

# Details regarding the voting Results

Sr. No.	Particulars	Details
1	Date of AGM	29 <sup>th</sup> September, 2014
2	Record Date	22 <sup>th</sup> August, 2014
3	Total number of shareholders as on Record Date	2927
4	No. of Shareholders present in the meeting either in person or through proxy:	
	Promoters and promoter Groups:	4
	Public:	16
5	No of shareholders attended meeting through video conferencing	Not Arranged







Regd. Office: S. No. 125, Nr. Kalyanpura Patia, Village Itla, Gandhinagar Mansa Road, Tal. Kalol, Dist. Gandhinagar – 382845, Gujarat CIN: L25209GJ1993PLC019532 Tel. 079-26651346 Fax: 079-26640969 Email: Info@rushil.com WEB SITE: www.virlaminate.com

Declaration in accordance with Clause 35A of the Listing Agreement, the businesses transacted by the Company through E-voting and Poll are as under:

RESOLUTION: 1. Consider and adopt the financial statements of the Company for the year ended March 31, 2014

Resolution required : Ordinary Mode of Voting: E-voting / Poll

					N OF HOTES	% OF VOTES
NO OF SHARES HELD	100101	ASSESSED DISCUSSION OF THE PARTY OF THE PART	IN FAVOUR	AGAINST	IN FAVOUR ON VOTES POLLED	AGAINST ON VOTES POLLED
[1]	[2]	[3]=[(2)/(1)]* 100	[4]	[5]	[6]=[(4)/(2)]* 100	[7]=[(5)/(2)]* 100
8054590	8054590	100.00	8054590	0	100	0
978500	0	0.00	0	0	0	C
5366910	714673	13.32	714673		100	(
14400000	8769263	60.90	8769263	3 (	100	
	[1] 8054590 978500	NO. OF   NO. OF   VOTES   POLLED	NO OF SHARES HELD   NO. OF VOTES   POLLED ON OUTSTANDIN G SHARES     [1]   [2]   [3]=[(2)/(1)]*   100     8054590   8054590   100.00     978500   0   0.00     5366910   714673   13.32	NO OF SHARES HELD   NO. OF VOTES   NO. OF VOTES	NO OF SHARES HELD   NO. OF VOTES   NO OF V	NO OF SHARES HELD   NO. OF VOTES   POLLED ON OUTSTANDIN G SHARES   NO OF VOTES   NO OF VOTES   IN FAVOUR ON VOTES   POLLED ON OUTSTANDIN G SHARES   [4]

RESOLUTION: 2. Reappointment of Shri Kaushikbhai J. Thakkar who retires by rotation

Resolution required: Ordinary

Mode of Voting: E-voting / Poll

Details of E-voting & Poll:		NO. OF	% OF VOTES	NO OF VOTES -	NO OF VOTES -	% OF VOTES	% OF VOTES
PROMOTER/PUBLIC	NO OF SHARES HELD	VOTES POLLED	POLLED ON OUTSTANDIN G SHARES	IN FAVOUR	AGAINST	IN FAVOUR ON VOTES POLLED	AGAINST ON VOTES POLLED
	[1]	[2]	[3]=[(2)/(1)]* 100	[4]	[5]	[6]=[(4)/(2)]* 100	[7]=[(5)/(2)]* 100
PROMOTER AND PROMOTER GROUPS	8054590	8054590	100.00	8054590	0	100	C
PUBLIC-INSTITUTIONAL HOLDERS	978500	0	0.00	0	0	0	0
PUBLIC OTHERS	5366910	714673	13.32	714673	0	100	
TOTAL	14400000	8769263	60.90	8769263	0	100	) (



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RESOLUTION: 3. Appointment of Statutory Auditors and fixing their remuneration

Resolution required: Ordinary

Mode of Voting: E-voting / Poll

Details of E-voting & Poll:

PROMOTER/PUBLIC	NO OF SHARES HELD	NO. OF VOTES POLLED		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 GROUPS	8054590	8054590	100.00	8054590	0	100	0
PUBLIC-INSTITUTIONAL HOLDERS	978500	0	0.00	0	0	0	0
PUBLIC OTHERS	5366910	714673	13.32	714673	0	100	0
TOTAL	14400000	8769263	60.90	8769263	0	100	0

RESOLUTION: 4. Continue the appointment of Shri Ghanshyambhai A. Thakkar as Whole TimeDirector

Resolution required: Special

Mode of Voting: E-voting / Poll

Details of F-voting & Poll:

Details of E-voting & Poli;							
PROMOTER/PUBLIC	NO OF SHARES HELD	NO. OF VOTES POLLED	% OF VOTES POLLED ON OUTSTANDIN G 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 GROUPS	8054590	8054590	100.00	8054590	0	100	0
PUBLIC-INSTITUTIONAL HOLDERS	978500	0	0.00	0	0	0	0
PUBLIC OTHERS	5366910	714673	13.32	714673	0	100	0
TOTAL	14400000	8769263	60.90	8769263	0	100	0



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	lear Deacad Bh	agat as an Inde	pendent Directo	r		
nent of Shri Shar	ikar Prasau bi	lagar as an inves				
nary						
Poll						
		OF VOTES	NO OF VOTES -	NO OF VOTES -	% OF VOTES	% OF VOTES
1100		POLLED ON OUTSTANDIN G SHARES	IN FAVOUR	AGAINST	IN FAVOUR ON VOTES POLLED	AGAINST ON VOTES POLLED
[1]	[2]	[3]=[(2)/(1)]* 100	[4]	[5]	[6]=[(4)/(2)]* 100	[7]=[(5)/(2)]* 100
8054590	8054590	100.00	8054590		100	
978500	) (	0.00			0	
1/		12.2	714673		0 10	0
5366910	714673	13.54	714073	1		
14400000	8769263	60.90	8769263	3	0 10	0
	NO OF SHARES HELD  [1]  8054590	NO OF SHARES HELD   NO. OF VOTES POLLED	NO OF	NO OF SHARES HELD	NO OF   NO. OF   WOTES   NO OF VOTES   AGAINST    [1] [2] [3]=[(2)/(1)]* [4] [5]      8054590   8054590   100.00   8054590   0    978500   0   0.00   0	NO OF

RESOLUTION: 6. Appointment of Shri Rohitbhai B. Thakkar as an Independent Director

Resolution required : Ordinary

Mode of Voting: E-voting / Poll

Details of E-voting & Poll:					110 05 110 555	N/ OF WOTES	N OF VOTES
PROMOTER/PUBLIC	NO OF SHARES HELD	NO. OF VOTES POLLED	% OF VOTES POLLED ON OUTSTANDIN G 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 GROUPS	8054590	8054590	100.00	8054590	(	100	0
PUBLIC-INSTITUTIONAL HOLDERS	978500	0	0.00	0	) (	0	) 0
PUBLIC OTHERS 1	5366910	714673	13.32	714673		100	) (
TOTAL	14400000	8769263	60.90	8769263	3	0 100	



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CIN: L25209G1	1993PLC019532 Fel.	073-200013-107-0					
			Independ	ant Director			
RESOLUTION : 7. Appoints	ment of Miss Jing	le P. Thakkar a	is an Independ	ent Director			
esolution required : Ordi							
Node of Voting: E-voting /	Poll						
Details of E-voting & Poll:		or T	% OF VOTES	NO OF VOTES -	NO OF VOTES -	% OF VOTES	% OF VOTES
PROMOTER/PUBLIC	SHARES HELD	VOTES POLLED	POLLED ON OUTSTANDIN G SHARES	IN FAVOUR	AGAINST	IN FAVOUR ON VOTES POLLED	AGAINST ON VOTES POLLED
	[1]	[2]	[3]=[(2)/(1)]* 100	[4]	[5]	[6]=[(4)/(2)]* 100	[7]=[(5)/(2)]* 100
, 1							
PROMOTER AND							
PROMOTER GROUPS	8054590	8054590	100.00	8054590	(	100	0
PUBLIC-INSTITUTIONAL		0	0.00	0		0	0
HOLDERS	978500	0	0.00			41	
PUBLIC OTHERS	5366910	714673	13.32	714673	(	100	0
TOTAL	14400000	8769263	60.90	8769263		100	0
RESOLUTION : 8. Retiren Resolution required : Oro		Shri Harshadl	ohai N. Doshi				
Mode of Voting: E-voting							
Details of E-voting & Poll							
PROMOTER/PUBLIC	NO OF SHARES HELD	NO. OF VOTES POLLED	% OF VOTES POLLED ON OUTSTANDIN G SHARES	NO OF VOTES -	NO OF VOTES AGAINST	- % OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTES POLLED
1	[1]	[2]	[3]=[(2)/(1)]* 100	[4]	[5]	[6]=[(4)/(2)] 100	[7]=[(5)/(2)] <sup>4</sup> 100
PROMOTER AND PROMOTER GROUPS	8054590	8054590	100.0	805459	0	0 10	0
PUBLIC-INSTITUTIONAL HOLDERS	978500		0.0	0	0	0	0
PUBLIC OTHERS	5366910	71467	13.3	2 71467	3	0 10	0
TOTAL	1440000	8769263	60.9	0 876926	3	0 10	0



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					n WEB SITE: www.vi		
ESOLUTION : 9. Increase	in Borrowing Lin	it under section	n 180(1)(c) of t	he Companies A	ct, 2013		
ESOLUTION: 9. Increase	in borrowing and						
esolution required : Speci	Dell						
lode of Voting: E-voting /	POII						
etails of E-voting & Poll:	NO OF	NO. OF	6 OF VOTES	O OF VOTES -	Control of the Contro		% OF VOTES
ROMOTER/PUBLIC	1100	VOTES F	A CONTRACTOR OF THE PARTY OF TH	N FAVOUR		ON VOTES	AGAINST ON VOTES POLLED
	[1]	[2]	[3]=[(2)/(1)]* 100	[4]	[5]	[6]=[(4)/(2)]* 100	[7]=[(5)/(2)] 100
PROMOTER AND				8054590	0	100	
PROMOTER GROUPS	8054590	8054590	100.00	8054590	0	100	
PUBLIC-INSTITUTIONAL					0	0	
HOLDERS ,	978500	0	0.00	0	U	U	
1						1 100	
PUBLIC OTHERS	5366910	714673	13.32	714673	0	100	
						100	1
TOTAL	14400000	8769263	60.90	8769263	0	100	
T. C. T. T. C.							
							1
RESOLUTION : 10. Autho	ority to Mortgage	/ Charge asse	ts of the Compa	iny under section	180(1)(a) of th	e Companies A	Act, 2013
RESOLUTION : 10. Autho		/ Charge asse	ts of the Compa	iny under section	180(1)(a) of th	e Companies A	Act, 2013
Resolution required : Spe	ecial	/ Charge asse	ts of the Compa	iny under section	1 180(1)(a) of th	e Companies A	Act, 2013
Resolution required : Spe Mode of Voting: E-voting	ecial g / Poll	/ Charge asse	ts of the Compa				
Resolution required : Spe	ecial g / Poll	NO. OF	% OF VOTES POLLED ON OUTSTANDIN G SHARES	NO OF VOTES -	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTE AGAINST O VOTES POLLED
Resolution required : Spe Mode of Voting: E-voting Details of E-voting & Poll	ecial g / Poll : NO OF	NO. OF VOTES	% OF VOTES POLLED ON OUTSTANDIN	NO OF VOTES -	NO OF VOTES	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTE AGAINST O VOTES
Resolution required : Spe Mode of Voting: E-voting Details of E-voting & Poll PROMOTER/PUBLIC	ocial  y / Poll  NO OF SHARES HELD	NO. OF VOTES POLLED	% OF VOTES POLLED ON OUTSTANDIN G SHARES  [3]=[(2)/(1)]*	NO OF VOTES - IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTE AGAINST C VOTES POLLED
Resolution required : Spe Mode of Voting: E-voting Details of E-voting & Poll PROMOTER/PUBLIC	ocial  y / Poll  NO OF SHARES HELD	NO. OF VOTES POLLED	% OF VOTES POLLED ON OUTSTANDIN G SHARES  [3]=[(2)/(1)]*	NO OF VOTES - IN FAVOUR	NO OF VOTES AGAINST	- % OF VOTES IN FAVOUR ON VOTES POLLED [6]=[(4)/(2)] 100	% OF VOTE AGAINST O VOTES POLLED * [7]=[(5)/(2
Resolution required: Spe Mode of Voting: E-voting Details of E-voting & Poll PROMOTER/PUBLIC	ocial  y / Poll  NO OF SHARES HELD	NO. OF VOTES POLLED	% OF VOTES POLLED ON OUTSTANDIN G SHARES  [3]=[(2)/(1)]*	NO OF VOTES - IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTE AGAINST O VOTES POLLED * [7]=[(5)/(2
Resolution required : Spe Mode of Voting: E-voting Details of E-voting & Poll PROMOTER/PUBLIC	POINT SHARES HELD [1]	NO. OF VOTES POLLED	% OF VOTES POLLED ON OUTSTANDIN G SHARES  [3]=[(2)/(1)]*	NO OF VOTES - IN FAVOUR  [4]	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED [6]=[(4)/(2)] 100	% OF VOTE AGAINST O VOTES POLLED * [7]=[(5)/(2

8769263

14400000

TOTAL



0

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	1. Authority for Keeping Registers and Returns at a place other than Registered Office of the Company	
	for Kooping Registers and Returns at a place other than negative	
RESOLUTION :	1. Authority for Reeping Registers and	

Resolution required : Special

Mode of Voting: E-voting / Poll

etails of E-voting & Poll:			% OF VOTES	NO OF VOTES -	NO OF VOTES -	% OF VOTES	% OF VOTES
PROMOTER/PUBLIC	140 01	VOTES	POLLED ON OUTSTANDIN G SHARES	IN FAVOUR	AGAINST	IN FAVOUR ON VOTES POLLED	AGAINST ON VOTES POLLED
	[1]	[2]	[3]=[(2)/(1)]* 100	[4]	[5]	[6]=[(4)/(2)]* 100	[7]=[(5)/(2)]* 100
				y .			
PROMOTER AND PROMOTER GROUPS	8054590	8054590	100.00	8054590	)	100	
PUBLIC-INSTITUTIONAL HOLDERS	978500	) 0	0.00	0		0 (	
TO LO LITE			122	714673	2	0 10	0
PUBLIC OTHERS	5366910	714673	13.3	/140/	2]	0	
TOTAL	1440000	8769263	60.9	0 876926	3	0 10	0

## RESOLUTION: 12. Adoption of New set of Articles of Association

Resolution required : Special

Mode of Voting: E-voting / Poll

		Contract of the second	NO OF MOTES	NO OF WOTES	W OF VOTES	% OF VOTES
NO OF SHARES HELD	VOTES	POLLED ON	IN FAVOUR	AGAINST	70.01	AGAINST ON VOTES POLLED
[1]	[2]	[3]=[(2)/(1)]*	[4]	[5]	[6]=[(4)/(2)]* 100	[7]=[(5)/(2)]* 100
1						
8054590	8054590	100.00	8054590		100	C
978500	0	0.00			0	) (
			71467		100	
5366910	714673	13.3.	/146/3	21	100	
1440000	8769263	60.9	876926	3	0 100	
	[1] 8054590 978500	SHARES HELD VOTES POLLED  [1] [2]  8054590 8054590  978500 0  5366910 714673	SHARES HELD   VOTES   POLLED ON OUTSTANDIN G SHARES     [1]   [2]   [3]=[(2)/(1)]*   100     8054590   8054590   100.00     978500   0   0.00     5366910   714673   13.33	NO OF   NO. OF   VOTES   POLLED ON OUTSTANDIN G SHARES   SHARES	NO. OF   NO. OF   YOTES   POLLED ON OUTSTANDIN G SHARES   SHARES	NO OF   NO. OF   NO. OF   NO. OF   NO. OF   SHARES   NO. OF   NO. OF   SHARES   NO



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RESOLUTION: 13. Approval for Transaction with Related Party for availing Transportation Services

Resolution required: Special

Mode of Voting: E-voting / Poll

Details of E-voting & Poll:							
PROMOTER/PUBLIC	NO OF SHARES HELD	NO. OF VOTES POLLED	% OF VOTES POLLED ON OUTSTANDIN G 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 GROUPS	8054590	0	0.00	C	) (	0	(
PUBLIC-INSTITUTIONAL HOLDERS 1	978500	0	0.00	(	) (	0	
PUBLIC OTHERS	5366910	714673	13.32	714673	3	100	) (
TOTAL	14400000	714673	4.96	714673	3	100	) (

Note: the result as mentioned under resolution 13 is the final result without considering the votes of interested shareholders.

RESOLUTION: 14. Appointment of Mr. Rushil K. Thakkar as Vice President - General

Resolution required : Special

Mode of Voting: E-voting / Poll

Details of E-voting & Poll:

PROMOTER/PUBLIC	NO OF SHARES HELD	NO. OF VOTES POLLED	% OF VOTES POLLED ON OUTSTANDIN G SHARES	NO OF VOTES - IN FAVOUR	NO OF VOTES - AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTES POLLED
. 1	[1]	[2]	[3]=[(2)/(1)]* 100	[4]	[5]	[6]=[(4)/(2)]* 100	[7]=[(5)/(2)]* 100
PROMOTER AND PROMOTER GROUPS	8054590	0	0.00	0	0	0	0
PUBLIC-INSTITUTIONAL HOLDERS	978500	0	0.00	0	0	0	0
PUBLIC OTHERS	5366910	714673	13.32	714673	0	100	0
TOTAL	14400000	714673	4.96	714673	0	100	0

Note: the result as mentioned under resolution 14 is the final result without considering the votes of interested shareholders.



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RESOLUTION: 15. Change in the Terms of Appointment of Managing Director

Resolution required : Ordinary Mode of Voting: E-voting / Poll

PROMOTER/PUBLIC		VOTES	70 01 00100	NO OF VOTES - IN FAVOUR	NO OF VOTES - AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTES POLLED
(8)	[1]	[2]	[3]=[(2)/(1)]* 100	[4]	[5]	[6]=[(4)/(2)]* 100	[7]=[(5)/(2)]* 100
PROMOTER AND PROMOTER GROUPS	8054590	8054590	100.00	8054590	0	100	(
PUBLIC-INSTITUTIONAL HOLDERS	978500	0	0.00	0	) (	0	(
PUBLIC OTHERS	5366910	714673	13.32	714673	3	100	
TOTAL	14400000	8769263	60.90	8769263	3	100	)

For Rushil Deger Limited

(Ghanshyambhai A. Thakkar)

Chairman Date: 30.09.2014 Place: Ahmedabad

4, Friends Society, Jawaharchowk, Sabarmati, Ahmedabad - 380005. Mob: 9428361464, Email: mihika\_cs@yahoo.com

### Scrutinizer's Report

[Pursuant to section 108 of the Companies act, 2013 and rule 20 (xi) of the companies (Management and administration) Rules, 2014]

To, The Chairman Rushil Decor Limited Ahmedabad.

Twentieth Annual General Meeting of the Equity ShareholdersOf Rushil Decor Limited to be held on Monday, 29th September, 2014 at 3.00 p.m. at the Registered Office of the Company at S. No. 125, Nr. KalyanpuraPatia, Village Itla, Gandhinagar Mansa Road, Tal. Kalol, Dist. Gandhinagar - 382845, Gujarat

Dear Sir,

I, Mihika K. Patel, Practicing Company Secretary have been appointed as a scrutinizer of Rushil Decor Limited ("the company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of the companies act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s) at the Twentieth Annual General Meeting of the Equity Shareholders of Rushil Decor Limited, to be held on Monday, 29th September, 2014 at 3.00 p.m. at the Registered Office of the Company at S. No. 125, Nr. KalyanpuraPatia, Village Itla, Gandhinagar Mansa Road, Tal. Kalol, Dist. Gandhinagar – 382845, Gujarat. I submit my report as under.

- 1. The e-voting period remain open from 22<sup>nd</sup> day of September, 2014 (9.00 a.m.) and ends on 24th day of September, 2014(6.00 p.m.)
- 2. The shareholders holding shares as on the "cut off" date i.e.22<sup>nd</sup> August, 2014 were entitled to vote on the proposed resolution(item no. 1 to 15 as set out in the Notice of the Twentieth Annual General Meeting of the Equity shareholders of Rushil Decor Limited)
- 3. The Votes were unblocked on 24th day of September, 2014 in the presence of two witnesses, Mr.Mayur Modi (B-24, ParthIndraprasth Towers, B/h. VastrapurSarkariVasahat, Drive In Road, Ahmedabad - 380052) and Mr. Samir Patel (B-35, New Jaspark Society, Nr.IsanpurBusstand, Isanpur, Ahmedabad - 382443) who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Mr.Mayur Modi

4. Thereafter, the details containing inter-alia, list of equity Shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Limited (https://www.evotingindia.com).

4, Friends Society, Jawaharchowk, Sabarmati, Ahmedabad – 380005. Mob : 9428361464, Email : mihika\_cs@yahoo.com

## 5. The result of the e-voting is as under :

Resolution No.1- To consider and adopt the financial statements of the Company for the year ended March 31, 2014. (Ordinary Resolution)

Particulars	No. of Members voted through electronics Voting system	No. of Votes cast	% of total no. of valid votes cast
Votes in favour of the resolution	38	8769252	100%
Votes against the Resolution	NIL	NIL	NIL
Invalid Votes	NIL	NIL	NIL
Total	38	8769252	100%

# Resolution No.2 - Reappointment of Shri Kaushikbhai J. Thakkar who retires by rotation (Ordinary Resolution)

Particulars	No. of Members voted through electronics Voting system	No. of Votes cast	% of total no. of valid votes cast
Votes in favour of the resolution	38	8769252	100%
Votes against the Resolution	NIL	NIL	NIL
Invalid Votes	NIL	NIL	NIL
Total	38	8769252	100%

# Resolution No.3 - Appointment of Statutory Auditors and fixing their remuneration(Ordinary Resolution)

Particulars	No. of Members voted through electronics Voting system	No. of Votes cast	% of total no. of valid votes cast
Votes in favour of the resolution	38	8769252	100%
Votes against the Resolution	NIL	NIL	NIL
Invalid Votes	NIL	NIL	NIL
Total	38	8769252	100%



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# Resolution No.4 -Continue the appointment of Shri Ghanshyambhai A. Thakkar as Whole TimeDirector (Special Resolution)

Particulars	No. of Members voted through electronics Voting system	No. of Votes cast	% of total no. of valid votes cast
Votes in favour of the resolution	38	8769252	100%
Votes against the Resolution	NIL	NIL	NIL
Invalid Votes	NIL	NIL	NIL
Total	38	8769252	100%

# Resolution No.5 - Appointment of Shri Shankar Prasad Bhagat as an Independent Director(Ordinary Resolution)

Particulars	No. of Members voted through electronics Voting system	No. of Votes cast	% of total no. of valid votes cast
Votes in favour of the resolution	38	8769252	100%
Votes against the Resolution	NIL	NIL	NIL
Invalid Votes	NIL	NIL	NIL
Total	38	8769252	100%

# Resolution No.6 - Appointment of Shri Rohitbhai B. Thakkar as an Independent Director (Ordinary Resolution)

Particulars	No. of Members voted through electronics Voting system	No. of Votes cast	% of total no. of valid votes cast
Votes in favour of the resolution	38	8769252	100%
Votes against the Resolution	NIL	NIL	NIL
Invalid Votes	NIL	NIL	NIL
Total	38	8769252	100%



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# Resolution No.7 -Appointment of Miss Jingle P. Thakkar as an Independent Director (Ordinary Resolution)

Particulars	No. of Members voted through electronics Voting system	No. of Votes cast	% of total no. of valid votes cast
Votes in favour of		8769252	100%
Votes against the	NIL	NIL	NIL
Resolution Invalid Votes	NIL	NIL	NIL
Total	38	8769252	100%

# Resolution No.8 - Retirement of a Director Shri Harshadbhai N. Doshi (Ordinary Resolution)

Particulars	No. of Members voted through electronics Voting system	No. of Votes cast	% of total no. of valid votes cast
Votes in favour of the resolution	38	8769252	100%
Votes against the Resolution	NIL	NIL	NIL
Invalid Votes	NIL	NIL	NIL
Total	38	8769252	100%

# Resolution No.9 -Increase in Borrowing Limit under section 180(1)(c) of the Companies Act, 2013 (Special Resolution)

Particulars	No. of Members voted through electronics Voting system	No. of Votes cast	% of total no. of valid votes cast
Votes in favour of the resolution	38	8769252	100%
Votes against the Resolution	NIL	NIL	NIL
Invalid Votes	NIL.	NIL	NIL
Total	38	8769252	100%



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# Resolution No.10 - Authority to Mortgage / Charge assets of the Company under section 180(1)(a) of the Companies Act, 2013 (Special Resolution)

Particulars	No. of Members voted through electronics Voting system	No. of Votes cast	% of total no. of valid votes cast
Votes in favour of the resolution	38	8769252	100%
Votes against the Resolution	NIL	NIL	NIL
Invalid Votes	NIL	NIL	NIL
Total	38	8769252	100%

# Resolution No.11 - Authority for Keeping Registers and Returns at a place other than Registered Office of the Company (Special Resolution)

Particulars	No. of Members voted through electronics Voting system	No. of Votes cast	% of total no. of valid votes cast
Votes in favour of the resolution	38	8769252	100%
Votes against the Resolution	NIL	NIL	NIL
Invalid Votes	NIL	NIL	NIL
Total	38	8769252	100%

# Resolution No.12 - Adoption of New set of Articles of Association (Special Resolution)

Particulars	No. of Members voted through electronics Voting system	No. of Votes cast	% of total no. of valid votes cast
Votes in favour of the resolution	38	8769252	100%
Votes against the Resolution	NIL	NIL	NIL
Invalid Votes	NIL	NIL	NIL
Total	38	8769252	100%



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# Resolution No.13 - Approval for Transaction with Related Party for availing Transportation Services (Special Resolution)

Particulars	No. of Members voted through electronics Voting system	No. of Votes cast	% of total no. of valid votes cast
Votes in favour of the resolution	38	8769252	100%
Votes against the Resolution	NIL	NIL	NIL
Invalid Votes	NIL	NIL	NIL
Total	38	8769252	100%

**Note:** The Company has received total votes through e-voting as mentioned above for Resolution no.13 out of which 8054590 votes from interested shareholders which will not count and consider for the computation of votes on this resolution no.13 .Balance votes in favour of Special Resolution are 714662 which are 100% of the eligible votes and valid also therefore the resolution stands passed under e-voting with requisite majority.

# Resolution No.14 - Appointment of Mr. Rushil K. Thakkar as Vice President - General (Special Resolution)

Particulars	No. of Members voted through electronics Voting system	No. of Votes cast	% of total no. of valid votes cast
Votes in favour of the resolution	38	8769252	100%
Votes against the Resolution	NIL	NIL	NIL
Invalid Votes	NIL	NIL	NIL
Total	38	8769252	100%

**Note:** The Company has received total votes through e-voting as mentioned above for Resolution no.14 out of which 8054590 votes from interested shareholders which will not count and consider for the computation of votes on this resolution no.14 .Balance votes in favour of Special Resolution are 714662 which are 100% of the eligible votes and valid also therefore the resolution stands passed under e-voting with requisite majority.

# Resolution No.15 - Change in the Terms of Appointment of Managing Director (Ordinary Resolution)

Particulars	No. of Members voted through electronics Voting system	No. of Votes cast	% of total no. of valid votes cast
Votes in favour of the resolution	38	8769252	100%
Votes against the Resolution	NIL	NIL	NIL
Invalid Votes	NIL	NIL	NIL
Total	38	8769252	100%



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6. All the resolution stands passed under e-voting with the requisite majority.

7. The register and all other papers and relevant records relating to electronic voting shall remain in our safe custody until the chairman consider, approve and sign the minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking You, Yours Faithfully,

Date: 27<sup>th</sup> September, 2014

Place: Ahmedabad

Company Secretary Membership no. 35308 COP No.13304



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Chamman Ryshil Decor Ltd.

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#### FORM No. MGT - 13

#### Scrutinizer's Report

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

To, The Chairman Rushil Decor Limited Ahmedabad.

Twentieth Annual General Meeting of the Equity Shareholdersof Rushil Decor Limited held on Monday, 29<sup>th</sup> September,2014 at 3.00 p.m. at the Registered Office of the Company at S. No. 125, Nr. KalyanpuraPatia, Village Itla, Gandhinagar Mansa Road, Tal. Kalol, Dist. Gandhinagar –382845, Gujarat.

Dear Sir,

I, Mihika K. Patel, Practicing Company Secretary, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the Twentieth Annual General meeting of the Equity Shareholders of Rushil Decor Limited, held on Monday, 29<sup>th</sup> September, 2014 at 3.00 p.m. at the Registered Office of the Company at S. No. 125, Nr. KalyanpuraPatia, Village Itla, Gandhinagar Mansa Road, Tal. Kalol, Dist. Gandhinagar — 382845, Gujarat, submit my report as under:

- 1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
- 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 Agent of the Company and the authorizations / proxies lodged with the Company.
- 3. I did not find any poll papers invalid.
- 4. The result of the Poll is as under:
- a) Resolution No.1- To receive, consider and adopt the financial statements of the Company for the year ended March 31, 2014 including the audited Balance Sheet as at March 31, 2014, the Statement of Profit and Loss and cash flowstatementfor the year ended on that date and the Reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)
- (i) Voted in favour of the resolution:

Number of Members present	Number of	Votes cast	% of total number of valid
and voting (in person or by	by them		votes cast
proxy)			



### <u>Mihika K.Patel</u>

4, Friends Society, Jawahar chowk, Sabarmati, Ahmedabad – 380005.

Mob: 9428361464, Email: mihika\_cs@yahoo.com

		100%
1 2	11 1	100%
1 3		100 / 0
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#### (ii) Voted against the Resolution:

Number of Members present and voting (in person or by proxy)		% of total number of valid votes cast
NIL	NIL	NIL

#### (iii) Invalid votes:

Total Number of Members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast by them
NIL	NIL

- b) Resolution No.2 To appoint a Director in place of Mr. Kaushik J. Thakkar (DIN: 06541630), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment. (Ordinary Resolution)
  - (i) Voted in favour of the resolution:

Number of Members present and voting ( in person or by proxy)		% of total number of valid votes cast
3	11	100%

#### (ii) Voted against the Resolution:

Number of Members present and voting ( in person or by proxy)		% of total number of valid votes cast
NIL.	NIL	NIL

Total Number of Members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast by them
NIL	NIL

- c) Resolution No.3 To appoint M/s. Parikh & Majmudar, Chartered Accountants (Firm Registration No. 107525W) as Statutory Auditors of the Company from the conclusion of this Annual General Meeting till the conclusion of the Twenty Second Annual General Meeting of the Company subject to ratification at each Annual General Meeting and to fix their remuneration. (Ordinary Resolution)
  - (i) Voted in favour of the resolution:



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Number of Members present and voting ( in person or by proxy)		% of total number of valid votes cast
3	11	100%

#### (ii) Voted against the Resolution:

Number of Members present and voting ( in person or by proxy)		% of total number of valid votes cast
NIL	NIL	NIL

#### (iii) Invalid votes:

Total Number of Members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast by them
NIL	NIL

- d) Resolution No.4 Continue the appointment of Mr. Ghanshyambhai A. Thakkar (Din: 00208843) As Whole Time Director (Special Resolution)
  - (i) Voted in favour of the resolution:

Number of Members present and voting ( in person or by proxy)		% of total number of valid votes cast
3	11	100%

#### (ii) Voted against the Resolution:

Number of Members present and voting ( in person or by proxy)		% of total number of valid votes cast
NIL	NIL	NIL

Total Number of Members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast by them
NIL	NIL

- e) Resolution No.5 Appointment of Mr. Shankar Prasad Bhagat (Din:1359807) As An Independent Director (Ordinary Resolution)
  - (i) Voted in favour of the resolution:



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Number of Members present and voting ( in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
3	11	100%

#### (ii) Voted 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
NIL	NIL	NIL

#### (iii) Invalid votes:

Total Number of Members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast by them
NIL	NIL

- f) Resolution No.6 Appointment of Mr.Rohitbhai B. Thakkar (Din: 6538323) as an Independent Director (Ordinary Resolution)
  - (i) Voted in favour of the resolution:

Number of Members present and voting ( in person or by proxy)		% of total number of valid votes cast
3	11	100%

#### (ii) Voted 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
NIL	NIL	NIL

#### (iii) Invalid votes:

Total Number of Members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast by them
NIL	NIL

g) Resolution No.7 - Appointment Of Ms. JINGLE P. THAKKAR (Din: 06941497)As An Independent Director (Ordinary Resolution)



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### (i) Voted in favour of the resolution:

Number of Members present and voting (in person or by		% of total number of valid votes cast
proxy)	11	100%

### (ii) Voted against the Resolution:

Number of Members present and voting ( in person or by	Number of Votes cast by them	% of total number of valid votes cast
proxy) NIL	NIL	NIL

#### (iii) Invalid votes:

Total Number of Members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast by them
NIL.	NIL

h) Resolution No.8 - Retirement of a Director Mr. Harshadbhai N. Doshi (Din: 01928520) (Ordinary 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
3	11	100%

### (ii) Voted 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
NIL	NIL	NIL

#### (iii) Invalid votes:

Total Number of Members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast by them
NIL	NIL

i) Resolution No.9 -Increase in Borrowing Limits under Section 180(1) (c) of the Companies Act, 2013 (Special Resolution)

### (i) Voted in favour of the resolution:



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Number of Members present and voting ( in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
3	11	100%

#### (ii) Voted 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
NIL NIL	NIL	NIL

#### (iii) Invalid votes:

Total Number of Members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast by them
NIL	NIL

j) Resolution No.10 - Authority to Mortgage / Charge assets of the Company under section 180(1)(a) of the Companies Act, 2013 (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
3	11	100%

#### (ii) Voted 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
NIL	NIL	NIL

Total Number of Members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast by them
NIL	NIL

- k) Resolution No.11 Authority for keeping Registers and Returns at a place other than Registered office of the Company (Special Resolution)
  - (i) Voted in favour of the resolution:



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Number of Members present and voting (in person or by proxy)		% of total number of valid votes cast
3	11	100%

#### (ii) Voted against the Resolution:

Number of Members present and voting ( in person or by proxy)		% of total number of valid votes cast
NIL	NIL	NIL

#### (iii) Invalid votes:

Total Number of Members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast by them
NIL	NIL

- i) Resolution No.12 Adoption of new set of Articles of Association (Special Resolution)
  - (i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)		% of total number of valid votes cast
3	11	100%

#### (ii) Voted against the Resolution:

Number of Members present and voting (in person or by proxy)		% of total number of valid votes cast
NIL	NIL	NIL.

Total Number of Members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast by them
NIL	NIL

- m) Resolution No.13 Approval for transaction with Related party (Special Resolution)
  - (i) Voted in favour of the resolution:

Number of Members	present	Number	of Votes	cast	% of	total	number	<u>ot</u>	valid



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and voting ( in person or by	by them	votes cast
3	11	100%

### (ii) Voted 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
NIL	NIL	NIL

#### (iii) Invalid votes:

Total Number of Members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast by them
NIL	NIL.

n) Resolution No.14 - Appointment of Mr. Rushil K. Thakkar as Vice President - General (Special Resolution)

### (i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)		% of total number of valid votes cast
3	11	100%

#### (ii) Voted against the Resolution:

Number of Members present and voting ( in person or by proxy)		% of total number of valid votes cast
NIL	NIL	NIL.

Total Number of Members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast by them
NIL	NIL



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- o) Resolution No.15 Change in the terms of Appointment of Managing Director (Ordinary Resolution)
  - (i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)		% of total number of valid votes cast
3	11	100%

#### (ii) Voted against the Resolution:

Number of Members present and voting (in person or by proxy)		% of total number of valid votes cast
NIL	NIL	NIL

#### (iii) Invalid votes:

Total Number of Members (in person or by proxy)whose votes were declared invalid	Total Number of Votes cast by them	
NIL	NIL	

- 5. List of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is available in safemode.
- 6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking You, Yours Faithfully,

Date: 30th September, 2014

Place: Ahmedabad

Mihika K Patel Company Secretary Membership No. 35308

COP No. 13304

Chairman Rushil Delar Limited 30/09/2014