



COMBINED REPORT OF SCRUTINIZER

To,

The Chairman of the 23rd Annual General Meeting of the Members of **Rishi Laser Limited** held on Tuesday, 29th day of September 2015 at 10.30 a.m. at Indian Merchants' Chamber, Killachand Conference Room, 2nd Floor, IMC Marg, Churchgate, Mumbai 400 020

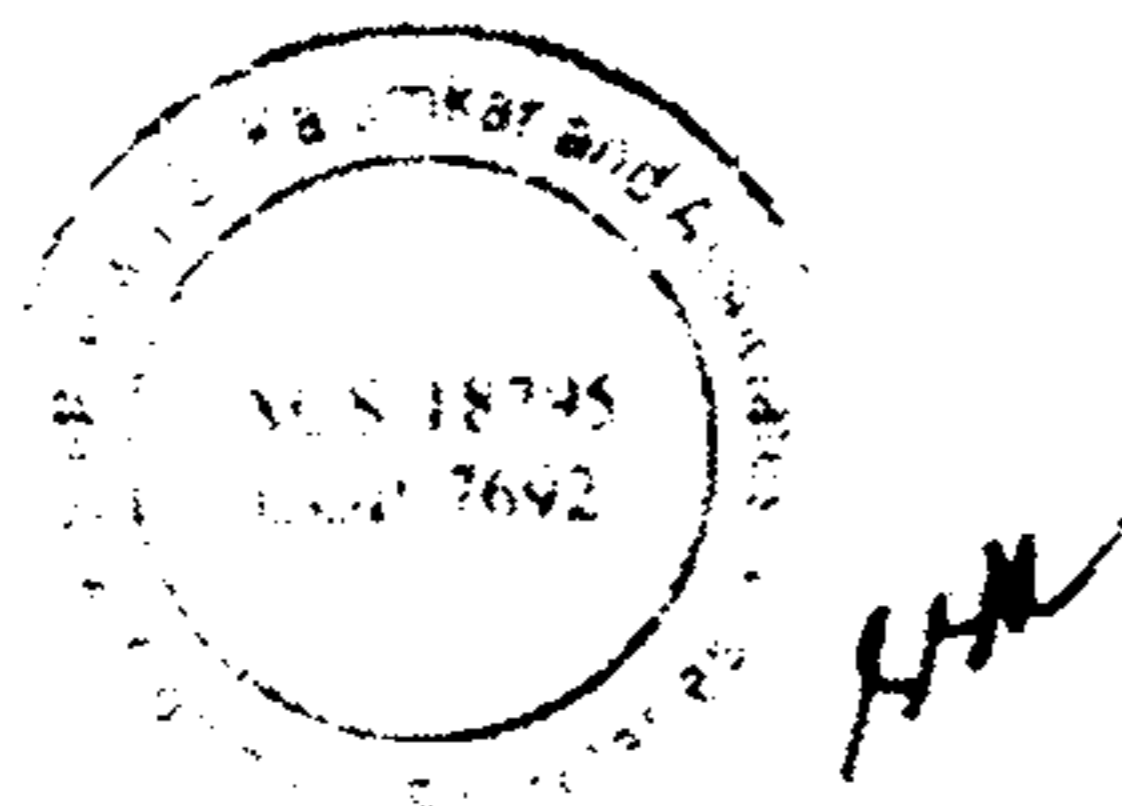
Dear Sir,

I, Sudhanwa S. Kalamkar, Company Secretary in practice have been appointed as a Scrutinizer for:

- 1) Scrutinizing the e-voting process under the provisions of Section 108 of Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and;
- 2) - Scrutinizing the poll conducted at the Annual General Meeting on the resolutions contained in the Notice of the 23rd Annual General Meeting of the Members of Rishi Laser Limited

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to the e-voting and conduct of poll on the resolutions contained in the notice of the 23rd Annual General Meeting of the Members of the Company. My responsibility as a Scrutinizer for the voting process through poll and e-voting is restricted to issuing Scrutinizer Report on the basis of votes cast by the Members of the Company with respect to the resolutions proposed in the notice of 23rd Annual General Meeting of the Company.

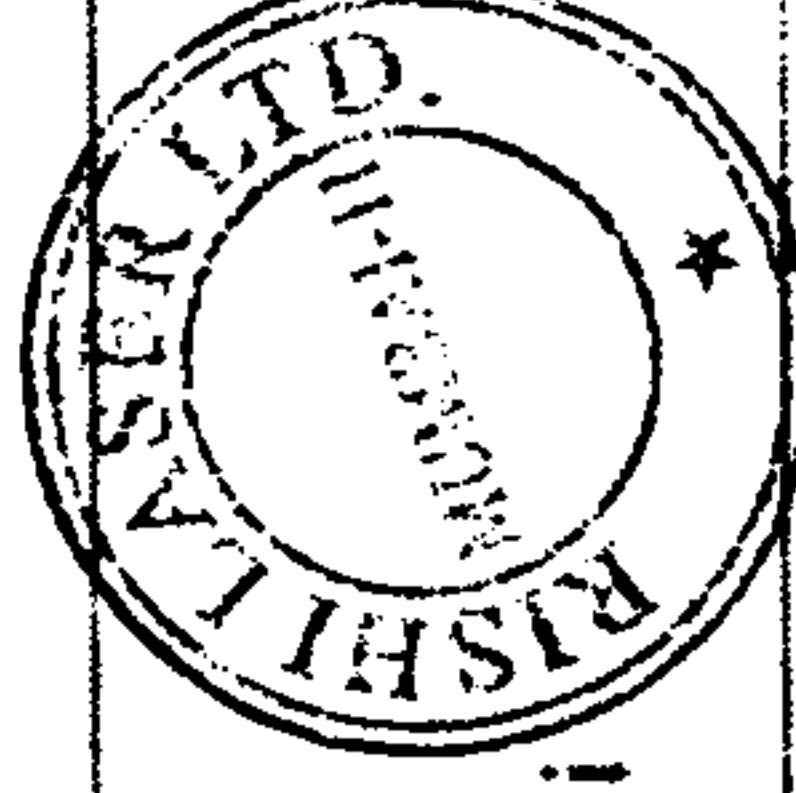
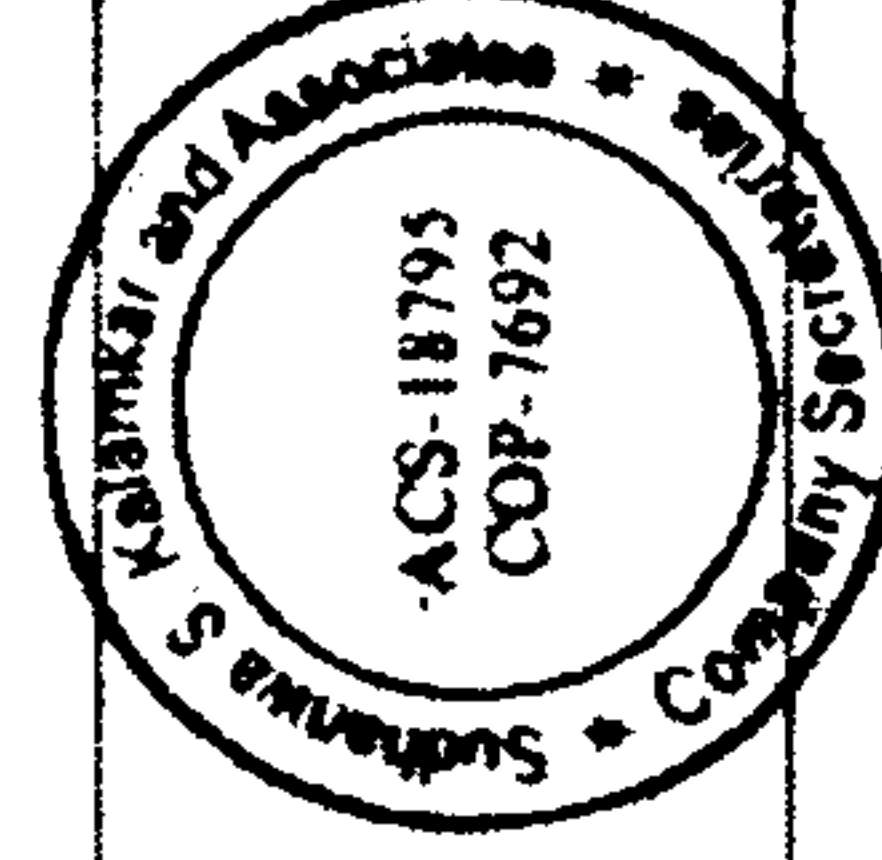
I have issued two separate Scrutinizer's Report dated October 01, 2015 on e-voting and conduct of poll at the 23rd Annual General Meeting. The Combined Report on the results of e-voting and poll is as contained in tabular form:



Agenda Item as per AGM Notice	Votes in favour of the resolution		Votes against the resolution		No. of members whose vote(s) is/are invalid	Invalid votes
	Valid votes in Nos. ¹	% of votes cast in favour ²	Valid votes in Nos.	% of votes cast against ³		
Ordinary Business:						
1) Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements for the year ended 31st March 2015 and the Report of the Board and Auditors thereon	1806796	100%	NIL	NIL	NIL	NIL
2) Ordinary Resolution: To re-appoint Auditors and fix their remuneration	1806796	100%	NIL	NIL		
Special Business:						
3) Ordinary Resolution: To appoint Mr Dinesh Mehta (DIN: 00509447) as an Independent Director	1806796	100%	NIL	NIL		
4) Ordinary Resolution: To appoint Mrs. Sheela Mohan Ayyar (06656579) as a Director	1806796	100%	NIL	NIL		

Yours faithfully,

For Sudhanwa S. Kalamkar and Associates,
Company Secretaries



Supriya Joshi
Supriya Joshi

Countersigned by Company Secretary of Rishi Laser

Place: Mumbai

Date: 01-10-2015

¹ These includes votes casted through e-voting process before the date of AGM, and through conduct of Poll on the date of AGM
² to total number of valid votes cast
³ to total number of valid votes cast