



RAJESH EXPORTS LIMITED

Mfrs & Exporters of Gold and Diamond Jewellery
4, BATAVIA CHAMBERS, KUMARAKRUPA ROAD
KUMARA PARK EAST, BENGALURU - 1 INDIA
PH : 22266735, 22260443, 22282215, 41623638, 41529154
FAX : +91-80-2225 9503 Email : corpcomm@rajeshindia.com
CIN No. : L36911KA1995PLC017077
Website : www.rajeshindia.com

January 01, 2024

To
The Manager Listing
Bombay Stock Exchange
Corporate Service Department
Dalal Street, Mumbai
Scrip Code: 531500

To
The Manager Listing
National Stock Exchange
Corporate Communication Dept
Bandra (EAST), Mumbai
Scrip Symbol: RAJESHEXPO

Dear Sir/Madam

Sub: Scrutinizer's Report

Pursuant to Regulation 44(3) of the SEBI (Listing Obligation And Disclosure Requirements) Regulation 2015, in the format prescribed by SEBI, we hereby submit the Scrutinizer's Report on the e-voting done in our Annual General Meeting held on December 30, 2023. The same has been sent to NSDL, and is also available in the Company website <http://www.rajeshindia.com>

Thanking You,

Yours Faithfully,

For RAJESH EXPORTS LIMITED

Rajesh Mehta
Chairman



DEEPAK SADHU
MBA (Finance), A.C.S.



DEEPAK SADHU
COMPANY SECRETARIES
A Peer-Reviewed Firm

COMPANY SECRETARY
CP No: **14992**, ACS No: **39541**
Peer Review No.: **2387/2022**

No.450, 9th cross, JP Nagar,
2nd phase, Bangalore – 560078

MOBILE: **9115731257 / 9886096664**

E-mail: deepakksadhu@gmail.com

Web: www.dscorplaw.com

Form No.: MGT-13

SCRUTINIZER'S REPORT

(Pursuant to Section 108 of the Companies Act, 2013 and rule 20 of the Companies [Management and Administration] Rules, 2014 & Section 109 of the Companies Act, 2013 and Rule 21(2))

To

Mr. Rajesh Mehta
The Chairman
RAJESH EXPORTS LIMITEDDL36911KA1995PLC017077
#4, BATAVIA CHAMBERS, KUMARAKRUPA ROAD
KUMARA PARK EAST,
BENGALURU - 1

Sub: Scrutinizer Report on remote E-voting conducted pursuant to the provision of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies [Management and Administration] Rules, 2014 as amended by the Companies [Management and Administration] Rules, 2015 and voting at the Twenty Ninth Annual General Meeting of the Equity Shareholders of RAJESH EXPORTS LIMITED held on 30th day of December, 2023 through two-way Video Conferencing ('VC') facility or other audio visual means ('OAVM') at 12:00 PM

Dear Sir,

1. I, CS DEEPAK SADHU proprietor of DEEPAK SADHU, COMPANY SECRETARIES, Bangalore appointed as the Scrutinizer for the purpose of e-voting process being carried out, as per Section 108 of the Companies Act, 2013 read with rule 20 of the Companies [Management and Administration] Rules, 2014 as amended by the Companies [Management and Administration] Rules, 2015 for the purpose of scrutinizing, in a fair and transparent manner the remote e-voting process, in respect of the resolutions passed at the 29th Annual General Meeting of the Equity Shareholders of the Company held on 30th day of December, 2023 at 12:00 PM.

2. The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the rules relating to the voting through electronic means on the resolutions contained in the Notice to the 29th 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 as per Annexure, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities, engaged by the Company.
3. The Notice dated 30thMay, 2023 as per section 101 of the Companies Act, 2013 along with the statement setting out material facts under section 102 of the Act was sent to the shareholders in respect of the resolutions to be passed at the AGM of the Company was sent on 16thDecember, 2023, by NSDL, to all shareholders who have registered their e-mail IDs with the Depositories. The Notice was also published in "The Economic Times" (English) on 29th December, 2023 and "Sanjevani" (Kannada) on 26th December, 2023.
4. The Notice was also hereby given pursuant to Section 91 of the Companies Act, 2013, Rule 10 of the Companies [Management and Administration Rules, 2014 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 that the Register of Members of the Company and Share Transfer Books will remain closed from Sunday, December 23, 2023 till Saturday, December 30, 2023 (both days inclusive).
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies [Management and Administration] Rules, 2014 and Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company provided remote e-voting facility to cast vote through electronic mode commencing from 9.00 am on 27th December, 2023 and ends at 5.00 pm on 29th December, 2023 on the resolutions as per Annexure by the members of the company.

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6. The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) i.e., <https://www.evoting.nsdl.com/> for conducting remote e-voting by the shareholders of the company.
7. The votes cast through e-voting process were unblocked / confirmed by me after the completion of Annual General Meeting.
8. The final report generated was tabulated by me and the data regarding the final e-votes was diligently scrutinized. The whole data regarding the members who had voted electronically was reconciled as per the data available on the website of National Securities Depository Limited (NSDL) i.e., <https://www.evoting.nsdl.com/>
9. At the Annual General Meeting (AGM) held on 30th December, 2023 the chairman of the Meeting had requested the members who have not yet cast their votes by e-voting facility in respect of Resolutions (Items No. 1 to 6 as set out in the Notice of the ANNUAL GENERAL MEETING of the Company) to cast their vote during the AGM.
10. My consolidated report of the votes cast by shareholders through remote e-voting and physical ballot at the AGM with their pattern of voting is, as per the Annexure annexed to this report.

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ANNEXURE:

The consolidated result of e-voting is as under:

1. RESOLUTION NO.1 [(RESOLUTION – ORDINARY, BUSINESS – ORDINARY)]: -
To receive, consider and adopt the Consolidated and Standalone Financial Statements for the year ended 31st March 2023 as at that date together with the reports of the Directors and Auditors thereon.

(i) Voted in FAVOUR of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
226	175020648	99.87%

(ii) Voted AGAINST the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
18	229225	0.13%

(iii) INVALID Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast
00	0

(iv) ABSTAIN Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast
00	0

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2. RESOLUTION NO.2 [(RESOLUTION – ORDINARY, BUSINESS – ORDINARY)] : -

To confirm the dividend for the financial year 2022-23.

(i) Voted in FAVOUR of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
269	49506717	28.23%

(ii) Voted AGAINST the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
17	125881760	71.77%

(iii) INVALID Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast
00	00

(iv) ABSTAIN Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast
00	00

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3. RESOLUTION NO.3 [(RESOLUTION – ORDINARY, BUSINESS – ORDINARY)] : -
To appoint M/s. B S D & Co., Chartered Accountants, (Firm registration number 000312S) as Statutory Auditors of the Company for four years and to fix their remuneration.

(i) Voted in FAVOUR of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
144	126198525	72.44%

(ii) Voted AGAINST the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
138	48007783	27.56%

(iii) INVALID Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast
00	00

(iv) ABSTAIN Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast
00	00

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4. RESOLUTION NO.4 [(RESOLUTION – ORDINARY, BUSINESS – ORDINARY)] : -
To appoint a director in place of Mr. Rajesh Mehta, who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and being eligible offers himself for re-appointment.

(i) Voted in FAVOUR of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
200	164954044	94.05%

(ii) Voted AGAINST the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
88	10427845	5.95%

(iii) INVALID Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast
00	00

(iv) ABSTAIN Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast
00	00

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5. RESOLUTION NO.5 [(RESOLUTION – SPECIAL, BUSINESS – SPECIAL)] :-

“To approve the appointment of Mr. Suresh Kumar Sarojamma Linge Gowda (DIN: 08097945) as Executive Director.

(i) Voted in FAVOUR of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
248	142345103	81.16%

(ii) Voted AGAINST the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
39	33036784	18.84%

(iii) INVALID Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast
00	00

(iv) ABSTAIN Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast
00	00

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6. RESOLUTION NO.6 [(RESOLUTION – SPECIAL, BUSINESS – SPECIAL)] :-

“To appoint Mr. Suresh Kumar Sarojamma Linge Gowda (DIN: 08097945) as Managing Director of the Company for a term of five years starting from May 30, 2023 on the terms and conditions including remuneration set out in the Explanatory Statement..

(i) Voted in FAVOUR of the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
247	142659398	81.34%

(ii) Voted AGAINST the Resolution:		
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
40	32722489	18.66%

(iii) INVALID Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast
00	00

(iv) ABSTAIN Votes:	
Total e-votes cast and members present and voting (in person or by proxy)	Number of Votes cast
00	00

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All the relevant records of e-voting will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 29th Annual General Meeting and the same shall be handed over thereafter to the Chairman / Company Secretary for safe custody.

Thanking You,
Yours Faithfully,

Place : **Bangalore**

Date : **01 January, 2024**

UDIN: **A039541E003082680**

Peer Review Number: **2387/2022**

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(CS DEEPAK SADHU)

Authorised Signatory

DEEPAK SADHU, COMPANY SECRETARIES

Scrutinizer