

EVERGREEN TEXTILES LIMITED

Office No. 144, 14th Floor, Atlanta Building Plot No 209, Jamnalal Bajaj Road, Nariman Point, Nariman Point,
Mumbai- 400021.

Tel: 022-22040816, E.mail: rmb@podarenterprise.com

Website: www.evergreentextiles.in

CIN: L17120MH1985PLC037652

Date: September 30, 2023

To,
Corporate Relationship Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400001.

Scrip Code: 514060

Sub: Scrutinizer Report of the 36th Annual General Meeting (AGM) of the Company held on September 30th, 2023.

Dear Sir(s),

We hereby submit the Scrutinizer Report consolidated for Remote E-voting & E-voting during AGM of 36th Annual General Meeting of the Company held on Saturday, September 30, 2023 at 3.00 P.M. IST through two-way Video Conferencing ("VC") / Other Audio Visual Means ('OAVM'), pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 including the amendments thereof.

Kindly take the above intimation on your record.

Yours faithfully,
For EVERGREEN TEXTILES LIMITED

MANJUNATH DAMODAR SHANBHAG
MANAGING DIRECTOR
(DIN: 00090256)

Encl: as above.



VRG & Associates PRACTICING COMPANY SECRETARY

601, A-Wing, Gayatri CHS Ltd., Opp. Rajda School, Behind Pantaloons Shopping Center,
Near Platform No. 1, Borivali (West), Mumbai - 400 092.

☎ 9769680504 | ✉ vrg.gupta@gmail.com

Consolidated Report of Scrutinizer for Remote E-voting & E-voting during AGM [Pursuant to Section 108/109 of the Companies Act, 2013 read with the Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairperson,
EVERGREEN TEXTILES LIMITED,
4th Floor, Podar Chambers,
109, S. A. Brelvi Road,
Fort, Mumbai - 400 001.

**Subject: 36th (Thirty Sixth) Annual General Meeting of the members of Evergreen
Textiles Limited Held on Saturday, September 30, 2023 at 03:00 P.M. (IST)
Through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).**

Dear Sir,

We, M/s. VRG & Associates, Company Secretaries, represented by Mr. Vijay Ramesh Gupta, have been duly appointed by the Board of Directors of Evergreen Textiles Limited for the purpose of scrutinizing the remote e-voting process and e-voting during the Annual General Meeting ("AGM") under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and MCA General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, Circular No. 02/2021 dated January 13, 2021 and General Circular No. 02/2022 dated May 5, 2022 (collectively "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/ HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022 (collectively "SEBI Circulars"), in a fair and transparent manner in respect of the Resolutions passed at the Annual General Meeting (AGM) of Evergreen Textiles Limited at their Meeting held on Saturday, September 30, 2023 at 03:00 P.M. (IST) by Video Conferencing (VC)/Other Audio-Visual Means (OAVM).

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to remote e-voting and e-voting system during the Annual General Meeting. Our responsibility as a Scrutinizer is restricted to make a Scrutinizer's Report of the Votes Cast in "FAVOUR" or "AGAINST" the resolutions as stated below on the report

generated from the remote e-voting provided by National Securities Depository Limited (NSDL) and e-voting system at the AGM provided by National Securities Depository Limited (NSDL), these authorised agencies engaged by the Company to provide remote e-voting and e-voting system at the AGM.

We hereby submit our report as follows:

1. The resolutions were transacted through the process of remote e-voting and through e-voting system at the Annual General Meeting. For the purpose of remote e-voting Company has engaged NSDL for its services and e-voting system at the Annual General Meeting, the Company has engaged National Securities Depository Limited (NSDL) for its services;
2. Members attended the Meeting through VC/OAVM facility provided in accordance with the MCA General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, Circular No. 02/2021 dated January 13, 2021 and General Circular No. 02/2022 dated May 5, 2022 (collectively "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/ HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022 (collectively "SEBI Circulars") from time to time and were counted for the purpose of reckoning quorum under Section 103 of the Companies Act, 2013;
3. The cut-off date for the purpose of identifying Members who were entitled to vote on the resolutions placed for approval, was September 23, 2023;
4. The period for remote e-voting commenced on Wednesday, September 27, 2023 at 9:00 a.m. (IST) and ended on Friday, September 29, 2023 at 5:00 p.m. (IST). The remote e-voting module was disabled by CSDL for voting thereafter;
5. For the Members who did not cast their vote through remote e-voting facility, the Company has provided the facility of e-voting system during the AGM;
6. Further, the votes cast through remote e-voting were unblocked by us on September 30, 2023 at 04:30 p.m. in the presence of two witnesses Mr. Parag Laddha and Mr. Ajit Gurav, neither of whom was in the employment of the Company and e-voting summary statement was downloaded from the e-voting website;
7. None of the members have voted through the e-voting system provided by National Securities Depository Limited (NSDL) at the Annual General Meeting.
8. The votes were also scrutinized for the purpose of eliminating duplicate voting on the votes, if any;
9. Our report on the results of e-voting is based on the data downloaded from the website of NSDL;

The data relating to e-voting process were reconciled with the records maintained by the Company/Registrar & Transfer Agents of the Company. We hereby submit our Consolidated Scrutinizer's Report on the results of remote e-voting and e-voting system at the Annual General Meeting.

Item No. 1: Adoption of Audited Financial Statements of the Company for the Financial Year ended March 31, 2023, along with the Reports of the Board of Directors' and Auditor's thereon – AS AN ORDINARY RESOLUTION:

A.

Votes in Favour			Votes against			Invalid Votes
Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
15	2411423	100	0	0	0	-

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)] *100	No. of Votes in 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	E-voting	3552465	2384123	67.11	2384123	-	100	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
Public Institutions	E-voting	55600	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
Public Non-Institutions	E-voting	1191935	27300	2.29	27300	-	100	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
T O T A L		4800000	2411423	50.24	2411423	-	100	-

Item No. 2: Appointment of Director in place of Mr. Manjunath D. Shanbhag (DIN: 00090256), who retires by rotation and being eligible, offers himself for re-appointment. – AS AN ORDINARY RESOLUTION:

A.

Votes in Favour			Votes against			Invalid Votes
Nos. of Members who voted	Nos. of votes cast	% of total nos.of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
15	2411423	100	0	0	0	-

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)] *100	No. of Votes in 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	E-voting	3552465	2384123	67.11	2384123	-	100	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
Public Institutions	E-voting	55600	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
Public Non-Institutions	E-voting	1191935	27300	2.29	27300	-	100	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
T O T A L		4800000	2411423	50.24	2411423	-	100	-

Item No. 3: To appoint Mr. Jetharam Karwasra (DIN: 05254442) as an Independent Director of the Company – AS AN ORDINARY RESOLUTION:

A.

Votes in Favour			Votes against			Invalid Votes
Nos. of Members who voted	Nos. of votes cast	% of total nos.of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
15	2411423	100	0	0	0	-

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)] *100	No. of Votes in 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	E-voting	3552465	2384123	67.11	2384123	-	100	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
Public Institutions	E-voting	55600	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
Public Non-Institutions	E-voting	1191935	27300	2.29	27300	-	100	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
T O T A L		4800000	2411423	50.24	2411423	-	100	-

Item No. 4: Increase in Authorised Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company – AS AN ORDINARY RESOLUTION:

A. : 7 :

Votes in Favour			Votes against			Invalid Votes
Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
15	2411423	100	0	0	0	-

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)] *100	No. of Votes in 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	E-voting	3552465	2384123	67.11	2384123	-	100	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
Public Institutions	E-voting	55600	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
Public Non-Institutions	E-voting	1191935	27300	2.29	27300	-	100	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
T O T A L		4800000	2411423	50.24	2411423	-	100	-

Item No. 5: To approve change in the name of the Company and consequent amendments in the Memorandum of Association and Articles of Association of the Company – AS AN SPECIAL RESOLUTION:

A.

Votes in Favour			Votes against			Invalid Votes
Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
15	2411423	100	0	0	0	-

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)] *100	No. of Votes in 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	E-voting	3552465	2384123	67.11	2384123	-	100	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
Public Institutions	E-voting	55600	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
Public Non-Institutions	E-voting	1191935	27300	2.29	27300	-	100	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
T O T A L		4800000	2411423	50.24	2411423	-	100	-

Item No. 6: To Change Object Clause of the Memorandum of Association of the Company – AS AN SPECIAL RESOLUTION:

A.

Votes in Favour			Votes against			Invalid Votes
Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
15	2411423	100	0	0	0	-

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)] *100	No. of Votes in 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	E-voting	3552465	2384123	67.11	2384123	-	100	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
Public Institutions	E-voting	55600	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
Public Non-Institutions	E-voting	1191935	27300	2.29	27300	-	100	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
T O T A L		4800000	2411423	50.24	2411423	-	100	-

Item No. 7: To Adopt New Set of Memorandum of Association & Article of Association as per Companies Act, 2013 - AS AN SPECIAL RESOLUTION:

A.

Votes in Favour			Votes against			Invalid Votes
Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
15	2411423	100	0	0	0	-

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)] *100	No. of Votes in 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	E-voting	3552465	2384123	67.11	2384123	-	100	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
Public Institutions	E-voting	55600	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
Public Non-Institutions	E-voting	1191935	27300	2.29	27300	-	100	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
T O T A L		4800000	2411423	50.24	2411423	-	100	-

Item No. 8: To Approve the Prior Approval Regarding Raising of Funds Through Secured/Unsecured Loan With an Option to Conversion into Equity Shares - AS AN SPECIAL RESOLUTION:

A.

Votes in Favour			Votes against			Invalid Votes
Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
15	2411423	100	0	0	0	-

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)] *100	No. of Votes in 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	E-voting	3552465	2384123	67.11	2384123	-	100	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
Public Institutions	E-voting	55600	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
Public Non-Institutions	E-voting	1191935	27300	2.29	27300	-	100	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
T O T A L		4800000	2411423	50.24	2411423	-	100	-

All the resolutions voted through remote e-voting and e-voting at the AGM were passed with **REQUISITE MAJORITY**. The e-voting reports containing a list of Members who voted "FOR" and "AGAINST" each resolution and all other relevant records will be sealed and handed over to the Company Secretary of the Board for safe keeping.

For VRG & ASSOCIATES
Practising Company Secretaries



[CS VIJAY RAMESH GUPTA]
ACS: 33236
COP: 22478
Peer Review Certificate No.: 1678/2022
UDIN: A033236E001148878

PLACE: Mumbai
DATE: September 30, 2023.