RAJESH EXPORTS LIMITED

Mfrs & Exporters of Gold and Diamond Jewellery
4, BATAVIA CHAMBERS, KUMARAKRUPA ROAD
KUMARA PARK EAST, BENGALURU - 1 INDIA
PH: 2226 6735, 2226 0443, 2228 2215, 4162 3638, 4152 9154
FAX: +91-80-2225 9503 Email : corpcomm@rajeshindia.com
CIN No. : L36911KA1995PLC017077
Website : www.rajeshindia.com

October 2, 2015

To,
The Manager Listing
Bombay Stock Exchange,
Corporate Service Department
Dalal Street, Mumbai

Scrip Code: 531500

To,
The Manager Listing
National Stock Exchange
Corporate Communication Department
Bandra (EAST), Mumbai

Scrip Symbol: RAJESHEXPO

Dear Sir,

Sub: - Clause 35A of the Listing Agreement with Stock Exchange
Ref: - 21st Annual General Meeting held on September 30, 2015

With reference to the captioned 21st Annual General Meeting of the Company, we are furnishing hereunder the requisite details pursuant to clause 35A of the Listing Agreement with you:-

I.	Date of 21st Annual General meeting	September 30, 2015
II.	Total number of Shareholders on record date	32,319
III.	No. of Shareholders present in the meeting either in person or through proxy i) Promoter & Promoter Group ii) Public iii) Proxy	 3 127 7
IV.	Number of Shareholders attended the meeting through video conferencing	Not Applicable

V. Agenda wise Details:-

(Ordinary Business)

Item No.	Details of Agenda	Resolution required	Mode of voting	Results
1.	Adoption of Financial Statements for the year ended March 31, 2015	Ordinary Resolution	e-voting/poll	Approved
2.	Approval of Dividend for 2015 (100% Dividend i.e. Re. 1 for 1 share)	Ordinary Resolution	e-voting/poll	Approved
3.	Re-Appointment of Mr. Prashant Mehta, Director of the company who retires by rotation	Ordinary Resolution	e-voting/poll	Approved
4.	Re-Appointment of M/s. V Sivasankar & Co, Chartered Accountants as Statutory Auditor and fix their remuneration.	Ordinary Resolution	e-voting/poll	Approved

RAJESH EXPORTS LTD. REL BANGALORE

(Special Business)

Item No.	Details of Agenda	Resolution required	Mode of voting	Results
5.	Appointment of Ms. Vijaya Lakhsmi as Independent Director of the Company	Ordinary Resolution	e-voting/poll	Approved
6.	Re-Appointment of Mr. G. Shanker Prasad as Independent Director of the Company.	Ordinary Resolution	e-voting/poll	Approved
7.	Re-Appointment of Mr. Venumadhava Reddy as Independent Director of the Company	Ordinary Resolution	e-voting/poll	Approved
8.	Appointment of Mr. Rajesh Mehta as Chairman for a period of five years	Ordinary Resolution	e-voting/poll	Approved
9.	Appointment of Mr. Prashant Mehta as Managing Director for a period of five years	Ordinary Resolution	e-voting/poll	Approved

VI. In case of e-voting/poll, Details are given hereunder:

Promoter/Public	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)**	**(3)**	**(4)**	**(5)**	**(6)**	**(7)**
Resolution 1 Adoption of Financial Statements for the year ended March 31, 2015.							
Promoter & Promoter Group	159034138	157384138	98.96 %	157384138	0	100%	0%
Public - Institutional holders							
Public – others	136225821	5750027	4.22%	5750017	10	99.9998%	0.0002%
Total (A)	**295259959**	**163134165**	**55.25%**	**163134155**	**10**	**99.9999%**	**0.00001%**

Resolution 2
Approval of Dividend for 2015 (100% Dividend i.e. Re. 1 for 1 share)

Promoter & Promoter Group	159034138	157384138	98.96%	157384138	0	100%	0%
Public - Institutional holders							
Public – others	136225821	5830566	4.28%	5830566	0	100%	0%
Total (B)	**295259959**	**163214704**	**55.27%**	**163214704**	**0**	**100%**	**0%**

Resolution 3
Re-Appointment of Mr. Prashant Mehta, Director of the company who retires by rotation

Promoter & Promoter Group	159034138	157384138	98.96%	157384138	0	100%	0%
Public - Institutional holders							
Public – others	136225821	5830566	4.28%	5830019	547	99.9906%	0.0094%
Total (C)	**295259959**	**163214704**	**55.27%**	**163214157**	**547**	**99.99966 %**	**0.00034%**

Resolution 4
Re-Appointment of M/s. V Sivasankar & Co, Chartered Accountants as Statutory Auditor and fix their remuneration.

Promoter & Promoter Group	159034138	157384138	98.96%	157384138	0	100%	0%
Public - Institutional holders							
Public – others	136225821	5763251	4.23%	5446853	316398	94.5101%	5.4899%
Total (D)	**295259959**	**163147389**	**55.25%**	**162830991**	316398	**99.80607 %**	**0.1939%**

Resolution 5
Appointment of Ms. Vijaya Lakhsmi as Independent Director of the Company

Promoter & Promoter Group	159034138	157384138	98.96%	157384138	0	100%	0%
Public - Institutional holders							
Public – others	136225821	5830566	4.28%	5830235	331	99.9943%	0.0057%

Total (E)	**295259959**	**163214704**	**55.27%**	**163214373**	**331**	**99.999%**	**0.0002%**
Resolution 6 Re-Appointment of Mr. G. Shanker Prasad as Independent Director of the Company.							
Promoter & Promoter Group	159034138	157384138	98.96%	157384138	0	100%	0%
Public - Institutional holders							
Public – others	136225821	5830566	4.28%	5101125	729441	87.4894%	12.51%
Total (F)	**295259959**	**163214704**	**55.27%**	**162485263**	**729441**	**99.553%**	**0.446%**
Resolution 7 Re-Appointment of Mr. Venumadhava Reddy as Independent Director of the Company							
Promoter & Promoter Group	159034138	157384138	98.96%	157384138	0	100%	0%
Public - Institutional holders							
Public – others	136225821	5830566	4.28%	5045553	785013	86.536%	13.46%
Total (G)	**295259959**	**163214704**	**55.27%**	**162429691**	**785013**	**99.519%**	**0.480%**
Resolution 8 Appointment of Mr. Rajesh Mehta as Chairman for a period of five years							
Promoter & Promoter Group	159034138	157384138	98.96%	157384138	0	100%	0%
Public - Institutional holders							
Public – others	136225821	5830566	4.28%	5830019	547	99.9906%	0.0094%
Total (H)	**295259959**	**163214704**	**55.27%**	**163214157**	**547**	**99.999%**	**0.00034%**

Resolution 9
Appointment of Mr. Prashant Mehta as Managing Director for a period of five years

Promoter & Promoter Group	159034138	157384138	98.96%	157384138	0	100%	0%
Public - Institutional holders							
Public – others	136225821	5830566	4.28%	5830019	547	99.9906%	0.0094%
Total (I)	**295259959**	**163214704**	**55.27%**	**163214157**	**547**	**99.999%**	**0.00034%**

Enclosed herewith is the Scrutinizer's Report. This is for your information and records.

Thanking You

Yours faithfully

For **RAJESH EXORTS LIMITED**

Anil Kumar Panchariya
Company Secretary

Encl: Scrutinizer Report

DEEPAK SADHU & Co

COMPANY SECRETARIES B.Com, MBA (Finance), A.C.S.

Form No.: MGT-13

SCRUTINIZER'S REPORT

(Pursuant to Section 108 of the Companies Act, 2013 and rule 20 of the Companies [Management and Administration] Rules, 2014)

To

Mr. Rajesh Mehta
The Chairman
RAJESH EXPORTS LIMITED
#4, BATAVIA CHAMBERS, KUMARAKRUPA ROAD
KUMARA PARK EAST,
BENGALURU – 1

Sub: Consolidated Scrutinizer Report on remote e-voting / Physical ballot forms conducted pursuant to the provision of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies [Management and Administration] Rules, 2014 as amended by the Companies [Management and Administration] Rules, 2015 and voting at the Twenty First Annual General Meeting of the Equity Shareholders of RAJESH EXPORTS LIMITED held on Wednesday, 30th day of September, 2015 at Guru Raja Kalyana Mantap, No.21, Crescent Road, Bangalore – 560 001, Karnataka at 11:30AM

Dear Sir,

1. I, CS DEEPAK SADHU proprietor of DEEPAK SADHU & CO, COMPANY SECRETARIES, Bangalore appointed as the Scrutinizer for the purpose of e-voting and physical ballot process being carried out , as per Section 108 of the Companies Act, 2013 read with rule 20 of the Companies [Management and Administration] Rules, 2014 as amended by the Companies [Management and Administration] Rules, 2015 for the purpose of scrutinizing, in a fair and transparent manner the remote e-voting process, the physical ballot forms received from the shareholders in respect of the resolutions passed at the 21st Annual General Meeting of the Equity Shareholders of the Company held on 30th day of September, 2015 at 11:30 AM.

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Tel: 080-26596755, Mob: 98860 96664 / 88843 11947
Email: deepak@deepaksadhu.com / csdeepak.sadhu@gmail.com

DEEPAK SADHU Practising Company Secretary M.No - 39041 CP.No - 10992 BANGALORE

2. The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the rules relating to the voting through electronic means and physical ballot voting on the resolutions contained in the Notice to the 21st Annual General Meeting (AGM) of the members of the company. My responsibility as a scrutinizer for the e-voting process and physical ballot is restricted to make a scrutinizer's report of the votes cast "IN FAVOUR" or "AGAINST" the resolutions as per Annexure, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company and of the voting ballots received at the AGM.

3. The Notice dated 05th September, 2015 as per section 101 of the Companies Act, 2013 along with the statement setting out material facts under section 102 of the Act was sent to the shareholders in respect of the resolutions passed at the AGM of the Company.

4. The Notice was also hereby given pursuant to Section 91 of the Companies Act, 2013, Rule 10 of the Companies [Management and Administration Rules, 2014 and Clause 16 of the listing agreement that the Register of Members of the Company and Share Transfer Books will remain closed from September 27th, 2015 to 5.00 pm on September 29th, 2015.

5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies [Management and Administration] Rules, 2014 and Clause 35B of the Listing Agreement, the Company provided remote e-voting facility to cast vote through electronic mode which commenced from 9.00 am on September 27th, 2015 to 5.00 pm on September 29th, 2015 on the resolutions as per Annexure by the members of the company.

Practicing Company Secretary
M.No [illegible]41
CP.No - 14992
BANGALORE
DEEPAK SADHU

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6. The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL). i.e., https://www.evotingindia.com for conducting remote e-voting by the shareholders of the company.
7. After the time fixed for closing of the e-Voting by the Company, a final electronic report of the whole process was generated by me using the access and authorizations given to me by CDSL.
8. The final report generated was tabulated by me and the data regarding the final e-votes and physical votes was diligently scrutinized. The whole data regarding the members who had voted electronically was reconciled as per the data available on the website of Central Depository Services (India) Limited (CDSL). i.e., https://www.evotingindia.com
9. My consolidated report of the votes cast by shareholders through remote e-voting and physical ballot at the AGM with their pattern of voting is, as per the Annexure annexed to this report.



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DEEPAK SADHU & Co

COMPANY SECRETARIES B.Com, MBA (Finance), A.C.S.

ANNEXURE:

The consolidated result of e-voting & physical ballot is as under:

1. RESOLUTION NO.1 [(RESOLUTION – ORDINARY, BUSINESS – ORDINARY)] : -

   To receive, consider and adopt the Financial Statements for the year ended 31st March 2015 as at that date together with the reports of the Directors and Auditors thereon.

(i) Voted in **FAVOUR** of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
122	163134155	99.99999%

(ii) Voted **AGAINST** the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
01	10	0.00001%

(iii) **INVALID** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
08	81253

Practicing Company Secretary M.No - 39541 CP.No - 14992 BANGALORE DEEPAK SADHU

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2. RESOLUTION NO.2 [(RESOLUTION – ORDINARY, BUSINESS – ORDINARY)] : -

Approval of Dividend for the year 2015.

(i) Voted in **FAVOUR** of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
124	163214704	100.00%

(ii) Voted **AGAINST** the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
0	0	0.00%

(iii) **INVALID** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
07	714

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3. RESOLUTION NO.3 [(RESOLUTION – ORDINARY, BUSINESS – ORDINARY)] : -

To appoint a Director in place of Mr. Prashant Mehta, who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and being eligible offers himself for re-appointment.

(i) Voted in **FAVOUR** of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
122	163214157	99.99966%

(ii) Voted **AGAINST** the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
02	547	0.00034%

(iii) **INVALID** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
07	714

Practicing Company Secretary M.No - 39541 CP.No - 1499 BANGALORE DEEPAK SADHU

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4. RESOLUTION NO.4 [(RESOLUTION – ORDINARY, BUSINESS – ORDINARY)] : -

Re-Appointment of M/s. V Sivasankar and Co, Chartered Accountants as Statutory Auditor of the Company

(i) Voted in **FAVOUR** of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
113	162830991	99.80607 %

(ii) Voted **AGAINST** the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
07	316398	0.19393%

(iii) **INVALID** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
11	68029

Practicing Company Secretary
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CP.No - 14992
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5. RESOLUTION NO.5 [(RESOLUTION – ORDINARY, BUSINESS – SPECIAL)] : -

Appointment of Ms. Vijaya Lakhsmi as Independent Director of the Company

(i) Voted in **FAVOUR** of the Resolution:

Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
121	163214373	99.99980%

(ii) Voted **AGAINST** the Resolution:

Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
03	331	0.00020%

(iii) **INVALID** Votes:

Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast
07	714

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6. RESOLUTION NO.6 [(RESOLUTION – ORDINARY, BUSINESS – SPECIAL)] : -

Appointment of Mr. G. Shanker Prasad as Independent Director of the Company

(i) Voted in **FAVOUR** of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
114	162485263	99.55308%

(ii) Voted **AGAINST** the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
10	729441	0.44692%

(iii) **INVALID** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
07	714

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7. RESOLUTION NO.7 [(RESOLUTION – ORDINARY, BUSINESS – SPECIAL)] : -

Appointment of Mr. Y. Venu Madhava Reddy as Independent Director of the Company

(i) Voted in **FAVOUR** of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
112	162429691	99.51903%

(ii) Voted **AGAINST** the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
12	785013	0.48097%

(iii) **INVALID** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
07	714

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8. RESOLUTION NO.8 [(RESOLUTION – ORDINARY, BUSINESS – SPECIAL)] : -

Appointment of Mr. Rajesh Mehta as Chairman for a period of five years of the Company.

(i) Voted in **FAVOUR** of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
122	163214157	99.99966%

(ii) Voted **AGAINST** the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
02	547	0.00034%

(iii) **INVALID** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
07	714

Practicing Company Secretary
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9. RESOLUTION NO.9 [(RESOLUTION – ORDINARY, BUSINESS – SPECIAL)] : -

Appointment of Mr. Prashant Mehta as Managing Director for a period of five years of the Company.

(i) Voted in **FAVOUR** of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
122	163214157	99.99966%

(ii) Voted **AGAINST** the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**	**% of total number of valid votes cast**
02	547	0.00034%

(iii) **INVALID** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
07	714

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DEEPAK SADHU & Co

COMPANY SECRETARIES B.Com, MBA (Finance), A.C.S.

A Compilation of data containing a list of equity shareholders/custodians/proxies who voted in "FAVOUR", "AGAINST" and "INVALID VOTES" for each resolution is enclosed.

The electronic data and other relevant records related to this e-Voting and physical ballot process were handed over to the Company Secretary/Director authorized by the Board for safe custody.

Thanking You,

Place : **Bangalore**
Date : **01st October, 2015**

Practicing Company Secretary
M.No - 39541
CP.No - 14992
BANGALORE
DEEPAK SADHU

Yours Faithfully,

(CS DEEPAK SADHU)
COP: 14992, M. No: 39541
Proprietor
DEEPAK SADHU & CO,
COMPANY SECRETARIES
Scrutinizer

No. 450, 9th cross, JP Nagar, 2nd phase, Bangalore – 560 078.
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