

RUTTONSHA INTERNATIONAL RECTIFIER LIMITED

REGD. / CORPORATE OFFICE : 139/141, Solaris 1, B-Wing, 1st Floor, Saki Vihar Road, Powai,
Andheri (East), Mumbai - 400 072. Maharashtra • Tel. : +91-22 28471956, 57, 58 • Fax : +91-22 28471959
E-mail : admin@ruttonsha.com • Website: www.ruttonsha.com • CIN : L31109MH1969PLC014322

FACTORY : 338, International House, Baska, Halol, Dist. Panchmahals, Pin - 389 350. Gujarat (India)
Tel. : +91-2676 247185 / 247094 • Fax : +91-2676 247035 • E-mail : rirbsk@ruttonsha.com



An ISO 9001: 2008 Company

Ref.RIR/SEC/12833/2015

26th September, 2015

The Bombay Stock Exchange Limited
Corporate Relationship Department,
1st Floor, Rotunda Building,
P. J. Towers, Dalal Street,
Mumbai-400001

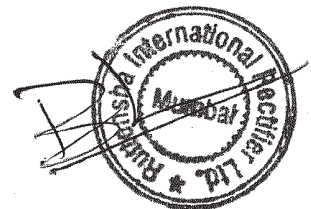
Scrip Code : 517035

Re: Submission of Voting results for 46th Annual General Meeting under Clause
35A of the Listing Agreement

Dear Sir/Madam,

In terms of Clause 35A of the Listing Agreement, please find enclosed herewith the disclosure of voting results of the 46th Annual General Meeting of the Company held on Thursday, 24th September, 2015 alongwith the Consolidated Scrutinizer's Report :

Date of AGM :	24 th September, 2015
Total Number of Shareholders on record date :	3737
No. of Shareholders present in the meeting either in person or proxy :	Promoter and Promoter Group : 2
	Public : 20
No. of Shareholders attended the meeting through Video Conferencing :	Not arranged





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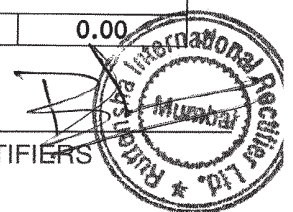
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Details of Agenda : The below mentioned agenda items were passed through Ordinary Resolution.

Resolution 1 : Adoption of Audited Financial Statements for the Financial year ended 31 st March, 2015 and reports of the Board of Directors and the Auditors thereon.							
Promoter/Public	No. of Shares held	No. of Votes polled	% of votes polled on outstanding shares	No. of Votes - in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Mode of Voting : A (Remote E-voting)							
Promoter and Promoter Group	5087958	5087958	100.00	5087958	0	100.00	0.00
Public - Institutional holders	1400	0	0.00	0	0	0.00	0.00
Public - Others	1867882	114961	6.15	114961	0	100.00	0.00
Total (A)	6957240	5202919	74.78	5202919	0	100.00	0.00
Mode of Voting : B (Ballot Voting)							
Promoter and Promoter Group	5087958	0	0.00	0	0	0.00	0.00
Public - Institutional holders	1400	0	0.00	0	0	0.00	0.00
Public - Others	1867882	14780	0.79	14580	200	98.65	1.35
Total (B)	6957240	14780	0.21	14580	200	98.65	1.35
Result (A+B)	6957240	5217699	75.00	5217499	200	100.00	0.00

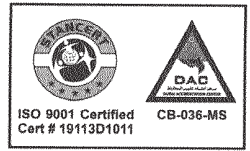
Resolution 2 : Re-appointment of Mr. Manoj P. Mehta (Din No. 00292154) who retires by rotation.							
Promoter/Public	No. of Shares held	No. of Votes polled	% of votes polled on outstanding shares	No. of Votes - in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Mode of Voting : A (Remote E-voting)							
Promoter and Promoter Group	5087958	5087958	100.00	5087958	0	100.00	0.00
Public - Institutional holders	1400	0	0.00	0	0	0.00	0.00
Public - Others	1867882	14961	0.80	14961	0	100.00	0.00
Total (A)	6957240	5102919	73.35	5102919	0	100.00	0.00
Mode of Voting : B (Ballot Voting)							
Promoter and Promoter Group	5087958	0	0.00	0	0	0.00	0.00
Public - Institutional holders	1400	0	0.00	0	0	0.00	0.00
Public - Others	1867882	14780	0.79	14580	200	98.65	1.35
Total (B)	6957240	14780	0.21	14580	200	98.65	1.35
Result (A+B)	6957240	5117699	73.56	5117499	200	100.00	0.00





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Resolution 3 : Re-appointment of M/s Ajay Shobha & Co., Chartered Accountants as Statutory Auditors of the Company and fixing their remuneration.

Promoter/Public	No. of Shares held	No. of Votes polled	% of votes polled on outstanding shares	No. of Votes - in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Mode of Voting : A (Remote E-voting)							
Promoter and Promoter Group	5087958	5087958	100.00	5087958	0	100.00	0.00
Public - Institutional holders	1400	0	0.00	0	0	0.00	0.00
Public - Others	1867882	114961	6.15	114961	0	100.00	0.00
Total (A)	6957240	5202919	74.78	5202919	0	100.00	0.00
Mode of Voting : B (Ballot Voting)							
Promoter and Promoter Group	5087958	0	0.00	0	0	0.00	0.00
Public - Institutional holders	1400	0	0.00	0	0	0.00	0.00
Public - Others	1867882	14780	0.79	14580	200	98.65	1.35
Total (B)	6957240	14780	0.21	14580	200	98.65	1.35
Result (A+B)	6957240	5217699	75.00	5217499	200	100.00	0.00

This is for your information and records pursuant to Clause 35A of the Listing Agreement.

Please find the same in order and acknowledge the receipt for the same.

Thanking you.

Yours faithfully,
For Ruttonsha International Rectifier Ltd.

Bhavin P Rambhia
Company Secretary



Encl : Scrutinizer's Report



Neetu Agrawal & Co.

Company Secretaries

**SCRUTINIZER'S CONSOLIDATED REPORT
[E-VOTING & BALLOT PROCESS]**

[Pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Ruttonsha International Rectifier Ltd.
139/141, Solaris 1, B-wing, 1st Floor,
Saki Vihar Road, Powai, Andheri (East),
Mumbai - 400072

Dear Sir,

I, Mrs. Neetu Agrawal, of M/s. Neetu Agrawal & Co. Company Secretary in Practice, having office at 104, B-wing, Adarsh Park Society, Behind Ajay Nagar, Shivaji Chowk, Bhiwandi, Thane - 421302 have been appointed as a Scrutinizer by the Board of Directors of Ruttonsha International Rectifier Ltd. ("the Company") for the purpose of scrutinizing the e-voting process and ballot process in a fair and transparent manner as per the provisions of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time on the below mentioned resolutions, as set out in the Notice of the 46th Annual General Meeting ("AGM") held on Thursday, 24th September, 2015 at 11.30 a.m. at the Babasaheb Dahanukar Sabhagriha, Maharashtra Chamber of Commerce Trust, Orion House, 6th Floor, 12 K. Dubhash Marg, Fort, Mumbai - 400001.

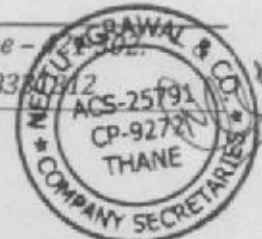
It is the responsibility of the Management of the Company to ensure due compliance of the applicable provisions of the Companies Act, 2013 and Rules made thereunder and also the requirements thereof relating to voting through electronic means and ballot process on the resolutions contained in the Notice of the 46th AGM of the members of the Company. As the Scrutinizer for e-voting process and Ballot process, my role and responsibility are limited to make a Scrutinizer's Consolidated Report of the votes cast "in favour" or "against" in respect of the resolutions contained in the Notice of the 46th AGM, based on the reports generated from the e-voting system provided by the

1

B-104, Adarsh Park Society, Behind Ajay Nagar, Shivaji Chowk, Bhiwandi, Thane -

Email - neetugoel1802@gmail.com

(Mo) - 091683



Central Depository Services (India) Limited (CDSL), the authorised agency to provide Remote e-voting facilities, engaged by the Company and from the Ballot process conducted at the venue of the 46th AGM.

Further to above, I submit my report as under :-

- (a) The remote e-voting period remained open from Monday 21st September, 2015 (9.00 a.m.) to Wednesday 23rd September, 2015 (5.00 p.m.) and the voting was carried out through Ballot process at the 46th Annual General Meeting held on 24th September, 2015.
- (b) The shareholders holding shares as on the "cut-off" date i.e. Friday 18th September, 2015 were entitled to vote on the proposed resolutions as set out in the notice convening 46th Annual General Meeting (AGM) of the Company.
- (c) The Ballot paper were provided at the 46th AGM on Thursday, 24th September, 2015 to those members who attended the meeting but did not vote through remote e-voting facility.
- (d) The Ballot papers were scrutinized and reconciled with records maintained by the Company and its Registrar and Transfer Agents.
- (e) The ballot paper with mismatch of signature in the records maintained by the Company and its Registrar and Transfer Agents have been treated as invalid.
- (f) The remote e-voting facility was unblocked on 25th September, 2015 at around 11.00 a.m. in the presence of two witnesses, Ms. Chandrakala Rapelli and Ms. Soujanya Jujuri, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.
- (g) The details containing inter alia, list of Equity Shareholders, who voted "for", "against" and "invalid" on each of the resolutions were downloaded from the e-voting website of Central Depository Services Limited (CDSL) i.e. <https://www.evotingindia.com>
- (h) Particulars of all votes received either through electronic voting system or through ballot papers from the members have been entered in the Register separately maintained for the purpose.
- (i) A summary of the votes received electronically and through ballot papers are given below :



I. Ordinary Resolution 1 : Adoption of Audited Financial Statements for the Financial year ended 31st March, 2015 and reports of the Board of Directors and Auditors thereon:

Particulars	Number of members voted	No. of shares	No. of Votes cast	% of Total paid up Equity capital
Total votes polled through remote e-voting	17	5202919	5202919	74.78
Ballot paper	7	14980	14980	0.22
Total votes cast	24	5217899	5217899	75.00
Less : Invalid votes*	1	200	200	0.00
Net valid votes cast	23	5217699	5217699	75.00

* Vote was considered invalid for mismatch of signature.

(i) Voted in favour of the resolution :

Number of members voted through e-voting system and ballot	Number of Votes cast in favour of resolution	% of total number of valid votes cast
22	5217499	74.99

(ii) Votes against the resolution :

Number of members voted through e-voting system and ballot	Number of Votes cast against the resolution	% of total number of valid votes cast
1	200	0.00

(iii) Invalid Votes :

Number of members whose votes were declared invalid*	Total number of votes cast by them
1	200

* Vote was considered invalid for mismatch of signature.



II. Ordinary Resolution 2 : Re-appointment of Mr. Manoj P. Mehta (Din No. 00292154) who retires by rotation :

Particulars	Number of members voted	No. of shares	No. of Votes cast	% of Total paid up Equity capital
Total votes polled through remote e-voting	16	5102919	5102919	73.35
Ballot paper	7	14980	14980	0.22
Total votes cast	23	5117899	5117899	73.57
Less : Invalid votes*	1	200	200	0.00
Net valid votes cast	22	5117699	5117699	73.57

* Vote was considered invalid for mismatch of signature.

(i) Voted in favour of the resolution :

Number of members voted through e-voting system and ballot	Number of Votes cast in favour of resolution	% of total number of valid votes cast
21	5117499	73.57

(ii) Votes against the resolution :

Number of members voted through e-voting system and ballot	Number of Votes cast against the resolution	% of total number of valid votes cast
1	200	0.00

(iii) Invalid Votes :

Number of members whose votes were declared invalid	Total number of votes cast by them
1	200

* Vote was considered invalid for mismatch of signature.



III. Ordinary Resolution 3 : Re-appointment of M/s. Ajay Shobha & Co., Chartered Accountants, as Statutory Auditors of the Company and fixing their remuneration :

Particulars	Number of members voted	No. of shares	No. of Votes cast	% of Total paid up Equity capital
Total votes polled through remote e-voting	17	5202919	5202919	74.78
Ballot paper	7	14980	14980	0.22
Total votes cast	24	5217899	5217899	75.00
Less : Invalid votes*	1	200	200	0.00
Net valid votes cast	23	5217699	5217699	75.00

* Vote was considered invalid for mismatch of signature.

(i) Voted in favour of the resolution :

Number of members voted through e-voting system and ballot	Number of Votes cast in favour of resolution	% of total number of valid votes cast
22	5217499	74.99

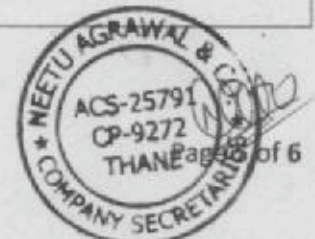
(ii) Votes against the resolution :

Number of members voted through e-voting system and ballot	Number of Votes cast against the resolution	% of total number of valid votes cast
1	200	0.00

(iii) Invalid Votes :

Number of members whose votes were declared invalid*	Total number of votes cast by them
1	200

* Vote was considered invalid for mismatch of signature.

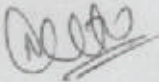


You may accordingly declare the results of the voting.

The Register, all other papers and relevant records relating to the e-voting and ballot paper shall remain in my custody until the Chairman considers, approves and signs the minutes of the aforesaid 46th Annual General Meeting and the same shall be handed over to the Chairman/ Company Secretary of the Company for safe keeping.

Thanking you,

Yours faithfully,
For Neetu Agrawal & Co.
Company Secretaries



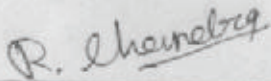
Neetu Agrawal
Practising Company Secretary
ACS : 25791; CP : 9272




Date : 25th September, 2015
Place : Mumbai

We the undersigned witness that the votes were unlocked from the e-voting website of Central Depository Services (India) Limited (CDSL) in our presence at Mumbai on 25th September, 2015 at around 11.00 a.m.

Witnesses :



Ms. Chandrakal Rapelli
Address : Narayan Compound,
Chhinnam Building,
2nd floor, Padmanagar,
Bhiwandi - 421 302.



Ms. Soujanya Jujuri
Address : Gaovdevi Compound,
H. No.117,
Komalpada,
Bhiwandi - 421 302.