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Appavoo Gramani 1st Street,
Mandaveli,
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M. DAMODARAN & ASSOCIATES
Practicing Company Secretaries



M. Damodaran, B.Com, F.C.S. L.L.B.
Mobile:98412 81693

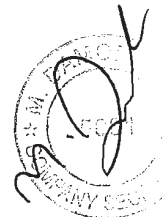
CONSOLIDATED SCRUTINIZER'S REPORT
(REMOTE E VOTING AND INSTA POLL)

[Pursuant to Section 108 and Section 109 of the Companies Act, 2013 and
Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of 22nd Annual General Meeting of the Equity Shareholders of **RAJESWARI INFRASTRUCTURE LIMITED** held on the **28th September, 2015** at 3.15 P.M, at RedSun Hotel Apartments, No. 287, Ma.Po.Si First Street, Sri Kamakotti Nagar, Pallikaranai, Chennai-600100.

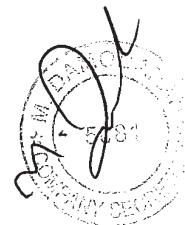
1. I, M.Damodaran, a Company Secretary in Practice having office at New No. 6, Old No. 12, Appavoo Gramani 1st Street, Mandaveli, Chennai, Tamil Nadu 600028 have been appointed as a scrutinizer by the Board of Directors of **RAJESWARI INFRASTRUCTURE LIMITED** (the company) for the purpose of:
 - (i) Scrutinizing the e-voting process (remote e- voting) under the provisions of Section 108 of The Companies Act 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (Rules) and
 - (ii) Poll through Ballot paper under the provisions of Section 109 of the 2013 Act read with Rule 21 of the Rules, on the resolutions contained in the notice to the 22nd Annual General Meeting (AGM) of the Equity Shareholders of the Company, held on the **28th September, 2015 at 3.15 P.M**, at RedSun Hotel Apartments, No. 287, Ma.Po.Si First Street, Sri Kamakotti Nagar, Pallikaranai, Chennai-600100.





2. The management of the Company is responsible to ensure the compliance with the requirement of The Companies Act 2013 and Rules relating to voting through electronic means [i.e. by remote e-voting and voting by Poll by way of ballot paper at the AGM] for the resolutions contained in the Notice to the 22nd AGM of the Equity Shareholders of the company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e by remote e-voting and Poll by way of Ballot paper at AGM) is restricted to make a consolidated scrutinizer's report of the votes cast "in favor" or "against" the resolution stated above, based on the report generated from the e-voting system provided by Central Depository Services Limited (CDSL), authorized under the Rules and engaged by the company to provide e-voting facilities for voting through electronic means.
3. I submit herewith my Consolidated scrutinizers report on the results of voting through electronic means i.e by remote e voting and Poll by way of Ballot papers at the AGM as under:

| RAJESWARI INFRASTRUCTURE LIMITED E VOTING & INSTA POLL REPORT | | | | | | | | | | | |
|--|------------|------------------|----------|---------|------------|----------|--------|------------|----------|-------|------------|
| Resolution | Mode | Ballots Received | Favour | | | Against | | | Invalid | | |
| | | | Ball-ots | Votes | Percentage | Ball-ots | Vote s | Percentage | Ball ots | Votes | Percentage |
| Item No. 1: To consider and adopt the Audited Financial Statements for the financial year ended March 31,2015, the reports of Board of Directors and Auditors thereon. (As an Ordinary resolution) | E VOTING | 12 | 12 | 2595800 | 100 | - | - | - | - | - | - |
| | INSTA POLL | 1 | 1 | 1 | - | - | - | - | - | - | - |
| | TOTAL | 13 | 13 | 2595801 | 100 | - | - | - | - | - | - |
| Item No. 2: To appoint a director in place of Mrs.Usha (DIN :00060348) who retires by | E VOTING | 12 | 12 | 2595800 | 100 | - | - | - | - | - | - |
| | INSTA POLL | 1 | 1 | 1 | - | - | - | - | - | - | - |





M. DAMODARAN & ASSOCIATES



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|--|------------|----|----|---------|-----|---|---|---|---|---|---|
| rotation and being eligible offers herself for re-appointment. (As an Ordinary resolution) | TOTAL | 13 | 13 | 2595801 | 100 | - | - | - | - | - | - |
| Item No. 3: To appoint a director in place of Mr.Guruswamy Ramamurthy (DIN:00060323), who retires by rotation and being eligible offers himself for re-appointment. (As an Ordinary resolution) | E VOTING | 12 | 12 | 2595800 | 100 | - | - | - | - | - | - |
| | INSTA POLL | 1 | 1 | 1 | - | - | - | - | - | - | - |
| | TOTAL | 13 | 13 | 2595801 | 100 | - | - | - | - | - | - |
| Item No. 4: To appoint auditors, N.SANKARAN & Co, Chartered Accountants (Firm Regn No. 003590S) to hold office from the conclusion of this meeting until the conclusion of the Annual General Meeting to be held for the financial year 2016 - 17 on such remuneration as may be determined by the Board of Directors from time to time. (As an Ordinary resolution) | E VOTING | 12 | 12 | 2595800 | 100 | - | - | - | - | - | - |
| | INSTA POLL | 1 | 1 | 1 | - | - | - | - | - | - | - |
| | TOTAL | 13 | 13 | 2595801 | 100 | - | - | - | - | - | - |



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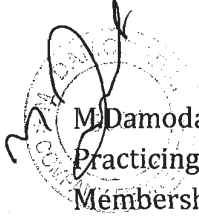
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4. The electronic data and all other relevant records relating to e voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

Yours faithfully,



M. Damodaran
Practicing Company Secretary
Membership No. 5837

Place: Chennai

Date: 29.09.2015