

To

April 1, 2025

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001,
Maharashtra, India

Scrip Code: 538611 ISIN: INE840I01014

Sub: Intimation of Postal Ballot Results pursuant to Regulation 30 and 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir/Madam,

This is in furtherance to our postal ballot notice dated May 25, 2025, seeking the approval of the Members of the Company by way of Special Resolutions and ordinary resolution through Remote E-Voting process for the following items as set out in the postal ballot notice:

1. Re-appointment of Mr. Gopal Sridharan (DIN: 09460423) as whole time director of a company for a period of 5 years
2. Approval of material related party transaction with khivraj automobiles & infrastructure private Limited
3. Approval of material related party transaction with khivrajkamal motors private Limited
4. Approval of material related party transaction with khivraj motors private Limited

We wish to inform that above resolutions has been duly passed by the Members of the Company with requisite majority on Monday, March 31, 2025, being the last date of the Remote E-Voting. In this regard, please find enclosed the following:

1. Voting results through Remote E-Voting, under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as per **Annexure 1**; and
2. Scrutinizer's Report dated April 1, 2025 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as per **Annexure 2**.

You are requested to take the above information on record.

Thanking you,

Yours Sincerely,

For Real Touch Finance Limited

Varsha
Gupta

Digitally signed by
Varsha Gupta
Date: 2025.04.01
15:46:19 +05'30'

Varsha Gupta

Company Secretary and Compliance Officer

Voting Results of Postal Ballot through Remote E-Voting

| | |
|---|--|
| Date of the AGM/EGM/ Postal Ballot Notice | February 25, 2025 |
| Cut-off Date | February 21, 2025 |
| Total number of shareholders on record date | 1374 |
| No. of shareholders present in the meeting either in person or through proxy: • Promoters and Promoter group • Public | Not applicable (Resolutions passed through Postal Ballot) |
| No. of Shareholders attended the meeting through Video Conferencing • Promoter and Promoter group • Public | Not applicable (Resolutions passed through Postal Ballot) |

| REAL TOUCH FINANCE LIMITED | | | | | | | | |
|---|-------------------------------|--------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution -1 | | | | | | | | |
| Resolution required: Special | | | Re-appointment of Mr. Gopal Sridharan (DIN: 09460423) as whole time director of a company for a period of 5 years | | | | | |
| 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 | 6869620 | 6869620 | 100.0000 | 6869620 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 6869620 | 6869620 | 100.0000 | 6869620 | 0 | 100.0000 |
| Public- Institutions | E-Voting | 0 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0 | 0.0000 | 0 | 0 | 0.0000 |
| Public- Non Institutions | E-Voting | 5823070 | 545280 | 9.3641 | 545237 | 43 | 99.9921 | 0.0079 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 5823070 | 545280 | 9.3641 | 545237 | 43 | 99.9921 |
| Total | | 12692690 | 7414900 | 58.4187 | 7414857 | 43 | 99.9994 | 0.0006 |

| Resolution -2 | | | | | | | | |
|---|-------------------------------|--|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: Ordinary | | Approval of material related party transaction with khivraj automobiles & infrastructure private Limited | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | Yes | | | |
| 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 | 6869620 | 6869620 | 100.0000 | 6869620 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 6869620 | 6869620 | 100.0000 | 6869620 | 0 | 100.0000 |
| Public- Institutions | E-Voting | 0 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0 | 0.0000 | 0 | 0 | 0.0000 |
| Public- Non Institutions | E-Voting | 5823070 | 545280 | 9.3641 | 545236 | 44 | 99.9919 | 0.0081 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 5823070 | 545280 | 9.3641 | 545236 | 44 | 99.9919 |
| Total | | 12692690 | 7414900 | 58.4187 | 7414856 | 44 | 99.9994 | 0.0006 |

Details of Invalid Votes

| Category | No of Votes |
|-----------------------------|-------------|
| Promoter and Promoter Group | 6869620 |
| Public Institutions | - |
| Public- Non Institutions | - |

| Resolution -3 | | | | | | | | |
|---|-------------------------------|---|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: ordinary | | Approval of material related party transaction with Khivrajkamal Motors Private Limited | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | Yes | | | |
| 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 | 6869620 | 6869620 | 100.0000 | 6869620 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 6869620 | 6869620 | 100.0000 | 6869620 | 0 | 100.0000 |
| Public- Institutions | E-Voting | 0 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |

| | | | | | | | | |
|---------------------------------|-------------------------------|-----------------|----------------|----------------|----------------|---------------|----------------|----------------|
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 0 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | 5823070 | 545280 | 9.3641 | 545236 | 44 | 99.9919 | 0.0081 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 5823070 | 545280 | 9.3641 | 545236 | 44 | 99.9919 |
| Total | | 12692690 | 7414900 | 58.4187 | 7414856 | 44 | 99.9994 | 0.0006 |

Details of Invalid Votes

| Category | No of Votes |
|-----------------------------|-------------|
| Promoter and Promoter Group | 6869620 |
| Public Institutions | - |
| Public- Non Institutions | - |

| Resolution-4 | | | | | | | | |
|---|-------------------------------|--------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: ordinary | | | Approval of material related party transaction with Khivraj Motors Private Limited | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | Yes | | | |
| 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 | 6869620 | 6869620 | 100.0000 | 6869620 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 6869620 | 6869620 | 100.0000 | 6869620 | 0 | 100.0000 |
| Public- Institutions | E-Voting | 0 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0 | 0.0000 | 0 | 0 | 0.0000 |
| Public- Non Institutions | E-Voting | 5823070 | 545280 | 9.3641 | 545236 | 44 | 99.9919 | 0.0081 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 5823070 | 545280 | 9.3641 | 545236 | 44 | 99.9919 |
| Total | | 12692690 | 7414900 | 58.4187 | 7414856 | 44 | 99.9994 | 0.0006 |

Details of Invalid Votes

| Category | No of Votes |
|-----------------------------|-------------|
| Promoter and Promoter Group | 6869620 |
| Public Institutions | - |
| Public- Non Institutions | - |



**SCRUTINIZER REPORT FOR POSTAL BALLOT
OF
REAL TOUCH FINANCE LIMITED**

TO,
THE CHAIRMAN,
M/s. REAL TOUCH FINANCE LIMITED
(CIN: L01111WB1997PLC085164)
ARIHANT ENCLAVE, GROUND FLOOR,
493B/57A.G.T. ROAD (SOUTH),
SHIBPUR, HOWRAH - 711102.

Dear Sir,

**SUB: PASSING OF RESOLUTIONS THROUGH POSTAL BALLOT IN TERMS
OF SEC – 110 OF THE COMPANIES ACT 2013**

I, **A. Mohan Kumar (FCS-4347 / CoP No. 19145)**, Practicing Company Secretary, Chennai – 42, have been appointed as a Scrutinizer by the Board of Directors of M/s. Real Touch Finance Limited (“**Company**”) at their meeting held on 25th February, 2025 for the purpose of scrutinizing the postal ballot through e-voting held from Sunday, March 2, 2025, (9:00 AM IST) to Monday, March 31, 2025 (5:00 PM IST) under the provisions of Section – 110 of the Companies Act, 2013 (“**the Act**”) read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (“**the Rules**”) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”) and I submit my report as under:

Management Responsibility:

The Management is responsible for ensuring compliance under the provisions of Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“**the Rules**”) and other applicable provisions of the Act and the Rules, General Circular No. 09/2024 dated September, 19 ,2024 issued by the Ministry of Corporate Affairs (“**MCA Circulars**”), Regulation 44 of the Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), Secretarial Standard on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time), for passing Ordinary/ Special Resolutions in respect of items mentioned elsewhere in this report.

Scrutinizer's responsibility:

My responsibility as the Scrutinizer of the voting process, is restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare Scrutinizer's report of the votes cast "**assent/favour**" and "**dissent/against**" the resolution stated in the postal ballot notice, based on the reports generated from the E-voting system provided by the National Securities Depository Limited (NSDL), the authorized agency engaged by the Company for providing e-voting facility.

As per the information furnished to me/us by the Company and after the scrutiny of remote e-voting result, I submit hereunder:

1. The Company has informed that, on the basis of the Register of Members and the List of Beneficial Owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on Friday, February 21, 2025 ("**the cut-off date**"), the Company completed dispatch of the Notice of Postal Ballot on Friday, February 28, 2025 by E-Mail to the Members who had registered their email ids with the Company/ Depositories. The postal ballot notice was also made available on the Company's website at www.realtouchfinance.com.
2. The Public Advertisement with respect to dispatch of postal ballot was published on Saturday, March 01, 2025 in English Newspaper "Financial Express" & in Bengali Newspaper "Arthik Lipi".
3. In terms of the aforesaid notice, Members were required to convey their assent or dissent, through remote e-voting system, on e-voting platform provided by National Securities Depository Limited (NSDL) from Sunday, March 2, 2025, (9:00 AM IST) and ends on Monday, March 31, 2025 (5:00 PM IST).
4. Forty (40) Members had cast their votes on the remote e-voting platform till 5:00 p.m., (IST) on March 31, 2025, Monday.
5. After the scrutiny of the remote e-voting result, we report that the ordinary/special resolutions as contained in the Notice of Postal Ballot dated February 25, 2025 has been passed with requisite/special majority.

6. A Summary of the postal ballot resolutions scrutinized is given below :

| S. NO. | RESOLUTIONS | NATURE OF RESOLUTIONS |
|--------|---|-----------------------|
| 1 | To consider and approve the re-appointment of Mr. Gopal Sridharan (DIN: 09460423) as whole time director of the company for a period of five years. | Special |
| 2 | To consider and approve the material related party transactions with Khivraj Automobiles and Infrastructure Private Limited. | Ordinary |
| 3 | To consider and approve the material related party transactions with Khivrajkamal Motors Private Limited | Ordinary |
| 4 | To consider and approve the material related party transactions with Khivraj Motors Private Limited. | Ordinary |

The details of the number of remote e-voting carried out by members and the valid/ invalid votes in respect of the above said resolution are given below:

RESOLUTION 1 :- (SPECIAL RESOLUTION)

TO CONSIDER AND APPROVE THE RE-APPOINTMENT OF MR. GOPAL SRIDHARAN (DIN: 09460423) AS WHOLE TIME DIRECTOR OF THE COMPANY FOR A PERIOD OF FIVE YEARS

| | Particulars | Voter count | No of votes | % of voting to the total valid votes |
|-------------------|------------------|-------------|-------------|--------------------------------------|
| E - voting | Invalid | 0 | 0 | 0 |
| | In favour | 25 | 7414857 | 99.999 |
| | Against | 15 | 43 | 0.001 |

Since 7414857 valid votes were in favour of aforesaid Special Resolution constituting 99.999% of the total number of net valid votes cast as per summary above (votes cast in favour is more than three times the votes cast against), **I hereby report that the above said resolution is passed as Special Resolution.**

RESOLUTION 2 :- (ORDINARY RESOLUTION)

TO CONSIDER AND APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH KHIVRAJ AUTOMOBILES AND INFRASTRUCTURE PRIVATE LIMITED

| | Particulars | Voter count | No of votes | % of voting to the total valid votes |
|------------|-------------|-------------|-------------|--------------------------------------|
| E - voting | In favour | 23 | 545236 | 99.992 |
| | Against | 16 | 44 | 0.008 |

Invalid votes:

| Number of members voted in E-Voting | Number of votes cast (Shares) – E-Voting |
|-------------------------------------|--|
| 1 | 6869620 |

Since 545236 valid votes were in favour of aforesaid Ordinary Resolution constituting 99.992% of the total number of net valid votes cast as per summary above (votes cast in favour was more than the number of votes cast against), **I hereby report that the above said resolution is passed as Ordinary Resolution.**

Note: Voting by related parties of the Company has been considered invalid as per Regulation 23(4) of the SEBI LODR.

RESOLUTION 3 :- (ORDINARY RESOLUTION)

TO CONSIDER AND APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH KHIVRAJ KAMAL MOTORS PRIVATE LIMITED

| | Particulars | Voter count | No of votes | % of voting to the total valid votes |
|------------|-------------|-------------|-------------|--------------------------------------|
| E - voting | In favour | 23 | 545236 | 99.992 |
| | Against | 16 | 44 | 0.008 |

Invalid votes:

| Number of members voted in E-Voting | Number of votes cast (Shares) – E-Voting |
|-------------------------------------|--|
| 1 | 6869620 |

Since 545236 valid votes were in favour of aforesaid Ordinary Resolution constituting 99.992% of the total number of net valid votes cast as per summary above (votes cast in favour was more than the number of votes cast against), **I hereby report that the above said resolution is passed as Ordinary Resolution.**

Note: Voting by related parties of the Company has been considered invalid as per Regulation 23(4) of the SEBI LODR.

RESOLUTION 4 :- (ORDINARY RESOLUTION)

TO CONSIDER AND APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH KHIVRAJ MOTORS PRIVATE LIMITED

| | Particulars | Voter count | No of votes | % of voting to the total valid votes |
|------------|-------------|-------------|-------------|--------------------------------------|
| E - voting | In favour | 23 | 545236 | 99.992 |
| | Against | 16 | 44 | 0.008 |

Invalid votes:

| Number of members voted in E-Voting | Number of votes cast (Shares) – E-Voting |
|-------------------------------------|--|
| 1 | 6869620 |

Since 545236 valid votes were in favour of aforesaid Ordinary Resolution constituting 99.992% of the total number of net valid votes cast as per summary above (votes cast in favour was more than the number of votes cast against), **I hereby report that the above said resolution is passed as Ordinary Resolution.**

Note: Voting by related parties of the Company has been considered invalid as per Regulation 23(4) of the SEBI LODR.

You may accordingly declare the result of the voting by Postal Ballot (through e-voting process).

Custody of records:

All electronic data and relevant records of e-voting have been handed over to the Company Secretary for safekeeping.

Thank you,
Yours faithfully,
FOR MOHAN KUMAR & ASSOCIATES

ARAVAMUDHAN
MOHAN KUMAR

Digitally signed by
ARAVAMUDHAN MOHAN KUMAR

Place: CHENNAI

Date: 01.04.2025

A. MOHAN KUMAR
PRACTICING COMPANY SECRETARY
MEMBERSHIP NUMBER: FCS 4347
CERTIFICATE OF PRACTICE NUMBER: 19145
PEER REVIEW CERTIFICATE NUMBER: 2205/2022
UDIN: F004347G000002972