

RICOH INDIA LIMITED

2nd Floor, Salcon Aurum Building, Plot No.4, District Centre Jasola New Delhi – 110 025, India CIN L74940MH1993PLC074694 Tel: +91-11-49103000, 49103200 Fox: +91-11-49103099, 49103199

Email: ril.info@ricoh.co.in URL: www.ricoh.co.in

25th September 2015

The Department of Corporate Services Bombay Stock Exchange Limited P J Towers, Dalal Street, Fort Mumbai- 400 001

Subject: Disclosure of Voting results concerning 22nd Annual General Meeting held on 24th September 2015 as per clause 35A of the Listing Agreement concerning-Ricoh India Limited, Scrip ID - 517496

Dear Sir

In compliance with the requirement of Clause 35A of the Listing Agreement, we hereby submit the voting results on the business transacted at the 22nd Annual General Meeting of the Company held on Thursday, the 24th September 2015 at 10:00 AM at The Leela Hotel, Sahar, Andheri East, Mumbai- 400 059:

1	Date of Annual General Meeting	24th September 2015
2	Total Number of Shareholders on Record date	14957
3	Book Closure Dates	16/09/2015 to 24/09/2015
4	Number of Shareholders present in the AGM either in Person or through Proxy:	
	In Person:	
	Promoters and Promoter Group:	02
	Public:	78
	Through Proxy:	
	Promoters and Promoter Group	Nil
	Public	Nil
5	Number of Shareholders who attended the meeting through Video Conferencing	No Video Conferencing facility was made available







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Based on the consolidated report of the Scrutinizer dated 25th September 2015 (enclosed as Annexure II) all of the resolutions as set out in the Notice dated 10th July 2015 of the 22nd Annual General Meeting of the Company have been duly approved by the Shareholders of the Company with requisite majority.

The mode of Voting for all of the resolutions which have been passed were:-

- (a) E-Voting
- (b) Physical Ballots provided to the Shareholders of the Company who attended the Annual General Meeting (AGM) personally and did not participate in the E-Voting process.

The results of the Voting in the prescribed format is annexed as **Annexure I.**

Yours faithfully

For Ricoh India Limited

Manieh Sehgal Company Secretary

Encl: a/a





AGENDA WISE DETAILS OF THE RESOLUTIONS PASSED

Resolution 1- To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March 2015 together with the Reports of Board of Directors and Auditors thereon. (Ordinary Resolution)

Danmanton / Date 11:							
Shares held (1)	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	% of votes in favour on votes polled (6)=	% of votes against on votes polled (7)=
Promoter & Promoter Group	29270370	29270370	1	29270370		100.00	Nil
Public- Institutional Holders	1296655	423557	32.66	423557	Niil	100.00	Nil
Public - Others	0001196	07400					
e roino	9201130	3/4208	4.07	372468	1800	99.52	0.48
Total	39768161	30068195	75.61	30066395 1800	1800	66.66	0.01





Resolution 2- To declare dividend on equity shares. (Ordinary Resolution)

Fromoter/Public No. of Shares held (1)	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)=	No of Votes in Favor (4)	No. of Votes - Against	% of votes in favour on votes polled (6)=	% of votes against on votes polled (7)=
Promoter &	29270370	29270370 29270370	100 00	00070370	(o)	1(4)/(2)]*100 [(5)/(2)]*100	[(5)/(2)]*100
Promoter Group))	IINI 0.1501.262	IINI	100.00	Nil
Public- Institutional	1296655	1207286	93.11	1207286	Nil	100.00	Nil
Holders							
Public- Others	9201136	374268	4.07	374268	Nil	100.00	Nil
Total	30769161	20051004					
	10100160	30031924 1.37	16.11	30851924	Nii	100.00	Nil

Resolution 3- To appoint a Director in place of Mr. H. Kitada (DIN 06527013) who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)

Promoter/Public No. of Shares held (1)	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)=	No of Votes in Favor (4)	No of Votes – Against	% of votes in favour on votes	% of votes against on votes
			[(2)/(1)]*100	•	(2)	[(4)/(2)]*100	[(5)/(2)]*100
Promoter & Promoter Group	29270370	29270370 100.00	100.00	29270370	Nii	100.00	Nil
Public-	1006655	1	1				
Institutional	1230033	120/280	93.11	Nil	1207286	Nil	100.00
Holders							
Public- Others	9201136	07076	7 01				
	0011026	2/4208	4.07	329456	44812	88.03	11.97
Total	2000000						
Total	19189766	39/08101 30851924 77.58	77.58	29599826 1252098 95.94	1252098	95.94	4.06



Resolution 4 - Appointment of Statutory Auditors for a period of 5 years and to fix their remuneration. (Ordinary Resolution)

Promoter/Public No. of	No. of	No of	30 70				
	Shares held (1)	Votes Polled (2)	polled on Votes outstanding Favor shares (3)= (4)	ri I	No. Votes – Against	% of votes in favor on votes polled (6)=	% of votes against on votes polled (7)=
Promoter & Promoter Group	29270370	29270370 29270370		29270370	Nil	100.00	(5)/(2)]*100 Nil
Public- Institutional Holders	1296655	1207286	93.11	1207286	Nil	100.00	Nil
Public- Others	9201136	374268	4.07	372468	1800	99.52	0.48
Totai	39768161	30851924 75.61	75.61	30850124 1800	1800	66.66	0.01

Resolution 5- Appointment of Mr. Manoj Kumar as Director liable to retire by rotation.(Ordinary Resolution)

	neld (1)	Votes Polled (2)	polled on Votes outstanding Favor shares (3)= (4)	Votes in Favor (4)	No. Votes – Against	in favor on votes polled (6)=	against on votes votes polled (7)=
Promoter & 299 Promoter Group	29270370	29270370		29270370	IIN	100.00	(4)/(2) *100 (5)/(2) *100 100.00 Nil
Diblic	1						
ional	1290055	1207286	93.11	1207286	Nil	100.00	Nil
Holders							
Public- Others 92	9201136	374268	4.07	372468	1800	99.52	0.48
	\neg						
39	39768161	30851924	75.61	30850124	1800	66.66	0.01



Resolution 6 - Appointment & payment of remuneration to Mr. Manoj Kumar as Managing Director and Chief Executive Officer of the Company for a period of three years. (Special Resolution)

Fromoter/Public No. of Shares held (1)	No. of Shares held (1)	No. of Votes Polled (2)		No of Votes in Favor (4)	No. of Votes – Against	% of votes in favor on votes polled (6)=	
Dromoton 0	000		[(2)/(1)]*100		(2)	[(4)/(2)]*100	[(5)/(2)]*100
Promoter Group	0/20/262	29270370 29270370 100.00	100.00	29270370 Nil	Nil	100.00	
Public.	1006666	1001007					
Institutional	6600671	120/286 93.11	93.11	1207286	Nil	100.00	Nil
Holders							
Public- Others	9201136	374068	4 07	0770400	1000		
Toto1	200000	01/200	†.O.+	3/2408	1800	99.52	0.48
ıoraı	39768161	30851924 75.61	75.61	30850124 1800	1800	66.66	0.01

Resolution 7- To authorize the Board of Directors to borrow money which may exceed aggregate of Paid up Capital and Free Reserves of the Company upto Rs 600 Crores under Section 180(1)(c). (Special Resolution)

Fromoter/Public No. of Shares held (1)	No. of Shares held (1)	No. of Votes Polled (2)	% of votes No of polled on Votes outstanding Favor shares (3)= (4)	No of Votes in Favor (4)	No. of Votes – Against	% of votes in favor on votes polled (6)=	% of votes % of votes in favor on against on votes votes polled (6)= polled (7)=
Dromoton 9	010010		1(=)/(=)		(ည)	[(4)/(2)]*100	[(5)/(2)]*100
riomorer &	292/03/0	29270370	100.00	15N 0250266	Ni:1	10000	ME:1
Promoter Group				0	7717	700.00	INI
Public-	1296655	1207086	03 11	1			
Institutional)	0071071	11.00	1207280	N ₁ I	100.00	Nil
Holders							
Public- Others	9201136	374268	4 07	300356	01077		
Total	* 7 * 0 7 10 0			32330	144717	88.01	11.99
IOCAL	19189768	30851924	77.58	30807012 44912	44912	99.85	0.15

Resolution 8 - To authorize Board of Directors to create charge/mortgage/hypothecation/pledge etc. on properties of Company upto Rs. 600 Crores under Section 180(1) (a). (Special Resolution)

Fromoter/Public No. of Shares held (1)	No. of Shares held (1)	No. of Votes Polled (2)	% of votes No of polled on Votes outstanding Favor shares (3)= (4)	No of Votes in Favor (4)	No. of Votes – Against	% of votes in favor on votes polled (6)=	% of votes against on votes polled (7)=
Promoter &	00070370	0000000			2	(4)/(2)/(2)/(2)/(2)/(2)	[[5]/(2]]*100
Dromoton Case		29210310	100.00	29270370 Nil	Nil	100.00	Nil
Tromorer Group							
Public-	1296655	1207286	93 11	1007006	NT:1	,	
Institutional)	1		IIII	100.00	N:I
Holders							
Public. Others	0001106	070760	10				
a april offices	2201130	3/4208	4.07	329356	44912	88 01	1100
Total	39768161	30851924 77 58	77.58	30807010 44010	44010	10.00	11.33
)	210,0000	144712	39.85	0.15



NARESH VERMA & ASSOCIATES COMPANY SECRETARIES

Consolidate Report of Scrutinizer on remote e-voting and voting through polling paper

[Pursuant to section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015

То

The Chairman
22nd Annual General Meeting of the
Equity Shareholders of
Ricoh India Limited
held on 24th Day of September, 2015 at 10:00 A.M at
The Leela Hotel, Sahar, Andheri East, Mumbai -400059

Sir,

I, Naresh Verma, proprietor of Naresh Verma & Associates, Company Secretaries, Delhi having its office at 160 J-Extension, Street No. 5, Laxmi Nagar, Delhi 110092, has been appointed by the Board of Directors of Ricoh India Limited ("The Company"), as Scrutinizer for the purpose of scrutinizing the remote e - voting and process and voting through polling paper at the Annual General Meeting (AGM) of the members of the Company, in a fair and transparent manner and ascertaining the requisite majority on remote e- voting and voting through polling paper carried out, as per the provisions of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, on the resolutions set out in the Notice dated July 10, 2015 of the AGM of the members of Ricoh India Limited, held on 24th day of September, 2015 at 10:00 a.m. at The Leela Hotel Sahar, Andheri East, Mumbai -400059. Accordingly, I submit the report, on completion of remote e- voting process and voting through polling paper, as under:-

- 1. The Company has engaged the services of CDSL as the Authorised Agency to provide secured system for remote e- voting process.
- 2. The remote e-voting period remained open from open from Monday, September 21, 2015 (9:00 AM) to Wednesday, September 23, 2015 (5:00 PM).
- The cut- off date for the purpose of determining the entitlement for voting, by remote evoting or voting through polling paper, on the proposed resolutions was September 17, 2015
- 4. After the close of period for remote e- voting, the details of members, such as their names, folio numbers, numbers of shares held, who had casted votes through remote e-voting, were downloaded from the e-voting website of www.evotingindia.com, for the purpose of ensuring that members who have casted their votes through remote e- voting do not vote again at the AGM.

5. At the AGM, after the declaration of poll by the Chairman, two ballot boxes kept for polling were locked in my presence with due identification marks placed by me.



160, J-Ext., Laxmi Nagar, Delhi-110092 Phone: 011-22371093, 011-65767682

E-mail: nareshvermaandassociates@gmail.com

6. The locked ballot boxes were subsequently opened in my presence along with two witnesses (1) Mr Asheesh Jain 2) Ms Antima Gupta who are not in the employment of the Company and poll papers were diligently scrutinized. The witnesses have signed below in confirmation of the Ballot Boxes being unblocked in their presence. The Poll papers were reconciled with the records maintained by the Company / registrar & Transfer Agents of the Company - M/s MCS Share Transfer Agent Limited and the authorization/ proxies lodged with the company.



- 7. The polling papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- 8. After counting the votes casted by the members and proxy holders present at the AGM, through polling paper, the votes casted through remote e-voting were unblocked on 24th September, 2015, around 3.00 PM, in the presence of two witnesses, Mr. Asheesh Jain and Ms. Antima Gupta, who are not in the employment of the Company. They have signed below in confirmation of the remote e-votes being unblocked in their presence.



- 9. Thereafter, the detail containing, inter alia, the information about equity shareholders voting 'For' and 'Against' the resolutions, were generated from the e-voting website of CDSL.
- 10. Based on report generated from the e-voting website of CDSL and voting through polling paper at the AGM, the consolidate report on the result of voting on each resolution are given hereunder:

Resolution No. 1: To receive, consider and adopt the Audited financial statement of the company for the financial year ended 31st March, 2015 together with the Reports of Board of Directors and Auditors thereon (Ordinary Resolution)

(i) Voted 'FOR' the resolution:

TOTCH TOTCH CHICAGO	Madoll.		
Mode of Voting	Number of	Number of votes cast in	% of total number
	members	'Favour' of resolution	of valid votes cast
	voted		
Remote e-Voting	19	703108	99.74
Voting through polling paper (in person or by proxy)	45	29363287	100.00
Total	64	30066395	99.99





(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-Voting	1	1800	0.26
Voting through polling paper (in person or by proxy)	Ö	0	00.00
Total	1	1800	00.01

(iii) Details of INVALID' Votes:

DOUGLIS OF HIVEHILLS		
Mode of Voting	Total Numbers of Members	Total number of votes cast by
_	whose Votes were declared	them declared "Invalid"
	"Invalid"	
Remote e-Voting	0	0
Voting through	4	19672
polling paper (in		
person or by		
proxy)		
Total	4	19672

Resolution No. 2: To declare dividend on equity shares (Ordinary Resolution)

(i) Voted 'FOR' the resolution:

Mode of Voting		Number o	Number of votes cast in	% of total number	
1		members	'Favour' of resolution	of valid votes cast	
			voted		
Remote	Remote e-Voting		20	1488637	100.00
Voting	thro	ugh	45	29363287	100.00
polling	paper	(in	- 33		
person	or	by			
proxy)					
Total	•		65	30851924	100.00

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-Voting	0	0	00.00
Voting through polling paper (in person or by proxy)	0	0	00.00
Total	0	0	00.00

(iii) Voted INVALID' the resolution:

VOICE INVIED THE resolution:					
Mode of Voting	Total Numbers of Members	Total number of votes cast by			
	whose Votes were declared	them declared "Invalid"			
	"Invalid"				
Remote e-Voting	0	0			
Voting through	4	19672			
polling paper (in					





person proxy)	or	by		10.000000000000000000000000000000000000
Total			4	19672

Resolution No. 3: To appoint a Director in place of Mr. H. Kitada (DIN No. 06527013), who retires by rotation and being eligible offers himself for reappointment (Ordinary Resolution)

(i) Voted FOR' the resolution:

10004 1 010 1000144011				
Mode of Voting	Number of	Number of votes cast in	% of total number	
	members	'Favour' of resolution	of valid votes cast	
	voted			
Remote e-Voting	11	279551	18.78	
Voting through polling paper (in person or by proxy)	43	29320275	99.85	
Total	54	29599826	95.94	

(ii) Voted 'AGAINST' the resolution:

Total Harmor die resolution.				
Mode of Voting	Number of	Number of votes cast	% of total number	
	members	'Against' the resolution	of valid votes cast	
	voted	_		
Remote e-Voting	9	1209086	81.22	
Voting through	2	43012	00.15	
polling paper (in		\$≥		
person or by				
proxy)				
Total	11	1252098	4.06	

(iii) Details of 'INVALID' Votes:

Mode of Voting	Total Numbers of Members	Total number of votes cast by			
	whose Votes were declared	them declared "Invalid"			
	"Invalid"				
Remote e-Voting	0	0			
Voting through polling paper (in person or by proxy)	4	19672			
Total	4	19672			

Resolution No. 4: Appointment of Statutory Auditors for a period of 5 years and to fix their remuneration (Ordinary Resolution)

(i) Voted 'FOR' the resolution:

70104 1 011 410 100014 41011				
Mode of Voting	Number of	Number of votes cast in	% of total number	
	members	'Favour' of resolution	of valid votes cast	
	voted			
Remote e-Voting	19	1486837	99.88	
Voting through	45	29363287	100.00	
polling paper (in	i			
person or by				
proxy)				
Total	64	30850124	99.99	



(ii) Voted 'AGAINST' the resolution:

Voted Adamst the resolution.					
Mode of Voting	Number of	Number of votes cast	% of total number		
	members	'Against' the resolution	of valid votes cast		
	voted		i		
Remote e-Voting	1	1800	0.12		
Voting through	0	0	00.00		
polling paper (in					
person or by		<u>=</u>			
proxy)					
Total	1	1800	0.01		

(iii) Details of INVALID' Votes:

Mode of Voting	Total Numbers of Members whose Votes were declared "Invalid"	Total number of votes cast by them declared "Invalid"
Remote e-Voting Voting through polling paper (in person or by proxy)	0 4	0 19672
Total	4	19672

Resolution No. 5: Appointment of Mr. Manoj Kumar as Director liable to retire by rotation (Ordinary Resolution)

(i) Voted FOR' the resolution:

voted 1 OK the resolution.				
Mode of Voting	Number of	Number of votes cast in	% of total number	
	members	'Favour' of resolution	of valid votes cast	
	voted			
Remote e-Voting	19	1486837	99.88	
Voting through polling paper (in person or by proxy)	45	29363287	100.00	
Total	64	30850124	99.99	

(ii) Voted 'AGAINST' the resolution:

TOTOG TOTALION GIOTOGORGON				
Mode of Voting	Number of		% of total number	
	members	'Against' the resolution	of valid votes cast	
	voted			
Remote e-Voting	1	1800	0.12	
Voting through	0	0	00.00	
polling paper (in	ĺ			
person or by				
proxy)		8%		
Total	1	1800	0.01	

(iii) Details of INVALID' Votes:

Details of INVALID	votes.	
Mode of Voting	Total Numbers of Members	Total number of votes cast by
	whose Votes were declared	them declared "Invalid"
	"Invalid"	
Remote e-Voting	0	0





Voting polling person proxy)	through paper (in or by	4	19672
Total		4	19672

Resolution No.6: Appointment and payment of remuneration to Mr. Manoj Kumar as Managing Director and Chief Executive Officer of the Company for a period of (3) three years (Special Resolution)

(i) Voted FOR' the resolution:

Mode of Voting	Number of members voted	Number of votes cast in Favour' of resolution	% of total number of valid votes cast
Remote e-Voting	19	1486837	99.88
Voting through polling paper (in person or by proxy)	45	29363287	100.00
Total	64	30850124	99.99

(ii) Voted 'AGAINST' the resolution:

voted Adamst die resolution.			
Mode of Voting Number of		Number of votes cast	% of total number
_	members	'Against' the resolution	of valid votes cast
	voted		
Remote e-Voting	1	1800	0.12
Voting through	0	0	00.00
polling paper (in			
person or by		72	
proxy)			
Total	1	1800	0.01

(iii) Details of 'INVALID' Votes:

Mode of Voting		Total Numbers of Members	Total number of votes cast by
		whose Votes were declared	them declared "Invalid"
		"Invalid"	
Remote e-Voting		0	0
Voting throu	ıgh	4	19672
polling paper	(in		
person or	by		
proxy)			
Total		4	19672

Resolution No. 7: To authorize Board of Directors to borrow money which may exceed aggregate of Paid up capital and free reserves of the Company upto Rs. 600 Crores under Section 180(1)(c) of the Companies Act, 2013 (Special Resolution)

(i) Voted 'FOR' the resolution:

	Mode of Voting	Number of	Number of votes cast in	% of total number
1		members voted	'Favour' of resolution	of valid votes cast
l	Remote e-Voting	18	1486737	99.87





Voting polling person proxy)	through paper (in or by	43	29320275	99.85
Total	·	61	30807012	99.85

(ii) Voted 'AGAINST' the resolution:

TOTAL TIGHTING AND TOTAL CONT.			
Mode of Voting	Number of	Number of votes cast	% of total number
	members	'Against' the resolution	of valid votes cast
	voted	_	
Remote e-Voting	2	1900	00.13
Voting through polling paper (in	2	43012	00.15
person or by proxy)	_		
Total	4	44912	00.15

(iii) Details of 'INVALID' Votes:

Total Numbers of Members	Total number of votes cast by	
whose Votes were declared	them declared "Invalid"	
"Invalid"		
0	0	
4	19672	
4	19672	
	whose Votes were declared	

Resolution No. 8: To authorize Board of Directors to create charge /mortgage/hypothecation/ pledge etc on properties of Company upto Rs. 600 Crores under Section 180(1)(a) of the Companies Act, 2013 (Special Resolution)

(i) Voted 'FOR' the resolution:

TOTAL SELECTION OF THE			
Mode of Voting	Number of	Number of votes cast in	% of total number
1	members	'Favour' of resolution	of valid votes cast
	voted		
Remote e-Voting	18	1486737	99.87
Voting through polling paper (in person or by proxy)	43	29320275	99.85
Total	61	30807012	99.85

(ii) Voted 'AGAINST' the resolution:

Voted Manniar die regerden.			
Mode of Voting	Number of	Number of votes cast	% of total number
1	members	'Against' the resolution	of valid votes cast
	voted		
Remote e-Voting	2	1900	00.13
Voting through polling paper (in person or by proxy)	2	43012	00.15
Total	4	44912	00.15





(iii) Details of 'INVALID' Votes:

Mode of Voting	Total Numbers of Members whose Votes were declared "Invalid"	
Remote e-Voting	0	0
Voting through polling paper (in person or by proxy)	4	19672
Total	4	19672

Based on above, all the resolutions as stated above have been passed with requisite majority.

11. The Register, all other papers and relevant records relating to remote e-voting and voting by polling paper at the AGM shall remain in my safe custody until the chairman considers, approves and signs the minutes of the aforesaid AGM and thereafter the same will be handed over to the Company Secretary for safe keeping.

RMA & A

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y Sect

Thanking You

For Naresh Verma & Associates

Company Secretaries

Naresh Verma FCS-5403; CP-4424

Place: Mumbai

Date: September 25, 2015

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