

REAL TOUCH FINANCE LIMITED

(FORMERLY : ASSOCIATED CEREALS LIMITED)

CIN : L01111WB1997PLC085164

CORPORATE OFFICE: 4TH FLOOR, SUITE – D, DOOR NO. 617, BHARAT KUMAR BHAVAN, ANNA SALAI, CHENNAI,
TAMIL NADU - 600006

Date:- 30/09/2022

To,
BSE Limited,
P J Towers,
Dalal Street, Fort
Mumbai- 400001

Ref: Scrip Code: 538611.

Dear Sir,

Sub: Outcome & Scrutinizer's Report of 37th Annual General Meeting

Pursuant to Reg 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Sec 108/109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, we are sending herewith the following documents –

1. Outcome (Voting Results) of the Annual General Meeting of the Company for the Financial Year 2021-22 held on Wednesday the 28th day of September, 2022. (Annexure I)
2. Consolidated report issued by the Scrutinizer on remote E-voting of the Annual General Meeting. (Annexure II)

Please acknowledge the receipt of the above.

Thanking You,

Yours faithfully

For, Real Touch Finance Limited,

Priyanka Singh

Priyanka Singh
Company Secretary



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ANNEXURE-I

OUTCOME OF ANNUAL GENERAL MEETING

Date of AGM	Wednesday, 28 TH September, 2022
Total no of shareholders as on record date	1538
No of Shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group:	N.A.
Public:	N.A.
No of Shareholders present in the meeting through Video Conferencing: Promoter and Promoter Group:	1
Public:	25

*The Mode of voting for all resolutions was remote e-voting and e-voting at the Meeting.



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SR NO	AGENDA	RESOLUTION REQUIRED (ORDINARY/SPECI AL)	MODE OF VOTING	REMARKS
1	To receive, consider, and adopt the audited financial statements of the Company for the financial year ended 31 st March, 2021, including the audited Balance Sheet as at 31 st March, 2021, the statement of Profit & Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.	Ordinary	E-voting	Passed with requisite majority
2	To appoint a Director in place of Mr. Anant Bhagat (DIN - 00089156), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.	Ordinary	E-voting	Passed with requisite majority
3.	To appoint Auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s),	Ordinary	E-voting	Passed with requisite majority
4.	To consider and approve the creation of charges, mortgages, hypothecation on the immovable and movable properties of the company under Section 180(1)(a) of the Companies Act, 2013	Special	E-voting	Passed with requisite majority
5.	To consider and approve the increase in borrowings of company under Section 180(1)(c) of the Companies Act, 2013	Special	E-voting	Passed with requisite majority



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Ordinary Business

Agenda no. 1: Adoption of Financial Statement of the Company including Audited Balance Sheet as at 31st March, 2022, Audited Profit & Loss Account and the Cash Flow Statement for the year ended on that date, together with the Report of Board of Directors' and Auditors' thereon.

Resolution Required: (Ordinary/Special) :							Ordinary	
Whether promoter/promoter group are interested in the agenda/resolution							No	
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in Favour (4)	No. of votes in against (5)	% of votes in favour of votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	68,69,620	68,69,620	100%	68,69,620	0	100%	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If Applicable)							
	Total		68,69,620	68,69,620	100%	68,69,620	0	100%
Public Institution	E-Voting							
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If Applicable)							
	Total			NA	NA	NA	NA	NA
Public Non-Institution	E-Voting	58,23,070	4,94,955	8.50%	4,94,945	10	99.9979%	0.0021%
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)							
	Total		58,23,070	4,94,955	8.50%	4,94,945	10	99.9979%
Total		1,26,92,690	73,64,575	58.0221%	73,64,565	10	58.0220%	0.0007%

Result: Passed by Majority



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Agenda no. 2: To appoint a Director in place of Mr. Anant Bhagat (DIN - 00089156), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.

.Resolution Required: (Ordinary/Special):							Ordinary	
Whether promoter/promoter group are interested in the agenda/resolution							No	
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in Favour (4)	No. of votes in against (5)	% of votes in favour of votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	68,69,620	68,69,620	100%	68,69,620	0	100%	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If Applicable)							
	Total		68,69,620	68,69,620	100%	68,69,620	0	100%
Public Institution	E-Voting							
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If Applicable)							
	Total			NA	NA	NA	NA	NA
Public Non-Institution	E-Voting	58,23,070	4,94,950	8.4998%	4,94,551	399	99.9193%	0.0807%
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)							
	Total		58,23,070	4,94,950	8.4998%	4,94,551	399	99.9193%
Total		1,26,92,690	73,64,570	58.0221%	73,64,171	399	58.0189%	0.0032%

Result: Passed by Majority



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Agenda no. 3: To appoint Auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s),

.Resolution Required: (Ordinary/Special):							Ordinary	
Whether promoter/promoter group are interested in the agenda/resolution							No	
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% 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 of votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	68,69,620	68,69,620	100%	68,69,620	0	100%	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If Applicable)							
	Total		68,69,620	68,69,620	100%	68,69,620	0	100%
Public Institution	E-Voting							
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If Applicable)							
	Total			NA	NA	NA	NA	NA
Public Non-Institution	E-Voting	58,23,070	4,94,951	8.4998%	4,94,551	400	99.9191%	0.0809%
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)							
	Total		58,23,070	4,94,951	8.4998%	4,94,551	400	99.9191%
Total		1,26,92,690	73,64,571	58.0221%	73,64,171	400	58.0190%	0.0031%

Result: Passed by Majority



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SPECIAL BUSINESS:-

Agenda no. 4: To consider and approve the creation of charges, mortgages, hypothecation on the immovable and movable properties of the company under Section 180(1)(a) of the Companies Act, 2013

.Resolution Required: (Ordinary/Special):							Special	
Whether promoter/promoter group are interested in the agenda/resolution							No	
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in Favour (4)	No. of votes in against (5)	% of votes in favour of votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	68,69,620	68,69,620	100%	68,69,620	0	100%	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If Applicable)							
	Total	68,69,620	68,69,620	100%	68,69,620	0	100%	0
Public Institution	E-Voting							
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If Applicable)							
	Total		NA	NA	NA	NA	NA	NA
Public Non-Institution	E-Voting	58,23,070	4,94,956	8.4500%	4,94,946	10	99.9980%	0.002%
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)							
	Total	58,23,070	4,94,956	8.4500%	4,94,946	10	99.9980%	0.002%
Total		1,26,92,690	73,64,576	58.0222%	73,64,566	10	58.0221%	0.0001%

Result: Passed by Majority



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Agenda no. 5: To consider and approve the increase in borrowings of company under Section 180(1)(c) of the Companies Act, 2013

.Resolution Required: (Ordinary/Special):							Special	
Whether promoter/promoter group are interested in the agenda/resolution							No	
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in Favour (4)	No. of votes in against (5)	% of votes in favour of votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	68,69,620	68,69,620	100%	68,69,620	0	100%	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If Applicable)							
	Total		68,69,620	68,69,620	100%	68,69,620	0	100%
Public Institution	E-Voting							
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If Applicable)							
	Total			NA	NA	NA	NA	NA
Public Non-Institution	E-Voting	58,23,070	494954	21.9601%	4,94,944	10	99.9980%	0.0002%
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)							
	Total		58,23,070	4,94,954	8.4990%	4,94,944	10	99.9980%
Total		1,26,92,690	73,64,574	58.0221%	73,64,564	10	58.0220%	0.0001%

Result: Passed by Majority



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Please acknowledge the receipt of the above.

Thanking You,

Yours faithfully

For, Real Touch Finance Limited,

Priyanka Singh

Priyanka Singh
Company Secretary





SCRUTINIZER'S REPORT

TO
THE CHAIRMAN
REAL TOUCH FINANCE LIMITED
Arihant Enclave Ground Floor
493B/57A, G.T.Road (South)Shibpur
Howrah-711102

Dear Sir,

Sub: Consolidated Scrutinizer's report on remote e-voting/Physical Ballot forms conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act"), read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules") as amended by Companies (Management and Administration) Amendment Rules, 2015 and Voting at the Annual General Meeting of REAL TOUCH FINANCE LIMITED held on Wednesday, 28th September, 2022 at 1.30 PM

I Mrs Shruti Agarwal, Practising Company Secretary, have been appointed as Scrutinizer by the Board of Directors of **M/S REAL TOUCH FINANCE LIMITED** as a Scrutinizer as per the provisions of Section 108/109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the process of remote e-voting & electronic voting during the 36th Annual General Meeting of the Equity Shareholders of the Company held through Video Conferencing (VC) Other Audio Visual Means (OAVM) on Wednesday, the 28th day of September, 2022 at 1:30 P.M. and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure requirements), 2015 as amended by the applicable circulars issued in this connection both by MCA & SEBI, providing relaxation for the manner in which the AGM shall be held and conducted through VC or OAVM.

The Applicable Circulars provide for relaxation in the manner in which the AGM will be held including the manner of sending the Notices & Annual Reports to the shareholders and the manner of voting at the meeting, which was necessitated on account of the outbreak COVID-19 (Corona Virus) pandemic. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the relaxations as provided in the Applicable Circulars.

- 1) The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013, Rules made thereunder and SEEI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting through electronic means on the resolutions contained in the Notice to the 37th Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the voting process is restricted to make a Scrutinizer's report of the votes cast in "favour" or "against" the resolutions stated above, based on the reports generated from the remote e-voting system provided by the National Depository Services Limited (NDSL), the authorised agency to provide remote e-voting facilities, engaged by the Company and electronic voting during the Annual General Meeting.



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

i) The remote e-voting period remained open from Sunday, September 25th, 2022 (09:00 A.M.) to Tuesday, September 27th, 2022 (5:00 P.M.)

ii) The members of the Company as on the "cut-off" date i.e. Wednesday, September 21, 2022 were entitled to vote on the resolutions (items no. 1 to 5 as set out in the notice of the AGM of the Company).

iii) The Company had also provided e-voting facility to vote during the AGM for the members who attended the meeting through VC/OAVM and had not voted through remote e-voting, to cast their vote during the AGM.

iv) The votes casted through e-voting and found not in accordance to the rules provided were treated as invalid.

v) The Votes cast under remote e-voting facility were thereafter unblock in the presence of two Witnesses who were not in the employment of the Company and after the conclusion of the Voting at the Annual General Meeting the votes cast there under were counted.

vi) Thereafter, the details containing, inter alia, list of Equity Share Holders, who voted "for" or "against" each of the resolutions that were put to vote, were generated from the e-voting website of National Depository Services Limited (NDSL), i.e. <https://www.evoting.nsdl.com>.

vii) Based on such reports generated from the website of NDSL during the AGM the result of the voting stands as under:

I Now submit my consolidated report as under on the result of the remote e-voting/physical ballot forms and e-voting at the meeting in respect of the said resolutions.

RESOLUTION NO. 1 ORDINARY RESOLUTION

1) To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2022 including the audited Balance Sheet as at 31st March, 2022, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors (the Board) and Auditors thereon.

i) VOTES IN FAVOUR OF THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Vote Cast
31	7364565	100%

ii) VOTES AGAINST THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Votes Cast
9	10	100%



RESOLUTION NO 2 ORDINARY RESOLUTION

2. To appoint a Director in place of Appointment of Mr. Anant Bhagat (DIN - 00089156) who retires by rotation and has offered himself for re-appointment.

i) VOTES IN FAVOUR OF THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Vote Cast
30	7364171	100%

ii) VOTES AGAINST THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Votes Cast
10	399	100%

RESOLUTION NO 3 ORDINARY RESOLUTION

3. To appoint Auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s),

i) VOTES IN FAVOUR OF THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Vote Cast
30	7364171	100%

ii) VOTES AGAINST THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Votes Cast
10	400	100%



SPECIAL BUSINESS:-

RESOLUTION NO 4 SPECIAL RESOLUTION

4. To consider and approve the creation of charges, mortgages, hypothecation on the immovable and movable properties of the company under Section 180(1)(a) of the Companies Act, 2013

i) VOTES IN FAVOUR OF THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Vote Cast
31	7364566	100%

ii) VOTES AGAINST THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Votes Cast
9	10	100%

RESOLUTION NO 5 SPECIAL RESOLUTION

5. To consider and approve the increase in borrowings of company under Section 180(1)(c) of the Companies Act, 2013

i) VOTES IN FAVOUR OF THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Vote Cast
31	7364564	100%

ii) VOTES AGAINST THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Votes Cast
9	10	100%



The relevant reports and all other relevant records relating to Remote E-voting are in my safe custody and will be handed over to the Company Secretary after signing the Minutes by the Chairman.

You may accordingly declare the results and display the same on the website of the Company and convey to Stock Exchange and National Depository Services Ltd.

Please acknowledge the receipt.

Thanking You

Yours Faithfully

For Shruti Agarwal
Practising Company Secretary



Shruti Agarwal
Membership No. 38797
COP NO:-14602
Date: 30/09/2022
UDIN: A038797D001098933