

RITA HOLDINGS LIMITED

Regd. Off: 324A, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi - 110085
Tel: +91-11-65448440 Email ID: ritaholdingsltd@gmail.com Website: www.ritaholdings.in
CIN: L67120DL1981PLC011741

CHAIRMANS' REPORT

DECLARATION OF VOTING RESULTS OF THE REMOTE E-VOTING AND VOTING AT THE 35TH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF RITA HOLDINGS LIMITED HELD ON TUESDAY, SEPTEMBER 20, 2016 AT 10:00 A.M. AT THE REGISTERED OFFICE AT 324A, IIIRD FLOOR, AGGARWAL PLAZA, SECTOR-14, ROHINI, NEW DELHI-110085

Rita Holdings Limited ("Company") has convened its 35th Annual General Meeting ("AGM") held on Tuesday, September 20, 2016 at 10:00 a.m. at 324A, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085.

In compliance of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided remote e-voting facility to all the equity shareholders to cast their vote on the resolutions set forth in the Notice of 35th AGM dated 12th August, 2016 electronically.

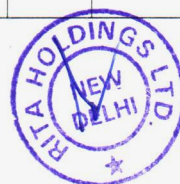
The remote E-voting was open for three days from Saturday, September 17, 2016 (09:00 a.m.) to Monday, September 19, 2016 (05:00 p.m.) to cast the vote electronically.

Further, in line with the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended thereto, the voting at the AGM was conducted through poll that were present throughout the meeting.

The Board of Directors of the company in its meeting held on August 12, 2016, had appointed Mr. Amit Kumar,, Practicing Company Secretary (Membership No. 5187) to as the Scrutinizer(s) for the purpose of scrutinizing the remote E-voting as well as voting conducted at the AGM in a fair and transparent manner and ascertaining the requisite majority on the resolutions as set out in the notice of AGM dated 12th August, 2016 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.

The Consolidated Voting Results on the basis of the information contained in the Scrutinizers' Report dated 21st September, 2016 submitted by Mr. Amit Kumar, Practicing Company Secretary, Scrutinizer of the 35th Annual General Meeting, to me, are as follows:

| Resol ution No's | Particulars of the Business | Ordinary/ Special Resolution | Total No. of Votes casted | No. of votes in favour | % of votes in favou r | No. of vot es aga inst | % of votes again st | No. of invali d vote | Results |
|------------------------|--|------------------------------------|------------------------------------|------------------------------|--------------------------------|------------------------------------|------------------------------|-------------------------------|----------|
| 1 | Adoption of Financial Statements | Ordinary Resolution | 9,01,151 | 9,01,151 | 100% | NIL | NIL | NIL | Approved |



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|---|--|---------------------|----------|----------|------|-----|-----|-----|----------|
| 2 | Appointment of Ms. Neelam Anand as a director Liabe to retire by rotation | Ordinary Resolution | 9,01,151 | 9,01,151 | 100% | NIL | NIL | NIL | Approved |
| 3 | Appointment of M/s V.N Purohit & Co., Chartered Accountants as the Statutory Auditors of the Company in place of M/s Shamsher & Co., Chartered Accountants for the five consecutive years to hold office from the conclusion of this Thirty Fifth AGM till the conclusion of Fortieth AGM of the company | Ordinary Resolution | 9,01,151 | 9,01,151 | 100% | NIL | NIL | NIL | Approved |
| 4 | Appointment of Mr. Avinash Sharma (DIN: 07510278) as an Independent Director of the Company | Ordinary Resolution | 9,01,151 | 9,01,151 | 100% | NIL | NIL | NIL | Approved |
| 5 | Adoption of New Set of Memorandum of Association as per Companies Act, 2013 | Special Resolution | 9,01,151 | 9,01,151 | 100% | NIL | NIL | NIL | Approved |
| 6 | Adoption of New Set of Articles of Association as per Companies Act, 2013 | Special Resolution | 9,01,151 | 9,01,151 | 100% | NIL | NIL | NIL | Approved |

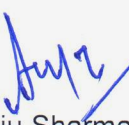


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|---|--|--------------------|----------|----------|------|-----|-----|-----|----------|
| 7 | Change the name of "Rita Holdings Limited" to "Rita Finance and Leasing Limited" | Special Resolution | 9,01,151 | 9,01,151 | 100% | NIL | NIL | NIL | Approved |
|---|--|--------------------|----------|----------|------|-----|-----|-----|----------|

Based on the diligently scrutinized report of the Scrutinizer, all the requisite resolutions as set out in the Notice of AGM have been duly approved by the shareholders of the company.

Thanking You,
Yours Faithfully

For Rita Holdings Limited


Anju Sharma
Chairperson



Date: 22nd September, 2016

Place: New Delhi