### 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: <u>Scrutinizer's Report on Postal Ballot Results for passing of Special Resolutions</u>
<u>proposed vide Notice of Postal Ballot dated October 13, 2017</u>

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	1	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	a	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	: 0.01 %		
(both physical & electronic)			

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	
Total number of Physical Ballot forms	61	14885149
	61	4251
TOTAL	99	14889400
Total number of invalid votes		24005400
E-voting	0	
Postal Ballot	9	0
Total	9	681
Total number of valid votes	9	681
E-voting	30	1 40054 40
Postal Ballot	38 52	14885149
Total	90	3570
Total number of votes polled in favour of the resolution	90	14888719
E-voting	24	4.4004.400
Postal Ballot	31	14884432
Total	/) 47	3153
Total number of votes polled against the resolution	78	14887585
E-voting	( Sept 20 Colland	
Postal Ballot	7	717
Total	5	417
	1705/0/12	1134
Percentage of votes cast in favour of the resolution (both physical & electronic)	1	: 99.99 %
Percentage of votes cast against the resolution (both physical & electronic)		: 0.01 %

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### **COMPANY SECRETARIES**

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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 B	allots	No. of shares	
Total number of electronic votes received	7	38	14885149	
Total number of Physical Ballot forms	12	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 %		

#### **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

Signature:

Name: Amit Gadgil

Address: 201, Dhruv, Vile Parle (east),

Mumbai-400057

Witness 2

Name: Amar Kurkute

Address: Shankar Deool Vashi Naka, Chembur,

Mumbai - 400074

Signature:

	D	etails of	voting	results of th	ne Posta	l Ballot			
(pursuant to Regn.	44(3) of the Sec	urities and Ex			bligations and	Disclosure Re	equirements) Regula	ations, 2015)	
	(a ii ) (a	. 6	Re	esolution No 1		Pagial			
Resolution Required :	(Ordinary / Sp	eciai)				Special No			
Whether promoter/ promoter group are interested in the agenda/resolution?						NO			
Description of Resolu			Special Re	solution to approv	e the Renais	sance Jewe	llery Ltd ("RJL") -	Employees Stock	
Description of Resolu			- Opeolal No		Pu	irchase			
Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of Votes in	% of Votes	
	Voting	shares	votes	Polled on	Votes - in	Votes	favour on votes		
		held	polled	outstanding shares	favour	-Against	, polled	polled	
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	
	E-Voting		14161703	99.9995	14161703	0	100.0000	0.0000	
Promoter and	Poll	14161775	0	0.0000	0	0	0.0000	0.0000	
Promoter Group	Postal Ballot	11131770	0	0.0000		. + 0	0.0000	0.0000	
4 1	Total		14161703	99.9995		0	100.0000	0.0000	
	E-Voting		0	0.0000	0	0	0.0000	0.0000	
Public Institutions	Poll	5047	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000 0.0000	0.0000	
	Total		_	0.0000				0.0991	
	E-Voting	4712618	723446 0	15.3513	722729	717	99.9009	0.0000	
Public Non Institutions	Poll Postal Ballot		3470	0.0000	3053	417	87.9827	12.0173	
	Total		726916	15.4249	725782	1134	99.8440	0.1560	
Total	Total	18879440	14888619	78.8615	14887485	1134	99.9924	0.0076	
			R	Whether esolution No 2			Y	es	
Resolution Required :			Special						
Whether promoter/ pro			No						
interested in the agen			On a siel De			h Ci C I	2.II. EI	Ote al. D h	
Description of Resolu	tion		Special Resolution to approve extending benefits of RJL - Employees Stock Purchase Scheme 2017 to the employees of Holding/Subsidiary Company (ies).						
Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of Votes in	% of Votes	
	Voting	shares	votes	Polled on	Votes - in	Votes	favour on votes	against on votes	
		held	polled	outstanding shares	favour	-Against	polled	polled	
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	
	E-Voting		14161703	99.9995	14161703	0	100.0000	0.0000	
Promoter and	Poll	14161775	0	0.0000		0	0.0000		
Promoter Group	Postal Ballot		0	0.0000	0	. 0	0.0000		
	Total		14161703	99.9995	14161703	0	100.0000	0.0000	
Public Institutions	E-Voting	5047	0	0.0000	0	0	0.0000		
	Poll Postal Pallot		0			0	0.0000		
	Postal Ballot Total		0		0	0	0.0000 0.0000	0.0000	
	1		723446	15.3513	722729	717	99.9009		
				10.0010	122129		99.9009	0.0991	
	E-Voting				0	Λ	0.0000	0.0000	
Public Non Institutions	E-Voting Poll	4712618	0	0.0000	0 3153	0 417	0.0000		
	E-Voting	4712618		0.0000 0.0758	3153	417	88.3193	11.6807	
	E-Voting Poll Postal Ballot	4712618 <b>18879440</b>	0 3570	0.0000 0.0758 <b>15.427</b> 1	3153 <b>725882</b>	417 <b>1134</b>		11.6807 <b>0.156</b> 0	
Public Non Institutions	E-Voting Poll Postal Ballot	1005 DATES DE 1005	0 3570 <b>727016</b>	0.0000 0.0758 <b>15.427</b> 1	3153	417	88.3193 <b>99.8440</b>	0.0000 11.6807 <b>0.1560</b> <b>0.0076</b>	
Public Non Institutions	E-Voting Poll Postal Ballot	1005 DATES DE 1005	0 3570 <b>727016</b>	0.0000 0.0758 <b>15.4271</b> <b>78.8621</b>	3153 <b>725882</b>	417 1134 1134	88.3193 99.8440 99.9924	11.680 <b>0.15</b> 0	



			Re	esolution 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 RJL - Employees Stock Purchase Scheme 2017					
Category	Mode of Voting	No. of shares	No. of votes	% of Votes Polled on	No. of Votes – in	No. of Votes	% of Votes in favour on votes	% of Votes against on votes
		held	polled	outstanding shares	favour	-Against	polled	polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting	14161775	14161703	99.9995	14161703	0	100.0000	0.0000
Promoter and	Poll		0	0.0000	0	0	0.0000	
Promoter Group	Postal Ballot		0	0.0000	0	. 0	0.0000	
	Total		14161703	99.9995	14161703		100.0000	0.0000
	E-Voting	5047	0	0.0000	0	0	0.0000	0.0000
Public Institutions	Poll		0	0.0000	0	0	0.0000	0.0000
Fublic institutions	Postal Ballot		0	0.0000	0	0	0.0000	
	Total		0	0.0000	0	0	0.0000	0.0000
	E-Voting	4712618	723446	15.3513	722729	717	99.9009	0.0991
Public Non Institutions	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
				Mhathar	Docelutien is			· · ·
				vvnetner	Resolution is	pass or not	Y	es

G. M. Walavalkar
G. M. - Legal & Company Secretary