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Corporate Identity Number : L17119DN1996PLC000116

Date: 27/09/2021

To,
BSE Ltd.
P.J. Towers, Dalal Street,
Mumbai – 400001

Subject: Submission of Report of Scrutinizer and Consolidated Report on E-voting and poll at Annual General Meeting of Gujarat Cotex Limited.

Ref.: Scrip Code: 514386, Stock Code: GUJCOTEX

We enclose herewith Report of Scrutinizer and Consolidated Report on E-voting and poll at Annual General Meeting of Gujarat Cotex Limited.

Kindly take the same on record and confirm.

Thanking You,

For Gujarat Cotex Limited

S.J. Parekh

Shaileshkumar Jayantkumar Parekh
Managing Director
(DIN: 01246270)

105, 'Pawan Hans', B/h. Chamunda Restaurant, Sub Jail Char Rasta, Ring Road, Surat-395 002.

FORM No. MGT-13
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]

To,
The Chairman
Gujarat Cotex Limited

**Annual General Meeting of the Equity Shareholders of Gujarat Cotex Limited Held
on 27/09/2021 at Shop No. 4, 1st Floor, Shanti Complex, Opp. Patel Petrol Pump,
Amlī, Silvassa 396230**

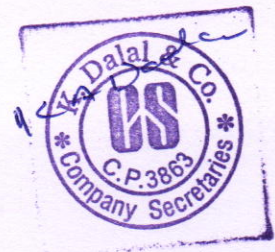
Dear Sir,

I Kunjal Dalal, Proprietor of M/s. K. Dalal & Co., Practicing Company Secretaries have been appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Equity Shareholders of Gujarat Cotex Limited, held on 27/09/2021 at Shop No. 4, 1st Floor, Shanti Complex, Opp. Patel Petrol Pump, Amlī, Silvassa 396230 submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling.
2. The locked ballot boxes were subsequently opened. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:

(a) Resolution No. 1

To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon.



105, 'Pawan Hans', B/h. Chamunda Restaurant, Sub Jail Char Rasta, Ring Road, Surat-395 002.

(1) Voted **in favour** of the resolution:)

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	6648827	100

(2) Voted **against** the resolution :

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(3) **Invalid Vote/Abstained from voting**

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

(b) Resolution No. 2

To appoint a Director in place of Shri Chetankumar Shaileshkumar Parekh (DIN: 01246220), who retires by rotation and being eligible, offers herself for re-appointment.

(1) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	6648827	100

(2) Voted **against** the resolution :

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(3) **Invalid Vote/Abstained from voting**

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0



105, 'Pawan Hans', B/h. Chamunda Restaurant, Sub Jail Char Rasta, Ring Road, Surat-395 002.

(c) Resolution No. 3

To consider and appoint Mr. Nikhil Dhengre (DIN: 08747483) as Director of the company.

(1) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	90	0.001

(2) Voted **against** the resolution :

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
13	6648737	99.999

(3) **Invalid Vote/Abstained from voting**

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

(d) Resolution No. 4

To consider and appoint Ms. Vidya Pramod Patil (DIN: 09287709) as independent Director of the company

(1) Voted **in favour** of the resolution:

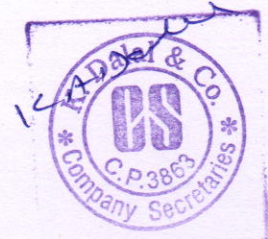
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	6648827	100

(2) Voted **against** the resolution :

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(3) **Invalid Vote/Abstained from voting**

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0



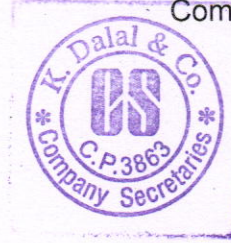
105, 'Pawan Hans', B/h. Chamunda Restaurant, Sub Jail Char Rasta, Ring Road, Surat-395 002.

5. The poll papers and all other relevant records were sealed and handed over to the Managing Director authorized by the Board for safe keeping.

Thanking you
Yours faithfully

Place: Surat
Date: 27/09/2021
UDIN: F003530C001018423
Peer Review Certificate No. : 1315/2021
Unique Code Number: 1496

For K. Dalal & Co.
Company secretaries



K. Dalal

Kunjal Dalal
Proprietor
C.P. No. 3863

105, 'Pawan Hans', B/h. Chamunda Restaurant, Sub Jail Char Rasta, Ring Road, Surat-395 002.

Date: 27/09/2021

To,

The Chairman

Gujarat Cotex Limited

Shop No. 4, 1st Floor, Shanti Complex, Opp. Patel Petrol Pump,
Amlī, Silvassa 396230

Dear Sir,

Sub.: Consolidated Report on E voting and Poll at Annual General Meeting

I, Kunjal Dalal, Proprietor M/s K.Dalal & Co., Practicing Company Secretaries have been appointed by the Board of Directors of **Gujarat Cotex Limited**, as scrutiniser for the purpose of scrutinising the e-voting process along with ballot forms and for 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(3)(xi) of the Companies (Management and Administration) Rules 2014 on resolutions contained in the notice of Annual General Meeting of members of Gujarat Cotex Limited to be held on Monday, 27th September, 2021.

I was also assigned work of acting as scrutiniser at the poll taken at Annual General Meeting.

The management of the company is responsible to ensure the compliance with the requirement of the relevant provisions of the Companies Act, 2013 and rules relating to same in relation to voting through electronic means on resolutions contained in the notice of Annual General Meeting to be held on 27th September, 2021. My responsibility as scrutiniser for e-voting process is restricted to make scrutinisers report of votes cast in favour or against the resolutions and invalid votes based on reports generated from e-voting system provided by Central Depository Services (India) Limited authorised to provide e-voting facility engaged by the company and Purva Shareregistry India Private Limited the Registrar and Share Transfer Agents of Gujarat Cotex Limited.

I submit my consolidated report on e-voting and voting on poll at Annual General Meeting:

Resolution Number 1

To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon and in this regard, pass the following resolution as an **Ordinary Resolution**:

RESOLVED THAT the audited financial statement of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted



105, 'Pawan Hans', B/h. Chamunda Restaurant, Sub Jail Char Rasta, Ring Road, Surat-395 002.

Particulars of Votes Cast)

Mode	Ballots received	Total Shares	Favour		Against		Invalid / Abstained	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	14	1343	14	1343	0	0	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	15	6648827	15	6648827	0	0	0	0
Total	29	6650170	29	6650170	0	0	0	0

Resolution Number 2

To appoint a Director in place of Shri Chetankumar Shaileshkumar Parekh (DIN: 01246220), who retires by rotation and being eligible, offers herself for re-appointment and in this regard, pass the following resolution as an **Ordinary Resolution**:

RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Shri Chetankumar Shaileshkumar Parekh (DIN: 01246220), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.

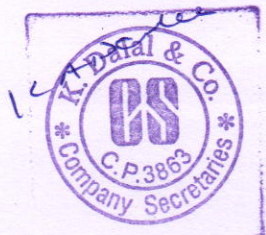
Particulars of Votes Cast

Mode	Ballots received	Total Shares	Favour		Against		Invalid / Abstained	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	14	1343	13	1193	1	150	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	15	6648827	15	6648827	0	0	0	0
Total	29	6650170	28	6650020	1	150	0	0

Resolution Number 3

To consider and appoint Mr. Nikhil Dhengre (DIN: 08747483) as Director of the company and in this regard, pass the following resolution as an **Ordinary Resolution**:

RESOLVED THAT pursuant to Section 149, Section 152 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 Mr. Nikhil Dhengre (DIN: 08747483) who was appointed as an Additional Director of the Company with effect from 04th June, 2021 by the Board of Directors and who holds office upto the date of this Annual General Meeting, and pursuant to the recommendation of the Nomination & Remuneration Committee, and being eligible, offer himself for appointment, be and is hereby appointed as a Non-executive, Non Independent - Professional Director of the Company, liable to retire by rotation, with effect from the date of this Meeting.



105, 'Pawan Hans', B/h. Chamunda Restaurant, Sub Jail Char Rasta, Ring Road, Surat-395 002.

Particulars of Votes Cast

Mode	Ballots received	Total Shares	Favour		Against		Invalid / Abstained	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	14	1343	13	1193	1	150	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	15	6648827	2	90	13	6648737	0	0
Total	29	6650170	15	1283	14	6648887	0	0

Resolution Number 4

To consider and appoint Ms. Vidya Pramod Patil (DIN: 09287709) as independent Director of the company and in this regard, pass the following resolution as an **Ordinary Resolution**:

RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (LOD) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Ms. Vidya Pramod Patil (DIN: 09287709), being eligible, be and is hereby appointed as an Independent Director, not liable to retire by rotation and to hold office for a term of five consecutive years on the Board of company with effect from the date of this Meeting.

Particulars of Votes Cast

Mode	Ballots received	Total Shares	Favour		Against		Invalid / Abstained	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	14	1343	13	1193	1	150	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	15	6648827	15	6648827	0	0	0	0
Total	29	6650170	28	6650020	1	150	0	0

The physical ballot forms have been for safe custody to the Company Secretary / Director authorized by the Board.

You may accordingly declare the result of the voting.

Place: Surat
Date: 27/09/2021
UDIN: F003530C001018489
Peer Review Certificate No. : 1315/2021
Unique Code Number: 1496

For K. Dalal & Co.
Company secretaries


Kunjal Dalal
Proprietor
C.P. No. 3863