

V. V. CHAKRADEO & CO.

COMPANY SECRETARIES

**B - 301, Matoshree Residency CHS, 65, Prarthana Samaj Road,
Vile Parle (East), Mumbai 400 057.**

TEL. NO. 26116821
CELL NO. 98200 48732

EMAIL: vvchakra@gmail.com

November 20, 2017

To
Chairman
Renaissance Jewellery Limited
Plot 36A & 37, Seepz,
Mumbai 400 096.

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot Results for passing of Special Resolutions proposed vide Notice of Postal Ballot dated October 13, 2017

I, Vidyadhar V. Chakradeo, of M/s. V. V. Chakradeo & Co. Company Secretaries, Mumbai the Scrutinizer, was appointed by the Board of Directors of Renaissance Jewellery Limited vide Circular Resoluton passed on October 13, 2017 to conduct the Postal Ballot and E-voting process in a fair and transparent manner in respect of the Special Resolutions stated in the Notice of Postal Ballot dated October 13, 2017 to be passed by the equity shareholders of the Company and do hereby submit my report on the same as under:

1. Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has, on October 17, 2017 completed the dispatch of the Postal Ballot Notice along with the Postal Ballot Form for seeking members' consent for Special Resolutions provided in the Postal Ballot notice dated October 13, 2017.
2. The Company has provided the e-voting facility to the Members to exercise their vote electronically through the e-voting service facility of Central Depository Services (India) Limited ("CDSL") as well as facility to vote through physical Postal Ballot forms.
3. The members of the Company holding shares as on the "Cut-off" date of October 13, 2017 were entitled to vote.
4. The voting, both by physical and electronic mode, had commenced on Thursday, October 19, 2017 (from 9.00 a.m.) and ended on Saturday, November 18, 2017 (at 5.00 p.m.).
5. The Postal ballot Register was prepared to record equity shareholder's assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them.
6. The Ballot Papers/ e-votes received were scrutinized and reconciled with the records maintained by Registrar and Share Transfer Agent (RTA).

I have scrutinized and reviewed the Postal Ballot and e-voting process in a fair and transparent manner. Please note that one equity share of the Company represents one vote.

I hereby report that the results of the votes cast by postal ballot (E-voting and Physical) are as under:



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**Resolution No. 1: Special Resolution to approve the Renaissance Jewellery Ltd ("RJL") -
Employees Stock Purchase Scheme 2017 and its implementation
through Trust:**

Particulars	No. of Ballots	No. of shares
Total number of electronic votes received	38	14885149
Total number of Physical Ballot forms	61	4251
TOTAL	99	14889400
Total number of invalid votes		
E-voting	0	0
Postal Ballot	10	781
TOTAL	10	781
Total number of valid votes		
E-voting	38	14885149
Postal Ballot	51	3470
TOTAL	89	14888619
Total number of votes polled in favour of the resolution		
E-voting	31	14884432
Postal Ballot	46	3053
TOTAL	77	14887485
Total number of votes polled against the resolution		
E-voting	7	717
Postal Ballot	5	417
TOTAL	12	1134
Percentage of votes cast in favour of the resolution (both physical & electronic)		: 99.99 %
Percentage of votes cast against the resolution (both physical & electronic)		: 0.01 %

**Resolution No. 2: Special Resolution to approve extending benefits of RJL - Employees
Stock Purchase Scheme 2017 to the employees of Holding/Subsidiary
Company (ies).**

Particulars	No. of Ballots	No. of shares
Total number of electronic votes received	38	14885149
Total number of Physical Ballot forms	61	4251
TOTAL	99	14889400
Total number of invalid votes		
E-voting	0	0
Postal Ballot	9	681
Total	9	681
Total number of valid votes		
E-voting	38	14885149
Postal Ballot	52	3570
Total	90	14888719
Total number of votes polled in favour of the resolution		
E-voting	31	14884432
Postal Ballot	47	3153
Total	78	14887585
Total number of votes polled against the resolution		
E-voting	7	717
Postal Ballot	5	417
Total	12	1134
Percentage of votes cast in favour of the resolution (both physical & electronic)		: 99.99 %
Percentage of votes cast against the resolution (both physical & electronic)		: 0.01 %

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Resolution No. 3: Special Resolution to approve Offer to issue securities equal to or exceeding One per cent but not exceeding Five per cent of the issued Capital of the Company during any One financial year to identified employees under RJL - Employees Stock Purchase Scheme 2017

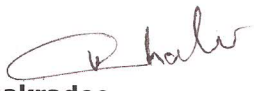
Particulars	No. of Ballots	No. of shares
Total number of electronic votes received	38	14885149
Total number of Physical Ballot forms	61	4251
TOTAL	99	14889400
Total number of invalid votes		
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Postal Ballot	5	417
Total	12	1134
Percentage of votes cast in favour of the resolution (both physical & electronic)		: 99.99 %
Percentage of votes cast against the resolution (both physical & electronic)		: 0.01 %

RESULT:

As the Special Resolutions mentioned in serial nos. 1 to 3 above are to be passed by a three fourth majority, in view of the number of votes cast in favour of all the special resolutions, the said Special Resolutions at serial nos. 1 to 3 are passed with requisite majority.

You are requested to kindly declare the aforesaid results to the shareholders of the Company on November 20, 2017 and also intimate to National Stock Exchange of India and BSE Limited and display the same on the Company's website and on the website of CDSL.

For V. V. Chakradeo & Co.
Company Secretaries


V. V. Chakradeo
Proprietor
Membership No. 3382
COP No. 1705



Place: Mumbai
Date: November 20, 2017

Witness 1

Name: Amit Gadgil
Address: 201, Dhruv, Vile Parle (east),
Mumbai-400057

Signature: 

Witness 2

Name: Amar Kurkute
Address: Shankar Deool Vashi Naka, Chembur,
Mumbai - 400074

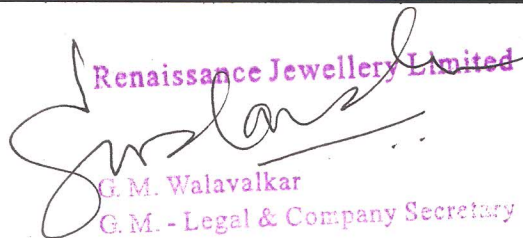
Signature: 

Details of voting results of the Postal Ballot								
(pursuant to Regn. 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)								
Resolution No. - 1								
Resolution Required : (Ordinary / Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Description of Resolution			Special Resolution to approve the Renaissance Jewellery Ltd ("RJL") - Employees Stock Purchase					
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]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	14161775	14161703	99.9995	14161703	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14161703	99.9995	14161703	0	100.0000	0.0000
Public Institutions	E-Voting	5047	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	4712618	723446	15.3513	722729	717	99.9009	0.0991
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		3470	0.0000	3053	417	87.9827	12.0173
	Total		726916	15.4249	725782	1134	99.8440	0.1560
Total		18879440	14888619	78.8615	14887485	1134	99.9924	0.0076
Whether Resolution is pass or not								
Yes								
Resolution No. - 2								
Resolution Required : (Ordinary / Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Description of Resolution			Special Resolution to approve extending benefits of RJL - Employees Stock Purchase Scheme 2017 to the employees of Holding/Subsidiary Company (ies).					
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]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	14161775	14161703	99.9995	14161703	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14161703	99.9995	14161703	0	100.0000	0.0000
Public Institutions	E-Voting	5047	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	4712618	723446	15.3513	722729	717	99.9009	0.0991
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		3570	0.0758	3153	417	88.3193	11.6807
	Total		727016	15.4271	725882	1134	99.8440	0.1560
Total		18879440	14888719	78.8621	14887585	1134	99.9924	0.0076
Whether Resolution is pass or not								
Yes								



Resolution No. - 3								
Resolution Required : (Ordinary / Special)			Special					
Whether promoter/ promoter group are			No					
Description of Resolution			Special Resolution to approve Offer to issue securities equal to or exceeding One % but not exceeding Five % of the issued Capital of the Company during any One financial year to identified employees under R.JL - Employees Stock Purchase Scheme 2017					
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]={([2]/[1])}*100	[4]	[5]	[6]={([4]/[2])}*100	[7]={([5]/[2])}*100
Promoter and Promoter Group	E-Voting	14161775	14161703	99.9995	14161703	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14161703	99.9995	14161703	0	100.0000	0.0000
Public Institutions	E-Voting	5047	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	4712618	723446	15.3513	722729	717	99.9009	0.0991
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		3570	0.0758	3153	417	88.3193	11.6807
	Total		727016	15.4271	725882	1134	99.8440	0.1560
Total		18879440	14888719	78.8621	14887585	1134	99.9924	0.0076
Whether Resolution is pass or not								
Yes								




Renaissance Jewellery Limited
 G. M. Walavalkar
 G. M. - Legal & Company Secretary