RAJESH EXPORTS LIMITED
Mfrs & Exporters of Gold and Diamond Jewellery
4, BATAVIA CHAMBERS, KUMARAKRUPA ROAD
KUMARA PARK EAST, BENGALURU - 1 INDIA
PH : 22266735, 22260443, 22282215, 41623638, 41529154
FAX : +91-80-2225 9503 Email : corpcomm@rajeshindia.com
CIN No. : L36911KA1995PLC017077
Website : www.rajeshindia.com

30.09.2017

To,
The Manager Listing
Bombay Stock Exchange Limited
Corporate Service Department

Dalal Street(Mumbai)

To,
The Manager Listing
National Stock Exchange of India Limited
Corporate Communication Department

Bandra East(Mumbai)

Sub: Regulation 44 of the (LODR) Regulation, 2015 with Stock Exchange

Ref: 23rd Annual General Meeting held on September 29, 2017

Pursuant to Regulation 44(3) of SEBI (Listing Obligations And Disclosure Requirements) Regulation, 2015, Please find enclosed here with the details of voting results (Remote E-voting and Poll) and Scrutinizers Report at the 23rd Annual General Meeting of the Company held on 29th of September 2017.

This is for your information and record.

Thanking you

Your's faithfully

For, Rajesh Exports Limited

Stuti Agrawal

(Company Secretary)

RAJESH EXPORTS LIMITED BANGALORE REL

DEEPAK SADHU & Co

COMPANY SECRETARIES

DEEPAK SADHU
B.Com, MBA (Finance), A.C.S.
ACS No: **39541**, CP No: **14992**

Web: www.deepaksadhu.com
Email: deepak@deepaksadhu.com

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 & Section 109 of the Companies Act, 2013 and Rule 21(2))

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 third Annual General Meeting of the Equity Shareholders of RAJESH EXPORTS LIMITED held on Friday, 29th day of September, 2017 at Guru Raja Kalyana Mantap, No.21, Crescent Road, Bangalore – 560 001, Karnataka at 12:00PM**

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

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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 23rd Annual General Meeting of the Equity Shareholders of the Company held on 29th day of September, 2017 at 12:00 PM.

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 23rd 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 National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities, engaged by the Company and of the voting ballots received at the AGM.

3. After the time fixed for closing of the voting through Ballot by the Chairman, 1 (One) Ballot box kept for voting was locked in my presence with due identification marks placed by me.

4. The locked ballot box was subsequently opened in my presence and ballot papers were diligently scrutinized. The Ballot papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.

5. The Ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

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6. The Notice dated 07th Sept, 2017 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. The Notice was also published in "The Economic Times" (English) and "Sanjeevani " (Kannada).

7. 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 Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 that the Register of Members of the Company and Share Transfer Books will remain closed from September 23rd, 2017 to September 29th, 2017 (both days inclusive).

8. 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 Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company provided remote e-voting facility to cast vote through electronic mode which commenced from 9.00 am on September 26th, 2017 to 5.00 pm on September 28th, 2017 on the resolutions as per Annexure by the members of the company.

9. The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) i.e., https://www.evoting.nsdl.com/ for conducting remote e-voting by the shareholders of the company.

10. The votes cast through e-voting process was unblocked and submitted by me on 29th September 2017 after the completion of Annual General Meeting in the presence of 2 witnesses who are not in employment of the Company and who witnessed to the unblocking of votes.

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11. The Company had arranged for the Ballot papers and distributed them to the members present at the AGM.

12. I have kept the record of the Ballot papers received in response to the Ballot, by initialing it.

13. I have counted the votes cast on Ballot and have prepared this Report, addressed to the Chairman, stating votes in favour, against the Resolutions and invalid votes.

14. 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 National Securities Depository Limited (NSDL) i.e., https://www.evoting.nsdl.com/

15. At the Annual General Meeting (AGM) held on 29th September 2017, the chairman of the Annual General Meeting had provided polling papers to enable those shareholders who had not casted their votes by e-voting facility in respect of Resolutions (Items No. 1 to 4 as set out in the Notice of the 23rd Annual General Meeting of the Company), to cast their vote at the said AGM. I was appointed as the Scrutinizer to conduct the poll procedure at the said AGM.

16. 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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ANNEXURE:

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

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

Adoption of the Financial Statements for the year ended 31st March 2017 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**
224	157367737	100%

(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%

(iii) **INVALID** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
03	251

(iv) **ABSTAIN** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
01	396027

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

To confirm the dividend for the financial year 2016-17.

(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
225	157763764	100%

(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
00	0	0.00 %

(iii) INVALID Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast
03	251

(iv) ABSTAIN Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast
0	0

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

Re-appointment of Auditors and to fix their remuneration.

(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**
209	155940173	98.84%

(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**
16	1912830	1.16%

(iii) **INVALID** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
03	251

(iv) **ABSTAIN** Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	**Number of Votes cast**
0	0

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

All the relevant records of e-voting and poll papers will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 23rd Annual General Meeting and the same shall be handed over thereafter to the Chairman / Company Secretary for safe custody.

Thanking You,

Place : **Bangalore**
Date : **30th Sept, 2017**



Yours Faithfully,

(CS DEEPAK SADHU)
Proprietor
DEEPAK SADHU & CO, COMPANY SECRETARIES
Scrutinizer

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RAJESH EXPORTS LIMITED	
Date of the AGM	29-09-2017
Total number of shareholders on record date	26967
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	4
Public:	108
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of the Financial Statements for the year ended 31st March 2017 as at that date together with the reports of the Directors and Auditors thereon.							
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 on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	159273063	0	0.0000	0	0	0.0000	0.0000
	Poll		126543659	79.4508	126543659	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		126543659	79.4508	126543659	0	100	0
Public- Institutions	E-Voting	68202419	30811968	45.1772	30811968	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000



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	Total		30811968	45.1772	30811968	0	100	0
	E-Voting	67784477	11239	0.0166	11239	0	100.0000	0.0000
	Poll		871	0.0013	871	0	100.0000	0.0000
Public- Non Institutions	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		12110	0.0179	12110	0	100	0
	Total	295259959	157367737	53.2980	157367737	0	100.0000	0.0000
Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To confirm the dividend for the financial year 2016-17.							
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 on votes polled (6)=[(4)/(2)]*100**	**% of Votes against on votes polled (7)=[(5)/(2)]*100**
	E-Voting	159273063	0	0.0000	0	0	0.0000	0.0000
	Poll		126543659	79.4508	126543659	0	100.0000	0.0000
Promoter and Promoter Group	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		126543659	79.4508	126543659	0	100	0
	E-Voting	68202419	31129995	45.6435	31129995	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		31129995	45.6435	31129995	0	100	0
	E-Voting	67784477	89239	0.1317	89239	0	100.0000	0.0000
	Poll		871	0.0013	871	0	100.0000	0.0000
Public- Non Institutions	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		90110	0.1329	90110	0	100	0

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	Total	295259959	157763764	53.4322	157763764	0	100.0000	0.0000

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Auditors and to fix their remuneration							
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 on votes polled (6)=[(4)/(2)]*100**	**% of Votes against on votes polled (7)=[(5)/(2)]*100**
Promoter and Promoter Group	E-Voting	159273063	0	0.0000	0	0	0.0000	0.0000
	Poll		126543659	79.4508	126543659	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		126543659	79.4508	126543659	0	100	0
Public- Institutions	E-Voting	68202419	31129995	45.6435	29306404	1912830	94.1420	6.1447
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		31129995	45.6435	29306404	1912830	94.142	6.1447
Public- Non Institutions	E-Voting	67784477	89239	0.1317	89239	0	100.0000	0.0000
	Poll		871	0.0013	871	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		90110	0.1329	90110	0	100	0
	Total	295259959	157763764	53.4322	155940173	1912830	98.84	1.21

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Resolution No.	4							
Resolution required: (Ordinary/ Special)	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.							
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 on votes polled (6)=[(4)/(2)]*100**	**% of Votes against on votes polled (7)=[(5)/(2)]*100**
Promoter and Promoter Group	E-Voting	159273063	0	0.0000	0	0	0.0000	0.0000
	Poll		126543659	79.4508	126543659	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		126543659	79.4508	126543659	0	100	0
Public- Institutions	E-Voting	68202419	31129995	45.6435	30220176	999058	97.0774	3.2093
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		31129995	45.6435	30220176	999058	97.0774	3.2093
Public- Non Institutions	E-Voting	67784477	89239	0.1317	89239	0	100.0000	0.0000
	Poll		871	0.0013	871	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		90110	0.1329	90110	0	100	0
	Total	295259959	157763764	53.4322	156853945	999058	99.42	0.63

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