

R RAJDARSHAN INDUSTRIES LIMITED

Regd. Office : 59, Moti Magri Scheme, Udaipur - 313001 (Raj.) INDIA
Phone : 91-294-2427999, 2430200 | Fax : 91-294-2426655, CIN : L29222RJ1980PLC002145
e-mail : info@rajdarshanindustrieslimited.com | web : www.rajdarshanindustrieslimited.com

THIRTY THIRD ANNUAL GENERAL MEETING **HELD ON SEPTEMBER 13, 2014**

Declaration of Results

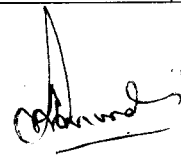
As per the provisions of the Companies Act, 2013 as also the Listing Agreement, the Company had provided the facility of e-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 33rd Annual General Meeting (AGM). The e-voting was open from September 04, 2014 to September 05, 2014.

In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by MCA, voting by Show of Hands was not permitted at the general meeting where e-voting has been offered to the Shareholders. Therefore, at the 33rd AGM, voting was conducted by means of poll.

The Board of Directors had appointed Mr. Ramesh Chandra Soni, Practicing Chartered Accountant as the Scrutinizer for e-voting and poll. The Scrutinizer(s) have carried out the scrutiny of all the electronic votes received up to the close of working hours on September 05, 2014 and poll received till the conclusion of the meeting and submitted their Report.

The Consolidated Results as per the Scrutinizers' Report dated September 08, 2014 (E-voting) and September 13, 2014 (Poll) is as follows:

Particulars	Resolution Required (Ordinary/Special)	Mode of Voting	Remarks
Adoption of the Financial Statements of the Company for the year March 31, 2014	Ordinary	E-voting and Poll	Passed by Requisite Majority
Appointment of a director in place of Mr. Sudhir Doshi, who retires by rotation and being eligible offers himself for re-appointment.	Ordinary	E-voting and Poll	Passed by Requisite Majority


Ramesh Chandra Soni
Scrutinizer

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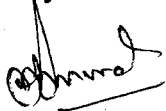
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Re-appointment of M/s SATYAM SVG & Co., Chartered Accountants as Statutory Auditors of the Company.	Ordinary	E-voting and Poll	Passed by Requisite Majority
Appointment of Mr. M.P. Dhruv, as an Independent Director for a term of five years	Ordinary	E-voting and Poll	Passed by Requisite Majority

Based on the Report of the Scrutinizer, all Resolutions as set out in the Notice of 33rd Annual General Meeting have been duly approved by the Shareholders with requisite majority.

Sincerely

For **Rajdarshan Industries Limited,**



K.M. Murdia

Compliance Officer

Encl: Scrutinizer Report

REPORT OF SCRUTINIZER (E-voting)

Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xi) of the Companies
(Management and Administration) Rules, 2014

September 8, 2014

To
The Chairman
Rajdarshan Industries Limited

Dear Sir,

1. I, Ramesh Chandra Soni, , Practicing Chartered Accountant, R C Soni & Co. having office at 29, Chhoti Maheshwari Street, Dhanmandi, Udaipur - 313001 was appointed as a Scrutinizer , inter alia, for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the agenda items including resolutions thereof contained in the notice convening 33rd Annual General Meeting of Rajdarshan Industries Limited (the Company) to be held on September 13, 2014 at 11.00 a.m. at registered office of the Company 59, Moti Magri Scheme, Udaipur -313001.
2. The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the Notice for AGM of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report of the votes cast 'in favour ' or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited, the authorized agency to provide e-voting facilities engaged by the Company.
3. In this regard, I submit my report as under:
 - a. The e-voting period remained open from September 04, 2014 (9.00 a.m.) to September 05, 2014(6.00 p.m.)
 - b. The shareholders holding shares as on the "cut off" date i.e. August 14, 2014 were entitled to vote on the proposed resolutions for Item Nos. 1 to 4 as set out in the notice of the 33rd AGM of Rajdarshan Industries Limited



c. The votes were unblocked on 08th September, 2014 in the presence of, two witnesses who are not in the employment of the Company. They have signed below in confirmation of votes being unblocked in their presence.

Name: Mr. Amit Gupta,

Signature: _____

Name: Mr. Ganpat Singh,

Signature: _____

4. Thereafter the details containing *inter-alia*, list of Equity Shareholders, who voted "for" or "against" each of the resolutions that were put to vote, were downloaded from the e-voting website of NSDL (www.evoting.nsdl.com) and based on such reports generated, the result of e-voting is as under:

Resolution No. 1: Ordinary Resolution for adoption of audited statement of Profit and Loss for the financial year ended March 31, 2014, the Balance Sheet as at that date together with the Report of the Board of Directors and the Auditors thereon.

- i. Voted in **favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
7	109800	100.00

- ii. Voted **against** the resolution:

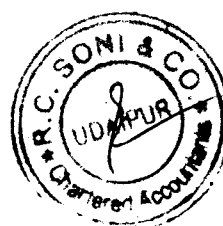
Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Nil	Nil	Nil

- iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Resolution No. 2: Ordinary Resolution for re-appointment of Mr. Sudhir Doshi, Director who retires by rotation and being eligible offers himself for re-appointment.

- i. Voted in **favour** of the resolution:



Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
7	109800	100.00

ii. Voted **against** the resolution:

Number of members vote	Number of votes casted by them	% of total number of valid votes cast.
Nil	Nil	Nil

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Resolution No. 3: Ordinary Resolution for re-appointment of Statutory Auditors and fixing their remuneration.

i. Voted in **favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
7	109800	100.00

ii. Voted **against** the resolution:

Number of members vote	Number of votes casted by them	% of total number of valid votes cast.
Nil	Nil	Nil

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Resolution No. 4: Ordinary Resolution for appointment of Mr. M.P. Dhruv, as an Independent Director for a term of five years.



iv. Voted in **favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
7	109800	100.00

v. Voted **against** the resolution:

Number of members vote	Number of votes casted by them	% of total number of valid votes cast.
Nil	Nil	Nil

vi. **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

5. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be are handed over to the Company Secretary for safe keeping.

Thanking You

For R C Soni & Co.
Chartered Accountants


Ramesh Chandra Soni
Proprietor
Membership No.: 071921
Firm Registration No.: 04095C



Place: Udaipur
Date: 08/09/2014

REPORT OF SCRUTINIZER

Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014

September 13, 2014

To

The Chairman

Rajdarshan Industries Limited

Meeting: Thirty Third Annual General Meeting of the Shareholders

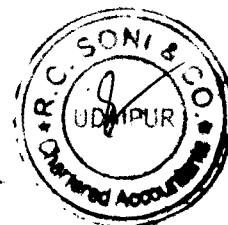
Date and Time: Saturday, September 13, 2014 at 11: 00 a.m.

Venue: 59, Moti Magri Scheme, Udaipur - 313001

Dear Sir,

I, Ramesh Chandra Soni, , Practicing Chartered Accountant, R C Soni & Co. having office at 29, Chhoti Maheshwari Street, Dhanmandi, Udaipur - 313001 was appointed as a Scrutinizer for the purpose of poll taken on the below mentioned resolutions at the meeting of Shareholders of Rajdarshan Industries Limited ("the Company") held on Saturday, September 13, 2014 at 11: 00 a.m. at 59, Moti Magri Scheme, Udaipur-313001 and submit my report as under:

1. After the time fixed for closing of poll by the Chairman, One Ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll 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
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.



4. The result of the Poll is as under:

Resolution No. 1: Ordinary Resolution To receive, consider and adopt the audited statement of Profit and Loss for the financial year ended March 31, 2014, the Balance Sheet as at that date together with the Report of the Board of Directors and the Auditors thereon.

i. Voted in **favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
20	764728	100.00

ii. Voted **against** the resolution:

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

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Resolution No. 2: Ordinary Resolution for re-appointment of Mr. Sudhir Doshi, Director who retires by rotation and being eligible offers himself for re-appointment.

i. Voted in **favour** of the resolution:

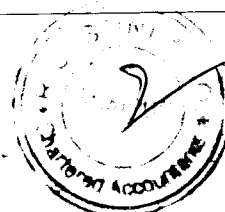
Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
20	764728	100.00

ii. Voted **against** the resolution:

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

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



Resolution No. 3: Ordinary Resolution for re-appointment of Statutory Auditors and fixing their remuneration.

i. Voted in **favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
20	764728	100.00

ii. Voted **against** the resolution:

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

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Resolution No. 4: Ordinary Resolution for appointment of M.P. Dhruv, as an Independent Director for a term of five years.

i. Voted in **favour** of the resolution:

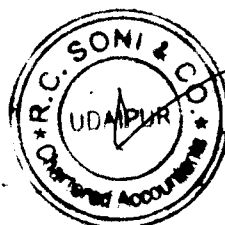
Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
20	764728	100.00

ii. Voted **against** the resolution:

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

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



R.C. Soni
B.Com., FCA

R.C. Soni & Co.

Chartered Accountants

29, Chhoti Maheshwari Street
Dhan Mandi, Udaipur - 313001
Tel. : (0294) 2415340 / 2415352
Mobile : 98290 41130

5. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking You

For R C Soni & Co.
Chartered Accountants



Ramesh Chandra Soni
Proprietor
Membership No.:071921
Firm Registration No.:004095C



Place: Udaipur
Date: 13/09/2014