

# PAZEL INTERNATIONAL LIMITED

(FORMERLY RUTRON INTERNATIONAL LIMITED)

**Regd. Off. :** 223, 2nd Floor, Natraj Market, S. V. Road, Malad (West), Mumbai - 400 064.  
**Tel. No. :** 022-28449591 **Email :** rutron1980@gmail.com **Website :** www.pazelinternational.com  
**CIN NO. :** L60200MH1980PLC022303

Date: 21/06/2019

To,  
The Secretary,  
(Listing Department)  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, 21st Floor, Fort,  
Mumbai - 400 001

**Subject: Submission of Voting Results and Scrutinizer Report**

**Ref.: Scrip Code - 504335**

Dear Sir,

Please find enclosed herewith;

- Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations
- Report of Scrutinizer dated June 21, 2019 pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

Kindly take the same on records.

Thanking you,  
For Pazel International Limited

*Rushabh Choksi*

Mr. Rushabh Choksi  
Managing Director  
DIN: 08433324



Encl.: as above

<b>General information about company</b>	
Scrip code	504335
NSE Symbol	
MSEI Symbol	
ISIN	INE040N01029
Name of the company	PAZEL INTERNATIONAL LIMITED
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	21-06-2019
Start time of the meeting	11:00 AM
End time of the meeting	11:45 AM

<b>Scrutinizer Details</b>	
Name of the Scrutinizer	Mihen Halani
Firms Name	M/s Mihen Halani & Associates
Qualification	CS
Membership Number	9926
Date of Board Meeting in which appointed	10-05-2019
Date of Issuance of Report to the company	21-06-2019

<b>Voting results</b>	
Record date	14-06-2019
Total number of shareholders on record date	1084
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	33
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr. Rushabh Ashwin Choksi (DIN: 08433324) as Managing Director of the Company				
Category	Mode of voting	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	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	176100000	220	0.0001	170	50	77.2727	22.7273
	Poll		487	0.0003	487	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		176100000	707	0.0004	657	50	92.9279
Total		176100000	707	0.0004	657	50	92.9279	7.0721
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To change the Main Object Clause of the Company				
Category	Mode of voting	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	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	176100000	220	0.0001	170	50	77.2727	22.7273
	Poll		4208487	2.3898	4208487	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		176100000	4208707	2.39	4208657	50	99.9988
Total		176100000	4208707	2.39	4208657	50	99.9988	0.0012
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





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## MIHEN HALANI & ASSOCIATES

### *Practicing Company Secretaries*

32, 1<sup>st</sup> Floor, Shantinath Shopping Centre, Near Aditi Restaurant, S.V. Road, Malad (West),  
Mumbai – 400 064, Tel No.: 022 6236 0279, Email: [mihenhalani@gmail.com](mailto:mihenhalani@gmail.com)

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### SCRUTINIZER'S REPORT

To,  
The Chairman,

Extra Ordinary General Meeting of Shareholders of **PAZEL INTERNATIONAL LIMITED** held on Friday, 21<sup>st</sup> June, 2019 at 11.00 A.M. at the registered office of the company situated at 223, 2<sup>nd</sup> Floor, Natraj Market, S.V. Road, Malad (West), Mumbai- 400064.

Dear Sir,

Re: Scrutinizer's Report on voting through electronic means in terms of Section 108 of the Companies Act, 2013 read with Rule 20(3)(xi) of the Companies (Management & Administration) Rules, 2014.

1. We, M/s. Mihen Halani & Associates, Practicing Company Secretaries appointed by the Board/Committee of Directors of Pazel International Limited as Scrutinizer to conduct the voting by way of electronic means in accordance with Section 108 of the Companies Act, 2013 ('Act') read with Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014.
2. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the Notice of Extra Ordinary General Meeting of the Company. Our responsibility as the scrutinizer for the e-voting process is restricted to make a scrutinizer report of the vote cast in favour / against the resolutions stated above, based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the authorised agency to provide e-voting facilities, engaged by the Company for the purpose.
3. The members of the company as on cut-off date i.e., Friday, June 14<sup>th</sup>, 2019 were entitled to vote on the resolutions (as set out in the notice of Extra Ordinary General Meeting of the company).
4. The e-voting period commenced on Tuesday, 18<sup>th</sup> June, 2019 (10.00 a.m.) and ended on Thursday, 20<sup>th</sup> June, 2019 (5.00 p.m.)
5. Accordingly, the electronic votes cast were taken into account and at the end of this voting period, on 20<sup>th</sup> June, 2019, the CDSL portal was blocked for voting.

6. The votes cast were unblocked on Friday, 21<sup>st</sup> June, 2019 in the presence of two witnesses Ms. Divya Padhiyar and Ms. Bhavini Patel who are not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.

Name : Ms. Divya Padhiyar



Signature:

Name: Ms. Bhavini Patel



Signature:

7. The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining of the list of shares with differential voting rights.
8. The details containing, *inter alia*, list of Equity share holders, who voted “For” or “Against” each of the resolutions put to vote, were generated from the e-voting website of CDSL i.e. <https://www.evotingindia.com/> and based on such reports generated, the result of the e-voting is as under;

Sr. No.	Resolution No. as given in the Notice of Extra Ordinary General Meeting	Particulars of Votes Cast				Result Declared
		Members Voting				
		No. of members voted	No. of votes Cast by them	% of total no. of votes cast		
<b>SPECIAL BUSINESS</b>						
1.	To appoint Mr. Rushabh Ashwin Choksi (DIN: 08433324) as Managing Director of the Company	Votes Cast in favour	4	170	77.27	Subject to Final results of vote conducted through Poll.
		Votes Cast against	1	50	22.73	
		Votes Cast invalid	0	0	0	
		<b>Total</b>	5	220	100	

2.	To change the Main Object Clause of the Company	Votes Cast in favour	4	170	77.27	Subject to Final results of vote conducted through Poll.
		Votes Cast against	1	50	22.73	
		Votes Cast Invalid	0	0	0	
		<b>Total</b>	5	220	100	0

**Notes:**

1. Item No 3 of the resolution has been deleted by the Company and the same has been intimated to the Stock Exchange.
2. If any promoter shareholders / directors / key-managerial personnel / related party / other shareholders are interested and have casted their vote for any Resolution(s), the same has not been counted in the above results.

Place: Mumbai  
Date: June 21, 2019

**MIHEN HALANI & ASSOCIATES**  
*Practicing Company Secretaries*

  
Mihen Halani  
(Proprietor)  
ACS No.: 9926  
C.P. No.: 12015



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**MIHEN HALANI & ASSOCIATES**

*Practicing Company Secretaries*

32, 1<sup>st</sup> Floor, Shantinath Shopping Centre, Near Aditi Restaurant, S.V. Road, Malad (West),  
Mumbai – 400 064, Tel No.: 022 6236 0279, Email: [mihenhalani@gmail.com](mailto:mihenhalani@gmail.com)

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**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]

To,  
The Chairman

Extra Ordinary General Meeting of Shareholders of **Pazel International Limited** held on Friday, 21<sup>st</sup> June, 2019 at 11.00 A.M. at the registered office of the company situated at 223, 2<sup>nd</sup> Floor, Natraj Market S.V. Road, Malad (West), Mumbai- 400064.

Dear Sir,


We, M/s. Mihen Halani & Associates, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the Extra Ordinary General Meeting of Shareholders of **Pazel International Limited** held on Friday, 21<sup>st</sup> June, 2019 at 11.00 A.M. at the registered office of the company situated at 223, 2<sup>nd</sup> Floor, Natraj Market S.V. Road, Malad (West), Mumbai- 400 064., submit my report as under:

- a) After the time fixed for closing of the poll by the Chairman, ballot box kept for polling was marked by identification mark placed on them.
- b) The sealed ballot box was subsequently opened in our 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 (M/s. **Bigshare Services Pvt Ltd.**) and the authorizations / proxies lodged with the Company. The voters were also scrutinized for eliminating duplicate voting i.e. on e-voting as well as on poll.
- c) The poll papers, which were incomplete and/or which were otherwise found defective or the member had already done the voting through E voting platform have been treated as invalid and record for the same was maintained.
- d) The result of the Poll, marked as Annexure 'A' is attached to the report.
- e) The consolidated result of Poll and E Voting, marked as Annexure 'B' is attached to the report.

For Mihen Halani & Associates  
*Practicing Company Secretaries*

Date: June 21, 2019  
Place: Mumbai



  
Mihen Halani  
Proprietor  
CP No. 12015  
M. No. 9926

## Annexure 'A'

### 1. Resolution Item No. 1 : Special Resolution

To appoint Mr. Rushabh Ashwin Choksi (DIN: 08433324) as Managing Director of the Company.

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
21	487	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
0	0	0

iii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

### 2. Resolution Item No. 2 : Special Resolution

To change the Main Object Clause of the Company.

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
22	42,08,487	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
0	0	0

iii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

**Note:** 1. Item No 3 of the resolution has been deleted by the Company and the same has been intimated to the Stock Exchange.

2. If any promoter shareholders / directors / key-managerial personnel / related party / other shareholders are interested and have casted their vote for any Resolution(s), the same has not been counted in the above results.

**ANNEXURE 'B'**

**VOTING RESULTS FOR RESOLUTION NO 1**

***(i) Details of Voting:***

Details of Valid ballots	No. of Ballots and E Votes	No. of Equity Shares Nominal Value of Rs. 1 each (No. of Votes)	Percentage (%)
Assent	25	657	92.9278
Dissent	1	50	7.0722
<b>TOTAL</b>	<b>26</b>	<b>707</b>	<b>100</b>

**Result Declared:** The resolution passed as **Special Resolution**.

**VOTING RESULTS FOR RESOLUTION NO 2**

***(i) Details of Voting:***

Details of Valid ballots	No. of Ballots and E Votes	No. of Equity Shares Nominal Value of Rs. 1 each (No. of Votes)	Percentage (%)
Assent	26	42,08,657	99.9989
Dissent	1	50	0.0011
<b>TOTAL</b>	<b>27</b>	<b>42,08,707</b>	<b>100</b>

**Result Declared:** The resolution passed as **Special Resolution**.

**Note: 1.** Item No 3 of the resolution has been deleted by the Company and the same has been intimated to the Stock Exchange.

**2.** If any promoter shareholders / directors / key-managerial personnel / related party / other shareholders are interested and have casted their vote for any Resolution(s), the same has not been counted in the above results.