



Form No. MGT-13

REPORT OF SCRUTINIZER

(Pursuant to Section 109 of the Companies Act, 2013 and Rules 21(2) of the
Companies (Management and Administration) Rules, 2014

To,
The Chairman,
32nd (Thirty Second) Annual General Meeting (32nd AGM) of the Equity Shareholders of
Ritesh International Limited held on 27th September, 2014 at 11.00 A.M. at Registered
Office of the Company at 356, Industrial Area A, Ludhiana, 141003.

Dear Sir,

I, Bhupesh Gupta, Partner, B K Gupta & Associates, Practicing Company Secretaries at
49/65, Harpal Nagar, Near Gulmor Hotel, Ferozepur Road, Ludhiana, appointed as
Scrutinizer by the Board of Directors of Company for the purpose of poll taken on the
below mentioned resolutions, at the 32nd Annual General Meeting of Equity
Shareholders of Ritesh International Limited held on 27th September, 2014 at 11.00
a.m. at Registered Office of the Company at 356, Industrial Area A, Ludhiana, 141003,
submit my report as under:

1. After declaration of the poll by the Chairman, ballot boxes kept for polling
were marked by identification mark placed on them.
2. The ballot boxes were 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 Agents (R&TA) of the
Company and the authorizations/ proxies lodged with the company. The
voters were also scrutinized for the purpose of eliminating duplicate voting i.e
on e-voting as well as on poll. As per information given by the Company the
names of the shareholders who had voted on e-voting through CDSL facility
had been blocked and ballot papers duly numbered serially by print were
issued only to those members who were present at the Annual General
Meeting and who had not voted on e-voting.

For Ritesh International Ltd.

Authorised Signatory



3. The poll papers, which were incomplete and/or which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

- 4 The result of the Poll is as under:

a) Resolution 1 : Ordinary Resolution

Adoption of Audited Financial Statement, including Audited Balance Sheet, Statement of Profit and Loss, Cash Flow Statement & Report of the Board of Directors and Auditors for the Financial Year ended March 31, 2014.

- (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
36	460118	100.00

- (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	0.00

- (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 2: Ordinary Resolution

Appointment of Director in place of Sh. Raj Kumar Sood, who retires by rotation and being eligible, seeks re-appointment.

For Ritesh International Ltd.

Authorised Signatory



(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
36	460118	100.00

(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	0.00

(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

c) Resolution 3: Ordinary Resolution

Re-appointment of M/s Ashok Shashi & Company, Chartered Accountants as Statutory Auditors 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
36	460118	100.00

(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	0.00

For Ritesh International Ltd.

Authorised Signatory



(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 4: Ordinary Resolution

Re-appointment of Sh. Ritesh Arora as an Executive Director of the company and fix his remuneration.

(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
36	460118	100.00

(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	0.00

(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

e) Resolution 5: Ordinary Resolution

Appointment of Sh. Raghu Nath Nayyar as an Independent Director.

(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
36	460118	100.00

For Ritesh International Ltd.

Authorised Signatory



(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	0.00

(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 6: Ordinary Resolution

Appointment of Sh. Raj Kumar Sood as an Independent Director.

(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
36	460118	100.00

(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	0.00

(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

For Ritesh International Ltd.

Authorised Signatory



g) Resolution 7: Ordinary Resolution

Appointment of Mrs. Kamaljeet Kaur as an Independent Director

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
35	459918	99.9565

(i) 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
1	200	0.0435

(ii) **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 8 : Special Resolution

Alteration in Articles of Association.

(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
35	459918	99.9565

(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
1	200	0.0435

For Ritesh International Ltd.

Authorised Signatory



(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. The poll papers and all other relevant records were sealed and handed over to the company secretary for safe keeping.

Thanking you,

Yours Faithfully,

For B.K.Gupta & Associates

Company Secretaries



(Bhupesh Gupta)

Partner

For Ritesh International Ltd.

Authorised Signatory

Place: Ludhiana

Date: 27/09/2014

FCS 4590, CP No. 5708

Scrutinizer