



Shree Rajeshwaranand Paper Mills Limited
MANUFACTURERS OF NEWS PRINT, WRITING & PRINTING PAPER
[CIN: L21093GJ1991PLC057244]

Registered Office: Bharuch - Jhagadia Road, Village-Govali, Dist.: Bharuch, Gujarat - 392 022
Phone: (02645) 227705 / 6 / 7 / 8 **Fax:** 91 2645 227709 **Mail:** srpmladl@sancharnet.in

27th September, 2015

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001.

Ref: Company Code No. 516086

Dear Sir;

Sub: Declaration of Results of Resolutions passed at the 24th Annual General Meeting and Submission of Scrutineer's Report

This is to inform you that pursuant section 108 of Companies Act, 2013 and Rules made thereunder and Clause 35B of the Listing Agreement, the Company provided remote e-voting and voting through ballot forms facilities to the Members of the Company for 24th Annual General Meeting.

Based on the Scrutiniser's final consolidated report, all the 6 (six) resolutions contained in the 24th Annual General Meeting Notice dated 29th July, 2015 have been duly passed on the date of 24th AGM i.e. 26th September, 2015 as per the details given below:

Date of AGM	26 th September, 2015
No. of Shareholders on Cut-off date i.e. 19 th September, 2015 for remote e-voting	11891
No. of Shareholders present at AGM either in person or through proxy:	
Promoters & Promoter Group:	3
Public:	30
No. of Shareholders attended the meeting through video conferencing	
Promoters & Promoter Group:	Not arranged
Public:	



Correspondence Add: C/o. Shree Ambeshwar Transport Corporation, 2nd Floor, S-63, Hexzone Arcade, Nr. Jayaben Mody Hospital, Valia Road, GIDC, Ankleshwar - 393002 (Gujarat) India. **Tel:** (02646) 220346, 220368



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Agenda Wise

The mode of voting for all the resolutions of 24th AGM was remote e-voting and Ballot voting. The combined result of Remote E-voting and Ballot voting for all the resolutions respectively is as under:

Resolution No. 1: Adoption of Audited Financial Statements for the financial year ended 31st March, 2015 along with Directors' Report & Auditors' Report thereon: (Ordinary Resolution)

Promoter/Public	No. of Shares	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	$6=(4/2)*100$	$7=(5/2)*100$
Promoters & Promoter Group	1467595	1433095	97.65	1433095	Nil	100.00	N.A.
Public-Inst. Holder	200	Nil	N.A.	Nil	Nil	N.A.	N.A.
Public others	10982205	4031580	36.71	4031580	Nil	100.00	N.A.
Total	12450000	5464675	43.89	5464675	Nil	100.00	N.A.

Resolution No. 2: Appointment of Statutory Auditors and fixing their remuneration: (Ordinary Resolution)

Promoter/ Public	No. of Shares	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	$6=(4/2)*100$	$7=(5/2)*100$
Promoters & Prom. Group	1467595	1433095	97.65	1433095	Nil	100.00	N.A.
Public-Inst. Holder	200	Nil	N.A.	Nil	Nil	N.A.	N.A.
Public others	10982205	4031580	36.71	4031580	Nil	100.00	N.A.
Total	12450000	5464675	43.89	5464675	Nil	100.00	N.A.



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Resolution No. 3: Appointment of Ms. Anita Dave as an Independent Director: (Ordinary Resolution)

Promoter/ Public	No. of Shares	No. of Votes polled	% of votes polled on outstandin g 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	$6=(4/2)*100$	$7=(5/2)*100$
Promoters & Prom. Group	1467595	1433095	97.65	1433095	Nil	100.00	N.A.
Public-Inst. Holder	200	Nil	N.A.	Nil	Nil	N.A.	N.A.
Public others	10982205	4031580	36.71	4031580	Nil	100.00	N.A.
Total	12450000	5464675	43.89	5464675	Nil	100.00	N.A.

Resolution No. 4: Appointment of Mr. Prakash R. Vora as a Managing Director of the Company:
(Special Resolution)

Promoter/ Public	No. of Shares	No. of Votes polled	% of votes polled on outstandin g 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	$6=(4/2)*100$	$7=(5/2)*100$
Promoters & Prom. Group	1467595	1433095	97.65	1433095	Nil	100.00	N.A.
Public-Inst. Holder	200	Nil	N.A.	Nil	Nil	N.A.	N.A.
Public others	10982205	4031580	36.71	4031580	Nil	100.00	N.A.
Total	12450000	5464675	43.89	5464675	Nil	100.00	N.A.

Resolution No. 5: Appointment of Mr. Udayan D. Velvan as an Executive Director of the Company:
(Special Resolution)

Promoter/ Public	No. of Shares	No. of Votes polled	% of votes polled on outstandin g 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	$6=(4/2)*100$	$7=(5/2)*100$
Promoters & Prom. Group	1467595	1433095	97.65	1433095	Nil	100.00	N.A.
Public-Inst. Holder	200	Nil	N.A.	Nil	Nil	N.A.	N.A.
Public others	10982205	4031580	36.71	4031580	Nil	100.00	N.A.
Total	12450000	5464675	43.89	5464675	Nil	100.00	N.A.

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Resolution No. 6: Fixing of Remuneration of Cost Auditors of the Company: (Ordinary Resolution)

Promoter/ Public	No. of Shares	No. of Votes polled	% of votes polled on outstandin g 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	$6=(4/2)*100$	$7=(5/2)*100$
Promoters & Prom. Group	1467595	1433095	97.65	1433095	Nil	100.00	N.A.
Public-Inst. Holder	200	Nil	N.A.	Nil	Nil	N.A.	N.A.
Public others	10982205	4031580	36.71	4031580	Nil	100.00	N.A.
Total	12450000	5464675	43.89	5464675	Nil	100.00	N.A.

Thus the Resolutions no. 1, 2, 3 and 6 have been passed as Ordinary resolutions and Resolutions no. 4 and 5 have been passed as Special resolutions.

We are also enclosing herewith copy of the Consolidated Report of Scrutiniser for your records.

This is in compliance with clause 35A of the Listing Agreement.

Kindly find the same in order and acknowledge receipt of the same.

Thanking you,

Yours faithfully,
for **SHREE RAJESHWARANAND PAPER MILLS LIMITED,**

AMRISH PATEL
CHAIRMAN



Encl: Scrutiniser's Report and Declaration of Results

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DECLARATION OF RESULTS OF REMOTE E-VOTING & BALLOT VOTING IN RESPECT OF 24TH ANNUAL GENERAL MEETING HELD ON 26TH SEPTEMBER, 2015.

In terms of Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement, **M/s. Shree Rajeshwaranand Paper Mills Limited** provided remote e-voting facility and facility of voting through Ballot to the Members vide notice dated 29th July, 2015 of 24th AGM. Members voted through remote e-voting from 23rd September, 2015 to 25th September, 2015. Further on 26th September, 2015, the day of the 24th AGM physical ballot forms were distributed to those members present in person or by proxy who could not exercise their votes through remote evoting, to enable them to vote through ballot voting.

The Board appointed M/s. Kashyap R. Mehta & Associates, Company Secretaries, Ahmedabad as Scrutineer to scrutinize the votes cast through remote e-voting and ballot voting. Scrutineer prepared and submitted the Consolidated Scrutineer's Report on the remote e-voting and ballot voting on 27th September, 2015 in terms of the said Rule 20.

Based on the Scrutineer's Consolidated Report dated 27th September, 2015, I hereby declare that all the 6 (Six) resolutions contained in the Company's notice dated 29th July, 2015 of 24th AGM have been duly passed on the date of 24th AGM as per the details given below:

Item No.	Brief description of the resolution	No. of Shares/ Votes in favour & % (Assent)	No. of Shares/ Votes Against & % (Dissent)	Passed as
1	Adoption of the Audited Financial Statements of the Company for the financial year ended 31 st March, 2015, the reports of the Board of Directors and Auditors thereon.	5464675 (100%)	Nil	Ordinary Resolution
2	Appointment of Statutory Auditors and fixing their remuneration.	5464675 (100%)	Nil	Ordinary Resolution
3	Appointment of Ms. Anita Dave as an Independent Director.	5464675 (100%)	Nil	Ordinary Resolution
4	Appointment of Mr. Prakash R. Vora as a Managing Director of the Company.	5464675 (100%)	Nil	Special Resolution
5	Appointment of Mr. Udayan D. Velvan as an Executive Director of the Company.	5464675 (100%)	Nil	Special Resolution
6	Fixing of Remuneration of Cost Auditors of the Company.	5464675 (100%)	Nil	Ordinary Resolution

For Shree Rajeshwaranand Paper Mills Limited



Place: Ahmedabad
Date: 27th September, 2015

Amrish R. Patel
Chairman

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203, Devashish, 2nd Floor, Near Bawarchi Restaurant, St. Xavier's Corner, Off C.G. Road, Navrangpura, Ahmadabad – 380 009.
Tel. No.: 079-2646 1365 / 66 / 67 Email : kashyaprmehta@hotmail.com, info@cskashyap.in Web: www.cskashyap.in

**CONSOLIDATED SCRUTINEER'S REPORT FOR E-VOTING AND BALLOT VOTING FOR
SHREE RAJESHWARANAND PAPER MILLS LIMITED**

To,
The Chairman,
Shree Rajeshwaranand Paper Mills Limited,
Bharuch - Jhagadia Road, Village-Govali,
Dist.: Bharuch – 392 022, Gujarat

Sub.: Passing of resolutions through remote electronic voting and ballot voting conducted for the 24th Annual General Meeting (AGM) of M/s. Shree Rajeshwaranand Paper Mills Limited (The Company) (CIN: L21093GJ1991PLC057244) held on 26th September, 2015

Report to the Chairman of the Board of Directors of M/s. Shree Rajeshwaranand Paper Mills Limited [CIN- L21093GJ1991PLC057244], a Company incorporated under the Companies Act, 1956 and having its Registered Office at Bharuch - Jhagadia Road, Village-Govali, Dist.: Bharuch – 392 022, Gujarat on the remote E-voting and Ballot voting conducted by the Company to pass 6 items on the agenda as contained in the Notice dated 29th July, 2015 for the 24th Annual General Meeting held on Saturday, the 26th September, 2015.

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the Rules made there under and the Listing Agreement. The responsibility of the undersigned as a Scrutineer for remote e-voting and physical ballot voting is restricted to give a consolidated report on the votes cast by the members for the resolutions as contained in the Notice dated 29th July, 2015, based upon the Report generated from the e-voting platform provided by Central Depository Services (India) Limited [CDSL], the authorised agency engaged by the Company to provide remote e-voting facilities for e-voting and physical ballot voting facilities provided at the 24th Annual General Meeting by the Company/the Registrar and Share Transfer agent of the Company.

The Board of Directors of the Company at its meeting held on 29th July, 2015 had appointed the undersigned as Scrutineer for the remote E-voting and Ballot voting pursuant to clause 35B of the Listing Agreement and relevant sections of the Companies Act, 2013 and Rules made thereunder.

The Company appointed Central Depository Services (India) Limited (CDSL) as the service provider for extending the facility of remote electronic voting to the Shareholders of the Company during remote E-voting period i.e. **9.00 a.m. on Wednesday, 23rd September, 2015 to 5.00 p.m. on Friday, 25th September, 2015**. M/s. Sharex Dynamic (India) Private Limited, Mumbai is the Registrar and Share Transfer agent of the Company. The cutoff date for remote E-voting was **19th September, 2015**.

The Members were required to cast their vote on the resolutions as contained in the Notice dated 29th July, 2015 either electronically conveying their assent or dissent, on remote E-voting platform provided by CDSL or through ballot voting facility provided by the Company at the 24th AGM.

The remote E-voting results were unblocked by the undersigned on 26th September, 2015 in the presence of two witnesses viz. Mr. Yash Mehta, Chartered Accountant and Mr. Malav Desai, Chartered Accountant, Ahmedabad.

At the 24th AGM of the Company held on 26th September, 2015, ballot voting was conducted to facilitate the members present in the meeting who did not participate in the remote E-voting, to record their votes through ballot voting.



Kindly refer Consolidated Scrutineer's report dated 27th September, 2015 on the results of the remote e-voting and ballot voting at the Annual General Meeting in respect of the said resolutions attached herewith as **Annexure – 1**.

The following is the voting results of remote E-voting and ballot voting:

Item No.	Brief description of the resolution	No. of Shares in favour (Assent) & %	No. of Shares Against (Dissent) & %
1	Adoption of Audited Financial Statements of the Company for the financial year ended 31 st March, 2015, together with the Reports of the Board of Directors and the Auditors thereon.	5464675 (100%)	Nil
2	Appointment of Statutory Auditors of the Company	5464675 (100%)	Nil
3	Appointment of Ms. Anita S. Dave as an Independent Director of the Company	5464675 (100%)	Nil
4	Special Resolution for Re-appointment of Mr. Prakash R. Vora as Managing Director of the Company under Sections 188, 196, 197, 203 of the Companies Act, 2013	5464675 (100%)	Nil
5	Special Resolution for Re-appointment of Mr. Udayan D. Velvan as Executive Director of the Company under Sections 188, 196, 197, 203 of the Companies Act, 2013	5464675 (100%)	Nil
6	Consideration of Remuneration payable to cost Auditors of the Company pursuant to Section 148 of the Companies Act, 2013	5464675 (100%)	Nil

The Registers for remote e-voting and physical ballots for votes casted by the Shareholders of the Company will be handed over to the Company upon declaration of results.

for **KASHYAP R. MEHTA & ASSOCIATES**
Company Secretaries



Place: Ahmedabad
Date: 27th September, 2015

Kashyap R. Mehta
Proprietor
COP No.: 2052
FCS No.: 1821
FRN: S2011GJ166500

Annexure -1

Summary of Remote E-voting & Ballot Boting taken for 24th Annual General Meeting held on 26-09-2015

Res. No	Resolution	Counts of Valid			No. of Valid Shares Voted				Favour						Against						Invalid		
		Remote E-votes	Ballot Polled		through Remote E-voting	through Ballots	Total	Counts of Remote E-votes	Counts of Ballots Polled	Total	Shares voted through Remote E-voting	Shares voted through Ballots	Total Shares Voted	% of total Voting	Counts of Remote E-votes	Counts of Ballots Polled	Total	Shares voted through Remote E-voting	Shares voted through Ballots	Total Shares Voted	% of total Voting	Ballots Polled	Shares voted through Ballots
1	Adoption of Audited Financial Statement as at 31st March, 2015	Promoters & Group	13	0	1433095	0	1433095	13	0	13	1433095	0	1433095	26.22	0	0	0	0	0	0	0.00	0	0
		Pub-Institutions	0	0	0	0	0	0	0	0	0	0	0	0.00	0	0	0	0	0	0	0.00	0	0
		Pub-Others	24	11	2977980	1053600	4031580	24	11	35	2977980	1053600	4031580	73.78	0	0	0	0	0	0	0.00	0	0
		Total	37	11	4411075	1053600	5464675	37	11	48	4411075	1053600	5464675	100.00	0	0	0	0	0	0	0.00	0	0
2	Appointment of Statutory Auditors of the Company	Promoters & Group	13	0	1433095	0	1433095	13	0	13	1433095	0	1433095	26.22	0	0	0	0	0	0	0.00	0	0
		Pub-Institutions	0	0	0	0	0	0	0	0	0	0	0	0.00	0	0	0	0	0	0	0.00	0	0
		Pub-Others	24	11	2977980	1053600	4031580	24	11	35	2977980	1053600	4031580	73.78	0	0	0	0	0	0	0.00	0	0
		Total	37	11	4411075	1053600	5464675	37	11	48	4411075	1053600	5464675	100.00	0	0	0	0	0	0	0.00	0	0
3	Appointment of Ms. Anita Dave as an Independent Director of the Company	Promoters & Group	13	0	1433095	0	1433095	13	0	13	1433095	0	1433095	26.22	0	0	0	0	0	0	0.00	0	0
		Pub-Institutions	0	0	0	0	0	0	0	0	0	0	0	0.00	0	0	0	0	0	0	0.00	0	0
		Pub-Others	24	11	2977980	1053600	4031580	24	11	35	2977980	1053600	4031580	73.78	0	0	0	0	0	0	0.00	0	0
		Total	37	11	4411075	1053600	5464675	37	11	48	4411075	1053600	5464675	100.00	0	0	0	0	0	0	0.00	0	0
4	Special Resolution for Re-Appointment of Mr. Prakash R. Vora as an Managing Director of the Company	Promoters & Group	13	0	1433095	0	1433095	13	0	13	1433095	0	1433095	26.22	0	0	0	0	0	0	0.00	0	0
		Pub-Institutions	0	0	0	0	0	0	0	0	0	0	0	0.00	0	0	0	0	0	0	0.00	0	0
		Pub-Others	24	11	2977980	1053600	4031580	24	11	35	2977980	1053600	4031580	73.78	0	0	0	0	0	0	0.00	0	0
		Total	37	11	4411075	1053600	5464675	37	11	48	4411075	1053600	5464675	100.00	0	0	0	0	0	0	0.00	0	0

Date: 27th September, 2015

Place: Ahmedabad

Scrutineer : Kashyap R. Mehta, Proprietor, Kashyap R. Mehta Associates, Ahmedabad



Summary of Remote E-voting & Ballot Boting taken for 24th Annual General Meeting held on 26-09-2015

Res. No	Resolution	Counts of Valid		No. of Valid Shares Voted				Favour							Against							Invalid	
		Remote E-votes	Ballot Polled	through Remote E-voting	through Ballots	Total	Counts of Remote E-votes	Counts of Ballots Polled	Total	Shares voted through Remote E-voting	Shares voted through Ballots	Total Shares Voted	% of total Voting	Counts of Remote E-votes	Counts of Ballots Polled	Total	Shares voted through Remote E-voting	Shares voted through Ballots	Total Shares Voted	% of total Voting	Ballots Polled	Shares voted through Ballots	
5	Special Resolution for Re-Appointment of Mr. Udayan D. Velvan as Executive Director of the Company	Promoters & Group	13	0	1433095	0	1433095	13	0	13	1433095	0	1433095	26.22	0	0	0	0	0	0	0.00	0	0
		Pub-Institutions	0	0	0	0	0	0	0	0	0	0	0.00	0	0	0	0	0	0	0.00	0	0	
		Pub-Others	24	11	2977980	1053600	4031580	24	11	35	2977980	1053600	4031580	73.78	0	0	0	0	0	0	0.00	0	0
		Total	37	11	4411075	1053600	5464675	37	11	48	4411075	1053600	5464675	100.00	0	0	0	0	0	0	0.00	0	0
6	Consideration of Remuneration to Cost Auditors of the Company	Promoters & Group	13	0	1433095	0	1433095	13	0	13	1433095	0	1433095	26.22	0	0	0	0	0	0	0.00	0	0
		Pub-Institutions	0	0	0	0	0	0	0	0	0	0	0.00	0	0	0	0	0	0	0.00	0	0	
		Pub-Others	24	11	2977980	1053600	4031580	24	11	35	2977980	1053600	4031580	73.78	0	0	0	0	0	0	0.00	0	0
		Total	37	11	4411075	1053600	5464675	37	11	48	4411075	1053600	5464675	100.00	0	0	0	0	0	0	0.00	0	0



For, KASHYAP R. MEHTA & ASSOCIATES
COMPANY SECRETARIES

KASHYAP R. MEHTA
PROPRIETOR



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DECLARATION OF RESULTS OF REMOTE E-VOTING & BALLOT VOTING IN RESPECT OF 24TH ANNUAL GENERAL MEETING HELD ON 26TH SEPTEMBER, 2015.

In terms of Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement, **M/s. Shree Rajeshwaranand Paper Mills Limited** provided remote e-voting facility and facility of voting through Ballot to the Members vide notice dated 29th July, 2015 of 24th AGM. Members voted through remote e-voting from 23rd September, 2015 to 25th September, 2015. Further on 26th September, 2015, the day of the 24th AGM physical ballot forms were distributed to those members present in person or by proxy who could not exercise their votes through remote evoting, to enable them to vote through ballot voting.

The Board appointed M/s. Kashyap R. Mehta & Associates, Company Secretaries, Ahmedabad as Scrutineer to scrutinize the votes cast through remote e-voting and ballot voting. Scrutineer prepared and submitted the Consolidated Scrutineer's Report on the remote e-voting and ballot voting on 27th September, 2015 in terms of the said Rule 20.

Based on the Scrutineer's Consolidated Report dated 27th September, 2015, I hereby declare that all the 6 (Six) resolutions contained in the Company's notice dated 29th July, 2015 of 24th AGM have been duly passed on the date of 24th AGM as per the details given below:

Item No.	Brief description of the resolution	No. of Shares/ Votes in favour & % (Assent)	No. of Shares/ Votes Against & % (Dissent)	Passed as
1	Adoption of the Audited Financial Statements of the Company for the financial year ended 31 st March, 2015, the reports of the Board of Directors and Auditors thereon.	5464675 (100%)	Nil	Ordinary Resolution
2	Appointment of Statutory Auditors and fixing their remuneration.	5464675 (100%)	Nil	Ordinary Resolution
3	Appointment of Ms. Anita Dave as an Independent Director.	5464675 (100%)	Nil	Ordinary Resolution
4	Appointment of Mr. Prakash R. Vora as a Managing Director of the Company.	5464675 (100%)	Nil	Special Resolution
5	Appointment of Mr. Udayan D. Velvan as an Executive Director of the Company.	5464675 (100%)	Nil	Special Resolution
6	Fixing of Remuneration of Cost Auditors of the Company.	5464675 (100%)	Nil	Ordinary Resolution

For Shree Rajeshwaranand Paper Mills Limited



Place: Ahmedabad
Date: 27th September, 2015

Amrish R. Patel
Chairman

Correspondence Add: C/o. Shree Ambeshwar Transport Corporation, 2nd Floor, S-63, Hexzone Arcade, Nr. Jayaben Mody Hospital, Valia Road, GIDC, Ankleshwar - 393002 (Gujarat) India. Tel: (02646) 220346, 220368

203, Devashish, 2nd Floor, Near Bawarchi Restaurant, St. Xavier's Corner, Off C.G. Road, Navrangpura, Ahmadabad – 380 009.
Tel. No.: 079-2646 1365 / 66 / 67 Email : kashyaprmehta@hotmail.com, info@cskashyap.in Web: www.cskashyap.in

**CONSOLIDATED SCRUTINEER'S REPORT FOR E-VOTING AND BALLOT VOTING FOR
SHREE RAJESHWARANAND PAPER MILLS LIMITED**

To,
The Chairman,
Shree Rajeshwaranand Paper Mills Limited,
Bharuch - Jhagadia Road, Village-Govali,
Dist.: Bharuch – 392 022, Gujarat

Sub.: Passing of resolutions through remote electronic voting and ballot voting conducted for the 24th Annual General Meeting (AGM) of M/s. Shree Rajeshwaranand Paper Mills Limited (The Company) (CIN: L21093GJ1991PLC057244) held on 26th September, 2015

Report to the Chairman of the Board of Directors of M/s. Shree Rajeshwaranand Paper Mills Limited [CIN- L21093GJ1991PLC057244], a Company incorporated under the Companies Act, 1956 and having its Registered Office at Bharuch - Jhagadia Road, Village-Govali, Dist.: Bharuch – 392 022, Gujarat on the remote E-voting and Ballot voting conducted by the Company to pass 6 items on the agenda as contained in the Notice dated 29th July, 2015 for the 24th Annual General Meeting held on Saturday, the 26th September, 2015.

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the Rules made there under and the Listing Agreement. The responsibility of the undersigned as a Scrutineer for remote e-voting and physical ballot voting is restricted to give a consolidated report on the votes cast by the members for the resolutions as contained in the Notice dated 29th July, 2015, based upon the Report generated from the e-voting platform provided by Central Depository Services (India) Limited [CDSL], the authorised agency engaged by the Company to provide remote e-voting facilities for e-voting and physical ballot voting facilities provided at the 24th Annual General Meeting by the Company/the Registrar and Share Transfer agent of the Company.

The Board of Directors of the Company at its meeting held on 29th July, 2015 had appointed the undersigned as Scrutineer for the remote E-voting and Ballot voting pursuant to clause 35B of the Listing Agreement and relevant sections of the Companies Act, 2013 and Rules made thereunder.

The Company appointed Central Depository Services (India) Limited (CDSL) as the service provider for extending the facility of remote electronic voting to the Shareholders of the Company during remote E-voting period i.e. **9.00 a.m. on Wednesday, 23rd September, 2015 to 5.00 p.m. on Friday, 25th September, 2015**. M/s. Sharex Dynamic (India) Private Limited, Mumbai is the Registrar and Share Transfer agent of the Company. The cutoff date for remote E-voting was **19th September, 2015**.

The Members were required to cast their vote on the resolutions as contained in the Notice dated 29th July, 2015 either electronically conveying their assent or dissent, on remote E-voting platform provided by CDSL or through ballot voting facility provided by the Company at the 24th AGM.

The remote E-voting results were unblocked by the undersigned on 26th September, 2015 in the presence of two witnesses viz. Mr. Yash Mehta, Chartered Accountant and Mr. Malav Desai, Chartered Accountant, Ahmedabad.

At the 24th AGM of the Company held on 26th September, 2015, ballot voting was conducted to facilitate the members present in the meeting who did not participate in the remote E-voting, to record their votes through ballot voting.



Kindly refer Consolidated Scrutineer's report dated 27th September, 2015 on the results of the remote e-voting and ballot voting at the Annual General Meeting in respect of the said resolutions attached herewith as **Annexure – 1**.

The following is the voting results of remote E-voting and ballot voting:

Item No.	Brief description of the resolution	No. of Shares in favour (Assent) & %	No. of Shares Against (Dissent) & %
1	Adoption of Audited Financial Statements of the Company for the financial year ended 31 st March, 2015, together with the Reports of the Board of Directors and the Auditors thereon.	5464675 (100%)	Nil
2	Appointment of Statutory Auditors of the Company	5464675 (100%)	Nil
3	Appointment of Ms. Anita S. Dave as an Independent Director of the Company	5464675 (100%)	Nil
4	Special Resolution for Re-appointment of Mr. Prakash R. Vora as Managing Director of the Company under Sections 188, 196, 197, 203 of the Companies Act, 2013	5464675 (100%)	Nil
5	Special Resolution for Re-appointment of Mr. Udayan D. Velvan as Executive Director of the Company under Sections 188, 196, 197, 203 of the Companies Act, 2013	5464675 (100%)	Nil
6	Consideration of Remuneration payable to cost Auditors of the Company pursuant to Section 148 of the Companies Act, 2013	5464675 (100%)	Nil

The Registers for remote e-voting and physical ballots for votes casted by the Shareholders of the Company will be handed over to the Company upon declaration of results.

for **KASHYAP R. MEHTA & ASSOCIATES**
Company Secretaries



Place: Ahmedabad
Date: 27th September, 2015

Kashyap R. Mehta
Proprietor
COP No.: 2052
FCS No.: 1821
FRN: S2011GJ166500

Annexure -1

Summary of Remote E-voting & Ballot Boting taken for 24th Annual General Meeing held on 26-09-2015

Res. No	Resolution	Counts of Valid			No. of Valid Shares Voted				Favour						Against						Invalid		
		Remote E-votes	Ballot Polled		through Remote E-voting	through Ballots	Total	Counts of Remote E-votes	Counts of Ballots Polled	Total	Shares voted through Remote E-voting	Shares voted through Ballots	Total Shares Voted	% of total Voting	Counts of Remote E-votes	Counts of Ballots Polled	Total	Shares voted through Remote E-voting	Shares voted through Ballots	Total Shares Voted	% of total Voting	Ballots Polled	Shares voted through Ballots
1	Adoption of Audited Financial Statement as at 31st March, 2015	Promoters & Group	13	0	1433095	0	1433095	13	0	13	1433095	0	1433095	26.22	0	0	0	0	0	0	0.00	0	0
		Pub-Institutions	0	0	0	0	0	0	0	0	0	0	0	0.00	0	0	0	0	0	0	0.00	0	0
		Pub-Others	24	11	2977980	1053600	4031580	24	11	35	2977980	1053600	4031580	73.78	0	0	0	0	0	0	0.00	0	0
		Total	37	11	4411075	1053600	5464675	37	11	48	4411075	1053600	5464675	100.00	0	0	0	0	0	0	0.00	0	0
2	Appointment of Statutory Auditors of the Company	Promoters & Group	13	0	1433095	0	1433095	13	0	13	1433095	0	1433095	26.22	0	0	0	0	0	0	0.00	0	0
		Pub-Institutions	0	0	0	0	0	0	0	0	0	0	0	0.00	0	0	0	0	0	0	0.00	0	0
		Pub-Others	24	11	2977980	1053600	4031580	24	11	35	2977980	1053600	4031580	73.78	0	0	0	0	0	0	0.00	0	0
		Total	37	11	4411075	1053600	5464675	37	11	48	4411075	1053600	5464675	100.00	0	0	0	0	0	0	0.00	0	0
3	Appointment of Ms. Anita Dave as an Independent Director of the Company	Promoters & Group	13	0	1433095	0	1433095	13	0	13	1433095	0	1433095	26.22	0	0	0	0	0	0	0.00	0	0
		Pub-Institutions	0	0	0	0	0	0	0	0	0	0	0	0.00	0	0	0	0	0	0	0.00	0	0
		Pub-Others	24	11	2977980	1053600	4031580	24	11	35	2977980	1053600	4031580	73.78	0	0	0	0	0	0	0.00	0	0
		Total	37	11	4411075	1053600	5464675	37	11	48	4411075	1053600	5464675	100.00	0	0	0	0	0	0	0.00	0	0
4	Special Resolution for Re-Appointment of Mr. Prakash R. Vora as an Managing Director of the Company	Promoters & Group	13	0	1433095	0	1433095	13	0	13	1433095	0	1433095	26.22	0	0	0	0	0	0	0.00	0	0
		Pub-Institutions	0	0	0	0	0	0	0	0	0	0	0	0.00	0	0	0	0	0	0	0.00	0	0
		Pub-Others	24	11	2977980	1053600	4031580	24	11	35	2977980	1053600	4031580	73.78	0	0	0	0	0	0	0.00	0	0
		Total	37	11	4411075	1053600	5464675	37	11	48	4411075	1053600	5464675	100.00	0	0	0	0	0	0	0.00	0	0

Date: 27th September, 2015

Place: Ahmedabad

Scrutineer : Kashyap R. Mehta, Proprietor, Kashyap R. Mehta Associates, Ahmedabad



Summary of Remote E-voting & Ballot Boting taken for 24th Annual General Meeting held on 26-09-2015

Res. No	Resolution	Counts of Valid		No. of Valid Shares Voted				Favour							Against							Invalid	
		Remote E-votes	Ballot Polled	through Remote E-voting	through Ballots	Total	Counts of Remote E-votes	Counts of Ballots Polled	Total	Shares voted through Remote E-voting	Shares voted through Ballots	Total Shares Voted	% of total Voting	Counts of Remote E-votes	Counts of Ballots Polled	Total	Shares voted through Remote E-voting	Shares voted through Ballots	Total Shares Voted	% of total Voting	Ballots Polled	Shares voted through Ballots	
5	Special Resolution for Re-Appointment of Mr. Udayan D. Velvan as Executive Director of the Company	Promoters & Group	13	0	1433095	0	1433095	13	0	13	1433095	0	1433095	26.22	0	0	0	0	0	0	0.00	0	0
		Pub-Institutions	0	0	0	0	0	0	0	0	0	0	0.00	0	0	0	0	0	0	0.00	0	0	
		Pub-Others	24	11	2977980	1053600	4031580	24	11	35	2977980	1053600	4031580	73.78	0	0	0	0	0	0	0.00	0	0
		Total	37	11	4411075	1053600	5464675	37	11	48	4411075	1053600	5464675	100.00	0	0	0	0	0	0	0.00	0	0
6	Consideration of Remuneration to Cost Auditors of the Company	Promoters & Group	13	0	1433095	0	1433095	13	0	13	1433095	0	1433095	26.22	0	0	0	0	0	0	0.00	0	0
		Pub-Institutions	0	0	0	0	0	0	0	0	0	0	0.00	0	0	0	0	0	0	0.00	0	0	
		Pub-Others	24	11	2977980	1053600	4031580	24	11	35	2977980	1053600	4031580	73.78	0	0	0	0	0	0	0.00	0	0
		Total	37	11	4411075	1053600	5464675	37	11	48	4411075	1053600	5464675	100.00	0	0	0	0	0	0	0.00	0	0



For, KASHYAP R. MEHTA & ASSOCIATES
COMPANY SECRETARIES

KASHYAP R. MEHTA
PROPRIETOR