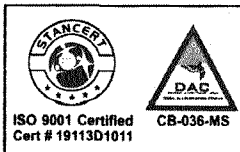
**RUTTONSHA**

# RUTTONSHA

## INTERNATIONAL RECTIFIER LIMITED

**REGD. / CORPORATE OFFICE :** 139/141, Solaris 1, B-Wing, 1st Floor, Saki Vihar Road, Powai, Andheri (East), Mumbai - 400 072. Maharashtra • Tel. : +91-22 28471956, 57, 58 • Fax : +91-22 28471959  
E-mail : admin@ruttonsha.com • Website: www.ruttonsha.com • CIN : L31109MH1969PLC014322

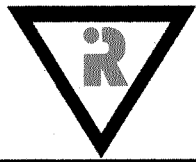
**FACTORY :** 338, International House, Baska, Halol, Dist. Panchmahals, Pin - 389 350. Gujarat (India)  
Tel. : +91-2676 247185 / 247094 • Fax : +91-2676 247035 • E-mail : rirbsk@ruttonsha.com



An ISO 9001: 2008 Company

### Resolution No.2

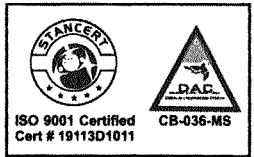
<b>Details of Agenda</b>			Re-appointment of Mr. Hasmukh J. Shah (Din No. 00322383) as a Director, who retires by rotation and being eligible offers himself for re-appointment.					
<b>Resolution Required</b>			Ordinary Resolution					
<b>Whether Promoter/Promoter group are interested in the agenda or resolution</b>			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	E-voting	4995333	255750	5.12	255750	0	100.00	0.00
	Ballot Voting		0	0.00	0	0	0.00	0.00
	Total		255750	5.12	255750	0	100.00	0.00
Public Institutions	E-voting	1400	0	0.00	0	0	0.00	0.00
	Ballot Voting		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public - Others	E-voting	1960507	86951	4.43	14925	72026	17.16	82.84
	Ballot Voting		7030	0.36	7030	0	100.00	0.00
	Total		93981	4.79	21955	72026	23.36	76.64
<b>TOTAL</b>		<b>6957240</b>	<b>349731</b>	<b>5.03</b>	<b>277705</b>	<b>72026</b>	<b>79.41</b>	<b>20.59</b>



# RUTTONSHA

## INTERNATIONAL RECTIFIER LIMITED

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### Resolution No.3

Details of Agenda			To ratify appointment of M/s. Ajmera Ajmera & Associates, Chartered Accountants (Regn. No. 123989W) as Statutory Auditors of the Company.					
Resolution Required			Ordinary Resolution					
Whether Promoter/Promoter group are interested in the agenda or resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	E-voting	4995333	4995333	100.00	4995333	0	100.00	0.00
	Ballot Voting		0	0.00	0	0	0.00	0.00
	Total		4995333	100.00	4995333	0	100.00	0.00
Public Institutions	E-voting	1400	0	0.00	0	0	0.00	0.00
	Ballot Voting		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public - Others	E-voting	1960507	86951	4.43	14925	72026	17.16	82.84
	Ballot Voting		7030	0.36	7030	0	100.00	0.00
	Total		93981	4.79	21955	72026	23.36	76.64
TOTAL		6957240	5089314	73.15	5017288	72026	98.58	1.42



# Neetu Agrawal & Co.

## Company Secretaries

### SCRUTINIZER's CONSOLIDATED REPORT [E-VOTING & BALLOT PROCESS]

[Pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman,  
Ruttonsha International Rectifier Ltd.  
139/141, Solaris 1, B-wing, 1<sup>st</sup> Floor,  
Saki Vihar Road, Powai, Andheri (East),  
Mumbai - 400072

Subject : 49<sup>th</sup> Annual General Meeting (AGM) of Ruttonsha International Rectifier Limited held on Tuesday 25<sup>th</sup> September, 2018 at 3.30 p.m. at Babasaheb Dahanukar Sabhagriha, Maharashtra Chamber of Commerce Trust, Orion House, 6<sup>th</sup> Floor, 12 K. Dubhash Marg, Fort, Mumbai - 400001.

Dear Sir,

I, Mrs. Neetu Agrawal, Proprietor of M/s. Neetu Agrawal & Co. Company Secretary in Practice, having office at Shop No. 004, A-wing, Adarsh Park Society, Behind Ajay Nagar, Shivaji Chowk, Bhiwandi, Thane - 421302 have been appointed as a Scrutinizer by the Board of Directors of Ruttonsha International Rectifier Ltd. ("the Company") for the purpose of scrutinizing the e-voting process as per the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and ballot voting process at the AGM venue in a fair and transparent manner in respect of all resolutions as set out in the Notice of the 49<sup>th</sup> Annual General Meeting held on Tuesday, 25<sup>th</sup> September, 2018 at 3.30 p.m. at the Babasaheb Dahanukar Sabhagriha, Maharashtra Chamber of Commerce Trust, Orion House, 6<sup>th</sup> Floor, 12 K. Dubhash Marg, Fort, Mumbai - 400001.

It is the responsibility of the Management of the Company to ensure due compliance of the applicable provisions of the Companies Act, 2013 and Rules made thereunder and

1

A-004, Adarsh Park Society, Behind Ajay Nagar, Shivaji Chowk, Bhiwandi, Thane - 421 302

Email - [neetugoel1802@gmail.com](mailto:neetugoel1802@gmail.com)

(Mo) - 09168331812



also the requirements thereof relating to voting through electronic means and ballot voting process at the AGM venue on the resolutions contained in the Notice of the 49<sup>th</sup> AGM of the members of the Company. As the Scrutinizer for e-voting process and Ballot voting process, my role and responsibility are limited to make a Scrutinizer's Consolidated Report of the votes cast "in favour" or "against" in respect of the resolutions contained in the Notice of the 49<sup>th</sup> AGM, based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the authorised agency to provide Remote e-voting facilities, engaged by the Company and from the Ballot voting process conducted at the venue of the 49<sup>th</sup> AGM.

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

- (a) The remote e-voting period remained open from Saturday 22<sup>nd</sup> September, 2018 (10.00 a.m.) to Monday 24<sup>th</sup> September, 2018 (5.00 p.m.) and the voting was carried out through Ballot voting process at the 49<sup>th</sup> Annual General Meeting held on Tuesday, 25<sup>th</sup> September, 2018.
- (b) The shareholders holding shares as on the "cut-off" date i.e. Tuesday 18<sup>th</sup> September, 2018 were entitled for e-voting on the proposed resolutions as set out in the notice convening 49<sup>th</sup> Annual General Meeting (AGM) of the Company.
- (c) The Ballot voting papers were provided at the 49<sup>th</sup> AGM on Tuesday, 25<sup>th</sup> September, 2018 to those members who attended the meeting but did not vote through remote e-voting facility.
- (d) The Ballot papers were scrutinized and reconciled with records maintained by the Company and its Registrar and Transfer Agents.
- (e) The remote e-voting facility was unblocked on Wednesday, 26<sup>th</sup> September, 2018 at 12.24 p.m. in the presence of two witnesses, Mrs. Kirti Kandoi and Ms. Shirisha Domal who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.
- (f) The details containing inter alia, list of Equity Shareholders, who voted "for", "against" and "invalid" on each of the resolutions were downloaded from the e-voting website of Central Depository Services Limited (CDSL) i.e. <https://www.evotingindia.com>
- (g) Particulars of all votes received either through electronic voting system or through ballot voting papers from the members have been entered in the Register separately maintained for the purpose.



(h) A summary of the votes received electronically and through ballot papers are given below :

**I. Ordinary Resolution 1:** Adoption of Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2018 and reports of the Board of Directors and Auditors thereon:

Particulars	Number of members voted	No. of shares	No. of Votes cast	% of Total paid up Equity capital
Total votes polled through remote e-voting	24	5082284	5082284	73.05
Ballot paper	7	7031	7031	0.10
<b>Total votes cast</b>	<b>31</b>	<b>5089315</b>	<b>5089315</b>	<b>73.15</b>
Less : Invalid votes	1	1	1	0.00
<b>Net valid votes cast</b>	<b>30</b>	<b>5089314</b>	<b>5089314</b>	<b>73.15</b>

(i) Voted in favour of the resolution :

Number of members voted through e-voting system and ballot	Number of Votes cast in favour of resolution	% of total number of valid votes cast
27	5017288	72.12

(ii) Votes against the resolution :

Number of members voted through e-voting system and ballot	Number of Votes cast against the resolution	% of total number of valid votes cast
3	72026	1.03

(iii) Invalid Votes :

Number of members whose votes were declared invalid	Total number of votes cast by them
1	1





II. Ordinary Resolution 2 : Re-appointment of Mr. Hasmukh J. Shah (Din No. 00322383) who retires by rotation :

Particulars	Number of members voted	No. of shares	No. of Votes cast	% of Total paid up Equity capital
Total votes polled through remote e-voting	21	342701	342701	4.92
Ballot paper	7	7031	7031	0.10
<b>Total votes cast</b>	<b>28</b>	<b>349732</b>	<b>349732</b>	<b>5.02</b>
Less : Invalid votes	1	1	1	0.00
<b>Net valid votes cast</b>	<b>27</b>	<b>349731</b>	<b>349731</b>	<b>5.02</b>

(i) Voted in favour of the resolution :

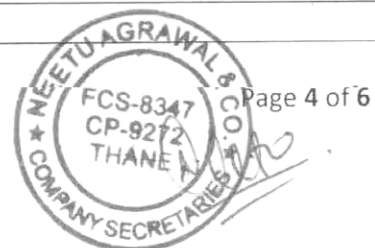
Number of members voted through e-voting system and ballot	Number of Votes cast in favour of resolution	% of total number of valid votes cast
24	277705	3.99

(ii) Votes against the resolution :

Number of members voted through e-voting system and ballot	Number of Votes cast against the resolution	% of total number of valid votes cast
3	72026	1.03

(iii) Invalid Votes :

Number of members whose votes were declared invalid	Total number of votes cast by them
1	1



III. **Ordinary Resolution 3** : To ratify appointment of M/s. Ajmera Ajmera & Associates, Chartered Accountants (Regn No. 123989W), as Statutory Auditors of the Company :

Particulars	Number of members voted	No. of shares	No. of Votes cast	% of Total paid up Equity capital
Total votes polled through remote e-voting	24	5082284	5082284	73.05
Ballot paper	7	7031	7031	0.10
<b>Total votes cast</b>	<b>31</b>	<b>5089315</b>	<b>5089315</b>	<b>73.15</b>
Less : Invalid votes	1	1	1	0.00
<b>Net valid votes cast</b>	<b>30</b>	<b>5089314</b>	<b>5089314</b>	<b>73.15</b>

(i) Voted in favour of the resolution :

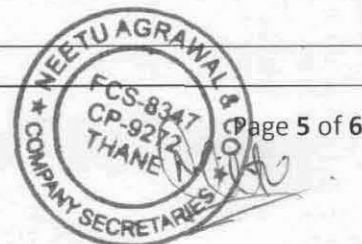
Number of members voted through e-voting system and ballot	Number of Votes cast in favour of resolution	% of total number of valid votes cast
27	5017288	72.12

(ii) Votes against the resolution :

Number of members voted through e-voting system and ballot	Number of Votes cast against the resolution	% of total number of valid votes cast
3	72026	1.03

(iii) Invalid Votes :

Number of members whose votes were declared invalid	Total number of votes cast by them
1	1



Based on the foregoing, the resolution sr. no.1 to 3 has been passed with requisite majority. You may accordingly declare the results of the voting.

The Register, all other papers and relevant records relating to the e-voting and ballot paper shall remain in my custody until the Chairman considers, approves and signs the minutes of the aforesaid 49<sup>th</sup> Annual General Meeting and the same shall be handed over to the Chairman/ Company Secretary of the Company for safe keeping.

Thanking you,

Yours faithfully,  
For Neetu Agrawal & Co.  
Company Secretaries



Neetu Agrawal  
Practising Company Secretary  
FCS : 8347; CP : 9272



Date : 26<sup>th</sup> September, 2018  
Place : Mumbai

We the undersigned witness that the votes were unlocked from the e-voting website of Central Depository Services (India) Limited (CDSL) in our presence at Mumbai on 26<sup>th</sup> September, 2018 at around 12.24 p.m.

Witnesses :



Mrs. Kirti Kandoi.  
Address: Flat No. 11/12,  
Jaswanti Buldg,  
Ajay Nagar, Shivaji Chowk,  
Bhiwandi, Thane - 421302.



Ms. Shrisha Domal  
Address: Flat No. 104, A wing,  
Dharmavihar, MKY Builders,  
Nr. Amidhara Society,  
Anjur Phatta, Bhiwandi.