



**GARWARE**  
TECHNICAL FIBRES

GWRL:GTFL:2019

September 18, 2019

**BSE Limited**

Corporate Relationship Department,  
New Trading Ring,  
Rotunda Building, P. J. Towers,  
Dalal Street, Fort,  
Mumbai 400001.

**(Company code: 509557)**

**National Stock Exchange of India Ltd.**

Exchange Plaza, Plot No. C/1, 'G' Block,  
Bandra-Kurla Complex,  
Bandra East,  
Mumbai 400051.

**(Symbol: GARFIBRES, Series: EQ)**

Dear Sirs,

**Sub:** 42<sup>nd</sup> Annual General Meeting – Voting Results

Pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the voting results and the Scrutinizer's Report on e-voting and voting by poll at the 42<sup>nd</sup> Annual General Meeting of the Company held on Tuesday, 17<sup>th</sup> September, 2019.

Kindly acknowledge.

Thanking you,

Yours faithfully,

For GARWARE TECHNICAL FIBRES LIMITED

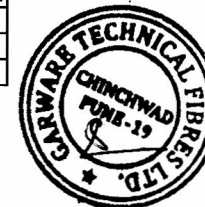
Sunil Agarwal  
Company Secretary  
M. No. FCS6407  
Encl.: as above

Registered Office

Garware Technical Fibres Ltd. (Formerly Garware-Wall Ropes Ltd.): Plot No. 11, Block D-1, M.I.D.C., Chinchwad, Pune 411 019, India.  
T+91 20 2799 0000/0306 E pune\_admin@garwarefibres.com www.garwarefibres.com CIN: L25209MH1976PLC018939

Voting Results	
GARWARE TECHNICAL FIBRES LIMITED (formerly GARWARE-WALL ROPES LIMITED) Regd. Office: Plot No. 11, Block D-1, M.I.D.C., Chinchwad, Pune – 411019. CIN No.: L25209MH1976PLC018939 Tel No.: +91-20-27990000, Email:secretarial@garwarefibres.com, Website: www.garwarefibres.com	
Date of AGM / EGM	17th September, 2019
Total number of Shareholders on record date (i.e. 10th September, 2019)	17197
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	27
Public:	87
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Agenda-wise disclosure (to be disclosed separately for each agenda item)								
Resolution required: (Ordinary / Special)			1. <b>Ordinary</b> - To receive, consider and adopt: (a) the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2019, together with the Reports of the Board of Directors and Auditors; and (b) the Audited Consolidated Financial Statements for the financial year ended 31st March, 2019 and the Report of the Auditors.					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on notes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	11094934	0	0.00	0	0	0.00	0.00
	Poll		11094924	99.99	11094924	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>11094924</b>	<b>99.99</b>	<b>11094924</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutions	E-voting	2144800	1006541	46.93	1006541	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>1006541</b>	<b>46.93</b>	<b>1006541</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Non Institutions	E-voting	8642326	12661	0.15	12660	1	99.99	0.00
	#Poll		301418	3.49	301418	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>314079</b>	<b>3.63</b>	<b>314078</b>	<b>1</b>	<b>99.99</b>	<b>0.00</b>
<b>Total</b>		<b>21882060</b>	<b>12415544</b>	<b>56.74</b>	<b>12415543</b>	<b>1</b>	<b>100.00</b>	<b>0.00</b>
Whether resolution is Pass or Not- Yes								
§ Invalid - 87417								
# Not Voted - 100								



Resolution required: (Ordinary / Special)			2. <b>Ordinary</b> - To declare a dividend on equity shares for the Financial Year ended 31st March, 2019.					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on notes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	11094934	0	0.00	0	0	0.00	0.00
	Poll		11094924	99.99	11094924	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>11094924</b>	<b>99.99</b>	<b>11094924</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutions	\$E-voting	2144800	1006541	46.93	1006541	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>1006541</b>	<b>46.93</b>	<b>1006541</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Non Institutions	E-voting	8642326	12661	0.15	12660	1	99.99	0.01
	#Poll		301418	3.49	301418	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>314079</b>	<b>3.63</b>	<b>314078</b>	<b>1</b>	<b>99.99</b>	<b>0.00</b>
<b>Total</b>		<b>21882060</b>	<b>12415544</b>	<b>56.74</b>	<b>12415543</b>	<b>1</b>	<b>100.00</b>	<b>0.00</b>
			Whether resolution is Pass or Not- Yes					
§ Invalid - 87417								
# Not Voted - 100								

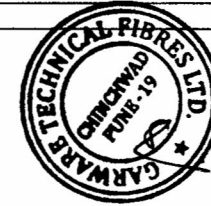


Resolution required: (Ordinary / Special)			3. <b>Ordinary</b> - To appoint a Director in place of Dr. S. S. Rajpathak (DIN 00040387), who retires by rotation and, being eligible, offers himself for re-appointment.					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on notes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	11094934	0	0.00	0	0	0.00	0.00
	Poll		11094924	99.99	11094924	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>11094924</b>	<b>99.99</b>	<b>11094924</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutions	E-voting	2144800	1006541	46.93	1006541	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>1006541</b>	<b>46.93</b>	<b>1006541</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Non Institutions	E-voting	8642326	12661	0.15	12660	1	99.99	0.01
	#Poll		301118	3.48	301118	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>313779</b>	<b>3.63</b>	<b>313778</b>	<b>1</b>	<b>99.99</b>	<b>0.00</b>
<b>Total</b>		<b>21882060</b>	<b>12415244</b>	<b>56.74</b>	<b>12415243</b>	<b>1</b>	<b>100.00</b>	<b>0.00</b>
<b>Whether resolution is Pass or Not- Yes</b>								
§ Invalid - 87417								
# Not Voted - 400								

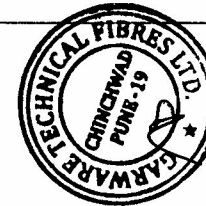




Resolution required: (Ordinary / Special)			4. Ordinary - Ratification of Cost Auditors' remuneration.					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on notes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	11094934	0	0.00	0	0	0.00	0.00
	Poll		11094924	99.99	11094924	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>11094924</b>	<b>99.99</b>	<b>11094924</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutions	E-voting	2144800	1006541	46.93	1006541	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>1006541</b>	<b>46.93</b>	<b>1006541</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Non Institutions	E-voting	8642326	12661	0.15	12660	1	99.99	0.01
	#Poll		301418	3.49	301418	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>314079</b>	<b>3.63</b>	<b>314078</b>	<b>1</b>	<b>99.99</b>	<b>0.00</b>
<b>Total</b>		<b>21882060</b>	<b>12415544</b>	<b>56.74</b>	<b>12415543</b>	<b>1</b>	<b>100.00</b>	<b>0.00</b>
Whether resolution is Pass or Not- Yes								
S Invalid - 87417								
#Not Voted - 100								



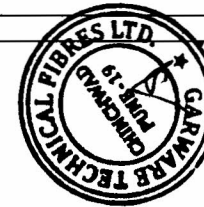
Resolution required: (Ordinary / Special)			S. Ordinary - Appointment of Ms. Mallika Sagar (DIN 02228386) as a Non-executive Independent Director of the Company.					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on notes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	11094934	0	0.00	0	0	0.00	0.00
	Poll		11094924	99.99	11094924	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>11094924</b>	<b>99.99</b>	<b>11094924</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutions	E-voting	2144800	1006541	46.93	1006541	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>1006541</b>	<b>46.93</b>	<b>1006541</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Non Institutions	E-voting	8642326	12661	0.15	12634	27	99.79	0.21
	#Poll		301418	3.49	301418	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>314079</b>	<b>3.63</b>	<b>314052</b>	<b>27</b>	<b>99.99</b>	<b>0.01</b>
<b>Total</b>		<b>21882060</b>	<b>12415544</b>	<b>56.74</b>	<b>12415517</b>	<b>27</b>	<b>99.99</b>	<b>0.00</b>
<b>Whether resolution is Pass or Not- Yes</b>								
§ Invalid - 87417								
#Not Voted - 100								



Resolution required: (Ordinary / Special)			6. Special - Re-appointment of Mr. R. M. Telang (DIN 00092103) as a Non-executive Independent Director of the Company.					
Whether promoter / promoter group are interested in the agenda /			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on notes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	11094934	0	0.00	0	0	0.00	0.00
	Poll		11094924	99.99	11094924	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>11094924</b>	<b>99.99</b>	<b>11094924</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutions	E-voting	2144800	1006541	46.93	746730	259811	74.19	25.81
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>1006541</b>	<b>46.93</b>	<b>746730</b>	<b>259811</b>	<b>74.19</b>	<b>25.81</b>
Public-Non Institutions	E-voting	8642326	12661	0.15	7708	4953	60.88	39.12
	#Poll		301418	3.49	301418	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>314079</b>	<b>3.63</b>	<b>309126</b>	<b>4953</b>	<b>98.42</b>	<b>1.58</b>
<b>Total</b>		<b>21882060</b>	<b>12415544</b>	<b>56.74</b>	<b>12150780</b>	<b>264764</b>	<b>97.87</b>	<b>2.13</b>
			Whether resolution is Pass or Not- Yes					
§ Invalid - 87417								
# Not Voted - 100								



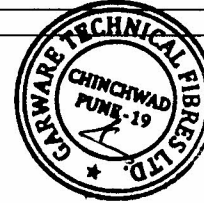
Resolution required: (Ordinary / Special)			7. Special - Re-appointment of Mr. S. P. Kulkarni (DIN 00006514) as a Non-executive Independent Director of the Company.					
Whether promoter / promoter group are interested in the agenda /			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on notes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	11094934	0	0.00	0	0	0.00	0.00
	Poll		11094924	99.99	11094924	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>11094924</b>	<b>99.99</b>	<b>11094924</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutions	E-voting	2144800	1006541	46.93	746730	259811	74.19	25.81
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>1006541</b>	<b>46.93</b>	<b>746730</b>	<b>259811</b>	<b>74.19</b>	<b>25.81</b>
Public-Non Institutions	E-voting	8642326	12661	0.15	7708	4953	60.88	39.12
	#Poll		301418	3.49	301418	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>314079</b>	<b>3.63</b>	<b>309126</b>	<b>4953</b>	<b>98.42</b>	<b>1.58</b>
<b>Total</b>		<b>21882060</b>	<b>12415544</b>	<b>56.74</b>	<b>12150780</b>	<b>264764</b>	<b>97.87</b>	<b>2.13</b>
			Whether resolution is Pass or Not- Yes					
§ Invalid - 87417								
# Not Voted - 100								



Resolution required: (Ordinary / Special)			8. Special - To approve the continuation of payment of remuneration to Mr. V. R. Garware (DIN 00092201), Chairman & Managing Director of the Company.					
Whether promoter / promoter group are interested in the agenda /			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on notes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	11094934	0	0.00	0	0	0.00	0.00
	#Poll		7526629	67.84	7526629	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>7526629</b>	<b>67.84</b>	<b>7526629</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutions	SE-voting	2144800	1006541	46.93	1005823	718	99.93	0.07
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>1006541</b>	<b>46.93</b>	<b>1005823</b>	<b>718</b>	<b>99.93</b>	<b>0.07</b>
Public-Non Institutions	E-voting	8642326	12661	0.15	7708	4953	60.88	39.12
	#Poll		301418	3.49	301418	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>314079</b>	<b>3.63</b>	<b>309126</b>	<b>4953</b>	<b>98.42</b>	<b>1.58</b>
<b>Total</b>		<b>21882060</b>	<b>8847249</b>	<b>40.43</b>	<b>8841578</b>	<b>5671</b>	<b>99.94</b>	<b>0.06</b>
			Whether resolution is Pass or Not- Yes					
§ Invalid - 87417								
# Not Voted - 3568395								



Resolution required: (Ordinary / Special)			9. Special - To approve the borrowing limit pursuant to provisions of Section 180(1)(c) of the Companies Act, 2013.					
Whether promoter / promoter group are interested in the agenda /			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on notes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	11094934	0	0.00	0	0	0.00	0.00
	Poll		11094924	99.99	11094924	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>11094924</b>	<b>99.99</b>	<b>11094924</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutions	E-voting	2144800	1006541	46.93	1006541	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>1006541</b>	<b>46.93</b>	<b>1006541</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Non Institutions	E-voting	8642326	12661	0.15	12660	1	99.99	0.01
	Poll		301418	3.49	301418	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>314079</b>	<b>3.63</b>	<b>314078</b>	<b>1</b>	<b>99.99</b>	<b>0.00</b>
<b>Total</b>		<b>21882060</b>	<b>12415544</b>	<b>56.74</b>	<b>12415543</b>	<b>1</b>	<b>100.00</b>	<b>0.00</b>
			Whether resolution is Pass or Not- Yes					
§ Invalid - 87417								
# Not Voted - 100								



Resolution required: (Ordinary / Special)			10. Special - To approve the limit for Loans and Investment by the Company pursuant to the provisions of Section 186 of the Companies Act, 2013.					
Whether promoter / promoter group are interested in the agenda /			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on notes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	11094934	0	0.00	0	0	0.00	0.00
	Poll		11094924	99.99	11094924	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>11094924</b>	<b>99.99</b>	<b>11094924</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutions	E-voting	2144800	582515	27.16	393029	189486	67.47	32.53
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>582515</b>	<b>27.16</b>	<b>393029</b>	<b>189486</b>	<b>67.47</b>	<b>32.53</b>
Public-Non Institutions	E-voting	8642326	12661	0.15	12660	1	99.99	0.01
	Poll		301418	3.49	301418	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>314079</b>	<b>3.63</b>	<b>314078</b>	<b>1</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>21882060</b>	<b>11991518</b>	<b>54.80</b>	<b>11802031</b>	<b>189487</b>	<b>98.42</b>	<b>1.58</b>
			Whether resolution is Pass or Not- Yes					
§ Invalid / Not Voted - 87417 / 424026								
# Not Voted - 100								



## Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and 20(4) (xii) of the Companies  
(Management and Administration) Rules, 2014 (Amendments Rules 2015)]

To,  
The Chairman,  
Garware Technical Fibres Limited  
Chinchwad,  
Pune - 411 019.

'Dear Sir,

I, S. V. Deulkar, Partner of SVD & Associates, Company Secretaries, have been appointed as scrutinizer by the Board of Directors of Garware Technical Fibres Limited ("the Company") for the purpose of scrutinizing the e-voting process and voting by poll at the meeting pursuant to Section 108 of the provisions of Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendments Rules 2015) in a fair and transparent manner in respect of the below mentioned resolutions proposed, at the 42<sup>nd</sup> Annual General Meeting of the Equity shareholders of Garware Technical Fibres Limited held on Tuesday, September 17, 2019 at 10.30 A.M. at Auto Cluster Auditorium, Auto Cluster Development & Research Institute Limited, H- Block, Plot No. C-181, Off Old Pune – Mumbai, Chinchwad, Pune - 411 019 (42<sup>nd</sup> AGM). I submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting through electronic voting system (by remote e-voting) and voting by poll by the shareholders on the resolutions proposed in the Notice of the 42<sup>nd</sup> AGM of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic voting system and by poll at the AGM are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any, to the Chairman, on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited (CDSL) and report on poll at the meeting.
2. In accordance with the notice of the 42<sup>nd</sup> AGM sent to the shareholders on August 23<sup>rd</sup> 2019, and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules 2014 (Amendment Rules 2015) on August 24<sup>th</sup> 2019, the remote e-voting period remained open from Saturday, September 14, 2019 (9.00 a.m.) to Monday, September 16, 2019 (5.00 p.m.).





3. The shareholders holding shares as on the "cut off" date i.e. Tuesday, September 10, 2019 were entitled to vote on the proposed resolutions (item nos. 1 to 10 as set out in the Notice of the 42<sup>nd</sup> AGM of the Company.)
4. The votes on e-voting were unblocked on Tuesday, August 17, 2019 at around 11.40 A.M. after conclusion of the AGM in the presence of two witnesses (Ms. Neha Ruparel residing at Pimpri, Pune - 411017 and Ms. Soma Dutta residing at Karve Nagar, Pune - 411052) who are not in the employment of the Company. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "for" and "Against", were downloaded from the e-voting website of CDSL ([www.evotingindia.com](http://www.evotingindia.com)) and the same are being handed over to the Chairman.

Witnesses:

1. Name: Ms. Neha Ruparel
2. Name: Ms. Soma Dutta

Signature: *Neha M Ruparel*  
 Signature: *Soma*

5. After declaration of voting by poll by the Chairman at the AGM, an empty ballot box was kept for polling and the same was locked in my presence. The locked ballot box was subsequently used for voting by poll and then opened in my presence and poll papers were diligently scrutinized. 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. The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
6. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under :

a) **Ordinary Resolution No. 1** – To consider and adopt:

- a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019 together with reports of the Board of Directors and Auditors and;
- b. the Audited consolidated Financial Statements for the financial year ended March 31, 2019 and the Reports of the Auditors.

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	Voting at AGM by Poll	Total	% of total number of valid votes cast
<b>(i) Voted in Favour</b>				
Number of members voted	33	74	107	
Number of votes cast by them	1019201	11396342	12415543	100%
<b>(ii) Voted against</b>				
Number of members voted	1	0	1	
Number of votes cast by them	1	0	1	0%
<b>(iii) Total</b>				
Total number of members voted	34	74	108	
Total number of votes cast by them	1019202	11396342	12415544	100%



(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	Voting at AGM by Poll	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	#4	\$1	5
Total Number of shares involved	87417	100	87517

# Votes cast by 4 shareholders by e-voting for 87417 shares are considered invalid  
\$ 1 Shareholder partly not voted for 100 shares by Poll

b) Ordinary Resolution No. 2 – To declare dividend on Equity Shares for the financial year ended 31<sup>st</sup> March, 2019.

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	Voting at AGM by Poll	Total	% of total number of valid votes cast
<b>(i) Voted in Favour</b>				
Number of members voted	33	\$74	107	
Number of votes cast by them	1019201	11396342	12415543	100%
<b>(ii) Voted against</b>				
Number of members voted	1	0	1	
Number of votes cast by them	1	0	1	0%
<b>(iii) Total</b>				
Total number of members voted	34	74	108	
Total number of votes cast by them	1019202	11396342	12415544	100%

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	Voting at AGM by Poll	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	#4	\$1	5
Total Number of shares involved	87417	100	87517

# Votes cast by 4 shareholders by e-voting for 87417 shares are considered invalid  
\$ 1 Shareholder partly not voted for 100 shares by Poll



- c) **Ordinary Resolution No. 3** – To appoint a Director in place of Dr. S. S. Rajpathak (DIN -00040387), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	Voting at AGM by Poll	Total	% of total number of valid votes cast
<b>(i) Voted in Favour</b>				
Number of members voted	33	73	106	
Number of votes cast by them	1019201	11396042	12415243	100%
<b>(ii) Voted against</b>				
Number of members voted	1	0	1	
Number of votes cast by them	1	0	1	0%
<b>(iii) Total</b>				
Total number of members voted	34	73	107	
Total number of votes cast by them	1019202	11396042	12415244	100%

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	Voting at AGM by Poll	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	#4	\$*2	6
Total Number of shares involved	87417	400	87817

# Votes cast by 4 shareholders by e-voting for 87417 shares are considered invalid

\$ 1 Shareholder partly not voted for 100 shares by Poll

\*1 Shareholder have not voted for 300 shares by Poll

- d) **Ordinary Resolution No. 4** – Ratification of Cost Auditors Remuneration

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	Voting at AGM by Poll	Total	% of total number of valid votes cast
<b>(i) Voted in Favour</b>				
Number of members voted	33	74	107	
Number of votes cast by them	1019201	11396342	12415543	100%
<b>(ii) Voted against</b>				
Number of members voted	1	0	1	
Number of votes cast by them	1	0	1	0%
<b>(iii) Total</b>				



Total number of members voted	34	74	108	
Total number of votes cast by them	1019202	11396342	12415544	100%

(ii) Not voted/invalid votes:

Particulars	Remote e-voting	Voting at AGM by Poll	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	#4	\$1	5
Total Number of shares involved	87417	100	87517

# Votes cast by 4 shareholders by e-voting for 87417 shares are considered invalid  
\$ 1 Shareholder partly not voted for 100 shares by Poll

- e) **Ordinary Resolution No. 5** – Appointment of Ms. Mallika Sagar (DIN-02228386) as a Non-executive Independent Director of the Company

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	Voting at AGM by Poll	Total	% of total number of valid votes cast
<b>(I) Voted in Favour</b>				
Number of members voted	32	\$74	106	
Number of votes cast by them	1019175	11396342	12415517	99.9998%
<b>(ii) Voted against</b>				
Number of members voted	2	0	2	
Number of votes cast by them	27	0	27	0.0002%
<b>(iii) Total</b>				
Total number of members voted	34	74	108	
Total number of votes cast by them	1019202	11396342	12415544	100%

(ii) Not voted/invalid votes:

Particulars	Remote e-voting	Voting at AGM by Poll	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	#4	\$1	5
Total Number of shares involved	87417	100	87517



# Votes cast by 4 shareholders by e-voting for 87417 shares are considered invalid  
 \$ 1 Shareholder partly not voted for 100 shares by Poll

- f) **Special Resolution No. 6** – Re-appointment of Mr. R. M. Telang (DIN-00092103) as Non-executive Independent Director of the Company

i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	Voting at AGM by Poll	Total	% of total number of valid votes cast
<b>(i) Voted in Favour</b>				
Number of members voted	28	74	102	
Number of votes cast by them	754438	11396342	12150780	97.87%
<b>(ii) Voted against</b>				
Number of members voted	6	0	6	
Number of votes cast by them	264764	0	264764	2.13%
<b>(iii) Total</b>				
Total number of members voted	34	74	108	
Total number of votes cast by them	1019202	11396342	12415544	100%

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	Voting at AGM by Poll	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	#4	\$1	5
Total Number of shares involved	87417	100	87517

# Votes cast by 4 shareholders by e-voting for 87417 shares are considered invalid  
 \$ 1 Shareholder partly not voted for 100 shares by Poll

- g) **Special Resolution No. 7** – Re-appointment of Mr. S.P. Kulkarni (DIN-00006914) as a Non-executive Independent Director of the Company

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	Voting at AGM by Poll	Total	% of total number of valid votes cast
<b>(i) Voted in Favour</b>				
Number of members voted	28	74	102	
Number of votes cast by them	754438	11396342	12150780	92.87%
<b>(ii) Voted against</b>				
Number of members voted	6	0	6	



Number of votes cast by them	264764	0	264764	2.13%
<b>(iii) Total</b>				
Total number of members voted	34	74	108	
Total number of votes cast by them	1019202	11396342	12415544	100%

**(ii) Not voted/Invalid votes:**

Particulars	Remote e-voting	Voting at AGM by Poll	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	#4	\$1	5
Total Number of shares involved	87417	100	87517

# Votes cast by 4 shareholders by e-voting for 87417 shares are considered invalid  
\$ 1 Shareholder partly not voted for 100 shares by Poll

- h) **Special Resolution No. 8** – To approve the continuation of payment of remuneration to Mr. V.R. Garware (DIN-00092201), Chairman & Managing Director of the Company

**(i) Voted in favour of or against the resolution:**

Particulars	Remote e-voting	Voting at AGM by Poll	Total	% of total number of valid votes cast
<b>(i) Voted in Favour</b>				
Number of members voted	31	\$71	102	
Number of votes cast by them	1013531	7828047	8841578	99.94%
<b>(ii) Voted against</b>				
Number of members voted	3	0	3	
Number of votes cast by them	5671	0	5671	0.06%
<b>(iii) Total</b>				
Total number of members voted	34	71	105	
Total number of votes cast by them	1019202	7828047	8847249	100%

**(ii) Not voted/Invalid votes:**

Particulars	Remote e-voting	Voting at AGM by Poll	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	#4	\$*4	8
Total Number of shares involved	87417	3568395	3655812





# Votes cast by 4 shareholders by e-voting for 87417 shares are considered invalid  
 \$ 1 Shareholder partly not voted for 100 shares by Poll  
 \*3 Shareholders have not voted for 3568295 shares by Poll

- i) **Special Resolution No. 9** – To approve the borrowing limit pursuant to provisions of section 180(1)(c) of the Companies Act, 2013

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	Voting at AGM by Poll	Total	% of total number of valid votes cast
<b>(i) Voted in Favour</b>				
Number of members voted	33	\$74	107	
Number of votes cast by them	1019201	11396342	12415543	100%
<b>(ii) Voted against</b>				
Number of members voted	1	0	1	
Number of votes cast by them	1	0	1	0%
<b>(iii) Total</b>				
Total number of members voted	34	74	108	
Total number of votes cast by them	1019202	11396342	12415544	100%

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	Voting at AGM by Poll	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	#4	\$1	5
Total Number of shares involved	87417	100	87517

# Votes cast by 4 shareholders by e-voting for 87417 shares are considered invalid  
 \$ 1 Shareholder partly not voted for 100 shares by Poll

- j) **Special Resolution No. 10** – To approve the limit for loans and investments by the Company pursuant to the provisions of section 186 of the Companies Act, 2013:

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	Voting at AGM by Poll	Total	% of total number of valid votes cast
<b>(i) Voted in Favour</b>				
Number of members voted	23	\$74	97	
Number of votes cast by them	405689	11396342	11802031	98.42%
<b>(ii) Voted against</b>				



Number of members voted	10	0	10	
Number of votes cast by them	189487	9	0	189487 1.58%
<b>(iii) Total</b>				
Total number of members voted	33	74	107	
Total number of votes cast by them	595176	11396342	11991518	100%



**(ii) Not voted/Invalid votes:**

Particulars	Remote e-voting	Voting at AGM by Poll	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	*#5	\$1	6
Total Number of shares involved	511443	100	511543

\*1 Shareholder have not voted for 424026 shares by e-voting  
# Votes cast by 4 shareholders by e-voting for 87417 shares are considered invalid  
\$ 1 Shareholder partly not voted for 100 shares by Poll

7. Accordingly, Resolution Nos. 1 to 10 have been passed with requisite majority as per the aforesaid Notice of the Annual General Meeting of the Company.
8. All electronic data and relevant records relating to voting shall remain in my safe custody until the Chairman considers, approves, signs the minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

Thanking you,  
Yours faithfully,  
For SVD and Associates

S. V. Deulkar  
Partner  
FCS. No. 1321  
C. P. No. 965

For GARWARE TECHNICAL FIBRES LTD.

  
**V. R. GARWARE**  
Chairman & Managing Director

Place: Pune  
Date: 17<sup>th</sup> September, 2019