

**CONSOLIDATED SCRUTINIZER'S REPORT**  
(Voting through E-Voting and Ballot Form)

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended]

To,  
The Chairman/ Director of **RASOI Limited**, having its Registered office at 'Rasoi Court', 20 Sir R N Mukherjee Road, Kolkata - 700001.

Dear Sir,

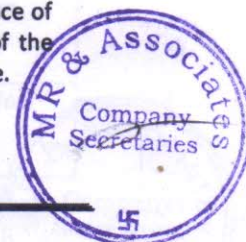
1. I, Mohan Ram Goenka, Partner, MR & Associates, Company Secretaries, Kolkata, have been appointed as a Scrutinizer by the Board of Directors of **RASOI Limited** (the Company) for the purpose of conducting the postal ballot voting process under the provisions of Section 110 of the Companies Act, 2013 (the 2013 Act) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force) and Regulation 44 of the Securities And Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The Management of the Company is responsible to ensure the Compliance of the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and physical Postal Ballot form for the resolutions proposed in the Notice of Postal Ballot of the Company. My responsibility as a Scrutinizer for the process of voting through e-voting and Postal Ballot Form is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice of the Postal Ballot of the Company, based on the reports generated from the e-voting system provided by **National Securities Depository Limited (NSDL)**, the agency engaged by the Company to provide e-voting facilities for voting through electronic means and votes casted through postal ballot forms in respect of the resolutions as set out in the notice of postal ballot of the Company.
3. In terms of the aforesaid Notice and as prescribed in the aforesaid rules,
  - i. the e-voting facility was kept open from **Monday, 23rd May, 2016 at 9.00 A.M. to Tuesday, 21st June, 2016 till 5 P.M.** and members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on e-voting platform provided by NSDL.
  - ii. the postal ballot process was kept open till 5 P.M. on **Tuesday, 21st June, 2016** and members were requested to cast their votes through postal ballot conveying their assent or dissent in respect of the resolutions.
4. The members of the Company as on the "**cut off**" date i.e. **Friday, 13th May, 2016** were entitled to vote on the resolutions as set out in the notice of Postal Ballot of the Company.
5. At the end of the voting period on **Tuesday, 21st June, 2016**, the voting portal of the service provider was blocked forthwith.
6. The votes cast were unblocked on 21.06.2016, after the closure of voting period, in the presence of two witnesses Mrs. Smita Mondal and Ms. Sneha Khaitan who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

*Smita Mondal*

Mrs. Smita Mondal

*Sneha Khaitan*

Ms. Sneha Khaitan



Our Office :

46, B. B. Ganguly Street, 4th Floor

R. No.: 6, Kolkata 700012,

E Mail: goenkamohan@hotmail.com

goenkamohan@gmail.com

Mobile No.9831074332

Phone No : 2237 9517



7. Thereafter, the details containing inter alia, list of the Members, who voted "for" or "against" on each of the resolution that were put to vote, were derived from the physical postal ballot forms as received and the report generated from the e-voting website of **National Securities Depository Limited (NSDL)** i.e., [www.evoting.nsdl.com](http://www.evoting.nsdl.com), and based on such reports, the details of Postal Ballot Forms (both by physical ballot and electronic means) received with respect to the proposed resolutions is given below:

**Summary of the votes casted through Physical Postal Ballot Form is as follows:**

		Res. No. 1 (Special Resolution)	Res. No. 2 (Special Resolution)	Res. No. 3 (Ordinary Resolution)
1.	Total No. of Postal Ballot Forms Received	80	80	80
2.	Total No. of Invalid Postal Ballot Forms	2	3	3
3.	Total No. of Valid Postal Ballot Forms	78	77	77
4.	Total No. of Valid Postal Ballot Forms in Favour of the Resolution	64	63	67
5.	Total No. of Valid Postal Ballot Forms Against the Resolution	14	14	10
6.	Total No. of Votes/Shares casted	1602330	1602268	1602268
7.	Total No. of Votes/Shares in favour of the Resolution	1601859	1601797	1602195
8.	Total No. of Votes/Shares against the Resolution	471	471	73

**Summary of the votes casted through Electronic Voting Facility is as follows:**

	Particulars	Res. No. 1 (Special Resolution)	Res. No. 2 (Special Resolution)	Res. No. 3 (Ordinary Resolution)
1.	Total No. of Shareholders casted votes through electronic system	13	13	13
2.	Total No. of shareholders whose votes were invalid	0	0	0
3.	Total No. of shareholders whose votes were Valid	13	13	13
4.	Total No. of shareholders voted in favour of the resolution	8	7	9
5.	Total No. of shareholders voted against the resolution	5	6	4
6.	Total No. of Valid Votes	5370	5370	5370
7.	Total No. of votes/ shares casted in favour of the resolution	5198	5197	5230
8.	Total No. of votes/ shares casted against the resolution	172	173	140

**The brief analysis of the results of the voting through e-voting and Postal Ballot Form are as under:**

Particulars	Details
Date of the Notice of Postal Ballot	13.05.2016
Total number of shareholders on cut-off date (13.05.2016)	3221
No. of Shareholders present in meeting either in person or through proxy Promoters and Promoter Group : Public :	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group : Public :	Not Applicable

**Our Office :**

46, B. B. Ganguly Street, 4th Floor  
R. No.: 6, Kolkata 700012,  
E Mail: [goenkamohan@hotmail.com](mailto:goenkamohan@hotmail.com)  
[goenkamohan@gmail.com](mailto:goenkamohan@gmail.com)

Mobile No.9831074332  
Phone No : 2237 9517





**Resolutions (Agenda wise)**

**Item No. 1**

Details of Agenda	Consolidation of 20 (Twenty) equity shares of the Company having face value of Rs. 10/- (Rupees Ten only) each fully paid-up into 1 (One) equity share of face value of Rs. 200/- (Rupees Two Hundred only) each fully paid-up pursuant to Section 61(1)(b) of the Companies Act, 2013.
Resolution Required	Special Resolution
Whether Promoter/Promoter group are interested in the agenda or resolution ?	No

**RESULTS :**

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	1447633	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		1447633	100.00	1447633	0	100.00	0
	<b>Total</b>		<b>1447633</b>	<b>1447633</b>	<b>100.00</b>	<b>1447633</b>	<b>0</b>	<b>100.00</b>
Public - Institutions	E-Voting	77	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>77</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public - Non Institutions	E-Voting	484290	5370	1.11	5198	172	96.80	3.20
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		154697	31.94	154226	471	99.70	0.30
	<b>Total</b>		<b>484290</b>	<b>160067</b>	<b>33.05</b>	<b>159424</b>	<b>643</b>	<b>99.60</b>
<b>Total</b>		<b>1932000</b>	<b>1607700</b>	<b>83.21</b>	<b>1607057</b>	<b>643</b>	<b>99.96</b>	<b>0.04</b>

NA means Not Applicable

**Our Office :**

46, B. B. Ganguly Street, 4th Floor  
R. No.: 6, Kolkata 700012,  
E Mail: goenkamohan@hotmail.com  
goenkamohan@gmail.com

Mobile No.9831074332  
Phone No : 2237 9517

