

**Royal Cushion Vinyl Products Limited**  
Cin no: L24110MH1983PLC031395  
"Shlok" 60 – CD,  
Govt. Industrial Estate, Charkop,  
Kandivali (W), Mumbai – 400 067  
Tel: + 91 22 32655828, 28603514, 16  
Fax: + 91 22 28603565  
Website: www.rcvp.in

October 01, 2016

To,  
The Secretary  
**Bombay Stock Exchange Ltd.**  
Corporate Relation Department  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building,  
Phiroze Jeejebhoy Towers,  
Mumbai 400 001.

**Ref:-Scrip Code No.526 193**

**SUB:- Intimation of Proceedings of 32<sup>nd</sup> AGM of the Company held on 30<sup>th</sup> September, 2016**

Dear Sir/ Madam,

In continuation of our letter dated 30<sup>th</sup> September, 2016 and pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby intimate that the 32<sup>nd</sup> Annual General Meeting of the Company was held on 30<sup>th</sup> September, 2016 at 2<sup>nd</sup> Floor, Conference Room, 60 CD, "SHLOK", Govt. Industrial Estate, Charkop, Kandivali West, Mumbai- 400067.

The resolutions were passed unanimously/ with requisite majority through remote e-voting and voting by means of poll/ballot paper.

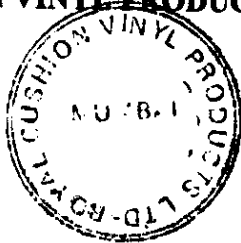
The Proceedings of the resolutions passed is enclosed herewith.

This is for your information please.

Thanking you,

For **ROYAL CUSHION VINYL PRODUCTS LTD.**

  
**Vinod Shah**  
Whole Time Director  
00054667



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Proceedings of the 32<sup>nd</sup> Annual General Meeting

Item No.	Agenda Item	Resolution(s)	Result
1.	Adopted the Audited Balance Sheet as on 31 <sup>st</sup> March, 2016, the Profit & Loss Account for the year ended on that date and the report of Director's & Auditors thereon.	Ordinary Resolution	Passed with requisite majority
2.	Reappointment of Mr. Deepak A. Motasha (Din :00060092), who retires by rotation and being eligible, offers himself for reappointment.	Ordinary Resolution	Passed with requisite majority
3.	Reappointment of Ms. Kavita Bachwani (Din :07239417), who retires by rotation and being eligible, offers himself for reappointment.	Ordinary Resolution	Passed with requisite majority
4.	Appointment of M/s. Chandrakant & Sevantilal & J.K.Shah & Co, Chartered Accountants, as Statutory Auditors of the Company to hold office till the conclusion of the Annual General Meeting to be held in the calendar year 2017	Ordinary Resolution	Passed with requisite majority
5.	Approval of Related Party Transactions	Special Resolution	Passed with requisite majority
6.	Reappointment of Mr. Mahesh Shah, Managing Director (Din-00054351) of the Company for a period of 3 (three) years commencing from 1 <sup>st</sup> April, 2017	Ordinary Resolution	Passed with requisite majority
7.	Reappointment of Mr. Vinod Shah, Whole Time Director (Din – 00054667) of the Company for a period of 3 (three) years commencing from 1 <sup>st</sup> April, 2017	Ordinary Resolution	Passed with requisite majority

Thanking you,

For **ROYAL CUSHION VINYL PRODUCTS LTD.**

  
**Vinod Shah**  
 Whole Time Director  
 00054667



Encl:- 1) Regulation 44A  
 2)Scrutinizer Report

**Royal Cushion Vinyl Products Limited**  
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Mumbai 400 001.

**Ref:-Scrip Code No.526 193**

**Sub:- Compliance under Regulation 44 (3) of SEBI (Listing Obligations and Disclosures Requirements) regulation, 2015.**

Dear Sir/ Madam,

The 32<sup>nd</sup> Annual General Meeting of the Company was held on 30<sup>th</sup> September, 2016 at 2<sup>nd</sup> Floor, Conference Room, 60 CD, "SHLOK", Govt. Industrial Estate, Charkop, Kandivali West, Mumbai- 400067.

The Company had appointed Mr. Gaurang Shah, Practicing Company Secretary (C.P. No. 32581) as the Scrutinizer for conducting the remote e-voting ad for conducting the voting process at the Annual General Meeting. The Scrutinizer has submitted his report today i.e. October 01, 2016.

On the basis of the report received from the scrutinizer, the Chairman of the meeting declared the following results today i.e. October 01, 2016

Item No.	Agenda Item	Resolution(s)	Result
1.	Adopted the Audited Balance Sheet as on 31 <sup>st</sup> March, 2016, the Profit & Loss Account for the year ended on that date and the report of Director's & Auditors thereon.	Ordinary Resolution	Passed with requisite majority
2.	Reappointment of Mr. Deepak A. Motasha (Din :00060092), who retires by rotation and being eligible, offers himself for reappointment.	Ordinary Resolution	Passed with requisite majority
3.	Reappointment of Ms. Kavita Bachwani (Din :07239417), who retires by rotation and being eligible, offers himself for reappointment.	Ordinary Resolution	Passed with requisite majority
4.	Appointment of M/s. Chandrakant & Sevantilal & J.K.Shah & Co, Chartered Accountants, as Statutory Auditors of the Company to hold office till the conclusion of the Annual General Meeting to be held in the calendar year 2017	Ordinary Resolution	Passed with requisite majority

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5.	Approval of Related Party Transactions	Special Resolution	Passed with requisite majority
6.	Reappointment of Mr. Mahesh Shah, Managing Director (Din- 00054351) of the Company for a period of 3 (three) years commencing from 1 <sup>st</sup> April, 2017	Ordinary Resolution	Passed with requisite majority
7.	Reappointment of Mr. Vinod Shah, Whole Time Director (Din – 00054667) of the Company for a period of 3 (three) years commencing from 1 <sup>st</sup> April, 2017	Ordinary Resolution	Passed with requisite majority

Although the Company provided the facility for casting votes by means of poll/ballot paper at the venue of AGM, shareholders availed the said facility.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015, please find enclosed the details regarding the consolidated voting results of the Resolution(s) passed at the Annual General Meeting in the prescribed format.

The Scrutinizers Report is also enclosed for your records.

Yours Faithfully,

For **ROYAL CUSHION VINYL PRODUCTS LTD.**

**Vinod Shah**  
**Whole Time Director**  
**00054667**



Encl: As above

**Royal Cushion Vinyl Products Limited**  
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### Details of Voting Results

Date of the AGM:	32 <sup>nd</sup> Annual General Meeting held on 30 <sup>th</sup> September, 2016
Total number of shareholders on record/cutoff date for e-voting	3383
No. of shareholder's present in the meeting either in person or through proxy:	32
Promoter and Promoter Group:	28
Public:	4
No. of Shareholders attended the meeting through video conferencing Promoter and Promoter Group: Public	Not Provided

1. Adopted the Audited Balance Sheet as on 31 <sup>st</sup> March, 2016, the Profit & Loss Account for the year ended on that date and the report of Director's & Auditors thereon.									
Yes									
Resolution required: Ordinary	Whether Promoter/Promoter Group are interested in the agenda/resolution?	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	% of votes in favour	% of votes Against votes polled
	Mode of voting			$(3) = \frac{[(2)/(1)] * 100}{100}$			$(6) = \frac{[(4)/(2)] * 100}{100}$		$(7) = \frac{[(5)/(2)] * 100}{100}$
Promoter and promoter Group	E-voting Poll	4513127	4513127	100	4513127	-	100	-	-
	Total	4513127	4513127	100	4513127	-	100	-	-
Public Institutions	E-voting Poll	-	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-	-
Non Public Institutions	E-voting Poll	95	95	100	95	-	100	-	-
	Total	3950	3950	100	3950	-	100	-	-
Grand Total		4045	4045	100	4045	-	100	-	-
		4517172	4517172	100	4517172	-	100	-	-

2. Reappointment of Mr. Deepak A. Motasha (Din :00060092), who retires by rotation and being eligible, offers himself for reappointment.									
Yes									
Resolution required: Ordinary	Whether Promoter/Promoter Group are interested in the agenda/resolution?	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	% of votes in favour	% of votes Against votes polled
	Mode of voting			$(3) = \frac{[(2)/(1)] * 100}{100}$			$(6) = \frac{[(4)/(2)] * 100}{100}$		$(7) = \frac{[(5)/(2)] * 100}{100}$
Promoter and promoter Group	E-voting Poll	4513127	4513127	100	4513127	-	100	-	-
	Total	4513127	4513127	100	4513127	-	100	-	-
Public Institutions	E-voting Poll	-	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-	-
Non Public Institutions	E-voting Poll	95	95	100	95	-	100	-	-
	Total	3950	3950	100	3950	-	100	-	-
Grand Total		4045	4045	100	4045	-	100	-	-
		4517172	4517172	100	4517172	-	100	-	-

For Royal Cushion Vinyl Products Ltd.

Authorised Signatory / Director

3. Reappointment of Ms. Kavita Bachwani (Din :07239417), who retires by rotation and being eligible, offers himself for reappointment.									
Yes									
Resolution required: Ordinary	Whether Promoter/Promoter Group are interested in the agenda/resolution?	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	No. of Votes against	% of votes in favour On votes polled (6)=[(4)(2)]*100	% of votes Against votes polled (7)=[(5)(2)]*100
			1.	2	-	4	5	-	-
Promoter and promoter Group	E-voting Poll	4513127	4513127	4513127	100	4513127	-	100	-
	Total	4513127	4513127	4513127	100	4513127	-	100	-
Public Institutions	E-voting Poll	-	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-	-
Non Public Institutions	E-voting Poll	95	95	95	100	95	-	100	-
	Total	3950	3950	3950	100	3950	-	100	-
	Total	4045	4045	4045	100	4045	-	100	-
Grand Total		4517172	4517172	4517172	100	4517172	-	100	-

4. Appointment of M/s. Chandrakant & Sevantilal & J.K.Shah & Co, Chartered Accountants, as Statutory Auditors of the Company to hold office till the conclusion of the Annual General Meeting to be held in the calendar year 2017									
Yes									
Resolution required: Ordinary	Whether Promoter/Promoter Group are interested in the agenda/resolution?	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	No. of Votes against	% of votes in favour On votes polled (6)=[(4)(2)]*100	% of votes Against votes polled (7)=[(5)(2)]*100
			1.	2	-	4	5	-	-
Promoter and promoter Group	E-voting Poll	4513127	4513127	4513127	100	4513127	-	100	-
	Total	4513127	4513127	4513127	100	4513127	-	100	-
Public Institutions	E-voting Poll	-	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-	-
Non Public Institutions	E-voting Poll	95	95	95	100	95	-	100	-
	Total	3950	3950	3950	100	3950	-	100	-
	Total	4045	4045	4045	100	4045	-	100	-
Grand Total		4517172	4517172	4517172	100	4517172	-	100	-

For Royal Cuckoo Technologies Ltd.

Authorised Signatory/Director

5. Approval of Related Party Transactions										
Resolution required: Special										
Whether Promoter/Promoter Group are interested in the agenda/resolution?										
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	No. of Votes against	% of votes in favour On votes polled (6)=[(4)/(2)]*100	% of votes Against votes polled (7)=[(5)/(2)]*100		
		1.	2	-	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter and promoter Group	E-voting Poll Total	- 4513127 4513127	- 4513127 4513127	- 100 100	- 4513127 4513127	- - -	100 100	- -		
Public Institutions	E-voting Poll Total	- - -	- - -	- - -	- - -	- - -	- -	- -		
Non Public Institutions	E-voting Poll Total	95 3950 4045	95 3950 4045	100 100 100	95 3950 4045	- - -	100 100 100	- -		
Grand Total		4517172	4517172	100	4517172	-	100	-		

6. Reappointment of Mr. Mahesh Shah, Managing Director (Din- 00054351) of the Company for a period of 3 (three) years commencing from 1 <sup>st</sup> April, 2017										
Resolution required: Ordinary										
Whether Promoter/Promoter Group are interested in the agenda/resolution?										
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	No. of Votes against	% of votes in favour On votes polled (6)=[(4)/(2)]*100	% of votes Against votes polled (7)=[(5)/(2)]*100		
		1.	2	-	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter and promoter Group	E-voting Poll Total	- 4513127 4513127	- 4513127 4513127	- 100 100	- 4513127 4513127	- - -	100 100	- -		
Public Institutions	E-voting Poll Total	- - -	- - -	- - -	- - -	- - -	- -	- -		
Non Public Institutions	E-voting Poll Total	95 3950 4045	95 3950 4045	100 100 100	95 3950 4045	- - -	100 100 100	- -		
Grand Total		4517172	4517172	100	4517172	-	100	-		

For Royal Cushion Vinyl Products Ltd.

Authorised Signatory / Director



7. Reappointment of Mr. Vinod Shah, Whole Time Director (Din- 00054667) of the Company for a period of 3 (three) years commencing from 1 <sup>st</sup> April, 2017									
Resolution required: Ordinary									
Whether Promoter/Promoter Group are interested in the agenda/resolution?									
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	% of votes Against votes polled	
				(3)=[(2)(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
		1.	2	-	4	5	-	-	
Promoter and promoter Group	E-voting Poll	-	-	-	4513127	-	100	-	
		4513127	4513127	100	4513127	-	100	-	
	Total	4513127	4513127	100	4513127	-	100	-	
Public Institutions	E-voting Poll	-	-	-	-	-	-	-	
		-	-	-	-	-	-	-	
	Total	-	-	-	-	-	-	-	
Non Public Institutions	E-voting Poll	95	95	100	95	-	100	-	
		3950	3950	100	3950	-	100	-	
	Total	4045	4045	100	4045	-	100	-	
Grand Total		4517172	4517172	100	4517172	-	100	-	

For Royal Custodian Vinod Shah & Associates Ltd.

*(Signature)*  
Authorized Signatory / Director



# GMS & CO.

## Practicing Company Secretaries

Office:302-A-wing, RushabhEnclave,NearAmbemataTemple,Bhayander(w),Thane-401101.

### Report of Scrutinizer on E-voting and Poll

To,  
Chairman  
ROYAL CUSHION VINYL PRODUCTS LIMITED

Of 32<sup>nd</sup>Annual General Meeting of shareholders of ROYAL CUSHION VINYL PRODUCTS LIMITED held on 30<sup>th</sup>September, 2016 at its registered office .

Dear Sir,

I Gaurang Shah, practicing company secretary, being appointed as scrutinizer by the Board of Directors of the Company to conduct e-voting process and poll process under the provisions of Companies Act, 2013 in relation to the items transacted at the 32<sup>nd</sup>Annual General Meeting held on 30<sup>th</sup> September, 2016.

- A. On the basis of the votes exercised by the 33(Thirty Three) shareholders of ROYAL CUSHION VINYL PRODUCTS LIMITED through E-voting & poll. As requested by the management, I am now submitting herewith the combined report on results of E-voting together with the results of poll:

For GMS & Co.,

*Gaurang M. Shah*  
Mr. Gaurang Shah



Date: 01/10/2016

Place:Mumbai



# GMS & CO.

## Practicing Company Secretaries

Office:302-A-wing, RushabhEnclave, NearAmbemata Temple, Bhayander(w), Thane-401101.

### CONSOLIDATED RESULT

Consolidated Result of voting through E voting and Poll as on 30<sup>th</sup> September, 2016 of  
ROYAL CUSHION VINYL PRODUCTS LTD  
(CIN NO: L24110MH1983PLC031395)

Resol ution No.	Heading of the resolution	Types of resolution	Types of voting	Valid vote				Invalid vote			
				Voting in favour(Assent)	No. of valid votes	No. of Members voting	No. of Vote Casted	No. of Member s voting	No. of Vote Casted		
1.	Adoption of the Audited financial Statements for the financial year ended March 31, 2016 together with the reports of the Board of Directors and Auditors thereon.	Ordinary Resolution	E-Voting	No. Of shares held	95	95	100%	Nil	Nil	Nil	Nil
				Poll	4517077	4517077	100%	Nil	Nil	Nil	Nil
				Total	4517172	4517172	100%	Nil	Nil	Nil	Nil
				E-Voting	95	95	100%	Nil	Nil	Nil	Nil
				Poll	4517077	4517077	100%	Nil	Nil	Nil	Nil
2.	Appointment of Mr. Deepak A Motasha (DIN:00060092), Director retiring by rotation.	Ordinary Resolution	Poll	4517077	4517077	100%	Nil	Nil	Nil	Nil	
				Total	4517172	4517172	100%	Nil	Nil	Nil	Nil
				E-Voting	95	95	100%	Nil	Nil	Nil	Nil
3.	Appointment of Ms. KavitaBachwani (DIN:07239417), Director retiring by rotation.	Ordinary Resolution	Poll	4517077	4517077	100%	Nil	Nil	Nil	Nil	
				Total	4517172	4517172	100%	Nil	Nil	Nil	Nil
				E-Voting	95	95	100%	Nil	Nil	Nil	Nil
			Total	4517172	4517172	100%	Nil	Nil	Nil	Nil	



# GMS & CO.

## Practicing Company Secretaries

Office:302-A-wing, RushabhEnclave, NearAmbemata Temple, Bhayander(w), Thane-401101.

4.	Appointment of M/s. Chandrakanat & Sevantial & J. K. Shah & Co, Chartered Accountants (F R No. : 101676W) as Statutory Auditors of the Company.	Ordinary Resolution	E-Voting		100%	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Poll	Total															
5.	As per Clause 23 of listing agreement and provisions of section 188 of the Companies Act, 2013, the consent of Company be and is hereby accorded for entering into related party transactions by the Company with Natroyal Industries Private Limited effect from 1st April, 2016.	Special Resolution	E-Voting		100%	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Poll	Total															
			95	95															
6.	Ratified the Appointment of Mr. Mahesh K Shah, (DIN: 00054351) as Managing Director of the Company for a term of three years.	Ordinary Resolution	E-Voting		100%	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Poll	Total															
			95	95															
7	Ratified the Appointment of Mr. Vinod K Shah,	Special Resolution	E-Voting		100%	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Poll	Total															
			95	95															



# GMS & CO.

## Practising Company Secretaries

Office:302-A-wing, RushabhEnclave,NearAmbemataTemple,Bhayander(w),Thane-401101.

the Company for a term of three years.																				
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For GMS & Co.,  
Mr. Gaurang Shah

Practising Company Secretary

Date: 01.10.2016

Contact Number : 09967810333, Email id:16gmsandco@gmail.com