



**Report of Scrutinizer – [Postal Ballot Voting]**


[Pursuant to Section 110 of the Companies Act, 2013 and Rules of the Companies (Management and Administration) Rules, 2014]


To,  
Mukesh Chouhan, Executive Director  
Rutron International Limited  
At 223, IInd Floor, Natraj Market, S.V. Road, Malad (W), Mumbai-400064

Dear Sir,

I, Abhishek Sewak, Chartered Accountant in practice, have been appointed as Scrutinizer to scrutinize the Postal Ballot voting process in a fair and transparent manner & ascertaining the requisite majority on **Postal Ballot** voting carried out as per provisions of Section 110 of the Companies Act 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”) on below mentioned resolution(s), as mentioned in the Postal Ballot Notice dated, 11<sup>th</sup> July, 2015, during the period 20<sup>th</sup> July, 2015 (10:00 Hrs) to 19<sup>th</sup> August, 2015 (18:00 Hrs). We submit our report as under:

1. The Company has completed on July 17, 2015, the dispatch of postal ballot forms along with self addressed postage pre-paid envelop to its members whose name(s) appears on the list of members/List of Beneficiaries as on 10<sup>th</sup> July, 2015
2. The shareholders holding shares as on the “cut off” date i.e. 10<sup>th</sup> July, 2015 were entitled to vote on the proposed resolutions as set out in Postal Ballot Notice the M/s Rutron International Limited
3. The votes were unblocked on 19<sup>th</sup> August, 2015 around 6 p.m. in the presence of two witnesses, Sudhir Rahatawal and Varun Singhal who are not in the employment of the company, have signed below in confirmation :

  
(Sudhir Rahatawal)

  
(Varun Singhal)

4. The result of the Postal Ballot is as under:  
**Resolution 1 - Special Resolution for To change the name of the Company from “Rutron International Limited” to “Pazel International Limited” and consequent alteration in the Memorandum and in the Articles of Association of the Company**

- Voted in favour of the resolution:

Number of members voted.	Number of votes cast by them	% of total number of valid votes cast
6	26915	100

- Voted against the resolution:

Number of members voted.	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

- Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.



**Resolution 2 -Special Resolution for To alter the Main Objects Clause of the Memorandum of Association of the Company:**

- Voted in favour of the resolution:

Number of members voted.	Number of votes cast by them	% of total number of valid votes cast
6	26915	100

- Voted against the resolution:

Number of members voted.	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

- Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

**Resolution 3 - Special Resolution for Ratification by shareholders for alteration/ variation of utilization of proceeds of Preferential Allotment of 98,50,000 Equity Shares**

- Voted in favour of the resolution:

Number of members voted.	Number of votes cast by them	% of total number of valid votes cast
6	26915	100

- Voted against the resolution:

Number of members voted.	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

- Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

**Resolution 4 - Special Resolution for Ratification by shareholders for alteration/ variation of utilization of proceeds of Preferential Allotment of 77,10,000 Equity Shares**

- Voted in favour of the resolution:

Number of members voted.	Number of votes cast by them	% of total number of valid votes cast
6	26915	100

- Voted against the resolution:

Number of members voted.	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

- Invalid Votes:



Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

**Resolution 5 - Special Resolution for Adoption of New Set of Articles of Association of the Company pursuant to the Companies Act, 2013**

- Voted in favour of the resolution:

Number of members voted.	Number of votes cast by them	% of total number of valid votes cast
6	26915	100

- Voted against the resolution:

Number of members voted.	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

- Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

- The register, all other papers and relevant records relating to Postal Ballot through ballot form shall remain in our safe custody until the chairman considers, approves, signs the minutes of the aforesaid Postal Ballot Meeting and the same are handed over to the Mr. Mukesh Chouhan, Executive Director of the company, for safe keeping.

Thanking You  
For Singhal & Sewak.  
Chartered Accountants  
FRN: 011501C

**Abhishek Sewak**  
Partner  
Membership No. : 410183



Place: Mumbai  
Date: 22/08/2015