

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

31st July, 2018

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| <p>To The Manager, Listing Department National Stock Exchange of India Ltd., 5th Floor Exchange Plaza, Bandra Kurla Complex, Bandra (E), MUMBAI - 400 051</p> | <p>To The Bombay Stock Exchange Ltd., Department of Corporate Relations Rotunda Building, P. J. Towers Dalal Street, MUMBAI- 400 001</p> |
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Sub: Result of Postal Ballot

Dear Sir,

This has reference to our letter dated June 28, 2018 enclosing the postal ballot notice along with the explanatory statement seeking the consent of the members by way of special resolution vide postal ballot / electronic voting with respect to the following items of business:

1. Addition in main object of Memorandum of Association of the company.
2. Adoption of new set of Memorandum of Association as per the provisions of the Companies Act, 2013
3. Adoption of Article of Association as per the provisions of the Companies Act, 2013.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Resolutions 1, 2 and 3 as mentioned above have been passed by the members of the company with requisite majority.

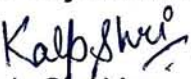
The approval is deemed to have been received on the last date of receipt of postal ballot forms, i.e. on July 28, 2018.

Please find enclosed the voting results and scrutinizer's report. The same will also be made available on the Company's website at www.rajdarshanindustrieslimited.com

Kindly take the above information on record.

Thanking you,

Sincerely
For Rajdarshan Industries Limited


Kalp Shri Vaya
Company Secretary



Encl: As above

| Company Name | Rajdarshan Industries Limited | | | | | | | |
|--|---|------------------------|-------------------------|---|------------------------------|----------------------------|--|---|
| Date of AGM/EGM/POSTAL BALLOT | Postal Ballot Notice June 18, 2018 (Voting Start Date: June 29, 2018 and Voting end Date July 27, 2018) | | | | | | | |
| Total No. of Shareholder on Record Date | 2412 | | | | | | | |
| No of Shareholders present in the meeting either in person or through proxy: | Not Applicable | | | | | | | |
| Promoters and promoter group : public: | - | | | | | | | |
| No. of Shareholders attended the meeting through Video Conferencing: | Not Applicable | | | | | | | |
| Promoters and promoter group : public: | - | | | | | | | |
| Resolution required: (Ordinary/ Special) | Special - Addition in main object of Memorandum of Association of the company | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resol ution? | 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 votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E- Voting | 1928992 | 579840 | 30.06 | 579840 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | 6150 | 0.32 | 6150 | - | - | - |
| | Total | | 585990 | 30.38 | 585990 | - | 100 | - |
| Public Institutions | E- Voting | 21000 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Public- Non Institutions | E- Voting | 1158308 | 8459 | 0.73 | 8459 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | 175143 | 15.12 | 175143 | - | 100 | - |
| | Total | | 183602 | 15.12 | 183602 | - | 100 | - |
| Total | | 3108300 | 769592 | 24.76 | 769592 | - | 100 | - |

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| Resolution required: (Ordinary/ Special) | | Special - Adoption of new set of Memorandum of Association as per the provisions of the Companies Act, 2013 | | | | | | |
|---|-------------------------------|---|-------------------------|---|------------------------------|----------------------------|--|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | Yes, to the extent of their sharholding | | | | | | |
| 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 | 1928992 | 579840 | 30.06 | 579840 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | 6150 | 0.32 | 6150 | - | - | - |
| | Total | | 1928992 | 585990 | 30.38 | 585990 | - | 100 |
| Public Institutions | E- Voting | 21000 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 21000 | - | - | - | - | - |
| Public- Non Institutions | E- Voting | 1158308 | 8459 | 0.73 | 8459 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | 175143 | 15.12 | 175143 | - | 100 | - |
| | Total | | 1158308 | 183602 | - | 183602 | - | 100 |
| Total | 3108300 | 769592 | 24.76 | 769592 | - | 100 | - | |

| Resolution required: (Ordinary/ Special) | | Special - Adoption of Article of Association as per the provisions of the Companies Act, 2013. | | | | | | |
|---|-------------------------------|--|-------------------------|---|------------------------------|----------------------------|--|--|
| 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 votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E- Voting | 1928992 | 579840 | 30.06 | 579840 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | 6150 | 0.32 | 6150 | - | - | - |
| | Total | | 1928992 | 585990 | 30.38 | 585990 | - | 100 |
| Public Institutions | E- Voting | 21000 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 21000 | - | - | - | - | - |
| Public- Non Institutions | E- Voting | 1158308 | 8459 | 0.73 | 8459 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | 175143 | 15.12 | 175143 | - | 100 | - |
| | Total | | 1158308 | 183602 | - | 183602 | - | 100 |
| Total | 3108300 | 769592 | 24.76 | 769592 | - | 100 | - | |

Kalp Shree



RONAK JHUTHAWAT & CO

Company Secretaries

M No 9887422212

E Mail : csronakjhuthawat@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

(Pursuant to section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies) (Management and Administration) Rules, 2014.

To,
The Chairman
Rajdarshan Industries Limited
59, Moti Magri Scheme,
Udaipur (Raj) 313001.

Dear Sir,

In terms of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 Companies (Management and Administration) Rules, 2014 and SEBI (Listing Obligation And Disclosure Requirement) Regulation, 2015 the Board of Directors of Rajdarshan Industries Limited (The Company) at its meeting held on 18.06.2018 has appointed me as the Scrutinizer for Conducting the Postal Ballot voting process (Including voting through electronic means) for passing of the proposed Special resolution:

Resolution No 1: Special Resolution for addition in main object of Memorandum of Association of the company

Consent of the Company by way of Special Resolution authorizing the Board of Directors for insertion of clause III (A)3 after sub clause III(A)2 of the Memorandum of Association.

Resolution No 2: Special Resolution of Adoption of new set of Memorandum of Association as per the provisions of Companies Act, 2013

Consent of the Company by way of Special Resolution authorizing the Board of Directors for merging the objects of the company mentioned under Clause III(C)- other objects with Clause III(B).

Resolution No. 3: Special Resolution of Adoption of Article of Association as per the provisions of Companies Act, 2013

Consent of the Company by way of Special Resolution authorizing the Board of Directors for alteration of existing Article of Association of the company, by replacing it with a new set of Article of Association in accordance with Table-'F' of schedule I of the Act.

The management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013, and Rules relating to voting through electronic means and physical postal ballot forms on the resolution contained in the Postal Ballot notice dated 18th June 2018.

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Above Udaipur Urban Co operative Bank, Opp Krishi Upaz mandi
Sector 11 Main Road Udaipur 313001



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My responsibility as a scrutinizer for the voting process through electronic means and physical postal is restricted to make a scrutinizer report of the votes cast "In Favor" or "Against" the resolution based on the postal ballot forms submitted by the shareholders of the Company and on the reports generated from e-voting system provided by the Central Depository Services (India) Limited (CDSL) the authorized service provider, for extending the facility of the shareholders of the Company.

Accordingly, I submit my report as under:

1. In terms of Section 108 and 110 of the Companies Act, 2013, read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and SEBI (Listing Obligation And Disclosure Requirement) Regulation, 2015, the Company has issued a postal ballot notice dated 18th June 2018 for passing a special resolution mentioned in the said notice to its members. The Company completed the dispatch of the postal ballot forms along with self- addressed postage pre-paid business reply envelopes to its members whose name(s) appeared in the Register of members / list of beneficiaries as on 22nd June 2018.
2. The members were informed vide the postal ballot notice that they were required to give their assent 'For' or dissent 'Against' the proposal through physical postal ballot forms which were required to be sent to me on or before 28th July 2018 or through e-voting facility which was kept open from 29th June 2018 (09.00 AM) to 28th July 2018 (5.00 PM) (both days inclusive).
3. The Postal Ballot forms were subsequently opened by me in the presence of two witnesses, (1) Ms Swati Jhuthawat and (2) Ms Disha Jain who are not in the employment of the Company and Postal ballot forms were diligently scrutinized. The Postal ballot forms were reconciled with the records maintained by Ankit Consultancy Private Limited, the Registrar and Transfer Agent of the Company and also with the authorization/proxies lodged with the Company.
4. Thereafter, the electronic votes cast through remote e-voting provided by CDSL were unblocked in the presence of said two witnesses (1) Ms Swati Jhuthawat and (2) Ms. Disha Jain, on 30th July, 2018 at 04.52 P.M.
5. There were no postal ballot forms which were incomplete and/or which were otherwise found defective.
6. I found no invalid Postal ballot forms.
7. Pursuant to SEBI (Listing Obligation And Disclosure Requirement) Regulation, 2015,, and the provisions of section 108 of the Company Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014, (including any amendments thereto), the Company has provided electronic voting facility (e-voting) to the shareholders of the Company and has engaged Central Depository Services (India) Limited (CDSL) for providing e-voting

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platform. Email communication in respect of e-voting for postal ballot of the Company has been sent to email addresses which are registered with the Depositories as on 22.06.2018.

8. Particulars of all the postal ballot forms received from the members including electronic voters has been entered in a register separately maintained for the purpose.
9. The Company has published on 28.06.2018 advertisement about the dispatch of postal ballot notice in One English daily and in one Regional Daily.
10. I have considered all postal ballot forms received up to 05.00 PM on 28th July 2018 and electronic votes recorded from 29th June 2018 to 28th July 2018 up to the close of workings hours i.e., at 05.00 PM On 28th July 2018, being the last date and time fixed by the Company for receipt of the forms which have been considered for my scrutiny.
11. The Summary of the votes cast and ballots received resolution-wise is as given below :

For Resolution no. 1

| Sl. No. | Description | Through Postal ballot | Through E Voting | Total |
|---------|--|-----------------------|------------------|--------|
| 1 | Postal Ballot forms / E voting received | 40 | 11 | 51 |
| 2 | Total Number of vote cast | 181293 | 588299 | 769592 |
| 3 | Less : Invalid Votes cast | - | - | - |
| 4 | Valid no. of Vote Cast | 181293 | 588299 | 769592 |
| 4.1 | No. of Valid Votes with assent for the Resolution | 181293 | 588299 | 769592 |
| 4.2 | No. of Valid Votes with dissent for the resolution | - | - | - |
| 5 | No of Votes abstained for the Resolution | - | - | - |

100.00 % of total valid votes cast In favor of the resolution:

0.00 % of total valid votes cast against the resolution:

Thus, Resolution No. 1 is passed with requisite majority.



RONAK JHUTHAWAT & CO

Company Secretaries

M No 9887422212

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For Resolution no. 2

| Sl. No. | Description | Through Postal ballot | Through E Voting | Total |
|---------|--|-----------------------|------------------|--------|
| 1 | Postal Ballot forms / E voting received | 40 | 11 | 51 |
| 2 | Total Number of vote cast | 181293 | 588299 | 769592 |
| 3 | Less : Invalid Votes cast | - | - | - |
| 4 | Valid no. of Vote Cast | 181293 | 588299 | 769592 |
| 4.1 | No. of Valid Votes with assent for the Resolution | 181293 | 588299 | 769592 |
| 4.2 | No. of Valid Votes with dissent for the resolution | - | - | - |
| 5 | No of Votes abstained for the Resolution | - | - | - |

100.00 % of total valid votes cast In favor of the resolution:

0.00 % of total valid votes cast against the resolution:

Thus, Resolution No. 2 is passed with requisite majority.

For Resolution no. 3

| Sl. No. | Description | Through Postal ballot | Through E Voting | Total |
|---------|--|-----------------------|------------------|--------|
| 1 | Postal Ballot forms / E voting received | 40 | 11 | 51 |
| 2 | Total Number of vote cast | 181293 | 588299 | 769592 |
| 3 | Less : Invalid Votes cast | - | - | - |
| 4 | Valid no. of Vote Cast | 181293 | 588299 | 769592 |
| 4.1 | No. of Valid Votes with assent for the Resolution | 181293 | 588299 | 769592 |
| 4.2 | No. of Valid Votes with dissent for the resolution | - | - | - |
| 5 | No of Votes abstained for the Resolution | - | - | - |

100.00 % of total valid votes cast In favor of the resolution:

0.00 % of total valid votes cast against the resolution:

Thus, Resolution No. 3 is passed with requisite majority.

12. 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 be returned to the Company.



RONAK JHUTHAWAT & CO

Company Secretaries

M No 9887422212

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I write to State that the special resolution set out in the Notice for Postal Ballot dated 18.06.2018 is approved by members of the Company with requisite majority. You may accordingly declare the results of the Postal Ballot as per law.

Place : Udaipur
Date : 30.07.2018

Yours truly,
For Ronak Jhuthawat & Co.
Company Secretaries



Ronak Jhuthawat
Proprietor
M NO A32924 F 9738
CP No 12094

1. Disha jain
Sec 11, Machla Magra, Udaipur

Disha

2. Swati shah
Lake garden Sec 14, udaipur

Swati Shah

COUNTERSIGNED BY:
For, Rajdarshan Industries Limited

Deendra Sharma
DEVENDRA SHARMA
Managing Director
(DIN: 00921174)