



AMIT JASTE & ASSOCIATES
Practising Company Secretaries

Add: B001, Krishna Tower, CSC Road No.2, Anand Nagar, Dahisar (East), Mumbai -68.

SCRUTINIZER'S REPORT - COMBINED

*[Pursuant to provisions of section 110 of the Companies Act, 2013 and rule 22 of the Companies
(Management and Administration) Rules, 2014]*

To,
Mr. Rupam Chitalia / Mansi Prajwal Patel
Chairman / Managing Director
Rammaica India Limited
Mumbai.

**Scrutinizers Report on Postal Ballot including voting by electronic means in respect of
passing of resolutions contained in the Notice dated March 3, 2016**

Dear Sir,

I, Amit Jaste, Practicing Company Secretary, having been appointed by **Rammaica India Limited** (the Company) as a Scrutinizer for the purpose of scrutinizing Postal Ballot (including evoting) carried out as per section 110 of Companies Act, 2013 and rule 22 of the Companies (Management and Administration) Rules 2014, and on scrutiny of the same, I submit my Combined Report on the results of the Postal Ballot together with the e-voting:

The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 & relevant Rules and provisions of the Sebi (Listing Obligation & Disclosure Requirements) Regulations, 2015 relating to Postal ballot including e-voting. My responsibility as a scrutinizer for the Postal Ballot including the e-voting process is restricted to make a Scrutinizer's report of the votes cast by the members on the resolutions contained in Notice dated March 3, 2016 i.e. on votes cast "in favour" or "against" and "invalid votes" based on the reports generated from the e-voting service provided by Central Depository Services Limited (CDSL) and scrutiny of the physical postal ballot forms received.



I further submit my report as under:

1. The dispatch of Notice of Postal Ballot Dated March 3, 2016 was completed on March 9, 2016 through post and on March 11, 2016 through email.
2. The e-voting period commenced on March 15, 2016 (9.00 a.m. IST) and ended on April 15, 2016 (5.00 p.m. IST).
3. The last date for the receipt of Postal Ballot Forms was April 15, 2016 (5.00 p.m. IST).
4. The Shareholders holding the shares as on the "cut off" date i.e. March 4, 2016 were entitled to vote on the proposed resolution.
5. 7 Postal Ballot Forms were received and 3 Shareholders (having 4 client ids/ folios) casted vote on e-voting platform.
6. After completion of the voting period, with the support of Registrar and Transfer Agent ("RTA") of the Company, the Postal Ballot Forms were scrutinized and signatures of Members who had cast their votes were verified with their specimen signatures registered with RTA as provided by the depositories. The e-voting data was downloaded from the e-voting platform website of CDSL.
7. The votes cast by the Shareholders both through the Postal Ballot Form and e-voting have been identified and in terms of the Postal Ballot Notice, votes cast through the Postal Ballot Forms were to be treated as invalid. No such instances were found.
8. At the end of the voting period on April 15, 2016 (5.00 p.m. IST), I collected all the Postal Ballot Forms received from the Shareholders. As a scrutinizer, the Report of the Postal Ballot was duly compiled, after following the due procedure and accordingly the result of the Postal Ballot which includes e-voting is as under:

(a) **Resolution No.1:- Special Resolution -**

Approval for change of Main Objects of Memorandum of Association

Particulars	Voting Details		
	No. of Shareholders	No. of Shares	% of Total valid votes cast
Total Ballot Forms received through Post	7	800	100%
Less: Invalid Ballot Forms	0	0	0



Net Valid Ballot Forms received through Post (A)	7	800	100%
Total Electronic votes received	4	52,90,200	100%
Less: Invalid Electronic votes	NIL	NIL	NIL
Net Valid Electronic Votes (B)	4	52,90,200	100%
Total Votes - (A+B)	11	52,91,000	100%
Assenting	10	52,90,900	99.998%
Dissenting	0	0	0
Abstaining	1	100	0.00 (Negligible)

Accordingly, out of total 52,91,000 votes cast (e-voting and ballot), 52,90,900 votes were cast ASSENTING to the Special Resolution constituting 99.998% of the total votes cast; Nil votes were cast DISSENTING to the Special Resolution constituting 0.00% of the total votes cast and 100 votes were cast ABSTAINING to the Special resolution constituting 0.00 (negligible) percent.

(b)Resolution No.2:- Special Resolution -

Adoption of New Set of Memorandum & Articles of Association.

Particulars	Voting Details		
	No. of Shareholders	No. of Shares	% of Total valid votes cast
Total Ballot Forms received through Post	7	800	100%
Less: Invalid Ballot Forms	0	0	0
Net Valid Ballot Forms received through Post (A)	7	800	100%
Total Electronic votes received	4	52,90,200	100%
Less: Invalid Electronic votes	NIL	NIL	NIL
Net Valid Electronic Votes (B)	4	52,90,200	100%
Total Votes - (A+B)	11	52,91,000	100%
Assenting	10	52,90,900	99.998%
Dissenting	0	0	0
Abstaining	1	100	0.00 (Negligible)



Accordingly, out of 52,91,000 votes cast (e-voting and ballot), 52,90,900 votes were cast ASSENTING to the Special Resolution constituting 99.998% of the total votes cast; Nil votes were cast DISSENTING to the Special Resolution constituting 0.00% of the total votes cast and 100 votes were cast ABSTAINING to the Special resolution constituting 0.00 (negligible) percent.

The Postal Ballot and all other papers relating to postal ballot, including voting by electronic means, shall be under my safe custody till the Chairman considers, approves and signs the minutes and thereafter the same shall be returned to the Company.

Place: Mumbai
Date: 18th April, 2015

Yours faithfully
Thanking You,

Amit



Amit Jaste
Proprietor
Amit Jaste & Associates
Practising Company Secretaries
FCS- 7289; CP No -12234

Witness 1: Mr. *SUNIL PUROHIT*

Sunil Purohit

Witness 2: Mr. *KUSHAL DHULLA*

Dhulla



Pratek

Format for Voting Results

Annexure I

Date of the AGM/EGM	NA
Total number of shareholders on record date	7369
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	NA
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	NA

Agenda- wise disclosure (to be disclosed separately for each agenda item)
Resolution no 1 for Change of Object Clause

Resolution required: (Ordinary/ Special)	Special							
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 (6)=[(4)/(2)]*100	% of Votes against on votes p (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2262800	2262800	100	2262800	Nil	100	Nil
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	2262800	2262800	100	2262800	Nil	100	Nil
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total	3000	0	0	0	0	0	0
Public-Non Institutions	E-Voting		3027400	41.70%	3027400	Nil	100	Nil
	Poll	-	NA	NA	700*	NA	NA	NA
	Postal Ballot (if applicable)		800	0.01%	3028100	Nil	100%	Nil
	Total	7259200	3028200	41.71%	3028100	Nil	100%	Nil
Total		9525000	5291000	55.55%	5290900	Nil	99.99%	Nil

* 1 vote of 100 shares was for ABSTAINING on this resolution.

Resolution no 2 for Adoption of new memorandum and articles of association

Resolution required: (Ordinary/ Special)	Special							
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 (6)=[(4)/(2)]*100	% of Votes against on votes p (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2262800	2262800	100	2262800	Nil	100	Nil
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	2262800	2262800	100	2262800	Nil	100	Nil
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total	3000	0	0	0	0	0	0
Public-Non Institutions	E-Voting		3027400	41.70%	3027400	Nil	100	Nil
	Poll	-	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		800	0.01%	700*	Nil	100%	Nil
	Total	7259200	3028200	41.71%	3028100	Nil	100%	Nil
	Total	9525000	5291000	55.55%	5290900	Nil	99.99%	Nil

* 1 vote of 100 shares was for ABSTAINING on this resolution.



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