

Rapicut Carbides Limited

Regd. Office & Works :

119, GIDC Industrial Area,
Ankleshwar - 393 002, Gujarat (India)
Tel. : ++91 (2646) 251118, 221071
e-mail : info@rapicutcarbides.com
Web site : www.rapicutcarbides.com



An ISO 9001 CERTIFIED COMPANY

CIN : L28910GJ1977PLC002998

PAN No. AAACR8753N

To,
The Manager,
Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400 001.

REF: KMS:BSE:SCRUNI-REPORT/2018

Date: 22nd September, 2018

Subject: Scrutinizer's Report and Voting Results of 41st Annual General Meeting held on Saturday, 22nd September, 2018.

BSE Code: 500360

Dear Sir,

Pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, please find enclosed herewith the Scrutinizer's Report and Voting Results conducted through E-Voting and Poll.

Kindly take the above document on your record and acknowledge.

Thanking you,

Yours faithfully,

For RAPICUT CARBIDES LIMITED

A handwritten signature in blue ink, appearing to read 'Kamlesh M. Shinde'.



**Kamlesh M. Shinde
(Company Secretary)**

Consolidated Scrutinizer's Report

To,
The Chairman,
41st Annual General Meeting of the Equity Shareholders of
Rapicut Carbides Limited,
Held on Saturday, 22nd day of September, 2018, at 12:00 noon,
At Hotel Sadanand, Rajpipla Road,
Ankleshwar – 393 002.
Gujarat.

Scrutinizer's Report on Poll including voting by Electronic Means in respect of the resolution(s) / business(es) contained in the Notice dated August 11, 2018.

Dear Sir,

I, S. Samdani, Partner, Samdani Shah & Kabra, Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of **Rapicut Carbides Limited**, for the purpose of scrutinizing the e-voting process (remote e-voting) and poll taken on the below mentioned resolution(s) / business(es), at the 41st Annual General Meeting of the Equity Shareholders of Rapicut Carbides Limited, held on Saturday, September 22, 2018, at 12:00 noon.

The Management of the company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made there under; (ii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India, relating to the Poll including voting by electronic means (remote e-voting). My responsibility as a Scrutinizer is restricted to give a Consolidated Report on the votes cast by the members for the resolution(s) / business(es) contained in the Notice dated August 11, 2018, based upon:

- a. The report generated from the e-voting platform provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facilities and;
- b. The scrutiny of Polling papers received at the 41st Annual General Meeting.

1. I submit my report as under:

1.1 After declaration of poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks.

1.2 The locked ballot box was subsequently opened by me in the presence of two witnesses namely Mr. Kunal Mehta and Ms. Goral Patel and the poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorizations / proxies lodged with the Company. Then the votes cast through remote e-voting were

unblocked on September 22, 2018 around 12:51 p.m. in the presence of above named witnesses who are not in the employment of the Company.

The witnesses have signed below in confirmation of the ballot boxes being unlocked in their presence and also in confirmation of the remote votes being unblocked in their presence.



Mr. Kunal Mehta



Ms. Goral Patel

- 1.3 There were no incomplete / defective poll papers.
2. The result of the scrutiny of voting by Poll and voting by electronic means in respect of resolution(s) / business(es) contained in notice dated August 11, 2018 is as under:

2.1 Resolution (Business) No. 1: (Ordinary Resolution)

To receive, consider and adopt the Audited Financial Statements comprising the Balance Sheet as at 31st March 2018, the Statement of Profit and Loss and Cash Flow Statements for the financial year ended on that date, the reports of the Board and Auditors thereon.

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	20	1421316	14	74798	34	1496114	100.00
Voted against	0	0	0	0	0	0	0.00
Total	20	1421316	14	74798	34	1496114	100.00
Invalid votes	0	0	0	0	0	0	N.A.



2.2 Resolution (Business) No. 2: (Ordinary Resolution)

To declare a dividend for the financial year ended 31st March 2018.

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	20	1421316	14	74798	34	1496114	100.00
Voted against	0	0	0	0	0	0	0.00
Total	20	1421316	14	74798	34	1496114	100.00
Invalid votes	0	0	0	0	0	0	N.A.

2.3 Resolution (Business) No. 3: (Ordinary Resolution)

To appoint a Director in place of Shri. Chetan G. Cholera (DIN: 00131143) who retires by rotation and being eligible, offers himself for re-appointment.

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	20	1421316	14	74798	34	1496114	100.00
Voted against	0	0	0	0	0	0	0.00
Total	20	1421316	14	74798	34	1496114	100.00
Invalid votes	0	0	0	0	0	0	N.A.



2.4 Resolution (Business) No. 4: (Ordinary Resolution)

To ratify the appointment of M/s Maloo Bhatt & Co., as Statutory Auditors.

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	20	1421316	14	74798	34	1496114	100.00
Voted against	0	0	0	0	0	0	0.00
Total	20	1421316	14	74798	34	1496114	100.00
Invalid votes	0	0	0	0	0	0	N.A.

2.5 Resolution (Business) No. 5: (Special Resolution)

Re-appointment of Shri. Jagdish C. Bhatia (DIN: 00250737) as Managing Director of the Company.

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	20	1421316	14	74798	34	1496114	100.00
Voted against	0	0	0	0	0	0	0.00
Total	20	1421316	14	74798	34	1496114	100.00
Invalid votes	0	0	0	0	0	0	N.A.



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2.6 Resolution (Business) No. 6: (Special Resolution)


Payment of Commission to the Directors (other than the Managing Director and Whole time Director) not exceeding 1% (one percent) per annum of the net profits of the Company.

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	20	1421316	14	74798	34	1496114	100.00
Voted against	0	0	0	0	0	0	0.00
Total	20	1421316	14	74798	34	1496114	100.00
Invalid votes	0	0	0	0	0	0	N.A.

3. All the figures shown in percentage have been rounded off to 2 decimal points.
4. All the resolution(s) / business(es) are passed / conducted and carried with 100% majority.
5. The poll papers and all other relevant records will remain in my custody and will be handed over to the Chairman / Company Secretary for safe keeping after the Chairman signs the minutes.

Thanking you,

Yours Faithfully,


S. Samdani
Partner
Samdani Shah & Kabra
Company Secretaries
CP No. 2863



Vadodara, September 22, 2018.

Company Name	Rapicut Carbides Limited
Date of AGM	22 nd September, 2018
Total Number of Shareholders on Record Date	4611
No. of Shareholders present at the meeting either in person or through Proxy	
Promoter and Promoter Group:	2
Public:	14
No. of Shareholders attended the Meeting through Video Conferencing	
Promoter and Promoter Group:	0
Public:	0

Resolution Required: (Ordinary)			Item No:1 To receive, consider and adopt the Audited Financial Statements comprising the Balance Sheet as at 31st March, 2018, the Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date, the Reports of the Board and Auditors thereon.					
Whether Promoter/Promoter Group are interested in the Agenda/Resolution?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3)=[(2)/(1)]*100	No. of Votes in Favour (4)	No. of Votes Against (5)	% of Votes in favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	1772157	1419941	80.125%	1419941	0	100%	0%
	Poll	1772157	69010	3.894%	69010	0	100%	0%
	Total	1772157	1488951	84.019%	1488951	0	100%	0%
Public-Institutions	E-voting	81677	0	0%	0	0	100%	0%
	Poll	81677	0	0%	0	0	100%	0%
	Total	81677	0	0%	0	0	100%	0%
Public-Non Institutions	E-voting	3517411	1375	0.039%	1375	0	100%	0%
	Poll	3517411	5788	0.164%	5788	0	100%	0%
	Total	3517411	7163	0.203%	7163	0	100%	0%
Total		5371245	1496114	27.854%	1496114	0	100%	0%

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Resolution Required: (Ordinary)			Item No: 2 To declare a dividend for the financial year ended 31st March, 2018.					
Whether Promoter/Promoter Group are interested in the Agenda/Resolution?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3)=[(2)/(1)]*100	No. of Votes in Favour (4)	No. of Votes Against (5)	% of Votes in favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	1772157	1419941	80.125%	1419941	0	100%	0%
	Poll	1772157	69010	3.894%	69010	0	100%	0%
	Total	1772157	1488951	84.019%	1488951	0	100%	0%
Public-Institutions	E-voting	81677	0	0%	0	0	100%	0%
	Poll	81677	0	0%	0	0	100%	0%
	Total	81677	0	0%	0	0	100%	0%
Public-Non Institutions	E-voting	3517411	1375	0.039%	1375	0	100%	0%
	Poll	3517411	5788	0.164%	5788	0	100%	0%
	Total	3517411	7163	0.203%	7163	0	100%	0%
Total		5371245	1496114	27.854%	1496114	0	100%	0%

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Resolution Required: (Ordinary)			Item No: 3 To appoint a Director in place of Shri. Chetan G Cholera (DIN: 00131143) who retires by rotation and being eligible, offers himself for re-appointment.					
Whether Promoter/Promoter Group are interested in the Agenda/Resolution?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3)=[(2)/(1)]*100	No. of Votes in Favour (4)	No. of Votes Against (5)	% of Votes in favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	1772157	1419941	80.125%	1419941	0	100%	0%
	Poll	1772157	69010	3.894%	69010	0	100%	0%
	Total	1772157	1488951	84.019%	1488951	0	100%	0%
Public-Institutions	E-voting	81677	0	0%	0	0	100%	0%
	Poll	81677	0	0%	0	0	100%	0%
	Total	81677	0	0%	0	0	100%	0%
Public-Non Institutions	E-voting	3517411	1375	0.039%	1375	0	100%	0%
	Poll	3517411	5788	0.164%	5788	0	100%	0%
	Total	3517411	7163	0.203%	7163	0	100%	0%
Total		5371245	1496114	27.854%	1496114	0	100%	0%

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Resolution Required: (Ordinary)			Item No: 4 To ratify the appointment of M/s Maloo Bhatt & Co., as Statutory Auditors					
Whether Promoter/Promoter Group are interested in the Agenda/Resolution?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3)=[(2)/(1)]*100	No. of Votes in Favour (4)	No. of Votes Against (5)	% of Votes in favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	1772157	1419941	80.125%	1419941	0	100%	0%
	Poll	1772157	69010	3.894%	69010	0	100%	0%
	Total	1772157	1488951	84.019%	1488951	0	100%	0%
Public-Institutions	E-voting	81677	0	0%	0	0	100%	0%
	Poll	81677	0	0%	0	0	100%	0%
	Total	81677	0	0%	0	0	100%	0%
Public-Non Institutions	E-voting	3517411	1375	0.039%	1375	0	100%	0%
	Poll	3517411	5788	0.164%	5788	0	100%	0%
	Total	3517411	7163	0.203%	7163	0	100%	0%
Total		5371245	1496114	27.854%	1496114	0	100%	0%

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Resolution Required: (Special)		Item No: 5 To Re-appoint Shri. Jagdish C Bhatia as Managing Director for 5 years commencing from 1 st August, 2018.						
Whether Promoter/Promoter Group are interested in the Agenda/Resolution?		No						
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3)=[(2)/(1)]*100	No. of Votes in Favour (4)	No. of Votes Against (5)	% of Votes in favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	1772157	1419941	80.125%	1419941	0	100%	0%
	Poll	1772157	69010	3.894%	69010	0	100%	0%
	Total	1772157	1488951	84.019%	1488951	0	100%	0%
Public-Institutions	E-voting	81677	0	0%	0	0	100%	0%
	Poll	81677	0	0%	0	0	100%	0%
	Total	81677	0	0%	0	0	100%	0%
Public-Non Institutions	E-voting	3517411	1375	0.039%	1375	0	100%	0%
	Poll	3517411	5788	0.164%	5788	0	100%	0%
	Total	3517411	7163	0.203%	7163	0	100%	0%
Total		5371245	1496114	27.854%	1496114	0	100%	0%

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Resolution Required: (Special)			Item No: 6 To approve payment of 1% of Commission to Non-Executive Directors for 5 years commencing from financial year ending 31 st March, 2018.					
Whether Promoter/Promoter Group are interested in the Agenda/Resolution?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3)=[(2)/(1)]*100	No. of Votes in Favour (4)	No. of Votes Against (5)	% of Votes in favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	1772157	1419941	80.125%	1419941	0	100%	0%
	Poll	1772157	69010	3.894%	69010	0	100%	0%
	Total	1772157	1488951	84.019%	1488951	0	100%	0%
Public-Institutions	E-voting	81677	0	0%	0	0	100%	0%
	Poll	81677	0	0%	0	0	100%	0%
	Total	81677	0	0%	0	0	100%	0%
Public-Non Institutions	E-voting	3517411	1375	0.039%	1375	0	100%	0%
	Poll	3517411	5788	0.164%	5788	0	100%	0%
	Total	3517411	7163	0.203%	7163	0	100%	0%
Total		5371245	1496114	27.854%	1496114	0	100%	0%

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