

Ref: BSL: SECL: 18

26th September, 2018

BSE Limited Corporate Relationship Department, 1st Floor, New Trading Ring, P.J. Tower, Dalal Street, Fort, Mumbai-400001 Fax: 022-22723121/1278

Scrip Code: 503722

National Stock Exchange of India Limited Exchange Plaza. 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra(East), Mumbai-400051 Fax: 022-26598237/38

Security ID: BANSWRAS

Dear Sir/Madam,

Sub : Scrutinizer's Report Pursuant to Section 108 of Companies Act, 2013 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Pursuant to Section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please find enclosed the Scrutinizer's Report on remote e-voting and voting conducted at the 42nd Annual General Meeting held on Monday, September 24, 2018 at 4.00 P.M.

We request you to kindly take the same on record and inform all concerned accordingly.

Thanking You.

Yours faithfully, For Banswara Syntex Limited,

HP Kharwal

Company Secretary & Compliance Officer Encl: as above

CC: Central Depository Services (India) Ltd. Phiroze Jeejeebhoy Towers 17th Floor, Dalal Street Fort, MUMBAI – 400 023

BANSWARA SYNTEX LIMITED CORPORATE OFFICE 5th Floor, Gopal Bhawan, 199, Princess Street, Mumbal - 400 002 Tel : +91 22 66336571-76 [Fax : +91 22 2206 4486 Email : info@banswarafabrics.com

REGISTERED OFFICE & MILLS

Industrial Area, Dahod Road, Banswara - 327 001 (Rojasthan) Tel : +91 2962 240690 - 93, 257676 - 81 Email : Info@banswarafabrics.com

An IS / ISO 9001: 2008 Company | CIN : 1.24302101976PLCR01684 | www.banxwarasyntex.com

COMPANY SECRETARY

(2370 954; 93145 04821 (M) <u>E-mail: cs.vmanda@qmail.com</u> 403, "ROYAL WORLD" S.C ROAD, JAIPUR – 302001. "USHA – KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR – 302019.

SCRUTINIZER'S REPORT

To,

The Chairman of

42nd Annual General Meeting of the Equity Shareholders of Banswara Syntex Limited held on 24th September, 2018 at 04:00 P.M. at the registered office of the Company at Industrial Area, Dahod Road, Banswara-327001 (Rajasthan) ("AGM").

Sub: Consolidated Scrutinizer's report on remote e-voting and voting conducted at the AGM.

The Board of Directors of Banswara Syntex Limited (hereinafter referred to as "**Company**") at its meeting held on Wednesday, 30th May, 2018, has appointed me as the scrutinizer for the remote e-voting process as well as to scrutinize the physical ballot forms to be received from the Shareholders at the venue of the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) (hereinafter referred to as "Rule 20") and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Report on Scrutiny:

- The Company had appointed Central Depository Services (India) Limited (hereinafter referred to as "CDSL / Service Provider") as the service provider for the purpose of extending the facility of remote e-voting to the Shareholders of the Company. Computech Sharecap Limited is the Registrar and Share Transfer Agents (hereinafter referred to as "RTA") of the Company.
- The Service Provider had provided a system for recording the votes of the Shareholders
 electronically on all the items of the business (both Ordinary and Special Business) sought to be
 transacted at the AGM of the Company.
- The Service Provider had set up electronic voting facility on their website, <u>https://www.evotingindia.com</u>. The Company had uploaded all the items of the business to be transacted at the AGM on the website of the Company and also the Service Provider to facilitate their Shareholders to cast their vote through remote e-voting.
- The internal cut-off date for the dispatch of the Notice of the AGM was 24th August, 2018 and as
 on that date, there were 9,261 Shareholders of the Company. The Company had sent the
 Notices of the AGM along with Annual Report and E-Voting details by email to 4,364
 Shareholders whose email-IDs were made available by the two Depositories and for those
 Shareholders, holding shares in physical form, who had registered their email-IDs with the RTA.
 In respect of 4,897 shareholders whose email-IDs were not available, notices were sent by
 registered post and courier.

Further, as confirmed by the management, there were 2 such envelopes containing notice of AGM which were returned undelivered.



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- The notices sent (both through e-mail and physical mode) contained the detailed procedure to be followed by the Shareholders who were desirous of casting their votes electronically as provided in Rule 20.
- The Cut-off date for the purpose of identifying Shareholders who will be entitled to vote on the
 resolutions placed for approval of the Shareholders was Monday, 17th September, 2018. The
 remote e-voting period remained open from Thursday, 20th September, 2018 at 09:00 A.M. and
 ended on Sunday, 23rd September, 2018 at 05:00 P.M.
- The Company completed the dispatch of the notices to the Shareholders by Friday, 31st August, 2018.
- As prescribed in clause (v) of sub rule 4 of Rule 20, the Company also released an advertisement, which was published 21 days before the date of the AGM in "Business Standard" English newspaper in English language and in "Dainik Bhaskar" Vernacular newspaper in Vernacular language dated Sunday, 02nd September, 2018.
- At the end of the voting period on Sunday, 23rd September, 2018 at 05:00 P.M., the voting portal
 of the Service Provider was blocked forthwith. The limited information for the shareholders who
 have cast their votes, such as name, folio number and number of shares held was obtained from
 the Service Provider.
- At the venue of the AGM of the Company, the facility to vote through ballot paper was provided to facilitate those Shareholders present in the meeting but could not participate in the Remote e-voting to record their votes.
- On 24th September, 2018, after counting of the votes conducted at the venue of the AGM through ballot paper and the votes cast through remote e-voting were unblocked by me in the presence of 2 witnesses who are not in the employment of the company as prescribed in Sub Rule 4(xii) of the said Rule 20.
- Thereafter, I as a scrutinizer duly compiled details of the remote e-voting carried out by the Shareholders and the physical voting done at the venue of the AGM by way of Ballot paper, the details of which are as follows:



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E-mail: cs.vmanda@gmail.com

Item No. 1: Ordinary Resolution:

To consider and adopt:

- a) the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2018 together with the reports of the Board of Directors and Auditors thereon; and
- b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2018 and Auditor's report thereon.

Total No. of Shareholders/Follos	9,241	····	
Total No. of Shares	1,71,16,042		
Remote E-voting Period	20 th Septembe	er, 2018 to 23 rd Septemb	Jer, 2018
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	32	1,00,76,683
Total Votes cast through Polling at AGM	В	43	4,548
Grand Total of remote e-voting / Poiling at AGM (A+B)	C	75	1,00,81,231
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ Polling at AGM (C-D)	E	75	1,00,81,231

NOTES:

- i. Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- ii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- iii. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	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 and Promoter group	1,00,76,001	1,00,76,001	100	1,00,76,001	0	100	0
Public institutional holders	7,36,288			-		-	
Public-others	63,03,753	5,230	0.08	5,230	0	100	0
Total	1,71,16,042	1,00,81,231	58.90	1,00,81,231	0	100	D

Percentage of Votes cast in favour: 100% | Percentage of votes cast against: 0

RESULT:-

Since, the number of votes cast in favour of the resolution is 100%, I report that the ordinary resolution under section 129 of the Companies Act, 2013 as set out in the notice of AGM dated 13th August, 2018 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.



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Item No. 2: Ordinary Resolution:

To declare final dividend on Equity Share for the financial year ended 31st March, 2018.

Total No. of Shareholders/Folios	9,241					
Total No. of Shares	1,71,16,042					
Remote E-voting Period	20 th September, 2018 to 23 rd September, 2018					
		Number of Votes/Folio	Number of shares			
Total votes cast through remote e-voting	A	32	1,00,76,683			
Total Votes cast through Polling at AGM	В	43	4,548			
Grand Total of remote e-voting / Poiling at AGM (A+B)	C C	75	1,00,81,231			
Less: Invalid/abstain remote e-voting/ Polis at AGM (On account of for/against option not indicated)	D	0.	0			
Net remote e-voting/ Polling at AGM (C-D)	Е	75	1,00,81,231			

NOTES:

i. Invalid voting was not taken into account for counting of percentages of valid and invalid votes.

. ii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.

iii. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on	No. of votes In Favour	No. of Votes	% of votes in favour on	% of votes against on
	(1)	(2)	outstanding shares (3)=[(2)/(1)] *100	(4)	against (5)	votes polled (6)=[(4)/(2)] *100	votes polled (7)=[(5)/(2)] *100
Promoter and Promoter group	1,00,76,001	1,00,76,001	100	1,00,76,001	0	- 100	0
Public Institutional holders	7,36,288			·	-		
Public-others	63,03,753	5,230	0.08	5,230	0	1.00	0
Total	1,71,16,042	1,00,81,231	58.90	1,00,81,231	0	100	Q

Percentage of Votes cast in favour: 100% | Percentage of votes cast against: 0

RESULT:-

Since, the number of votes cast in favour of the resolution is 100%, I report that the ordinary resolution under section 123 of the Companies Act, 2013 as set out in the notice of AGM dated 13th August, 2018 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.



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Item No. 3: Ordinary Resolution:

To appoint a Director in place of Shri Rakesh Mehra, Whole Time Director (DIN: 00467321), who retires by rotation and being eligible, offers himself for reappointment.

Total No. of Shareholders/Folios	9,241				
Total No. of Shares	1,71,15,042				
Remote E-voting Period	20 th Septembe	er, 2018 to 23 rd Septemb	per, 2018		
		Number of Votes/Folio	Number of shares		
Total votes cast through remote e-voting	A	32	1,00,76,683		
Total Votes cast through Polling at AGM	В	43	4,548		
Grand Total of remote e-voting / Polling at AGM (A+B)	С	75	1,00,81,231		
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not Indicated)	D	0	0		
Net remote e-voting/ Polling at AGM (C-D)	E .	75	1,00,81,231		

NOTES:

i. Invalid voting was not taken into account for counting of percentages of valid and invalid votes.

II. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.

III. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	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 and Promoter group	1,00,75,001	1,00,76,001	100	1,00,76,001	0	100	0
Public Institutional holders	7,36,288				-		-
Public-others	63,03,753	5,230	0.08	5,230	0	100	0
Total	1,71,16,042	1,00,81,231	58.90	1,00,81,231	0	100	D

Percentage of Votes cast in favour: 100% | Percentage of votes cast against: 0

RESULT:-

Since, the number of votes cast in favour of the resolution is 100%, I report that the ordinary resolution under section 152 of the Companies Act, 2013 as set out in the notice of AGM dated 13th August, 2018 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.



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Item No. 4: Ordinary Resolution:

To ratify the payment of Remuneration to the Cost Auditors for the Financial Year 2018-19.

Total No. of Shareholders/Follos	9,241				
Total No. of Shares	1,71,16,042				
Remote E-voting Period	20 th Septembe	er, 2018 to 23 rd Septemb	per, 2018		
		Number of Votes/Folio	Number of shares		
Total votes cast through remote e-voting	A	32	1,00,76,683		
Total Votes cast through Polling at AGM	В	43	4,548		
Grand Total of remote e-voting / Polling at AGM (A+B)	C	75	1,00,81,231		
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0		
Net remote e-voting/ Polling at AGM (C-D)	E	75	1,00,81,231		

NOTES:

- i. Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- II. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- III. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	No. of shares heid (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 and Promoter group	1,00,76,001	1,00,76,001	100	1,00,76,001	0	100	0
Public institutional holders	7,36,288	_					
Public-others	63,03,753	5,230	0.08	5,180	50	99.04	0.96
Total	1,71,16,042	1,00,81,231	58.90	1,00,81,181	50	99,9995	0.0005

Percentage of Votes cast in favour: 99.9995% | Percentage of votes cast against: 0.0005%

RESULT:-

Since, the number of votes cast in favour of the resolution is 99.9995%, I report that the ordinary resolution under section 148 of the Companies Act, 2013 as set out in the notice of AGM dated 13th August, 2018 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.



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Item No. 5: Special Resolution:

Re-appointment of Shri Kamal Kishore Kacholia (DIN: 00278897) as an Independent Director.

Total No. of Shareholders/Folios	9,241		
Total No. of Shares	1,71,16,042		
Remote E-voting Period	20 th Septembe	r, 2018 to 23 rd Septemb	per, 2018
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	32	1,00,76,683
Total Votes cast through Polling at AGM	6	43	4,548
Grand Total of remote e-voting / Polling at AGM (A+B)	C	75	1,00,81,231
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ Polling at AGM (C-D)	_E	75	1,00,81,231

NOTES:

), Invalid voting was not taken into account for counting of percentages of valid and invalid votes.

II. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.

III. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	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 (5)≈[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	1,00,76,001	1,00,76,001	100	1,00,76,001	0	100	0
Public Institutional holders	7,36,288				-		-
Public-others	63,03,753	5,230	0,08	5,130	100	98.09	1.91
Total	1,71,16,042	1,00,81,231	58.90	1,00,81,131	100	99.999	0.001

Percentage of Votes cast in favour: 99.999% | Percentage of votes cast against: 0.001%

RESULT:-

Since, the number of votes cast in favour of the resolution is 99.999%, I report that the special resolution under section 149 and 152 of the Companies Act, 2013 as set out in the notice of AGM dated 13th August, 2018 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.



COMPANY SECRETARY

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Item No. 6: Special Resolution:

Re-appointment of Shri P. Kumar (DIN: 00179074) as an Independent Director.

Total No. of Shareholders/Folios	9,241				
Total No. of Shares	1,71,16,042				
Remote E-voting Period	20 th Septembe	er, 2018 to 23 rd Septemb	er, 2018		
· · · · ·		Number of Votes/Follo	Number of shares		
Total votes cast through remote e-voting	A	32	1,00,76,683		
Total Votes cast through Poliing at AGM	В	43	4,548		
Grand Total of remote e-voting / Polling at AGM (A+B)	Ċ	75	1,00,81,231		
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0		
Net remote e-voting/ Polling at AGM (C-D)	E	75	1,00,81,231		

NOTES:

I. Invalid voting was not taken into account for counting of percentages of valid and invalid votes.

ii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.

iii. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	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 and Promoter group	1,00,76,001	1,00,76,001	100	1,00,76,001	0	100	0
Public institutional holders	7,36,288				-		****
Public-others	63,03,753	5,230	0.08	5,130	100	98.09	1.91
Total	1,71,16,042	1,00,81,231	58.90	1,00,81,131	100	99,999	0.001

Percentage of Votes cast in favour: 99.999% | Percentage of votes cast against: 0.001%

RESULT:-

Since, the number of votes cast in favour of the resolution is 99.999%, I report that the special resolution under section 149 and 152 of the Companies Act, 2013 as set out in the notice of AGM dated 13th August, 2018 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.



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Item No. 7: Special Resolution:

Re-appointment of Shri D.P. Garg (DIN: 00003068) as an Independent Director.

Total No. of Shareholders/Folios	9,241				
Total No. of Shares	1,71,16,042				
Remote E-voting Period	20 th September, 2018 to 23 rd September, 2018				
		Number of Votes/Folio	Number of shares		
Total votes cast through remote e-voting	A	32	1,00,76,683		
Total Votes cast through Polling at AGM	В	43	4,548		
Grand Total of remote e-voting / Polling at AGM (A+B)	С	75	1,00,81,231		
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not Indicated)	D	0	0		
Net remote e-voting/ Polling at AGM (C-D)	E	75	1,00,81,231		

NOTES:

Invalid voting was not taken into account for counting of percentages of valid and invalid votes. i,

Votes cast in favour or against has been considered on the basis of the number of shares held as on the date ١. reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.

There is no case where the shareholder has voted both through remote e-voting and polling at AGM. 111.

SUMMARY OF VOTING

Promoter/Public	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 and Promoter group	1,00,76,001	1,00,76,001	100	1,00,76,001	0	100	0
Public institutional holders	7,36,288				-		
Public-others	63,03,753	5,230	0.08	5,130	100	98.09	1.91
Total	1,71,16,042	1,00,81,231	58.90	1,00,81,131	100	99.999	0.001

Percentage of Votes cast in favour: 99.999% | Percentage of votes cast against: 0.001%

RESULT:-

Since, the number of votes cast in favour of the resolution is 99.999%, I report that the special resolution under section 149 and 152 of the Companies Act, 2013 as set out in the notice of AGM dated 13th August, 2018 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.



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"USHA – KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR – 302019.

Item No. 8: Special Resolution:

Re-appointment of Shri Vijay Mehta (DIN: 00057151) as an Independent Director.

Total No. of Shareholders/Folios	9,241				
Total No. of Shares	1,71,16,042				
Remote E-voting Period	20 th September, 2018 to 23 rd September, 2018				
		Number of shares			
Total votes cast through remote e-voting	А	32	1,00,76,683		
Total Votes cast through Polling at AGM	В	43	4,548		
Grand Total of remote e-voting / Polling at AGM (A+B)	С	75	1,00,81,231		
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0		
Net remote e-voting/ Polling at AGM (C-D)	E	75	1,00,81,231		

NOTES:

I. Invalid voting was not taken into account for counting of percentages of valid and invalid votes.

ii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.

iii. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	No. of shares held (1)	No. of vates 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 and Promoter group	1,00,76,001	1,00,76,001	100	1,00,76,001	0	100	0
Public institutional holders	7,36,288			·	-	-	
Public-others	63,03,753	5,230	0.08	5,130	100	98.09	1.91
Total	1,71,16,042	1,00,81,231	58.90	1,00,81,131	100	99.999	0.001

Percentage of Votes cast in favour: 99.999% | Percentage of votes cast against: 0.001%

RESULT:-

Since, the number of votes cast in favour of the resolution is 99.999%, I report that the special resolution under section 149 and 152 of the Companies Act, 2013 as set out in the notice of AGM dated 13th August, 2018 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.



COMPANY SECRETARY

t 2370 954; 93145 04821 (M) E-mail: cs.vmanda@gmail.com

403, "ROYAL WORLD" S.C ROAD, JAIPUR - 302001. "USHA - KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR - 302019.

Item No. 9: Special Resolution:

Re-appointment of Dr. S. B. Agarwal (DIN: 00524452) as an Independent Director.

Total No. of Shareholders/Follos	9,241				
Total No. of Shares	1,71,16,042				
Remote E-voting Period	20 th September, 2018 to 23 rd September, 2018				
		Number of Votes/Folio	Number of shares		
Total votes cast through remote e-voting	A	32	1,00,76,683		
Total Votes cast through Polling at AGM	В	43	4,548		
Grand Total of remote e-voting / Polling at AGM (A+B)	С	75	1,00,81,231		
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0		
Net remote e-voting/ Polling at AGM (C-D)	E	75	1,00,81,231		

NOTES:

Invalid voting was not taken into account for counting of percentages of valid and invalid votes. 1.

Votes cast in favour or against has been considered on the basis of the number of shares held as on the date il. reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.

Ш. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	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 and Promoter group	1,00,76,001	1,00,76,001	100	1,00,76,001	0	100	0
Public Institutional holders	7,36,288						
Public-others	63,03,753	5,230	0.08	5,130	100	98.09	1.91
Total	1,71,16,042	1,00,81,231	58.90	1,00,81,131	100	99.999	0.001

Percentage of Votes cast in favour: 99.999% | Percentage of votes cast against: 0.001%

RESULT:-

Since, the number of votes cast in favour of the resolution is 99.999%, I report that the special resolution under section 149 and 152 of the Companies Act, 2013 as set out in the notice of AGM dated 13th August, 2018 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.



(2370 954; 93145 04821 (M) E-mail: cs.vmanda@gmail.com 403, "ROYAL WORLD" S.C ROAD, JAIPUR - 302001.

"USHA - KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR - 302019.

Item No. 10: Special Resolution:

Re-appointment of Shri Vijay Kumar Agarwal (DIN: 00108710) as an Independent Director.

Total No. of Shareholders/Folios	9,241.				
Total No. of Shares	1,71,16,042				
Remote E-voting Period	20 th September, 2018 to 23 rd September, 2018				
		Number of Votes/Folio	Number of shares		
Total votes cast through remote e-voting	Α	32	1,00,76,683		
Total Votes cast through Polling at AGM	В	43	4,548		
Grand Total of remote e-voting / Polling at AGM (A+B)	С	75	1,00,81,231		
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0		
Net remote e-voting/ Polling at AGM (C-D)	E	75	1,00,81,231		

NOTES:

Invalid voting was not taken into account for counting of percentages of valid and invalid votes. I.

- Votes cast in favour or against has been considered on the basis of the number of shares held as on the date 11. reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever Is less.
- There is no case where the shareholder has voted both through remote e-voting and polling at AGM. 111.

SUMMARY OF VOTING

Promoter/Public	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 and Promoter group	1,00,76,001	1,00,76,001	100	1,00,76,001	0	100	0
Public institutional holders	7,36,288				-		
Public-others	63,03,753	5,230	0.08	5,130	100	98.09	1.91
Total	1,71,16,042	1,00,81,231	58.90	1,00,81,131	100	99.999	0.001

Percentage of Votes cast in favour: 99.999% | Percentage of votes cast against: 0.001%

RESULT:-

Since, the number of votes cast in favour of the resolution is 99.999%, I report that the special resolution under section 149 and 152 of the Companies Act, 2013 as set out in the notice of AGM dated 13th August, 2018 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.



COMPANY SECRETARY

<u>L 2370 954; 93145 04821 (M)</u> <u>403, "ROYAL WORLD" S.C ROAD, JAIPUR - 302001.</u> <u>"USHA - KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR - 302019.</u>

All the Resolutions mentioned in the AGM Notice dated 13th August, 2018 as per the results above stand passed under remote e-voting and voting conducted at AGM with the requisite majority and deemed to be passed as on the date of the AGM.

A soft copy, containing a list of Equity Shareholders who voted "FOR" or "AGAINST" and those whose votes were declared invalid/abstained, for each resolution is being handed over to the Company separately.

I hereby confirm that I am maintaining the Registers received from the RTA and the electronic voting data received from the Service Provider, in respect of the votes cast through remote e-voting. Relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary for safe keeping.

This report may be treated as a report under Section 109 of the Companies Act, 2013 and Rule 21(2) of The Companies (Management and Administration) Rules, 2014.

I thank you for the opportunity given to act as a Scrutinizer for the remote e-voting and polling at AGM.

Yours Faithfully

Place: Jaipur Date: 26.09.2018

CS Manoj Maheshwari Scrutinizer FCS: 3355 C.P. No. 1971



R. L. Toshniwal Chairman DIN: 00106933

For Banswara Syntex Limited

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