

Rishi Laser Ltd.



DISCLOSURE REGARDING VOTING RESULTS OF THE 22ND ANNUAL GENERAL MEETING (AGM) OF THE COMPANY AS PER CLAUSE 35A OF THE LISTING AGREEMENT

Name of the Company: Rishi Laser Limited

Date of the AGM: 30th September, 2014

Book Closure Date: 26th September 2014 to 30th September 2014

Total number of shareholders on record date/ date of book closure: 4901

No. of shareholders present in the meeting either in person or through proxy:

| Category | Number of Shareholders present in person (including authorised representative) or through proxy |
|------------------------------|---|
| Promoters and Promoter Group | 3 |
| Public | 22 |
| Total | 25 |

No. of Shareholders attended the meeting through Video Conferencing:

| Category | |
|------------------------------|------------------------------------|
| Promoters and Promoter Group | No Video Conferencing was arranged |
| Public | |

1. Details of the Agenda :

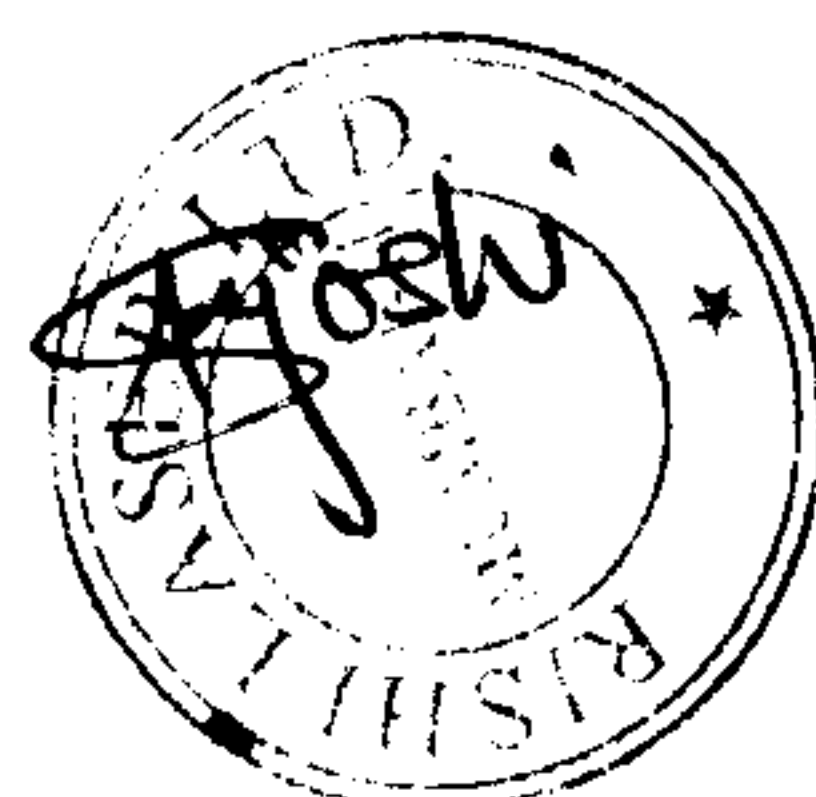
Adoption of Annual Accounts and Reports for the financial year ended March 31st 2014

Resolution required: Ordinary

Mode of voting: E voting & Poll

Poll and E-voting:

| 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 |
| Promoter and Promoter Group | 1655706 | 1591701 | 96.13 | 1591701 | 0 | 100.00 | 0 |
| Public – Institutional holders | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Others | 7536894 | 450032 | 5.97 | 450032 | 0 | 100.00 | 0 |
| Total | 9192600 | 2041733 | 22.21 | 2041733 | 0 | 100.00 | 0 |



612, Veena Killedar Ind. Est., 10-14, Pais Street, Byculla (W), Mumbai - 400 011.

Tel. : +91 22 2307 4585, 2307 4897 Fax : +91 22 2308 0022

Email : rlol.mumbai@rishilaser.com CIN : L99999MH1992PLC066412

Web.: www.rishilaser.com

Rishi Laser Ltd.

2. Details of the Agenda :

Appointment of Director in place of Mr. Jayesh Sheth who retires by rotation and being eligible offers himself for reappointment

Resolution required: Ordinary

Mode of voting: E voting & Poll

Poll and E-voting:

| 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 |
| Promoter and Promoter Group | 1655706 | 1591701 | 96.13 | 1591701 | 0 | 100.00 | 0 |
| Public – Institutional holders | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Others | 7536894 | 450032 | 5.97 | 450007 | 25 | 99.99 | 0.01 |
| Total | 9192600 | 2041733 | 22.21 | 2041708 | 25 | 99.99 | 0.01 |

3. Details of the Agenda :

Re-appointment of M/s. Alladi Krishnan & Kumar., Chartered Accountant, as Statutory Auditors and fixing their remuneration

Resolution required: Ordinary

Mode of voting: E voting & Poll

Poll and E-voting:

| 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 |
| Promoter and Promoter Group | 1655706 | 1591701 | 96.13 | 1591701 | 0 | 100.00 | 0 |
| Public – Institutional holders | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Others | 7536894 | 450032 | 5.97 | 450032 | 0 | 100.00 | 0 |
| Total | 9192600 | 2041733 | 22.21 | 2041733 | 0 | 100.00 | 0 |



612, Veena Killedar Ind. Est., 10-14, Pais Street, Byculla (W), Mumbai - 400 011.

Tel. : +91 22 2307 4585, 2307 4897 Fax : +91 22 2308 0022

Email : ricl.mumbai@rishilaser.com

CIN : L99999MH1992PLC066412

Web.: www.rishilaser.com

Rishi Laser Ltd.



4. Details of the Agenda :
 Reappointment of Mr. Harshad Patel as Managing Director
 Resolution required: Special
 Mode of voting: E voting & Poll

Poll and E-voting:

| 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 |
| Promoter and Promoter Group | 1655706 | 1591701 | 96.13 | 1591701 | 0 | 100.00 | 0 |
| Public – Institutional holders | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Others | 7536894 | 450032 | 5.97 | 450007 | 25 | 99.99 | 0.01 |
| Total | 9192600 | 2041733 | 22.21 | 2041708 | 25 | 99.99 | 0.01 |

5. Details of the Agenda :
 To borrow, raise money and to mortgage or creation of security charge on the properties of the Company under section 180(1) (a) & 180(1)(c) of the Companies Act, 2013
 Resolution required: Special
 Mode of voting: E voting & Poll

Poll and E-voting:

| 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 |
| Promoter and Promoter Group | 1655706 | 1591701 | 96.13 | 1591701 | 0 | 100.00 | 0 |
| Public – Institutional holders | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Others | 7536894 | 450032 | 5.97 | 443007 | 7025 | 98.44 | 1.56 |
| Total | 9192600 | 2041733 | 22.21 | 2034708 | 7025 | 99.66 | 0.34 |



612, Veena Killedar Ind. Est., 10-14, Pais Street, Byculla (W), Mumbai - 400 011.
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Rishi Laser Ltd.



6. Details of the Agenda:
 Appointment of the Cost Auditor and to fix their remuneration
 Resolution required: Special
 Mode of voting: E voting & Poll

Poll and E-voting:

| 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 |
| Promoter and Promoter Group | 1655706 | 1591701 | 96.13 | 1591701 | 0 | 100.00 | 0 |
| Public – Institutional holders | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Others | 7536894 | 450032 | 5.97 | 450007 | 25 | 99.99 | 0.01 |
| Total | 9192600 | 2041733 | 22.21 | 2041708 | 25 | 99.99 | 0.01 |

7. Details of the Agenda :
 Appointment of Mr. Vasant Goray as an Independent Director for a term of five years
 Resolution required: Special
 Mode of voting: E voting & Poll

Poll and E-voting:

| 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 |
| Promoter and Promoter Group | 1655706 | 1591701 | 96.13 | 1591701 | 0 | 100.00 | 0 |
| Public – Institutional holders | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Others | 7536894 | 450032 | 5.97 | 450007 | 0 | 99.99 | 0.01 |
| Total | 9192600 | 2041733 | 22.21 | 2041708 | 0 | 99.99 | 0.01 |



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Web.: www.rishilaser.com

Rishi Laser Ltd.



Date: 01.10.2014

The Dy. General Manager
Corporate Relations Department
Bombay Stock Exchange Limited
Dalal Street, Fort
Mumbai- 400001

Dear Sir,

Re: Company Code: 526861

Sub: Disclosure pertaining to voting results of 22nd AGM

At the 22nd Annual General Meeting of the Company held on Tuesday, 30th September 2014 at Indian Merchant's Chamber, Killachand Conference Room, 2nd Floor, IMC Marg, Churchgate, Mumbai- 400020, all the resolutions of items of business as contained in the notice of Annual General Meeting, were transacted and approved by the shareholders with requisite majority.

Pursuant to Clause 35A of the Listing Agreement, we enclose herewith the disclosure in the prescribed format, pertaining to combined voting results (i.e. of e-voting and poll conducted at the AGM).

We are also enclosing herewith the following:

1. Copy of Scrutiniser Report (for e-voting)
2. Copy of Scrutiniser Report (for poll)
3. Summary Report (for e-voting and poll)

Kindly acknowledge and take the same on record.

Thanking You

Yours faithfully,
For Rishi Laser Limited

Supriya Joshi
Company Secretary

V. Sundaram & Co.

COMPANY SECRETARIES

Residential Address :
704, Satyam Tower, 90 Ft. Road,
Thakur Complex, Kandivli (E),
Mumbai - 400 101.
Mobile : 9833159899
e-mail : vsundaramfcs1@hotmail.com

The Chairman,
Rishi Laser Limited
Mumbai

Sub: Summary of the Results of the Voting on the resolution (including e-Voting and Poll) passed at the Annual General Meeting held on 30th September, 2014.


| Item no. of Notice | Votes in favour of the resolution | | | Votes against the resolution | | | Invalid votes | |
|--------------------|-----------------------------------|---------|-----------------------|------------------------------|-------|-----------------------|---------------|-------|
| | Numbers | | % of total votes cast | Numbers | | % of total votes cast | Numbers | |
| | Persons | Votes | | Persons | Votes | | Persons | Votes |
| 1 | 44 | 2041733 | 100.00 | 00 | Nil | Nil | 00 | Nil |
| 2 | 43 | 2041708 | 99.99 | 01 | 25 | 0.01 | 00 | Nil |
| 3 | 44 | 2041733 | 100.00 | 00 | Nil | Nil | 00 | Nil |
| 4 | 43 | 2041708 | 99.99 | 01 | 25 | 0.01 | 00 | Nil |
| 5 | 42 | 2034708 | 99.66 | 02 | 7025 | 0.34 | 00 | Nil |
| 6 | 43 | 2041708 | 99.99 | 01 | 25 | 0.01 | 00 | Nil |
| 7 | 43 | 2041708 | 99.99 | 01 | 25 | 0.01 | 00 | Nil |

Thanking you,

yours faithfully,

Place: Mumbai
Dated: 1st October, 2014

For V. Sundaram & Co.



V. Sundaram
Company Secretary
CP No.: 3373

FORM No. MGT-13
Report of Scrutinizer(s)

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

The Chairman
Rishi Laser Limited
Mumbai.

Sub: Annual General Meeting of the Equity Shareholders of Rishi Laser Limited held on Tuesday, 30th September, 2014 at Mumbai, Maharashtra.

Dear Sir,

I, V. Sundaram, Practicing Company Secretary, was appointed by the Chairman of the Meeting as Scrutinizer for the purpose of the poll conducted on the below mentioned resolutions, at the Annual General Meeting of the Equity Shareholders of Rishi Laser Limited, held on Tuesday, 30th September, 2014 at Mumbai, of which we submit our report as under:

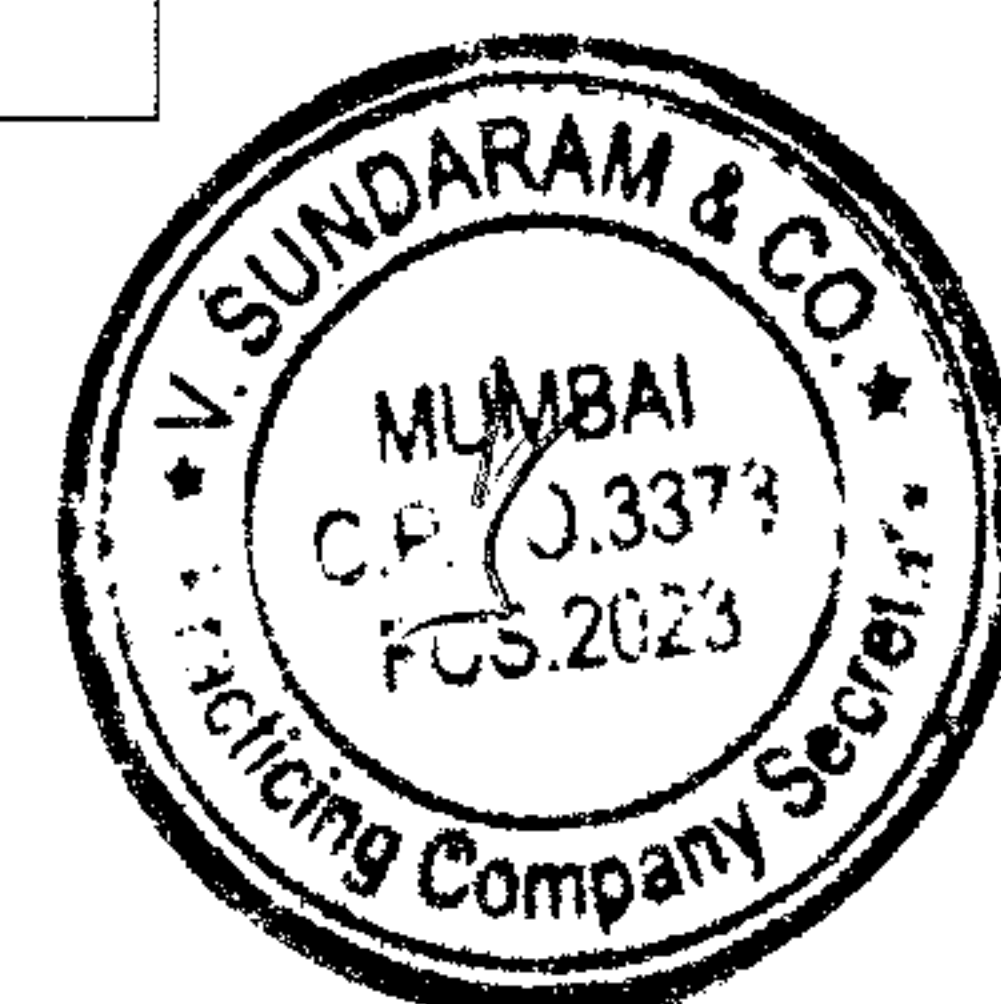
1. After the closing of the poll as announced by the Chairman, ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective for any reason have been treated as invalid/rejected and kept separately.
4. The result of the Poll is as under:

Resolution 1:

Adoption of Annual Accounts and Reports thereon for the financial year ended 31st March, 2014.

(i) Voted in favour of the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast | % of total number of valid votes cast on poll |
|--|----------------------|---|
| 7 | 765 | 100 |



(ii) Votes against the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 0 | 0 | 0 |

(iii) Invalid Votes:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them |
|--|------------------------------|
| 0 | 0 |

Resolution 2:

Appointment of Director in place of Mr. Jayesh Sheth (DIN: 00171340) who retires by rotation and being eligible offers himself for re-appointment.

(i) Voted in favour of the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast on poll |
|--|------------------------------|---|
| 7 | 765 | 100 |

(ii) Votes against the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast on poll |
|--|------------------------------|---|
| 0 | 0 | 0 |

(iii) Invalid Votes:

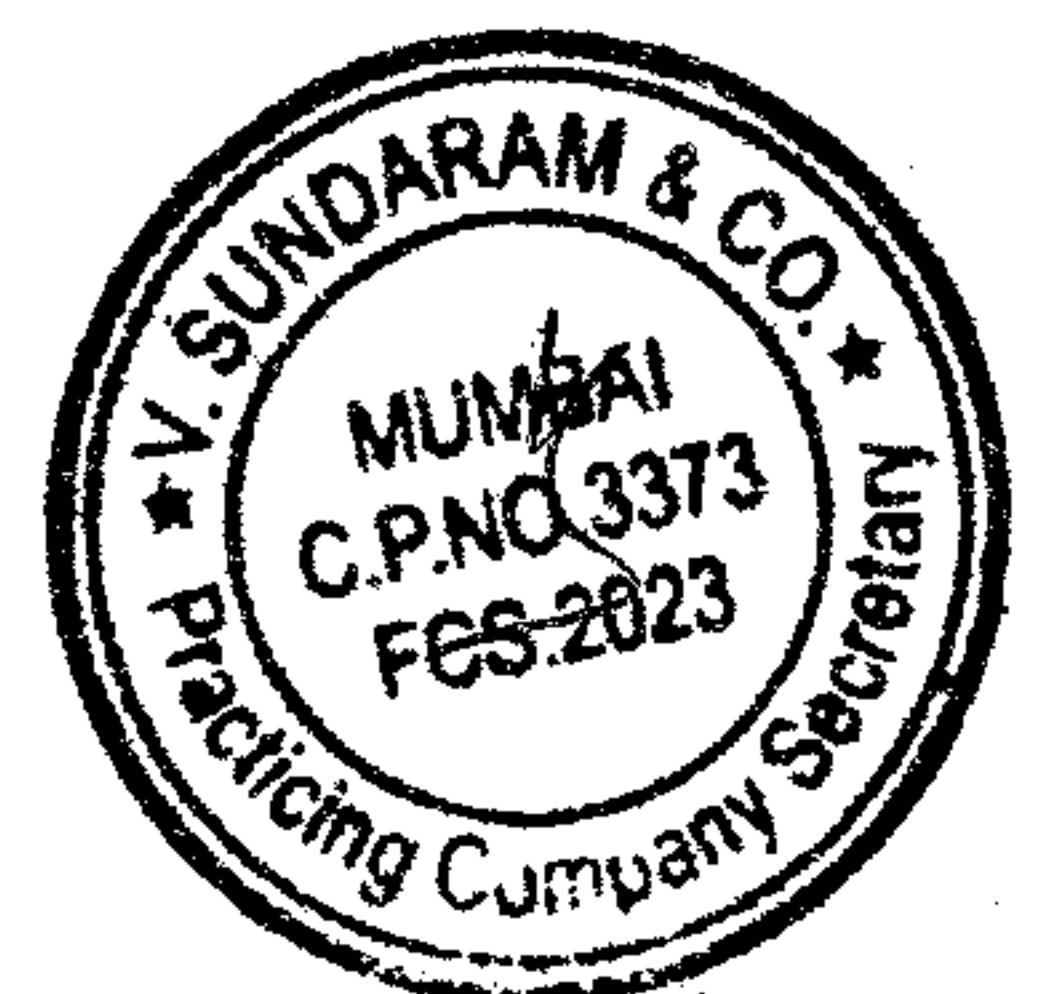
| Number of members present and voting (in person or by proxy) | Number of votes cast by them |
|--|------------------------------|
| 0 | 0 |

Resolution 3:

Re-appointment of M/s. Alladi Krishnan & Kumar., Chartered Accountants, as Statutory Auditors and fix their remuneration.

(i) Voted in favour of the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast on poll |
|--|------------------------------|---|
| 7 | 765 | 100 |



(ii) Votes against the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 0 | 0 | 0 |

(iii) Invalid Votes:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them |
|--|------------------------------|
| 0 | 0 |

Resolution 4:

Re-appointment of Mr. Harshad Patel (DIN: 00164228) as Managing Director as a Special resolution.

(i) Voted in favour of the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast on poll |
|--|------------------------------|---|
| 7 | 765 | 100 |

(ii) Votes against the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 0 | 0 | 0 |

(iii) Invalid Votes:

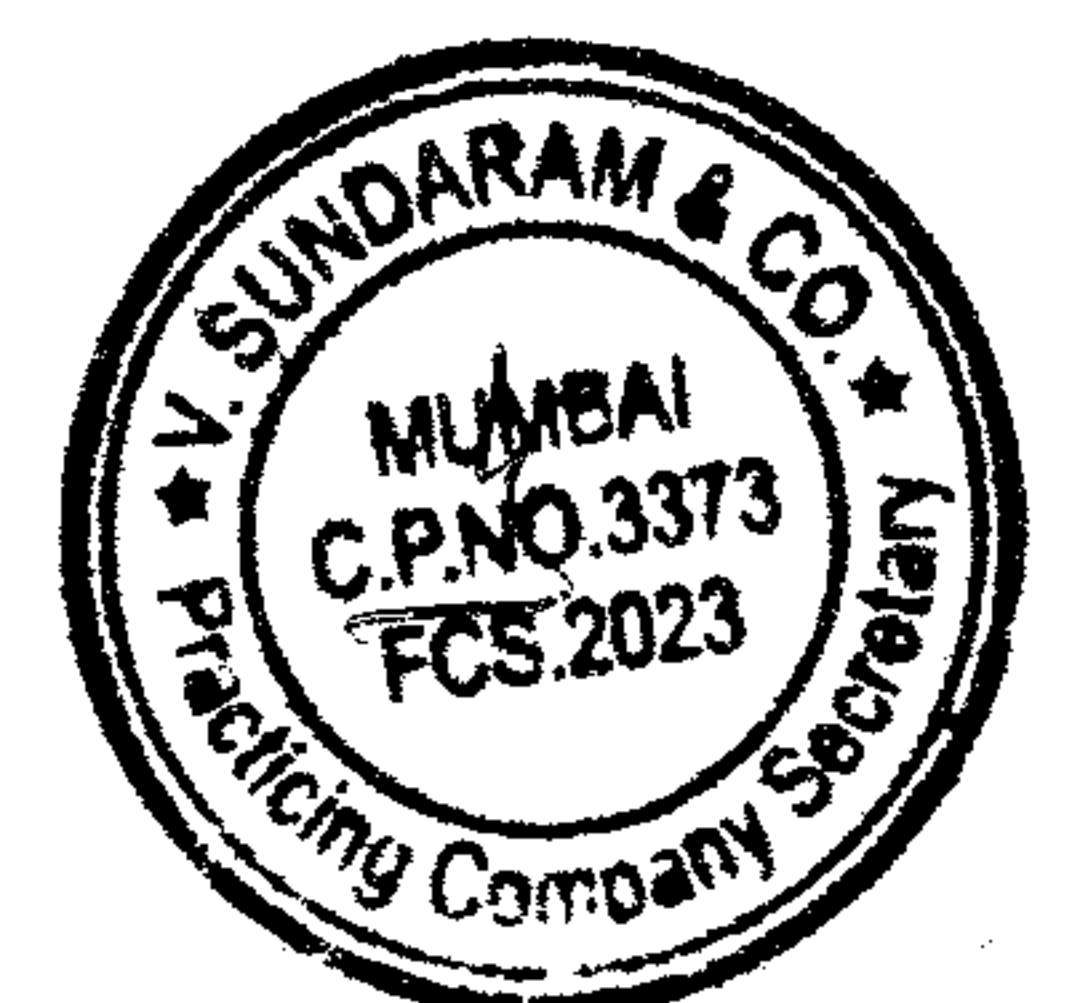
| Number of members present and voting (in person or by proxy) | Number of votes cast by them |
|--|------------------------------|
| 0 | 0 |

Resolution 5:

To borrow, raise money and to mortgage or creation of security charge on the properties of Company under section 180(1)(a)& 180 (1)(c) of the Companies act 2013 as a special resolution.

(i) Voted in favour of the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast on poll |
|--|------------------------------|---|
| 7 | 765 | 100 |



(ii) Votes against the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 0 | 0 | 0 |

(iii) Invalid Votes:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them |
|--|------------------------------|
| 0 | 0 |

Resolution 6:

Appointment of the Cost Auditors and to fix their remuneration.

(i) Voted in favour of the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast on poll |
|--|------------------------------|---|
| 7 | 765 | 100 |

(ii) Votes against the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 0 | 0 | 0 |

(iii) Invalid Votes:

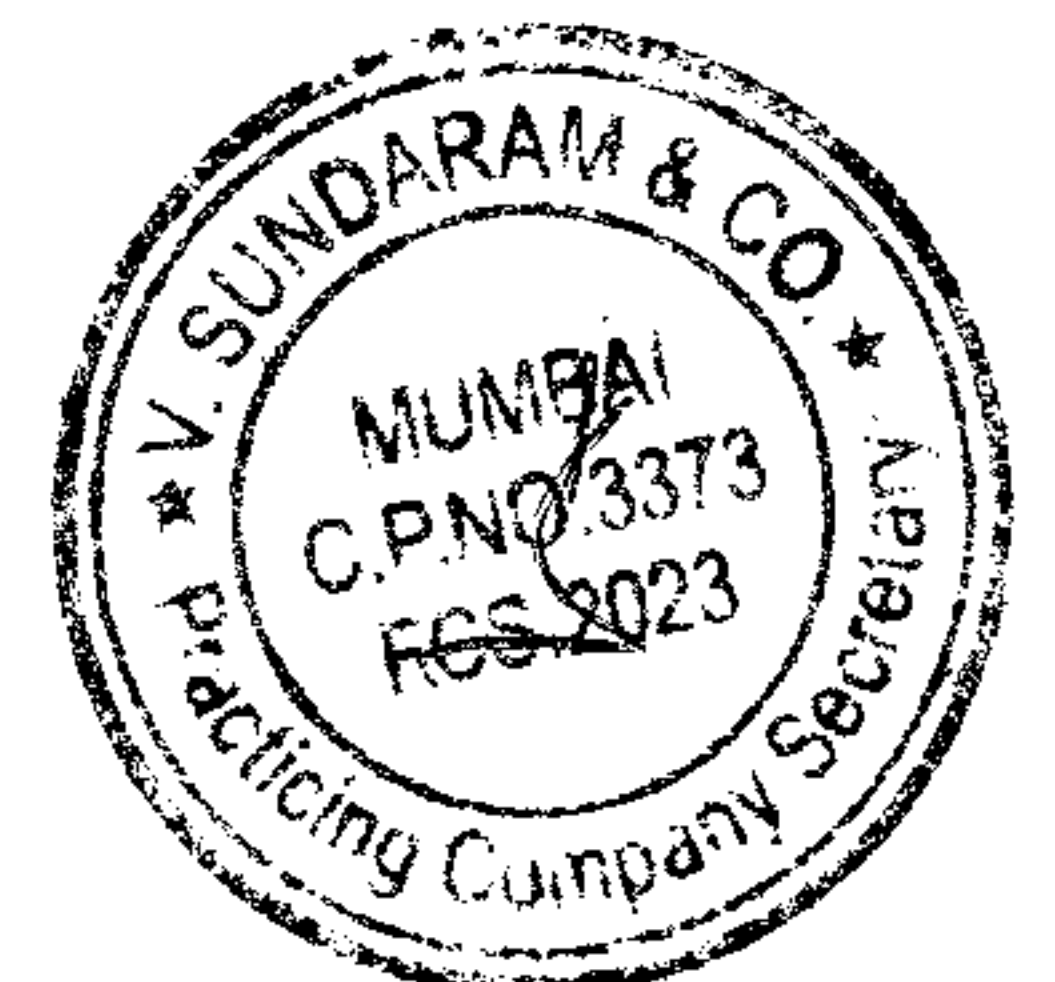
| Number of members present and voting (in person or by proxy) | Number of votes cast by them |
|--|------------------------------|
| 0 | 0 |

Resolution 7:

Appointment of Mr. Vasant Goray (DIN: 00176609) as Independent Director of the Company for a term of five years.

(i) Voted in favour of the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast on poll |
|--|------------------------------|---|
| 7 | 765 | 0 |



(ii) Votes against the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 0 | 0 | 0 |

(iii) Invalid Votes:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them |
|--|------------------------------|
| 0 | 0 |

5. The poll papers and all other relevant records were sealed and handed over to the Company Secretary who was authorized by the Board for safe keeping.

Thanking you,

Place: Mumbai
Dated: 1st October, 2014

yours faithfully,

For V. Sundaram & CO.



V. Sundaram
Company Secretary
CP No.: 3373

V. Sundaram & Co.

COMPANY SECRETARIES

Residential Address :

704, Satyam Tower, 90 Ft. Road,
Thakur Complex, Kandivli (E),
Mumbai - 400 101.

Mobile : 9833159899

e-mail : vsundaramfcs1@hotmail.com

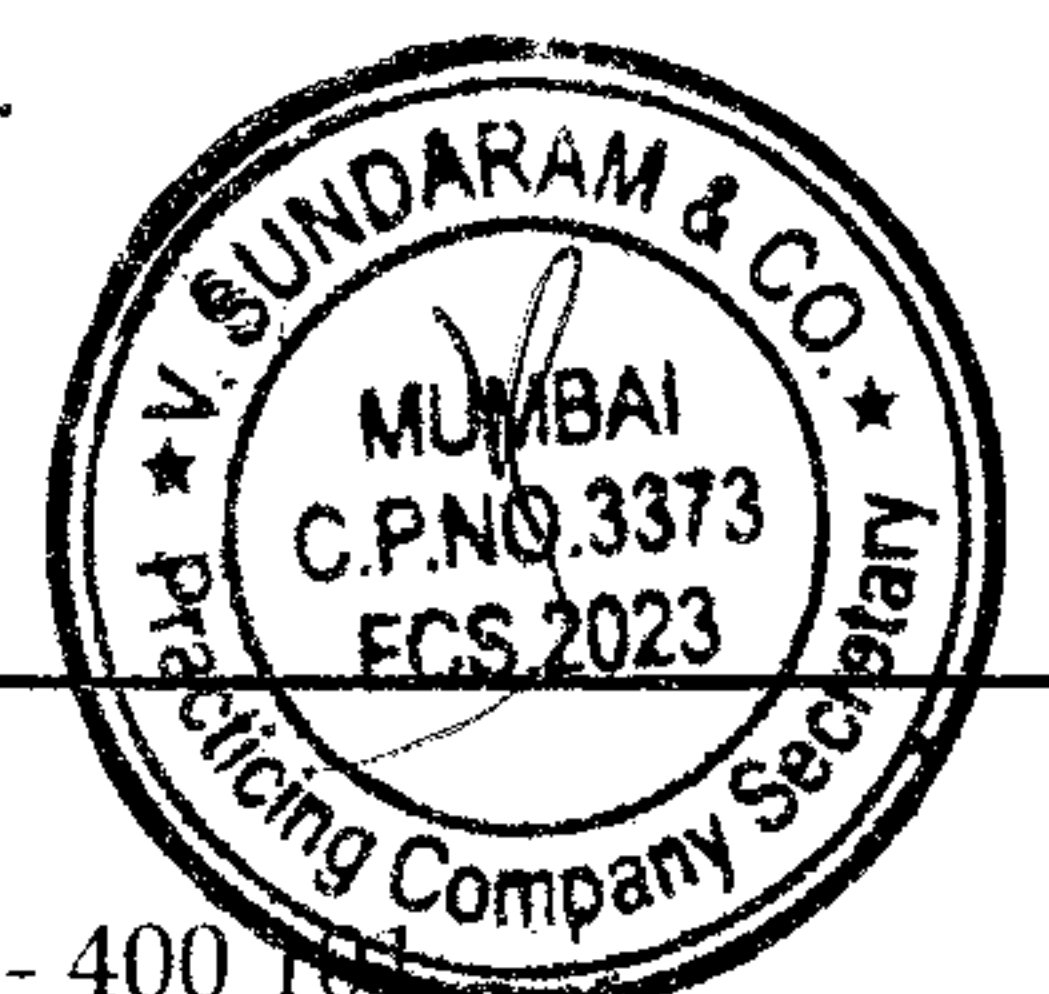
The Chairman,
Rishi Laser Limited
Mumbai

Sub: Passing of Resolution through e- Voting for the Annual General Meeting of Rishi Laser Limited to be held on Tuesday, 30th September, 2014.

1. I, V. Sundaram, Company Secretary in practice, was appointed as a scrutinizer by
 - (i) The Board of Directors of Rishi Laser Limited (the Company) for the purpose of scrutinizing the e- voting process under the provision of section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) and
 - (ii) The Company had appointed CDSL as the service provider, for extending the facility of electronic voting to the shareholders of the Company from 9.00 A.M. on 23rd September, 2014 till 6.00 P.M. on 25th September, 2014. After the date and time fixed for closing of the e-Voting, the site was blocked.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-Voting on the resolutions contained in the notice to the Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e- voting process is restricted to make a Scrutinizer's report of the votes cast "In favour" or "against" the resolutions stated below, based on the report generated from the e- voting system provided by the CSDL, the Authorized agency and also the Registrar and Transfer Agents engaged by the Company to provide E- voting facilities.

ITEMS

- 1) Adoption of Annual Accounts and Reports thereon for the financial year ended 31st March, 2014.
- 2) Appointment of Director in place of Mr. Jayesh Sheth (DIN: 00171340) who retires by rotation and being eligible offers himself for re-appointment.
- 3) Re-appointment of M/s. Alladi Krishnan & Kumar., Chartered Accountants, as Statutory Auditors and fix their remuneration.
- 4) Re-appointment of Mr. Harshad Patel (DIN: 00164228) as Managing Director as a Special resolution.
- 5) To borrow, raise money and to mortgage or creation of security charge on the properties of Company under section 180(1)(a)& 180 (1)(c) of the Companies act 2013 as a special resolution.
- 6) Appointment of the Cost Auditors and to fix their remuneration.



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7) Appointment of Mr. Vasant Goray (DIN: 00176609) as Independent Director of the Company for a term of five years.

3. Scrutinizer report on the e-voting of the resolutions given in the notice of the AGM of the Company is submitted as under:-

| Item no. of Notice | Votes in favour of the resolution | | | Votes against the resolution | | | Invalid votes | |
|--------------------|-----------------------------------|---------|-----------------------|------------------------------|-------|-----------------------|---------------|-------|
| | Numbers | | % of total votes cast | Numbers | | % of total votes cast | Numbers | |
| | Persons | Votes | | Persons | Votes | | Persons | Votes |
| 1 | 37 | 2040968 | 100.00 | 00 | 00 | -- | 00 | NIL |
| 2 | 36 | 2040943 | 99.99 | 01 | 25 | 0.01 | 00 | NIL |
| 3 | 37 | 2040968 | 100.00 | 00 | 00 | -- | 00 | NIL |
| 4 | 36 | 2040943 | 99.99 | 01 | 25 | 0.01 | 00 | NIL |
| 5 | 35 | 2033943 | 99.66 | 02 | 7025 | 0.34 | 00 | NIL |
| 6 | 36 | 2040943 | 99.99 | 01 | 25 | 0.01 | 00 | NIL |
| 7 | 36 | 2040943 | 99.99 | 01 | 25 | 0.01 | 00 | NIL |

4. All relevant records were sealed and handed over to the Company Secretary/ Authorized person authorized on his behalf by the board for safe keeping.

Thanking you,

yours faithfully,

Place: Mumbai

Dated: 27th September, 2014

For V. Sundaram & CO.



**V. Sundaram
Company Secretary
CP No.: 3373**