



K. GULGULIA & CO.
Chartered Accountants

7A Bentinck Street
4th Floor, Room - 401
Kolkata - 700 001
Ph: 033 - 2243 7820
Email:khushboo.gulgulia@yahoo.com

Scrutinizer's Report on E-Voting

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(ix) of the Companies (Management and Administration) Amendment Rules, 2015]

To
The Chairman of the 169th Annual General Meeting of the Members of R.C.A. LIMITED held on the 24th day of September, 2016 at 10, Middleton Row, Kolkata – 700 071.

Dear Sir,

1. I, Khushboo Gulgulia, a Chartered Accountant-in-Practice, have been appointed as a Scrutinizer by the Board of Directors of **R.C.A. LTD.** (the Company) for the purpose of scrutinizing the e-voting process (remote e-voting) and ascertain the requisites on majority on e-voting, under the provisions of Section 108 of the Companies Act, 2013 (the 'Act') read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the resolutions contained in the notice of the 169th Annual General Meeting (AGM) of the Members of the Company dated 30th May, 2016, held on Saturday, the 24th September, 2016 at 11.00 A.M. at 10, Middleton Row, Kolkata – 700 071.
2. The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to voting through electronic means on the resolution contained in the Notice of the **169th Annual General Meeting (AGM)** of the Members of the Company dated 30th May, 2016. My responsibility as the Scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast in "favour" or "against" on the resolutions as set out in the notice to the AGM, based on the reports generated from e-voting platform provided by **National Securities Depository Ltd (NSDL)**, the authorized agency to provide e-voting facilities, engaged by the Company.
3. Further to the above, I submit my report as under :-
 - i. The e-voting period remained open from **Wednesday, the 21st September, 2016 (10.00 a.m.)** till **Friday, the 23rd September, 2016 (5.00 p.m.)**.
 - ii. The Members of the Company as on "**cut-off**" date i.e. on **Saturday, the 17th September, 2016**, were entitled to vote on the resolutions (Items No. 1 to 5 as set out in the notice of the AGM of the Company dated 30th May, 2016).
 - iii. The votes cast were unblocked on 24/09/2016 after completion of e-voting process in the presence of two witnesses, Ms. Priyanka Choraria & Ms. Rukhsar who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Priyanka choraria
Witness 1 : Ms Priyanka Choraria

Rukhsar
Witness 2 : Rukhsar

- iv. The total paid-up equity share capital of the Company as on "cut-off" date 17th September, 2016, was Rs.63,00,680/- divided into 12,60,136 equity shares of Rs.5/- each.

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: 2:

- v. Thereafter, the details containing *inter-alia*, list of Equity Share Holders, who voted "for" and "against" each of the resolution contained in the notice of the AGM dated 30th May, 2016, that were put to vote, were generated from the e-voting website of **National Securities Depository Limited (NSDL)**, and based on such reports generated, the result of e-voting is as under :-

Item No. 1 : (Ordinary Resolution) : - Adoption of audited financial statements of the Company for the financial year ended 31st March, 2016, and the reports of the Board of Directors and Auditors thereon.

- (i) Voted in favour of the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
9	10,95,368	100.00%

- (ii) Voted against the resolution (out of valid votes cast) :

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

- (iii) Invalid Votes :

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

Item No. 2: (Ordinary Resolution): - Declaration of dividend on Equity Shares for the financial year ended 31st March, 2016.

- (i) Voted in favour of the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
9	10,95,368	100.00%

- (ii) Voted against the resolution (out of valid votes cast) :

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

- (iii) Invalid Votes:

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

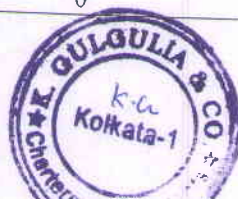
Item No. 3: (Ordinary Resolution) - Appointment of a Director in place of Smt. Indu Dabriwala, who retires from office by rotation, and being eligible, offer herself for re-appointment.

- (i) Voted in favour of the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
9	10,95,368	100.00%

- (ii) Voted against the resolution (out of valid votes cast) :

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





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(iii) Invalid Votes:

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

Item No. 4: (Ordinary Resolution) : - Ratify the appointment of Auditors and to fix their remuneration.

(i) Voted in favour of the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
9	10,95,368	100.00%

(ii) Voted against the resolution (out of valid votes cast) :

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

(iii) Invalid Votes :

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

Item No. 5: (Special Resolution) : - Re- appointment of Sri Rajendra Kumar Dabriwala as Managing Director.

(i) Voted in favour of the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
9	10,95,368	100.00%

(ii) Voted against the resolution (out of valid votes cast) :

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

(iii) Invalid Votes:

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

The Report of E-Voting in the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed as **Annexure – “A” (3 pages)**.

Note: All the above resolutions passed by Majority

Thanking You,

Yours Faithfully,

Khushboo Gulgulia

[Khushboo Gulgulia]
Chartered Accountant- in - Practice
Membership No. 306808



Place : Kolkata

Dated : 26th September, 2016



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Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, being part of Scrutinizer's Report (E-voting result)

ANNEXURE - "A" (Page 1 of 3)

Date of the AGM	24-09-2016
Total number of shareholders on record date	359
No. of shareholders presented in the meeting either in person or through proxy :	
Promoters and Promoters Group :	4
Public :	2
No. of shareholders attended the meeting through Video Conferencing :	
Promoters and Promoters Group :	---- NIL ---
Public :	---- NIL ---

Agenda – wise disclosure

Resolutions / Agenda No. 1 : (Ordinary Resolution) : - Adoption of audited financial statements of the Company for the financial year ended 31st March, 2016 and the reports of the Board of Directors and Auditors thereon

Resolution required : (Ordinary/Special)		ORDINARY RESOLUTIONS						
Whether promoter / promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held (1)	No of voted polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes – favour (4)	No of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	10,94,808	10,94,808	100.00 %	10,94,808	--- NIL ---	100.00 %	--- NIL ---
Public-Institutions	E-voting	7,032	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- N. A. ---	--- N.A. ---
Public- Non Institutions*	E-voting	1,58,296	560	0.34	560	--- NIL ---	100.00 %	0
TOTAL		12,60,136	10,95,368	86.92 %	10,95,368	--- NIL ---	100.00 %	0.00 %

*includes 960 shares held by State Government.





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ANNEXURE - "A" (Page 2 of 3)

Resolutions / Agenda No. 2 : (Ordinary Resolution) : - Declaration of dividend on Equity Shares for the financial year ended 31st March, 2016.

Resolution required (Ordinary/Special) :			ORDINARY RESOLUTIONS					
Whether promoter / promoter group are interested in the agenda/resolution ?			NO					
Category	Mode of Voting	No. of shares held (1)	No of voted polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes - favour (4)	No of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	10,94,808	10,94,808	100.00 %	10,94,808	--- NIL ---	100.00 %	--- NIL ---
Public-Institutions	E-voting	7,032	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- N. A. ---	--- N.A. ---
Public- Non Institutions*	E-voting	1,58,296	560	0.35	560	--- NIL ---	100.00	0
TOTAL		12,60,136	10,95,368	86.92 %	10,95,368	--- NIL ---	100.00 %	0.00 %

*includes 960 shares held by State Government.

Resolutions / Agenda No. 3 : (Ordinary Resolution) : - Appointment of a Director in place of Smt. Indu Dabriwala (DIN-00546365), who retires from office by rotation, and being eligible, offer himself for re-appointment.

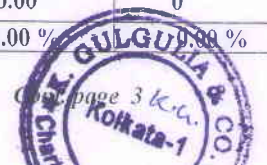
Resolution required (Ordinary/Special) :			ORDINARY RESOLUTIONS					
Whether promoter / promoter group are interested in the agenda/resolution ?			NO					
Category	Mode of Voting	No. of shares held (1)	No of voted polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes - favour (4)	No of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	10,94,808	10,94,808	100.00 %	10,94,808	--- NIL ---	100.00 %	--- NIL ---
Public-Institutions	E-voting	7,032	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- N. A. ---	--- N.A. ---
Public- Non Institutions*	E-voting	1,58,296	560	0.35	560	--- NIL ---	100.00	0
TOTAL		12,60,136	10,95,368	86.92 %	10,95,368	--- NIL ---	100.00 %	0.00 %

*includes 960 shares held by State Government.

Resolutions / Agenda No. 4 : (Ordinary Resolution) : - Appointment of Auditors and to fix their remuneration.

Resolution required (Ordinary/Special) :			ORDINARY RESOLUTIONS					
Whether promoter / promoter group are interested in the agenda/resolution ?			NO					
Category	Mode of Voting	No. of shares held (1)	No of voted polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes - favour (4)	No of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	10,94,808	10,94,808	100.00 %	10,94,808	--- NIL ---	100.00 %	--- NIL ---
Public-Institutions	E-voting	7,032	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- N. A. ---	--- N.A. ---
Public- Non Institutions*	E-voting	1,58,296	560	0.35	560	--- NIL ---	100.00	0
TOTAL		12,60,136	10,95,368	86.92 %	10,95,368	--- NIL ---	100.00 %	0.00 %

*includes 960 shares held by State Government.





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ANNEXURE - "A" (Page 3 of 3)

Resolutions / Agenda No. 5 : (Special Resolution) : - Re- appointment of Sri Rajendra Dabriwala (DIN :0086658) as Managing Director								
Resolution required (Ordinary/Special) :			SPECIAL RESOLUTIONS					
Whether promoter / promoter group are interested in the agenda/resolution ?			NO					
Category	Mode of Voting	No. of shares held (1)	No of voted polled (2)	% of Votes Polled on outstanding shares (3)= (2)/(1) *100	No of Votes – favour (4)	No of Votes – against (5)	% of Votes in favour on votes polled (6)= (4)/(2) *100	% of Votes against on votes polled (7)= (5)/(2) *100
Promoter and Promoter Group	E-voting	10,94,808	10,94,808	100.00 %	10,94,808	--- NIL ---	100.00 %	--- NIL ---
Public-Institutions	E-voting	7,032	--- NIL --	--- NIL ---	--- NIL ---	--- NIL ---	--- N. A. ---	--- N.A. ---
Public- Non Institutions*	E-voting	1,58,296	560	0.35	560	--- NIL ---	100.00	--- NIL ---
TOTAL		12,60,136	10,95,368	86.92 %	10,95,368	--- NIL ---	100.00 %	0.00 %

*includes 960 shares held by State Government.

Note : 1) All the above resolutions passed by Majority

2) 960 shares held by Government Authorities are included in Public- Non Institutions holding.

No voting has been done on these shares

Thanking You,

Yours Faithfully,

Khushboo Gulgulia

[KHUSHBOO GULGULIA]
Chartered Accountant-in-Practice
Membership No. 306808



Place : Kolkata

Dated : 26th September, 2016



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FORM NO. MGT - 13
REPORT OF SCRUTINIZER FOR BALLOT FORM VOTING

[Pursuant to Section 109 of Companies Act, 2013, and Rule 21(2) of the Companies (Management and Administration) Amendment Rules, 2015]

To
The Chairman,
Annual General Meeting of the Equity Shareholders of
R.C.A. LIMITED held on the 24th day of September, 2016 at 10, Middleton Row, Kolkata – 700 071.

Dear Sir,

1. I, Khushboo Gulgulia, a Chartered Accountant-in-Practice, have been appointed as a Scrutinizer by the Board of Directors of **R. C. A. LTD.** (the Company) for the purpose of scrutinizing and Poll through Ballot Form facility pursuant to Section 109 of the Companies Act, 2013, read with Rule 21 of the Companies (Management and Administration) Amendment Rules, 2015, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in the resolutions contained in the notice of the Annual General Meeting (AGM) of the members of the Company dated 30th May, 2016, held on Saturday, the 24th September, 2016 at 11.00 A.M. at 10, Middleton Row, Kolkata – 700 071.
2. The management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to voting through remote e-voting and ballot forms means on the resolution proposed in the Notice of the **169th Annual General Meeting (AGM)** of the members of the Company dated 30th May, 2016. My responsibility as the Scrutinizer for the process of voting through ballot form at the venue of AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's report of the votes cast in "**favour**" or "**against**" on the resolutions proposed in the notice to the **169th AGM** of the Company, through ballot forms at the venue of Annual General Meeting in respect of the resolutions considered at the 169th Annual General Meeting of the Shareholders of the Company.
3. Ballot Form facility provided at the venue of the Annual General Meeting was optional till all the resolutions were considered and voted upon, only by members attending the meeting and who have not voted through Remote e-voting.
4. After the time fixed for closing of the poll by the chairman, ballot box kept for polling was locked in my presence with due identification marks placed by me.
5. The locked box was subsequently open in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the registrar and transfer agents of the company and the authorizations / proxies lodged with the Company.
6. The poll papers which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
7. The result of the poll is as under:-



Cont. page 2



: 2:

Item No. 1 : - Adoption of audited financial statements of the Company for the financial year ended 31st March, 2016, and the reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)

(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
1	540	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 %

(iii) Invalid Votes :

Total Number of Members (in person or by Proxy), whose votes were declared Invalid	Total number of votes cast by them
0	0

Item No. 2 : - Declaration of dividend on Equity Shares for the financial year ended 31st March, 2016. (Ordinary Resolution)

(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
1	540	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 %

(iii) Invalid Votes :

Total Number of Members (in person or by Proxy), whose votes were declared Invalid	Total number of votes cast by them
0	0





: 3:

Item No. 3: - Appointment of a Director in place of Smt. Indu Dabriwala (DIN-00546365), who retires from office by rotation, and being eligible, offer himself for re-appointment. (Ordinary Resolution)

(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
1	540	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 %

(iii) Invalid Votes :

Total Number of Members (in person or by Proxy), whose votes were declared Invalid	Total number of votes cast by them
0	0

Item No. 4: - Appointment of Auditors and to fix their remuneration. (Ordinary Resolution)

(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
1	540	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 %

(iii) Invalid Votes :

Total Number of Members (in person or by Proxy), whose votes were declared Invalid	Total number of votes cast by them
0	0





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: 4:

Item No. 5: - Re- appointment of Sri Rajendra Dabriwala (DIN :0086658) as Managing 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
1	540	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 %

(iii) **Invalid Votes** :

Total Number of Members (in person or by Proxy), whose votes were declared Invalid	Total number of votes cast by them
0	0

Based the foregoing, the aforesaid resolutions shall be deemed to have been passed with the requisite majority.

The Report of Ballot Form Voting in the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed as *Annexure – “A” (3 pages)*.

All the relevant records, relating to the voting through ballot form and remote e-voting is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Note : All the above resolutions passed by Majority

Thanking You,
Yours Faithfully,

Khushboo Gulgulia

[KHUSHBOO GULGULIA]
Chartered Accountant-in-Practice
Membership No. 306808
Place : Kolkata
Dated : 26th September, 2016





Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, being part of Scrutinizer's Report [Ballot Form voting result]

ANNEXURE - "A" (Page 1 of 3)

Date of the AGM	24-09-2016
Total number of shareholders on record date	359
No. of shareholders present in the meeting either in person or through proxy :	
Promoters and Promoters Group :	4
Public :	2
No. of shareholders attended the meeting through Video Conferencing :	
Promoters and Promoters Group :	--- NIL ---
Public :	--- NIL ---

Agenda – wise disclosure

Resolutions / Agenda No. 1 : (Ordinary Resolution) : - Adoption of audited financial statements of the Company for the financial year ended 31st March, 2016, and the reports of the Board of Directors and Auditors thereon

Resolution required :			ORDINARY RESOLUTIONS					
Whether promoter / promoter group are interested in the agenda/resolution ?			NO					
Category	Mode of Voting	No. of shares held (1)	No of voted polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes – favour (4)	No of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Ballot Form	10,94,808	0	0	0	--- NIL ---	0	--- NIL ---
Public-Institutions	Ballot Form	7,032	--- NIL --	--- NIL ---	--- NIL ---	--- NIL ---	--- N. A. ---	--- N.A. ---
Public- Non Institutions*	Ballot Form	1,58,296	540	0.34	540	0	100	0
TOTAL		12,60,136	540	0.04	540	--- NIL ---	100.00	0.00 %

*includes 960 shares held by State Government.

Resolutions / Agenda No. 2 : (Ordinary Resolution) : - Declaration of dividend on Equity Shares for the financial year ended 31st March, 2016.

Resolution required :			ORDINARY RESOLUTIONS					
Whether promoter / promoter group are interested in the agenda/resolution ?			NO					
Category	Mode of Voting	No. of shares held (1)	No of voted polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes – favour (4)	No of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Ballot Form	10,94,808	0	0	0	--- NIL ---	0	--- NIL ---
Public-Institutions	Ballot Form	7,032	--- NIL --	--- NIL ---	--- NIL ---	--- NIL ---	--- N. A. ---	--- N.A. ---
Public- Non Institutions*	Ballot Form	1,58,296	540	0.34	540	0	100	0
TOTAL		12,60,136	540	0.04	540	--- NIL ---	100.00	0.00 %

*includes 960 shares held by State Government.





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Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, being part of Scrutinizer's Report [Ballot Form voting result]

ANNEXURE - "A" (Page 2 of 3)

Resolutions / Agenda No. 3 : (Ordinary Resolution) :- Appointment of a Director in place of Smt. Indu Dabriwala (DIN-00546365), who retires from office by rotation, and being eligible, offer himself for re-appointment.								
Resolution required (Ordinary/Special) :			ORDINARY RESOLUTIONS					
Whether promoter / promoter group are interested in the agenda/resolution ?			NO					
Category	Mode of Voting	No. of shares held (1)	No of voted polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes - favour (4)	No of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Ballot Form	10,94,808	0	0	0	--- NIL ---	0	--- NIL ---
Public-Institutions	Ballot Form	7,032	--- NIL --	--- NIL ---	--- NIL ---	--- NIL ---	--- N. A. ---	--- N.A. ---
Public- Non Institutions*	Ballot Form	1,58,296	540	0.34	540	0	100	0
TOTAL		12,60,136	540	0.04	540	--- NIL ---	100.00	0.00 %

*includes 960 shares held by State Government.

Resolutions / Agenda No. 4 : (Ordinary Resolution) :- Appointment of Auditors and to fix their remuneration.								
Resolution required (Ordinary/Special) :			ORDINARY RESOLUTIONS					
Whether promoter / promoter group are interested in the agenda/resolution ?			NO					
Category	Mode of Voting	No. of shares held (1)	No of voted polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes - favour (4)	No of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Ballot Form	10,94,808	0	0	0	--- NIL ---	0	--- NIL ---
Public-Institutions	Ballot Form	7,032	--- NIL --	--- NIL ---	--- NIL ---	--- NIL ---	--- N. A. ---	--- N.A. ---
Public- Non Institutions*	Ballot Form	1,58,296	540	0.34	540	0	100	0
TOTAL		12,60,136	540	0.04	540	--- NIL ---	100.00	0.00 %

*includes 960 shares held by State Government.



Cont. page 3



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Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, being part of Scrutinizer's Report [Ballot Form voting result]

ANNEXURE - "A" (Page 3 of 3)

Resolutions / Agenda No. 5 : (Special Resolution) : - Re- appointment of Sri Rajendra Dabriwala (DIN :0086658) as Managing Director.								
Resolution required : (Ordinary/Special)			SPECIAL RESOLUTIONS					
Whether promoter / promoter group are interested in the agenda/resolution ?			NO					
Category	Mode of Voting	No. of shares held (1)	No of voted polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes - favour (4)	No of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	Ballot Form	10,94,808	0	0	0	--- NIL ---	0	--- NIL ---
Public-Institutions	Ballot Form	7,032	--- NIL --	--- NIL ---	--- NIL ---	--- NIL ---	--- N. A. ---	--- N.A. ---
Public- Non Institutions*	Ballot Form	1,58,296	540	0.34	540	0	100	0
TOTAL		12,60,136	540	0.04	540	--- NIL ---	100.00	0.00 %

*includes 960 shares held by State Government.

Note : 1) All the above resolutions passed by Majority
2) 960 shares held by Government Authorities are included in Public- Non Institutions holding.
No voting has been done on these shares

Thanking You,

Yours Faithfully,

Khushboo Gulgulia

[KHUSHBOO GULGULIA]
Chartered Accountant-in-Practice
Membership No. 306808



Place : Kolkata

Dated : 26th September, 2016



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CONSOLIDATED SCRUTINIZER'S REPORT
[Voting through Remote E-Voting and Ballot Form Facility]

[Pursuant to Section 108 and 109 of Companies Act, 2013 and Companies (Management and Administration) Amendment Rules, 2015]

To
The Chairman,
169th Annual General Meeting of the Equity Shareholders of
R.C.A. LIMITED held on the 24th day of September, 2016 at 10, Middleton Row, Kolkata – 700 071.

Dear Sir,

1. I, Khushboo Gulgulia, a Chartered Accountant-in-Practice, have been appointed as a Scrutinizer by the Board of Directors of **R. C. A. LTD.** (the Company) for the purpose of scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 (the 'Act') read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Poll through Ballot Form facility pursuant to Section 109 of the Companies Act, 2013, read with Rule 21 of the Companies (Management and Administration) Rules, 2014, in the resolutions contained in the notice of the Annual General Meeting (AGM) of the members of the Company dated 30th May, 2016, held on Monday, the 24th September, 2016 at 11.00 A.M. at 10, Middleton Row, Kolkata – 700 071.
2. The management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to voting through remote e-voting and ballot forms means on the resolution proposed in the Notice of the **169th Annual General Meeting (AGM)** of the members of the Company dated 30th May, 2016. My responsibility as the Scrutinizer for the process of voting through remote e-voting and ballot form at the venue of AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's report of the votes cast in "**favour**" or "**against**" on the resolutions proposed in the notice to the **169th AGM** of the Company, based on the reports generated from e-voting systems provided by **National Securities Depository Limited (NSDL)**, the authorized agency to provide e-voting facilities, engaged by the Company for voting through electronics means and votes cast through ballot forms at the venue of Annual General Meeting in respect of the resolutions considered at the 169th Annual General Meeting of the Shareholders of the Company.
3. In terms of the aforesaid Notice and as prescribed in the aforesaid rules, the remote e-voting facilities were kept open from **Wednesday, the 21st September, 2016 at 10.00 A.M. to Friday, the 23rd September, 2016 at 5.00 P.M.** and Members were requested to cast their votes electronically convening their assent or dissent in respect of the resolutions on e-voting platform provided by NSDL.
4. The Member of the Company as on "**cut off**" date i.e. on **Saturday, the 17th September, 2016**, were entitled to vote on the resolutions (item No. 1 to 5) as set out in the notice of 169th AGM of the Company.
5. Ballot Form facility provided at the venue of the Annual General Meeting was optional till all the resolutions were considered and voted upon, only by members attending the meeting and who have not voted through Remote e-voting.
6. At the end of the voting period on **Friday, the 23rd September, 2016 at 5.00 P.M.**, the voting portal of the service provider was blocked forthwith.



Cont. page 2



: 2:

7. The votes cast were unblocked on **24/09/2016** in the presence of two witnesses Ms Priyanka Choraria & Ms. Rukhsar who are not in employment of the Company and they have signed below in confirmation of the votes being unblocked in their presence.

Priyanka Choraria
Witness 1 : Ms Priyanka Choraria

Rukhsar
Witness 2 : Rukhsar

8. The total paid-up equity share capital of the Company as on “cut-off” date 17th September, 2016, was Rs.63,00,680/- divided into 12,60,136 equity shares of Rs.5/- each.
9. Thereafter, the details containing *inter-alia*, list of Equity Share Holders, who voted “for”, “against” each of the resolution contained in the notice of the AGM dated 30th May, 2016, that were put to vote, were generated from the e-voting website of **National Securities Depository Limited (NSDL)**, and based on such reports, **The brief analysis of the results of the voting through remote e-voting and Ballot Form facility are as under :-**

Item No. 1 : Ordinary Resolution : - Adoption of audited financial statements of the Company for the financial year ended 31st March, 2016, and the reports of the Board of Directors and Auditors thereon.

Particulars	No. of Votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	9	10,95,368	1	540	10	10,95,908	100.00%
Dissent	0	0	0	0	0	0	0.00 %
Total	9	10,95,368	1	540	10	10,95,908	100.00%
Abstain/Invalid	Nil	Nil	0	0	0	0	0.00 %

Item No. 2 : (Ordinary Resolution) :- Declaration of dividend on Equity Shares for the financial year ended 31st March, 2016.

Particulars	No. of Votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	9	10,95,368	1	540	10	10,95,908	100.00%
Dissent	0	0	0	0	0	0	0.00 %
Total	9	10,95,368	1	540	10	10,95,908	100.00%
Abstain/Invalid	Nil	Nil	0	0	0	0	0.00 %

Item No. 3: (Ordinary Resolution) :- Appointment of a Director in place of Smt. Indu Dabriwala (DIN-00546365), who retires from office by rotation, and being eligible, offer himself for re-appointment.

Particulars	No. of Votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	9	10,95,368	1	540	10	10,95,908	100.00%
Dissent	0	0	0	0	0	0	0.00 %
Total	9	10,95,368	1	540	10	10,95,908	100.00%
Abstain/Invalid	Nil	Nil	0	0	0	0	0.00 %

Cont. page 3





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Item No. 4: (Ordinary Resolution) :- Appointment of Auditors and to fix their remuneration.

Particulars	No. of Votes contained in						Percentage (%)
	Remote E-Voting		Instapoll (Ballot Form)		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	9	10,95,368	1	540	10	10,95,908	100.00%
Dissent	0	0	0	0	0	0	0.00%
Total	9	10,95,368	1	540	10	10,95,908	100.00%
Abstain/Invalid	Nil	Nil	0	0	0	0	0.00%

Item No. 5: (Special Resolution) :- Re- appointment of Sri Rajendra Dabriwala (DIN :0086658) as Managing Director..

Particulars	No. of Votes contained in						Percentage (%)
	Remote E-Voting		Instapoll (Ballot Form)		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	9	10,95,368	1	540	10	10,95,908	100.00%
Dissent	0	0	0	0	0	0	0.00%
Total	9	10,95,368	1	540	10	10,95,908	100.00%
Abstain/Invalid	Nil	Nil	0	0	0	0	0.00%

Based the forgoing, the aforesaid resolutions shall be deemed to have been passed with the requisite majority.

The Report of Consolidated E-Voting and Ballot Form Facility in the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed as Annexure – “A” (4 pages).

All the relevant records, relating to the voting through ballot form and remote e-voting is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Note : All the above resolutions passed by Majority

Thanking You,
Yours Faithfully,

Khushboo Gulgulia

[KHUSHBOO GULGULIA]
Chartered Accountant-in-Practice
Membership No. 306808



Place : Kolkata
Dated : 26th September, 2016



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Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, being part of Scrutinizer's Report (E-voting & Ballot Form Poll)

ANNEXURE - "A"

Date of the AGM	24-09-2016
Total number of shareholders on record date	359
No. of shareholders presented in the meeting either in person or through proxy :	
Promoters and Promoters Group :	4
Public :	2
No. of shareholders attended the meeting through Video Conferencing :	
Promoters and Promoters Group :	---- NIL ----
Public :	---- NIL ----

Agenda – wise disclosure

Resolutions / Agenda No. 1 : (Ordinary Resolution) : - Adoption of audited financial statements of the Company for the financial year ended 31st March, 2016, and the reports of the Board of Directors and Auditors thereon

Resolution required :		ORDINARY RESOLUTIONS						
Resolution (Ordinary/Special)		NO						
Whether promoter / promoter group are interested in the agenda/resolution ?		NO						
Category	Mode of Voting	No. of shares held (1)	No of voted polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes – favour (4)	No of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	10,94,808	10,94,808	100.00 %	10,94,808	--- NIL -	100.00 %	--- NIL ---
	Poll		--- NIL --	--- NIL ---	--- NIL --	--- NIL --	--- NIL ---	--- NIL --
	Postal Ballot (If applicable)		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL --	--- N. A. ---	--- N. A. ---
	Total		10,94,808	100.00 %	10,94,808	--- NIL -	100.00 %	--- NIL ---
Public-Institutions	E-Voting	7,032	--- NIL ---	--- N. A. ---	--- NIL --	--- NIL --	--- N. A. ---	--- N. A. ---
	Poll		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL --	--- N. A. ---	--- N. A. ---
	Postal Ballot (If applicable)		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL --	--- N. A. ---	--- N. A. ---
	Total		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL --	--- N. A. ---	--- N. A. ---
Public- Non Institutions*	E-Voting	1,58,296	560	0.35%	560	--- NIL --	100.00%	--- N. A. ---
	Poll		540	0.34%	540	--- NIL --	100.00%	--- N. A. ---
	Postal Ballot (If applicable)		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL --	--- N. A. ---	--- N. A. ---
	Total		1,65,328	1,100	0.67%	1,100	--- NIL --	100.00%
TOTAL		12,60,136	10,95,908	86.97 %	10,95,908	--- NIL -	100.00 %	--- NIL ---

*includes 960 shares held by State Government.





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Resolutions / Agenda No. 2 : (Ordinary Resolution) : - Declaration of dividend on Equity Shares for the financial year ended 31st March, 2016.

Resolution required : (Ordinary/Special)			ORDINARY RESOLUTIONS					
Whether promoter / promoter group are interested in the agenda/resolution ?			NO					
Category	Mode of Voting	No. of shares held (1)	No of voted polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes – favour (4)	No of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	10,94,808	10,94,808	100.00 %	10,94,808	--- NIL -	100.00 %	--- NIL ---
	Poll		--- NIL --	--- NIL ---	--- NIL --	--- NIL --	--- NIL ---	--- NIL --
	Postal Ballot (If applicable)		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL --	--- N. A. ---	--- N. A. ---
	Total		10,94,808	100.00 %	10,94,808	--- NIL -	100.00 %	--- NIL ---
Public-Institutions	E-Voting	7,032	--- NIL ---	--- N. A. ---	--- NIL --	--- NIL --	--- N. A. ---	--- N. A. ---
	Poll		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL --	--- N. A. ---	--- N. A. ---
	Postal Ballot (If applicable)		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL --	--- N. A. ---	--- N. A. ---
	Total		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL --	--- N. A. ---	--- N. A. ---
Public- Non Institutions*	E-Voting	1,58,296	560	0.35%	560	--- NIL --	100.00%	--- N. A. ---
	Poll		540	0.34%	540	--- NIL --	100.00%	--- N. A. ---
	Postal Ballot (If applicable)		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL --	--- N. A. ---	--- N. A. ---
	Total		1,65,328	1,100	0.67%	1,100	--- NIL --	100.00%
TOTAL		12,60,136	10,95,908	86.97 %	10,95,908	--- NIL -	100.00 %	--- NIL ---

*includes 960 shares held by State Government.

Resolutions / Agenda No. 3 : (Ordinary Resolution) : - Appointment of a Director in place of Smt. Indu Dabriwala (DIN-00546365), who retires from office by rotation, and being eligible, offer himself for re-appointment.

Resolution required : (Ordinary/Special)			ORDINARY RESOLUTIONS					
Whether promoter / promoter group are interested in the agenda/resolution ?			NO					
Category	Mode of Voting	No. of shares held (1)	No of voted polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes – favour (4)	No of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	10,94,808	10,94,808	100.00 %	10,94,808	--- NIL -	100.00 %	--- NIL ---
	Poll		--- NIL --	--- NIL ---	--- NIL --	--- NIL --	--- NIL ---	--- NIL --
	Postal Ballot (If applicable)		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL --	--- N. A. ---	--- N. A. ---
	Total		10,94,808	100.00 %	10,94,808	--- NIL -	100.00 %	--- NIL ---
Public-Institutions	E-Voting	7,032	--- NIL ---	--- N. A. ---	--- NIL --	--- NIL --	--- N. A. ---	--- N. A. ---
	Poll		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL --	--- N. A. ---	--- N. A. ---
	Postal Ballot (If applicable)		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL --	--- N. A. ---	--- N. A. ---
	Total		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL --	--- N. A. ---	--- N. A. ---
Public- Non Institutions*	E-Voting	1,58,296	560	0.35%	560	--- NIL --	100.00%	--- N. A. ---
	Poll		540	0.34%	540	--- NIL --	100.00%	--- N. A. ---
	Postal Ballot (If applicable)		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL --	--- N. A. ---	--- N. A. ---
	Total		1,65,328	1,100	0.67%	1,100	--- NIL --	100.00%
TOTAL		12,60,136	10,95,908	86.97 %	10,95,908	--- NIL -	100.00 %	--- NIL ---





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*includes 960 shares held by State Government.

Resolutions / Agenda No. 4 : (Ordinary Resolution) :- Appointment of Auditors and to fix their remuneration.

Resolution required : (Ordinary/Special)		ORDINARY RESOLUTIONS						
Whether promoter / promoter group are interested in the agenda/resolution ?		NO						
Category	Mode of Voting	No. of shares held (1)	No of voted polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes – favour (4)	No of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	10,94,808	10,94,808	100.00 %	10,94,808	--- NIL -	100.00 %	--- NIL ---
	Poll		--- NIL --	--- NIL ---	--- NIL --	--- NIL --	--- NIL ---	--- NIL --
	Postal Ballot (If applicable)		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL --	--- N. A. ---	--- N. A. ---
	Total		10,94,808	100.00 %	10,94,808	--- NIL -	100.00 %	--- NIL ---
Public-Institutions	E-Voting	7,032	--- NIL ---	--- N. A. ---	--- NIL --	--- NIL --	--- N. A. ---	--- N. A. ---
	Poll		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL --	--- N. A. ---	--- N. A. ---
	Postal Ballot (If applicable)		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL --	--- N. A. ---	--- N. A. ---
	Total		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL --	--- N. A. ---	--- N. A. ---
Public- Non Institutions*	E-Voting	1,58,296	560	0.35%	560	--- NIL --	100.00%	--- N. A. ---
	Poll		540	0.34%	540	--- NIL --	100.00%	--- N. A. ---
	Postal Ballot (If applicable)		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL --	--- N. A. ---	--- N. A. ---
	Total		1,65,328	1,100	0.67%	1,100	--- NIL --	100.00%
TOTAL		12,60,136	10,95,908	86.97 %	10,95,908	--- NIL -	100.00 %	--- NIL ---

*includes 960 shares held by State Government.





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Resolutions / Agenda No. 5 : (Special Resolution) : - Re- appointment of Sri Rajendra Dabriwala (DIN :0086658) as Managing Director...								
Resolution required :			SPECIAL RESOLUTIONS					
Whether promoter / promoter group are interested in the agenda/resolution ?			NO					
Category	Mode of Voting	No. of shares held (1)	No of voted polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes – favour (4)	No of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	10,94,808	10,94,808	100.00 %	10,94,808	--- NIL - --	100.00 %	--- NIL ---
	Poll		--- NIL --	--- NIL ---	--- NIL --	--- NIL --	--- NIL ---	--- NIL --
	Postal Ballot (If applicable)		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL --	--- N. A. ---	--- N. A. ---
	Total		10,94,808	100.00 %	10,94,808	--- NIL - --	100.00 %	--- NIL ---
Public-Institutions	E-Voting	7,032	--- NIL ---	--- N. A. ---	--- NIL --	--- NIL --	--- N. A. ---	--- N. A. ---
	Poll		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL --	--- N. A. ---	--- N. A. ---
	Postal Ballot (If applicable)		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL --	--- N. A. ---	--- N. A. ---
	Total		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL --	--- N. A. ---	--- N. A. ---
Public- Non Institutions*	E-Voting	1,58,296	560	0.35%	560	--- NIL --	100.00%	--- N. A. ---
	Poll		540	0.34%	540	--- NIL --	100.00%	--- N. A. ---
	Postal Ballot (If applicable)		--- NIL ---	--- N. A. ---	--- NIL ---	--- NIL --	--- N. A. ---	--- N. A. ---
	Total		1,65,328	1,100	0.67%	1,100	--- NIL --	100.00%
TOTAL		12,60,136	10,95,908	86.97 %	10,95,908	--- NIL - --	100.00 %	--- NIL ---

*includes 960 shares held by State Government.

Note : 1) All the above resolutions passed by Majority
2) 960 shares held by Government Authorities are included in Public- Non Institutions holding.
No voting has been done on these shares

Thanking You,

Yours Faithfully,

Khushboo Gulgulia

[KHUSHBOO GULGULIA]
Chartered Accountant-in-Practice
Membership No. 306808



Place : Kolkata

Dated : 26th September, 2016