

GULMOHAR INVESTMENTS AND HOLDINGS LIMITED

Regd Office : 324A, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110 085
Email Id : gulmoharlimited@gmail.com, **Tel. :** 011-27860681, **Website :** gulmoharinvestments.com
CIN : L65993DL1982PLC013956

To,

1. The Deputy Manager
Metropolitan Stock Exchange of India Limited (MSEI)
4th floor, Vibgyor Towers,
Bandra Kurla Complex,
Bandra East, Mumbai-400098

Symbol: RFLI
ISIN INE204V01016

2. The Deputy Manager
Calcutta Stock Exchange
7 Lyons Range,
Kolkata-700001

SUB: Regulation 44(3) of the SEBI (LODR), 2015-Voting Results of 37th Annual General Meeting (“AGM”) held on Saturday, 28th September, 2019, at 03:00 P.M. at 325, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi- 110085

Dear Sir/Madam,

In accordance with the Regulation 44(3) of the SEBI (LODR), 2015, we write to inform you that the Members of the company at the 37th Annual General Meeting (“AGM”) held on Saturday, 28th September, 2019, at 03:00 P.M., transacted the following business:

s.no.	Description																									
a.	Date of AGM	28/09/2019																								
b.	Total no. of shareholders on record date i.e. 21/09/2019	118																								
c.	Number of shareholders present in the meeting either in person or through proxy																									
	<table border="1"><thead><tr><th>SHAREHOLDER</th><th>PRESENT IN PERSON</th><th>PRESENT THROUGH PROXY</th><th>TOTAL</th><th>SHARES</th><th>% TO CAPITAL</th></tr></thead><tbody><tr><td>Promoter and Promoter group</td><td>0</td><td>0</td><td>0</td><td>0</td><td>0%</td></tr><tr><td>Public</td><td>29</td><td>0</td><td>29</td><td>131940</td><td>53.85%</td></tr><tr><td>Total</td><td>29</td><td>0</td><td>29</td><td>131940</td><td>53.85%</td></tr></tbody></table>	SHAREHOLDER	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL	Promoter and Promoter group	0	0	0	0	0%	Public	29	0	29	131940	53.85%	Total	29	0	29	131940	53.85%	
SHAREHOLDER	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL																					
Promoter and Promoter group	0	0	0	0	0%																					
Public	29	0	29	131940	53.85%																					
Total	29	0	29	131940	53.85%																					
d.	No. of shareholders attended the meeting through video conferencing-no video conferencing facility was made available.																									

Outcome of the Annual General Meeting of the Members of the company

The Annual General Meeting of the members of the Company was held on Saturday, 28th September, 2019, at 03:00 P.M. at 325, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085. The mode of voting was by the way of poll/ E-Voting. The Shareholders transacted the business as provided in Annexure. Scrutiniser's Report is also enclosed.

We request you to kindly take the same on record.

Thanking You
Yours Faithfully

For Gulmohar Investments and Holdings Limited



Pawan Kumar Mittal
(Director)
DIN: 00749265

Date: 30th September, 2019
Place: New Delhi

AMIT KUMAR
COMPANY SECRETARIES
Unit No. 805, 8th Floor,
Krishna Apra Business Square,
Netaji Subhash Place,
Pitampura,
New Delhi-110034
Tel: 011-42811270, 9313340776
Email: amitkumar_cs@hotmail.com

To,

The Chairman,
Mr. Pawan Kumar Mittal

**37th Annual General Meeting of the
Equity Shareholders of GULMOHAR INVESTMENTS AND HOLDINGS LIMITED**

held on Saturday, September 28, 2019 at 03:00 P.M.
at 324A, IIIrd Floor, Aggarwal Plaza
Sector-14, Rohini, Delhi-110085

**Sub.: Consolidated Report of Scrutinizer on voting through remote e-voting and voting
at AGM held on Saturday, September 28, 2019 at 03:00 P.M. at 324A, IIIrd Floor,
Aggarwal Plaza, Sector-14, Rohini, Delhi-110085**

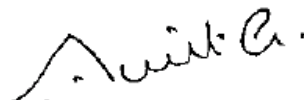
Dear Sir,

In relation to the 37th Annual General Meeting of the Company, please find enclosed Consolidated Scrutinizers' Report on voting through remote E-voting and the voting conducted at the Annual General Meeting of the shareholders of the company.

Kindly acknowledge and take the same on records.

Thanking You,
Yours Faithfully

For AMIT KUMAR
Company Secretaries



Amit Kumar
Proprietor
FCS: 5917
CP: 6184



Date: 29/09/2019
Place: New Delhi

AMIT KUMAR
COMPANY SECRETARIES
Unit No. 805, 8th Floor,
Krishna Apra Business Square,
Netaji Subhash Place,
Pitampura,
New Delhi-110034
Tel: 011-42811270, 9313340776
Email: amitkumar_cs@hotmail.com

REPORT OF SCRUTINIZER

(Pursuant to Section 108 and 109 of Companies Act, 2013 and Rule 20(xi) and 21(2) of Companies (Management & Administration), Rules 2014)

CONSOLIDATED REPORT OF SCRUTINIZER ON VOTING THROUGH REMOTE E-VOTING AND VOTING AT AGM

The Chairman,
Mr. Pawan Kumar Mittal

**37th Annual General Meeting of the
Equity Shareholders of GULMOHAR INVESTMENTS AND HOLDINGS LIMITED**

held on Saturday, September 28, 2019 at 03:00 P.M.
at 324A, IIIrd Floor, Aggarwal Plaza
Sector-14, Rohini, Delhi-110085

Sub: **Consolidated Scrutinizer's Report on remote e-Voting conducted pursuant to the provisions of Section 108 and 109 of the Companies Act, 2013, read with Rule 20 (xi) and 21(2) of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules, 2015 and voting at the 37th Annual General Meeting of GULMOHAR INVESTMENTS LIMITED held on Saturday, September 28, 2019 at 03:00 P.M.**

BACKGROUND

I, Amit Kumar, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of **GULMOHAR INVESTMENTS AND HOLDINGS LIMITED**, pursuant to section 108 and 109 of the Companies Act, 2013 ("the Act") read with Rule 20(xi) and 21(2) of the Companies (Management and Administration) Rules, 2014, to conduct the remote e-voting and voting at the AGM and to scrutinize the electronic votes cast by the shareholders in respect of the below mentioned resolutions passed at the 37th Annual General Meeting of the Company held on Saturday, September 28, 2019 at 03:00 P.M.



DISPATCH OF NOTICE AND CONVENING OF THE MEETING

The Company has informed me that the Company has completed the dispatch of Notice dated August 26, 2019 to the Shareholders of the said 37th Annual General Meeting to all whose names were appearing as on August 24, 2019 in respect of the below mentioned resolutions passed at the 37th Annual General Meeting of the Company.

CUT-OFF DATE

The shareholders of the Company holding shares as on the "Cut- off" date of September 21, 2019 were entitled to vote on the resolutions as contained in the Notice of the Annual General Meeting.

REMOTE E-VOTING

The Company had availed the e- Voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e- Voting by the shareholders of the Company.

The Company had also provided voting facility to the shareholders present at the Annual General Meeting and who had not cast their vote earlier through the e- Voting.

The voting period for remote e- Voting commenced on September 25, 2019 at 9:00 a.m. (IST) and ended on September 27, 2019 at 05:00 p.m. (IST) and the NSDL e- Voting platform was blocked thereafter.

The votes cast under remote e- Voting facility were thereafter unblocked in the presence of two witnesses and after the conclusion of the Voting at the Annual General Meeting the votes cast there under were counted.

VOTING AT THE AGM

At the venue of the AGM, the facility to vote through poll have been provided to those members who were present at the AGM and have not exercised the option of casting their vote through e-Voting.

After the closure of the Voting at the Annual General Meeting, the report of voting done at the meeting was generated in my presence and the voting was diligently scrutinized.

COUNTING PROCESS

The locked polling box subsequently opened in my presence and in presence of two witnesses and the polling papers diligently scrutinized.

After counting the votes casted by the members present at the AGM and the votes cast under remote e-voting thereafter unblock from the website of National Securities Depository Limited (NSDL) e- Voting system in presence of two witness as mentioned above.

I have scrutinized and reviewed the remote e- Voting and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e- Voting system and report has been prepared on the basis of details provided above.



I now submit my consolidated Report as under on the result of the remote e- Voting and voting at the meeting in respect of the said Resolutions.

ORDINARY BUSINESS:

Resolution 1: Ordinary Resolution

To receive, consider and adopt the Audited standalone Financial Statements of the Company for the Financial Year ended 31st March, 2019 and the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	0	0	0
Poll	29	131940	100.00
Total	29	131940	100.00

(ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	0	0	0.00
Poll	0	0	0.00
Total	0	0	0.00

(iii) Invalid votes :

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
Poll	0	0	0.00
E voting	0	0	0.00
Total	0	0	0.00

Resolution 2: Ordinary Resolution

To re- appoint Mrs. Ritika Mahajan, Non Executive Non Independent Director, who is liable to retire by rotation and being eligible for re- appoint, as Director of the Company

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	0	0	0
Poll	29	131940	100.00
Total	29	131940	100.00



(ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	0	0	0.00
Poll	0	0	0.00
Total	0	0	0.00

(iii) Invalid votes :

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
Poll	0	0	0.00
E voting	0	0	0.00
Total	0	0	0.00

Resolution 3: Ordinary Resolution

To re- appoint Mr. Amit Mahajan, Non Executive Non Independent Director, who is liable to retire by rotation and being eligible for re- appoint, as Director of the Company

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	0	0	0
Poll	29	131940	100.00
Total	29	131940	100.00

(ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	0	0	0.00
Poll	0	0	0.00
Total	0	0	0.00

(iii) Invalid votes :

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
Poll	0	0	0.00
E voting	0	0	0.00
Total	0	0	0.00



Thanking You,
Yours faithfully,

**For AMIT KUMAR
Company Secretaries**

Amit K.

Amit Kumar
Proprietor
FCS-5917
CP -6184



Date: 29/09/2019
Place: New Delhi

AMIT KUMAR
COMPANY SECRETARIES
Unit No. 805, 8th Floor,
Krishna Apra Business Square,
Netaji Subhash Place,
Pitampura,
New Delhi-110034
Tel:0142811270,9313340776
Email: amitkumar_cs@hotmail.com

FORM No. MGT-13
Report of Scrutinizer(s)

[Pursuant to rule Section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014)

The Chairman,
Mr. Pawan Kumar Mittal

37th Annual General Meeting of the
Equity Shareholders of **GULMOHAR INVESTMENTS AND HOLDINGS LIMITED**
held on Saturday, September 28, 2019 at 03:00 P.M.
at 324A, IIIrd Floor, Aggarwal Plaza
Sector-14, Rohini, Delhi-110085

Dear Sir,

I, Amit Kumar, Practicing Company Secretary, New Delhi, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution, at the meeting of the Equity Shareholders of **GULMOHAR INVESTMENTS AND HOLDINGS LIMITED**, held on Saturday, September 28, 2019 at 03:00 P.M. at 324A, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, Delhi-110085, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, an empty polling box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked polling box were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agent of the Company and the authorizations/ Proxies lodged with the Company.
3. I did not find any poll papers invalid.
4. The result of the Poll is as under:



ORDINARY BUSINESS:

Resolution 1: Ordinary Resolution

To receive, consider and adopt the Audited standalone Financial Statements of the Company for the Financial Year ended 31st March, 2019 and the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid vote cast
29	131940	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid vote cast
Nil	Nil	Nil

(iii) Invalid votes :

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid vote cast
Nil	Nil	Nil

Resolution 2: Ordinary Resolution

To re- appoint Mrs. Ritika Mahajan, Non Executive Non Independent Director, who is liable to retire by rotation and being eligible for re- appoint, as Director of the Company

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid vote cast
29	131940	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid vote cast
Nil	Nil	Nil

(iii) Invalid votes :

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid vote cast
Nil	Nil	Nil



Resolution 3: Ordinary Resolution

To re- appoint Mr. Amit Mahajan, Non Executive Non Independent Director, who is liable to retire by rotation and being eligible for re- appoint, as Director of the Company

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid vote cast
29	131940	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid vote cast
Nil	Nil	Nil

(iii) Invalid votes :

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid vote cast
Nil	Nil	Nil

5. The poll papers and all other relevant records were sealed and handed over to the Company Secretary/ Director authorized by the Board for safe keeping.

Thanking you,
Yours faithfully,

**For AMIT KUMAR
Company Secretaries**



Amit Kumar
Proprietor
FCS-5917
CP -6184



Date: 29/09/2019
Place: New Delhi

AMIT KUMAR
COMPANY SECRETARIES
Unit No. 805, 8th Floor,
Krishna Apra Business Square,
Netaji Subhash Place,
Pitampura,
New Delhi-110034
Tel:0142811270,9313340776
Email: amitkumar_cs@hotmail.com

Report of Scrutinizer(s)

[Pursuant to rule Section 108 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014) as amended by Companies (Management and Administration) Rules, 2015]

The Chairman,
Mr. Pawan Kumar Mittal

37th Annual General Meeting of the
Equity Shareholders of **GULMOHAR INVESTMENTS AND HOLDINGS LIMITED**
held on Saturday, September 28, 2019 at 03:00 P.M.
at 324A, IIIrd Floor, Aggarwal Plaza
Sector-14, Rohini, Delhi-110085

Dear Sir/s,

I, Amit Kumar, Practicing Company Secretary, New Delhi, was appointed as the Scrutinizer(s) for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20(3) of the Companies (Management and Administration) Rules, 2014 (Rules) as amended by Companies (Management and Administration) Rules, 2015 on the resolution contained in the notice of Annual General Meeting ("AGM") of the Equity Shareholders of **GULMOHAR INVESTMENTS AND HOLDINGS LIMITED** held on Saturday, September 28, 2019 at 03:00 P.M. at 324A, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, Delhi-110085, submit my report as under:

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolution contained in the notice of Annual General Meeting of the members of the Company. My responsibility as a Scrutinizer for the e-voting is restricted to make a Scrutinizer's Report on the votes cast "in favour" or "in against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), the authorized agency to provide e-voting facilities, engaged by the Company.

Further to the above, I submit my report as under:

- i. The e-voting period commenced from September 25, 2019 (09.00 a.m.) and ended on September 27, 2019 (05.00 p.m.).
- ii. The members of the Company as on "cut-off" date i.e. September 21, 2019 were entitled to vote on the resolution as set out in the notice of the AGM.



- iii. The votes cast unblocked during the Annual General Meeting ("AGM") in the presence of two witnesses who are not in the employment of the company.
- iv. Thereafter, the details containing inter alia, list of Equity Share Holders, who voted "for", "against" the resolution that was put to vote, were generated from e-voting website of National Securities Depository Limited ("NSDL") i.e. www.evoting.nsdl.com and based on such reports generated, the result of the e-voting is as under :

ORDINARY BUSINESS:

Resolution 1: Ordinary Resolution

To receive, consider and adopt the Audited standalone Financial Statements of the Company for the Financial Year ended 31st March, 2019 and the Reports of the Board of Directors and the Auditors thereon.

- (i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	0	0	0.00
Total	0	0	0.00

- (ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	0	0	0.00
Total	0	0	0.00

- (iii) Invalid votes :

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	0	0	0.00
Total	0	0	0.00

Resolution 2: Ordinary Resolution

To re- appoint Mrs. Ritika Mahajan, Non Executive Non Independent Director, who is liable to retire by rotation and being eligible for re- appoint, as Director of the Company

- (i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	0	0	0.00
Total	0	0	0.00



(ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	0	0	0.00
Total	0	0	0.00

(iii) Invalid votes :

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	0	0	0.00
Total	0	0	0.00

Resolution 3: Ordinary Resolution

To re- appoint Mr. Amit Mahajan, Non Executive Non Independent Director, who is liable to retire by rotation and being eligible for re- appoint, as Director of the Company

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	0	0	0.00
Total	0	0	0.00

(ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	0	0	0.00
Total	0	0	0.00

(iii) Invalid votes :

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	0	0	0.00
Total	0	0	0.00

Thanking you,
Yours faithfully,

**For AMIT KUMAR
Company Secretaries**



Amit K.
Amit Kumar
Proprietor
FCS-5917
CP -6184

Date: 29/09/2019
Place: New Delhi