

REPORT OF SCRUTINIZER

(Pursuant to rule Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014)

The Chairman

22nd Annual General Meeting of the Shareholders of RSC International Limited held on 30th September, 2015 at 66, Gangwal Park, M. D. Road, Jaipur – 302004 at 12:00 p.m.

Dear Sir,

I, Vivek Khemka, Advocate has been appointed by the Board of Directors of RSC International Ltd. for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice to the 22nd Annual General Meeting of the Shareholders of RSC International Ltd. held on 30th September 2015 at 66, Gangwal Park, M. D. Road, Jaipur – 302004 at 12:00 p.m.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the rules relating to the voting through electronic means on the resolutions contained in the notice to the 22nd Annual General Meeting of the



shareholders of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to make the Scrutinizer's report of the votes in favour or against the resolutions stated above, based on the reports generated from the e-voting system prevailed by CDSL, the authorized agency to provide e-voting facilities engaged by the Company.

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

- I. The e-voting period remained open from 27th September 2015 at 9 A. M. IST to 29th September 2015 at 5.00 P. M. IST.
- II. The members of the Company as on the cut-off date i.e. 23rd September 2015 were entitled to vote on resolutions (Item no. 1 to 3 as set out in the notice of 22nd Annual General Meeting.)
- III. The votes cast were unblocked on 3rd October 2015 in the presence of two witnesses namely; Mr. Kamal Agrawal and Mr. Varun Sonawala who are not in the employment of the Company. They have signed below in confirmation of the Votes being unblocked in their presence.

Kamal Agrawal

Varun Sonawala

- IV. Therefore, the details containing inter-alia list of Equity Shareholders who voted for, against each of the resolutions that were put to vote, were generated from the e-voting website of CDSL i.e. www.evotingindia.com and based on such reports generated, the results of the e-voting is as under:

According to the information downloaded from the website of CDSL, No shareholder has voted through e-voting, however 8 shareholders who owned 19,53,905 shares of the Company (constituting 33.99% of the paid-up capital of RSC International Ltd.) have voted through ballot voting process provided by the Company.

SUMMARY OF E-VOTING RESULT

I am giving below summary of results, which is based on e-voting information downloaded from the website of CDSL:

ITEM NO. 1

To consider and adopt the audited financial statements of the Company for the financial year 31st March 2015, the reports of Board of Directors and the Auditors thereon.

I. Voted in favour of resolution:

	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	0	0	0
Ballot Poll	8	19,53,905	100
Total	8	19,53,905	100

II. Voted against the resolution:

	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
E-Voting	0	0	0
Ballot Poll	0	0	0
Total	0	0	0



III. Invalid Votes:

	Total number of members whose votes were declared as invalid	Total number of votes cast by them
E-Voting	0	0
Ballot Poll	0	0
Total	0	0

ITEM NO. 2

To appoint a Director in place of Ghyanchand Jain (DIN - 00498094) who retires by rotation and is eligible for re-appointment.

I. Voted in favour of resolution:

	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	0	0	0
Ballot Poll	8	19,53,905	100
Total	8	19,53,905	100

II. Voted against resolution:

	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
E-Voting	0	0	0
Ballot Poll	0	0	0
Total	0	0	0

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III. Invalid Votes:

	Total number of members whose votes were declared as invalid	Total number of votes cast by them
E-Voting	0	0
Ballot Poll	0	0
Total	0	0

ITEM NO. 3

To appoint Mr. Kamal Agrawal, Chartered Accountant (M. No. 43529) as the Statutory Auditor of the Company.

I. Voted in favour of resolution:

	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	0	0	0
Ballot Poll	8	19,53,905	100
Total	8	19,53,905	100

II. Voted against the resolution:

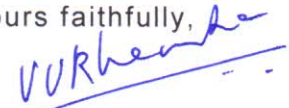
	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
E-Voting	0	0	0
Ballot Poll	0	0	0
Total	0	0	0

III. Invalid Votes:

	Total number of members whose votes were declared as invalid	Total number of votes cast by them
E-Voting	0	0
Ballot Poll	0	0
Total	0	0

Thanking you.

Yours faithfully,



Vivek Khemka

Advocate

Place: Mumbai.

R. No. – MAH/2356/2000

Dated: 3rd October 2015