

PARIKH & ASSOCIATES
COMPANY SECRETARIES

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To,
The Chairman
Raja Bahadur International Limited
3rdFloor, Hamam House,
Ambalal Doshi Marg, Fort,
Mumbai - 400001.




Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to 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) Amendment Rules, 2015 and voting through ballot paper at the Annual General Meeting of Raja Bahadur International Limited held at M.C Ghia Hall, Bhogilal Hargovindas Building, 18/20 Kaikhushru Dubash Marg, Mumbai - 400 001 on Friday, September 15, 2017 at 3.00 p.m.

I, Jigyasa Ved, of M/s. Parikh & Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Raja Bahadur International Limited, pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions proposed at the 91st Annual General Meeting (AGM) of Raja Bahadur International Limited held on Friday, September 15, 2017 at 3.00 p.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on Friday, September 15, 2017.

The Notice dated August 11, 2017 along with statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company.

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot forms to the shareholders who do not have access to remote e-voting facility.

The Company had also provided voting through ballot paper to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility or by physical ballot forms.

The shareholders of the company holding shares as on the "cut-off" date of September 08, 2017 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on Tuesday, September 12, 2017, at 10.00 a.m. (IST) and ended on Thursday, September 14, 2017 at 5:00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter.


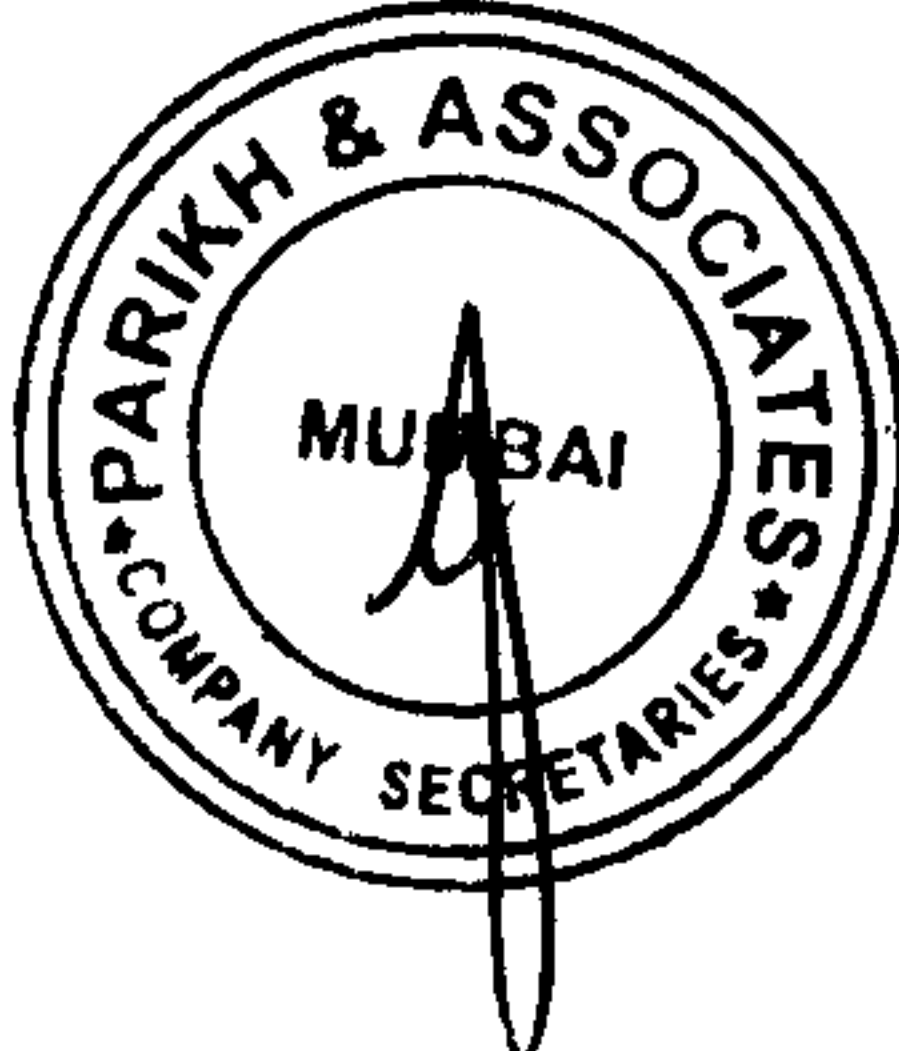

After the closure of the voting at the AGM, the report on voting done at the meeting was generated in my presence and the same was diligently scrutinized.

After the closure of the AGM, the votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the CDSL e-voting system. No physical ballot papers were received.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and the voting through ballot paper at the meeting on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and the voting conducted through ballot paper at the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting and voting through ballot paper at the AGM in respect of the said Resolutions.

Resolution 1: Ordinary Resolution

Adoption of the Audited Financial Statements (both standalone and consolidated) for the year ended March 31, 2017 alongwith the Reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:




Number of members voted	Number of votes cast by them	% of total number of valid votes cast
29	2,05,772	100.00

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
Nil	Nil

Resolution 2: Ordinary Resolution

Re-appointment of Mr. Manoharlal M. Pittie (DIN - 00760307), who retires by rotation, as a Director.

(i) Voted in favour of the resolution:

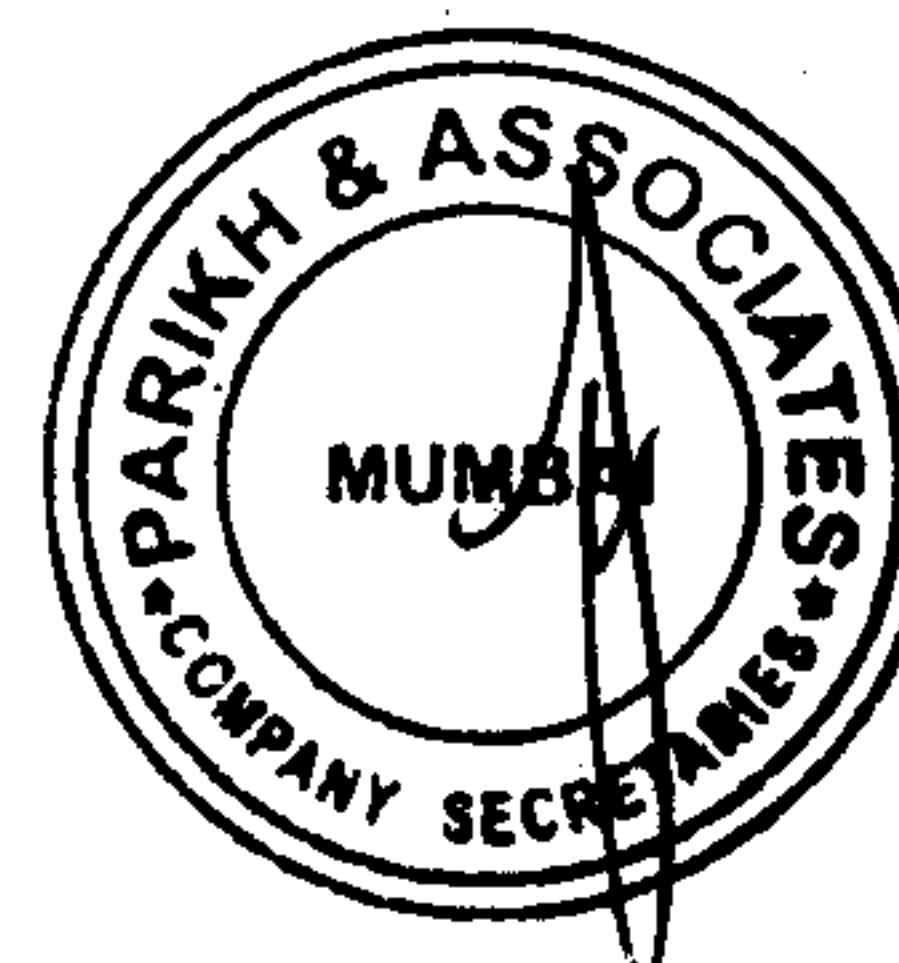
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
29	2,05,772	100.00

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
Nil	Nil


Resolution 3: Ordinary Resolution

Appointment of M/s. Jain P.C. & Associates, Chartered Accountants as Statutory Auditors for a term of five year commencing from F.Y. 2017-2018 and fixing their remuneration.

(i) Voted in favour of the resolution:

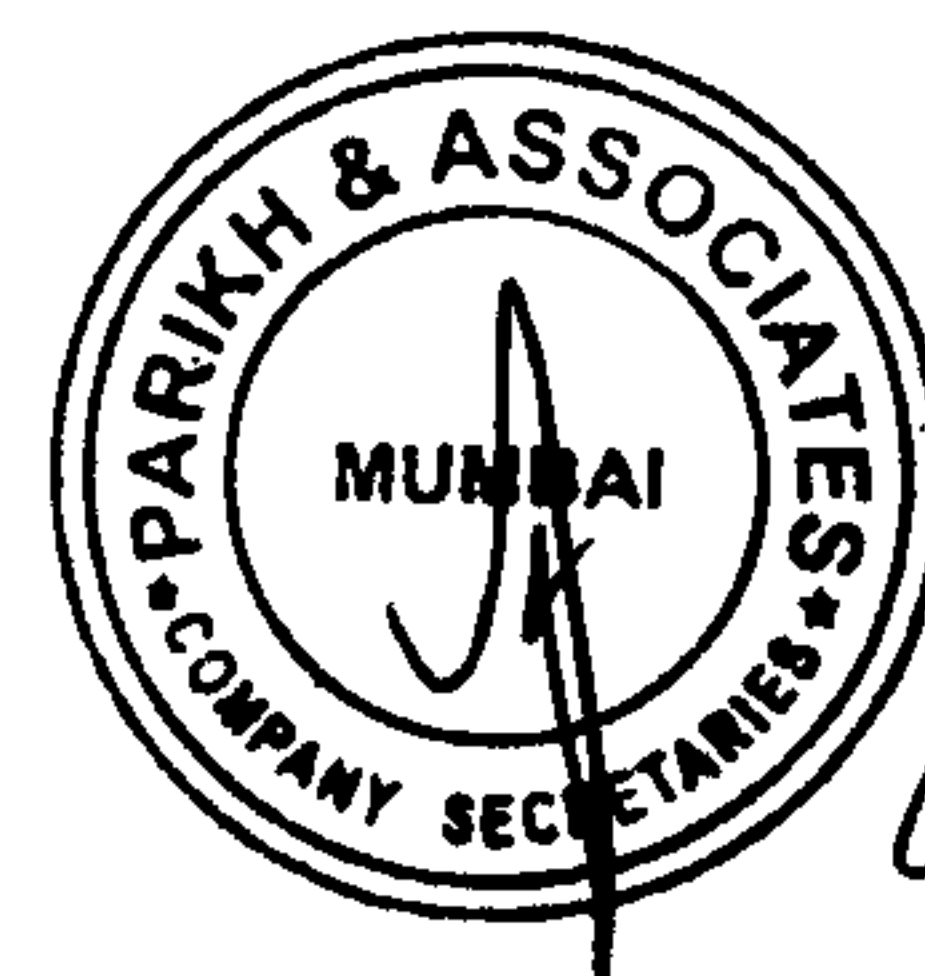
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
29	2,05,772	100.00

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
Nil	Nil


Resolution 4: Ordinary Resolution

Appointment of Mr. Mohan V. Tanksale (DIN : 02971181) as an Independent Director of the Company.

(i) Voted in favour of the resolution:

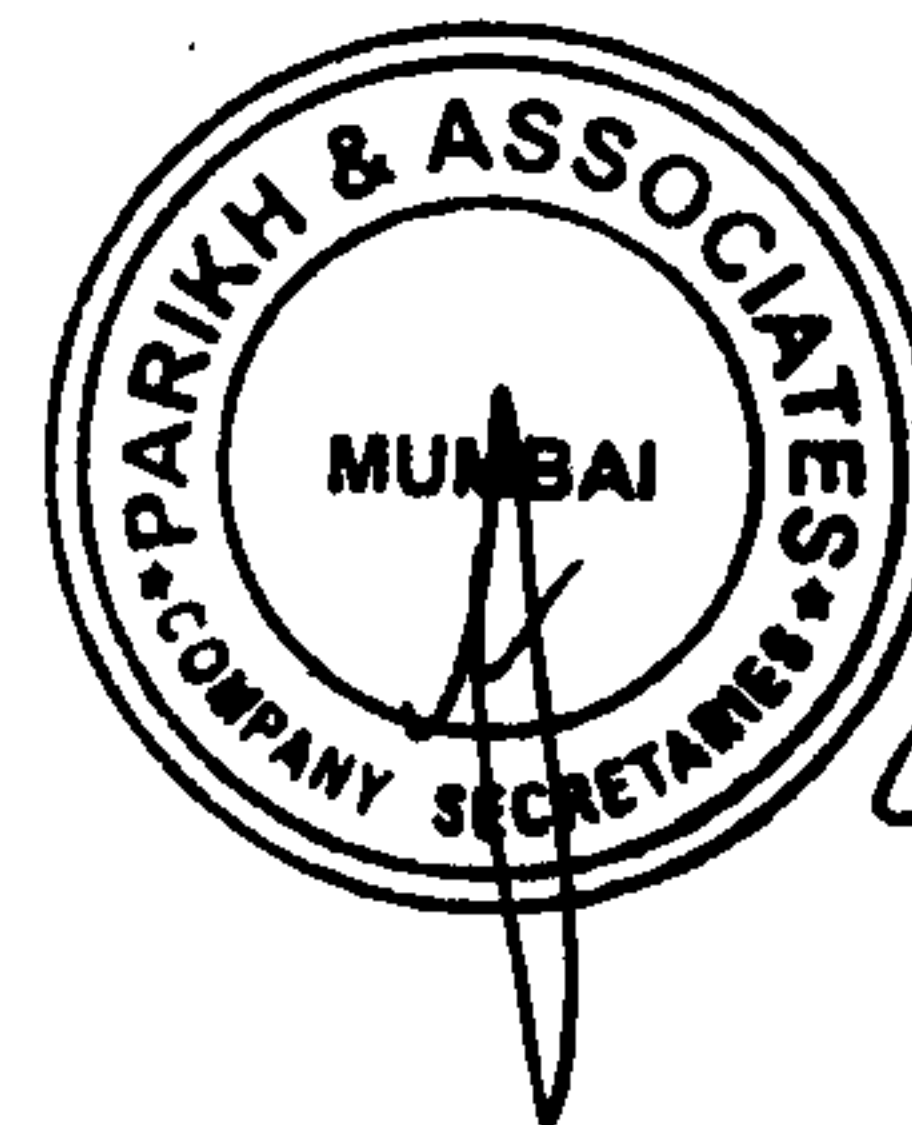
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
29	2,05,772	100.00

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
Nil	Nil


Resolution 5: Special Resolution

Re-appointment of Mr. Shridhar Pittie (DIN : 00562400) as Managing Director of the Company and payment of remuneration to him.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
29	2,05,772	100.00

(ii) Voted against the resolution:


Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

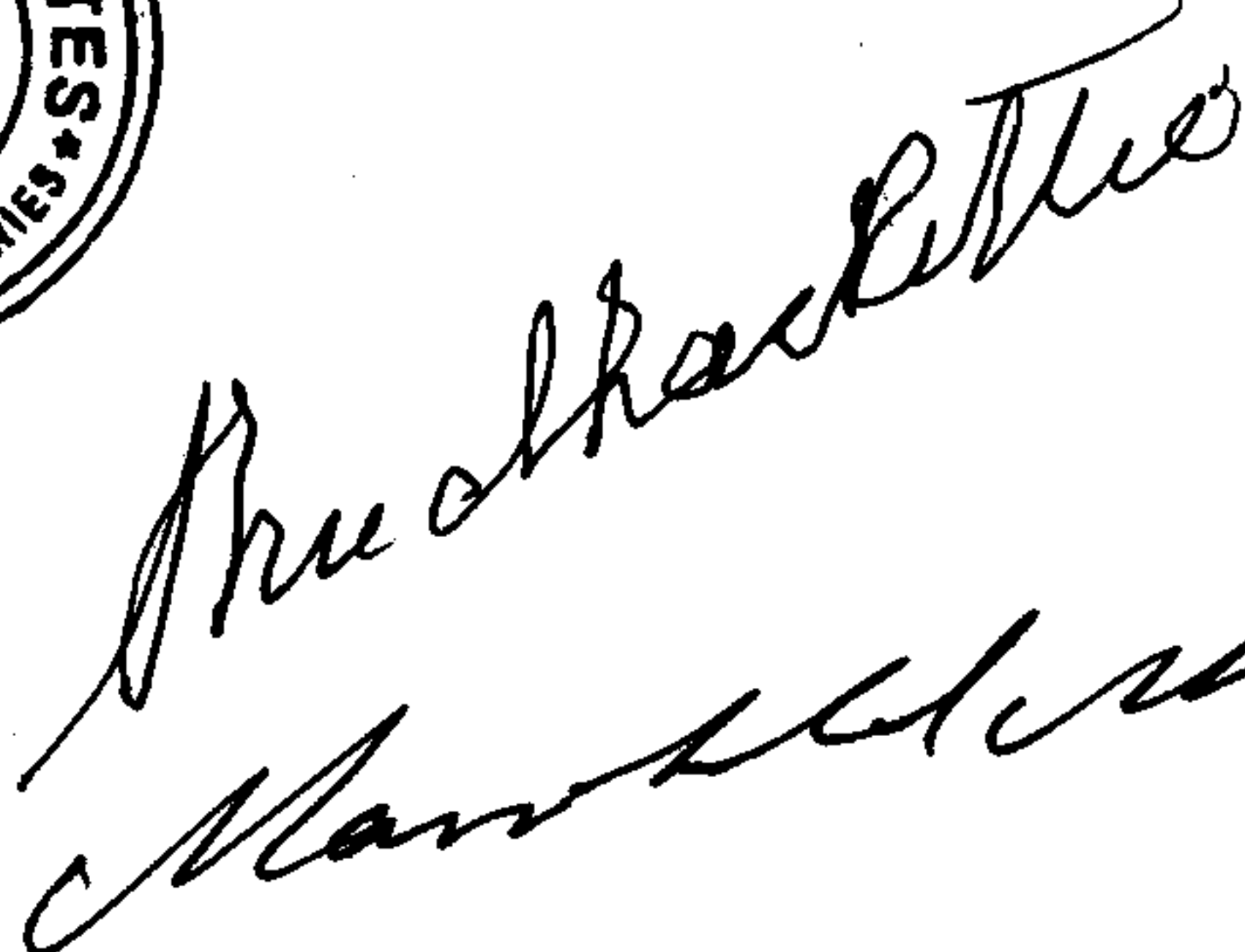

Number of members whose votes were declared invalid	Number of votes cast by them
Nil	Nil

Thanking you,

Yours faithfully,


 Jigyasa Ved
 Parikh & Associates
 Practising Company Secretaries
 FCS: 6488 CPNo.: 6018
 111,11th Floor, Sai Dwar CHS Ltd
 Sab TV Lane, Opp. Laxmi Indl. Estate,
 Off Link Road, Above Shabari Restaurant,
 Andheri West, Mumbai - 400053



Place: Mumbai

Dated: September 15, 2017