



Date: 30/09/2016

To,
Corporate Relationship Department
BSE Limited
P. J. Towers,
Dalal Street,
Mumbai-400 001.

Sub: Scrutinizer's Report on the Voting Results of AGM as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

Ref: Scrip Code: 540108, Scrip Id: RCSL

Dear Sir/Madam,

We furnish the details of voting results of the 24th Annual General Meeting of the Rachana Capital and Securities Limited held on 30th September 2016, are enclosed as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

We also wish to inform you that all the resolutions as set out in Notice passed or approved with requisite majority.

Further, please find enclosed herewith the following documents:

1. Voting results (Remote E-voting and Ballot) as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Report of Scrutinizer pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

This is for your information and records.

Thanking You,

Yours Faithfully,

For, **Rachana Capital and Securities Limited**

Grishma Shewale

Grishma Shewale
Company Secretary

Encl: As above



24th Annual General Meeting for the Financial Year 2015-2016 held on 30th September, 2016

Details of Voting Results as per Regulation 44 (3) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015: Results of e-voting, voting through ballot paper

Sr. No.	Particulars	Details
1.	Date of the Annual General Meeting	Friday, the 30 th September, 2016 at 11.00 A.M
2.	Total Number of Shareholders on Record Date/Commencement of Book closing	2307

Details of the Agenda

Resolution No.	Details of Agenda	Ordinary/Special Resolution	Vote Cast in Favour	Vote Cast against	
1.	Adoption of Financial Statements for the year ended on 31 st March, 2016 (Ordinary Business)	Ordinary	20,38,070	--	Passed Unanimously
2.	Appoint a Director in place of Mr. Dipesh Ravjibhai Patel (DIN: 06692318), who retires by rotation and being eligible offers himself for re-appointment.	Ordinary	20,38,070	--	Passed Unanimously
3.	Appointment of M/s. N. B. Sakhara & Co, Chartered Accountants Ahmedabad; as the Statutory Auditors of the Company and fixing of their remuneration (Ordinary Business)	Ordinary	20,38,070	--	Passed Unanimously

Further, enclosed please find the Scrutinizer's Report in respect of the e-voting facility and physical voting facility through Ballot provided to the members of the Company.





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
Rachana Capital and Securities Limited
903, D Tower,
Kalpvruksh Apartment,
Gotri,
Vadodara-390021

Subject: Scrutinizer's Report on E-voting conducted in the Twenty Fourth Annual General Meeting of the Members of Rachana Capital and Securities Limited held on Friday, the 30th September, 2016 at 11.00 A.M. at 903, D Tower, Kalpvruksh Complex, Gotri, Vadodara - 390021 pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Regulation 44 (3) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 and Rule 20 of the Companies (Management and Administration) Rules, 2014.

Dear Sir,

I, S D Bhattbhatt, a Practicing Company Secretary [ACS No. 11975, CP No. 10427], Proprietor of S. Bhattbhatt & Co; B-212, Atlantis K 10, Opp. Honest Restaurant, Near Genda Circle, Sarabhai Road, Vadodara - 390020 had been appointed as Scrutinizer by the Board of Directors of Rachana Capital and Securities Limited pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Amendment Rules, 2015 for the purpose of E-voting taken on the below mentioned resolution(s), to be passed at the Twenty Fourth Annual General Meeting of the Members of Rachana Capital and Securities Limited held on Friday, the 30th September, 2016 at 11.00 A.M. at 903, D Tower, Kalpvruksh Complex, Gotri, Vadodara - 390021.

The Company had also provided the facility of voting through ballot paper to the members present at the AGM and who had not cast their vote earlier through E-voting.

The Company has engaged National Securities Depository Limited ("NSDL") as the authorized agency to provide secured system for e-voting process.

The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to Voting through Electronic means (remote e-voting) and voting by using Ballots by the shareholders on the resolutions proposed in the Notice of the 24th Annual General Meeting of the Company is the responsibility of the management. My Responsibility as a Scrutinizer is to ensure that the voting process both through the electronic means and by use of ballot at the meeting are conducted in a fair and transparent manner and render consolidated Scrutinizer's report of the Total Votes cast in favour or against if any, to the chairman on the resolutions, based on the reports generated from the electronic voting system provided by the National Securities Depository Limited (NSDL) and the report generated by use of ballot papers at the meeting.





S Bhattbhatt & Co.

Company Secretaries

Office: 212, B-Tower, Atlantis - K 10, Opp. Honest Restaurant, Nr. Genda Circle, Vadodara - 390020.
Telefax.: 0265-2333455 Mobile : 9824250787 Email : suhasbrd@rediffmail.com

Further to the above, I submit my report as under:-

1. The E-voting period remained open from 27th September, 2016 (9.00 A.M.) to 29th September, 2016 (5.00 P.M.)
2. The Members of the Company as on the "Cut-off" date (record date for the purpose of e-voting i.e. 24th September, 2016) were entitled to vote.
3. After the close of period for remote e-voting and before the start of the General meeting, the details of the members who had cast their votes through remote e-voting, such as their names, folios, number of shares held etc., were downloaded from the e-voting module of NSDL, to ensure that members who have cast their votes through remote e-voting do not vote again at the AGM.
4. At the 24th AGM, after declaration to cast the vote by ballot paper by the Chairman, ballot box kept for polling was locked in my presence with due identification marked placed by me.
5. The locked ballot boxes were subsequently opened in my presence along with Two Witnesses, Mr. Yogesh Shah and Mr. Bhadresh Bhavsar who are not in the employment of the Company.
6. The Ballot papers which were incomplete and/or wrongly filed and/or otherwise found defective have been treated as invalid and kept separately and not considered for the purpose of this report.
7. After counting the votes cast by members and proxy holders present at the 24th AGM through ballot papers, the votes cast through remote e-voting were unblocked on 30th September, 2016 at 04.30 P.M. in the presence of two witnesses, Mr. Yogesh Shah and Mr. Bhadresh Bhavsar who are not in the employment of the Company. Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for"/"against" each of the resolutions that were put to vote, were generated from the e-voting website of NSDL.
8. Based on the Reports generated from the NSDL E-voting website and the voting through ballot paper at the 24th AGM, the consolidated report on the voting on each resolution, pursuant to rule 20(4)(xii) of the Companies Amendment Rules, 2015, is as under:-





a) Resolution No. 1 - Ordinary Resolution (Ordinary Business)

To receive, consider and adopt the financial statements of the Company for the year ended 31st March, 2016 including the Audited Balance Sheet as at March 31, 2016; the Profit and Loss Account for the year ended on that date and the Reports of the Board of Directors and Auditors thereon including Cash Flow Statements:

i) Voted **in favour** of the resolution:

Mode of Voting	Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
E-voting	35	12,54,970	61.58%
Voting through Ballot Forms	10	7,83,100	38.42%
Voting Through Postal Ballot	--	--	--
Total	45	20,38,070	100%

ii) Voted **against** of the resolution:

Mode of Voting	Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
E-voting	--	--	--
Voting through Ballot Forms	--	--	--
Voting Through Postal Ballot	--	--	--
Total	--	--	--

iii) **Invalid** Votes:

Mode of Voting	Numbers of members present and voting (in person or by proxy)	Number of votes cast by them
E-voting	--	--
Voting through Ballot Forms	--	--
Voting Through Postal Ballot	--	--
Total	--	--





b) Resolution No. 2 - Ordinary Resolution (Ordinary Business)

To appoint a Director in place of Mr. Dipesh Ravjibhai Patel (DIN: 06692318), who retires by rotation and being eligible offers himself for re-appointment.

i) Voted **in favour** of the resolution:

Mode of Voting	Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
E-voting	35	12,54,970	61.58%
Voting through Ballot Forms	10	7,83,100	38.42%
Voting Through Postal Ballot	--	--	--
Total	45	20,38,070	100%

ii) Voted **against** of the resolution:

Mode of Voting	Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
E-voting	--	--	--
Voting through Ballot Forms	--	--	--
Voting Through Postal Ballot	--	--	--
Total	--	--	--

iii) **Invalid** Votes:

Mode of Voting	Numbers of members present and voting (in person or by proxy)	Number of votes cast by them
E-voting	--	--
Voting through Ballot Forms	--	--
Voting Through Postal Ballot	--	--
Total	--	--





c) Resolution No. 3 - Ordinary Resolution: (Ordinary Business)

Appointment of M/s. N. B. Sakhara & Co., Chartered Accountants Ahmedabad, as Statutory Auditors of the Company.

i) Voted **in favour** of the resolution:

Mode of Voting	Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
E-voting	35	12,54,970	61.58%
Voting through Ballot Forms	10	7,83,100	38.42%
Voting Through Postal Ballot	--	--	--
Total	45	20,38,070	100%

ii) Voted **against** of the resolution:

Mode of Voting	Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
E-voting	--	--	--
Voting through Ballot Forms	--	--	--
Voting Through Postal Ballot	--	--	--
Total	--	--	--

iii) **Invalid** Votes:

Mode of Voting	Numbers of members present and voting (in person or by proxy)	Number of votes cast by them
E-voting	--	--
Voting through Ballot Forms	--	--
Voting Through Postal Ballot	--	--
Total	--	--





S Bhattbhatt & Co.

Company Secretaries

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Telefax.: 0265-2333455 Mobile : 9824250787 Email : suhasbrd@rediffmail.com

1. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
2. The Registers, all other papers and relevant records relating to e-voting and ballot papers shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company.



Thanking you,

Yours faithfully

S D Bhattbhatt
(Practicing Company Secretary)
ACS No.11975
CP No. 10427

Place: Vadodara

Date: 30th September, 2016