidated Scrutinizer's Report on the results of the Remote e-voting based on the reports generated by NSDL, scrutinized and relied upon by me as under:

Note:

- The percentage of votes cast in favour or against the resolutions are calculated based on the valid votes cast (excluding abstain votes) through E-voting.
- 38 (Thirty eight) shareholders were present at the Meeting.

SPECIAL BUSINESS:**1. Item No. 1 of the Notice (As a Special Resolution)****Issue of equity shares to 'non-promoter' category on a preferential basis**

Particulars	Remote e-voting		e-Voting at the EGM		Total		Percentage (%) of total number of valid votes cast
	Number	Votes	Number	Votes	Number	Votes	
Assent/Favor	87	71977388	4	4515	91	71981903	99.99
Dissent/Against	7	504	-	-	7	504	0.01
Invalid	-	-	-	-	-	-	-
Total	94	71977892	4	4515	98	71982407	100

As the number of votes cast in favor of the resolution were not less than three times the number of the votes cast against, the Special Resolution with regard to Item No. 1 as set out in the Notice of the EGM is passed in favor of the resolution with requisite majority.

2. Item No. 2 of the Notice (As a Special Resolution)**Issue of warrants to 'promoter' and 'non-promoter' category on a preferential basis**

Particulars	Remote e-voting		e-Voting at the EGM		Total		Percentage (%) of total number of valid votes cast
	Number	Votes	Number	Votes	Number	Votes	
Assent/Favor	88	71977404	4	4515	92	71981919	99.99
Dissent/Against	6	488	-	-	6	488	0.01
Invalid	-	-	-	-	-	-	-
Total	94	71977892	4	4515	98	71982407	100

As the number of votes cast in favor of the resolution were not less than three times the number of the votes cast against, the Special Resolution with regard to Item No. 2 as set out in the Notice of the EGM is passed in favor of the resolution with requisite majority.

Both the Resolutions mentioned in the Notice of the EGM as per the details above, stand passed by the Shareholders of the Company with requisite majority and hence deemed to have been passed on the date of the EGM, i.e., Saturday, October 26, 2024.

I hereby confirm that I have maintained the electronic voting data downloaded and made available by the Service Provider, in respect of the votes cast through remote e-voting and E-voting during the EGM, by the Shareholders of the Company.

All the relevant records relating to E-voting will remain in my custody until the Chairman considers, approves and signs the minutes of the EGM and the same shall be handed over to the Company Secretary of the Company for safe keeping.

Thanking you,
Yours Faithfully,

For Mehak Gupta & Associates
Company Secretaries
Peer Review No. 1643/2022

MEHAK
GUPTA

Digitally signed by
MEHAK GUPTA
Date: 2024.10.26
18:19:45 +05'30'

Mehak Gupta
Practicing Company Secretary
Scrutinizer
FCS 10703
COP 15013

UDIN: F010703F001774883

Place: New Delhi
Date: October 26, 2024

Counter signed by:

ANKIT
PODDAR

Digitally signed by
ANKIT PODDAR
Date: 2024.10.26
18:43:40 +05'30'

Ankit Poddar
Company Secretary (On behalf of the Chairman)
Refex Industries Limited