

PARIKH & ASSOCIATES
COMPANY SECRETARIES

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To,
Mr. Manoharlal M. Pittie
Chairman
Raja Bahadur International Limited
3rdFloor, Hamam House,
Ambalal Doshi Marg, Fort,
Mumbai - 400001

Dear Sir,

Sub: Consolidated Scrutinizer's Report on 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 on Monday, July 18, 2016 at 4.00 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 e-voting process in respect of the below mentioned resolutions passed at the 90th Annual General Meeting (AGM) of Raja Bahadur International Limited held on Monday, July 18, 2016 at 4.00 p.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on July 18, 2016.

The Notice dated May 30, 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 AGM of the Company.

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by the Shareholders of the Company.

The Company had also provided voting facility to the shareholders present at the AGM and who had not cast their vote earlier through e-voting facility. The shareholders of the company



holding shares as on the "cut-off" date of July 11, 2016 were entitled to vote on the resolutions as contained in the Notice of the AGM.

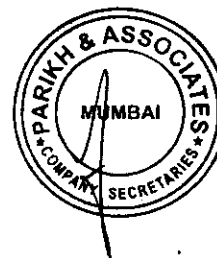
The voting period for e-voting commenced on Friday, July 15, 2016 at 10:00 a.m. (IST) and ended on Sunday, July 17, 2016 at 05:00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter.

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.

The votes cast under e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the AGM the votes cast there-under were counted.

I have scrutinized and reviewed the e-voting and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system and voting through ballot paper at the AGM.

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



Resolution 1: Ordinary Resolution

To receive, consider and adopt:

- a. the Audited Financial Statements of the Company for the financial year ended March 31, 2016, together with the Reports of the Board of Directors and the Auditors thereon; and

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
34	206610	100.00 (Rounded off)

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
01	01	0.00

(iii) Invalid votes:

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



Resolution 2: Ordinary Resolution**Reappointment of Mrs. Malvika S. Pittie (DIN - 00730352) as a 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
34	206610	100.00 (Rounded Off)

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
01	01	0.00

(iii) Invalid votes:

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



Resolution 3: Ordinary Resolution

Re-appointment of M/s J. K. Doshi & Co. (Firm Registration No. 102720W) as Auditors 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
34	206610	100 .00 (Rounded Off)

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
01	01	0.00

(iii) Invalid votes:

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



Resolution 4: Special Resolution**Adoption of new set of Articles of Association 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
34	206610	100.00 (Rounded Off)

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
01	01	0.00

(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 CP No.: 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: July 19, 2016