

B. Krishnamoorthi B.Sc., F.C.A.
Chartered Accountant

September 28, 2019

REPORT OF SCRUTINIZER

[Pursuant to the section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015]

To

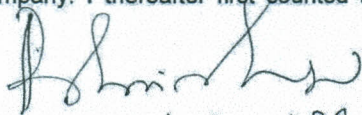
The Chairman
Gangotri Textiles Limited
Regd.Off: 25-A Venkatachalam Co-op Colony
R.S.Puram
Coimbatore – 641 002

Dear Sir,

I, B. Krishnamoorthi, BSc, FCA Practicing Chartered Accountant, Coimbatore was appointed as Scrutinizer for the 30th (Thirtieth) Annual General Meeting of the Equity Shareholders of "Gangotri Textiles Limited" held on 27th September 2019 at 3.30 pm at the mini air conditioned hall, Rajasthani Sangh, D.B.Road, R.S.Puram, Coimbatore 641002 for the purpose of scrutinizing the E-Voting process and Physical Ballot voting at the venue in a fair and transparent manner and ascertaining the requisite majority on E-Voting and Physical Ballot voting at venue carried out as per section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015 on the resolutions referred to in this report.

I submit my report as under:

1. The Notice was sent to all the Members, whose names appeared in the Register of Members as on 23rd August, 2019 to vote on the proposed 4 (Four) Resolutions as mentioned in the Notice of the Annual General Meeting of "Gangotri Textiles Limited" (Item No.1 (One) to 4 (Four) of the Notice of Annual General Meeting of Gangotri Textiles Limited. The Members holding equity shares as on the cut-off date i.e. 20th September, 2019 were only considered for e-voting and for voting at the meeting venue. Number of shareholders as on cut-off date is 10007.
2. The E-Voting period remained open from 09.00 AM on Tuesday 24th September, 2019 upto 05.00 PM on Thursday 26th September, 2019.
3. The Chairman, at the Annual General Meeting, at the end of discussions on the Resolutions contained in the Notice, allowed voting at the venue of the Annual General Meeting on the Ballot Forms provided at the Meeting venue to all those members who were present at the Meeting but have not cast their votes by availing the remote e-voting.
4. After the conclusion of the Meeting, the Ballot Boxes were opened in my presence and the physical ballot forms were diligently scrutinized and reconciled with the records maintained by the Registrar and Transfer Agents of the Company. I thereafter first counted the votes cast at the Meeting through these Ballot Forms.



(UDIIN: 19020439 AAAAG09703)

B.KRISHNAMOORTHI, F.C.A.,
Chartered Accountant
Membership No:20439

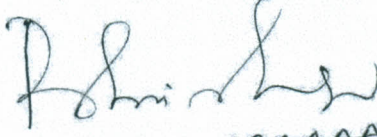
Office : "Kanapathy Towers" III Floor, No. 1391/A-1, Sathy Road, Ganapathy, Coimbatore 641 006

Phone : 0422 4039900 Fax : 0422 - 2536673 E-mail : bkcacbe@gmail.com

Resi : "Shreekara" No. 9, Right House, Rajarajeshwari Estates, Mullai Nagar, Marudhamalai Road, Coimbatore 641 041, Phone : 0422 4512371

5. The Votes cast through E-Voting were unblocked on 27th September, 2019 around 6.30 pm in the presence of two witnesses, namely Mr.K.Jayakumar and Mr.R.Sasidharan, who are not in employment of the Company.
6. In tune with the Instructions for e-voting, sent along with the Notice of the Annual General Meeting dated 12th April, 2019, in respect of members who have voted in both modes (i.e. E-Voting and Physical Ballot form voted at the venue), I have considered only E-Voting by not reckoning the voting done through Physical Ballot Form.
7. One Ballot Form involving 200 shares which was incomplete and / or otherwise defective was treated as invalid.
8. I have collated the votes cast through remote e-voting and votes cast through physical ballot forms at the venue, and the same have been furnished hereunder.

	Resolution	Mode	For			Against		
			No.of Members	No.of Votes	%	No.of Members	No.of Votes	%
1	Ordinary Resolution for adoption of the Directors Report, Profit and Loss Account for the year ended 31 st March 2019, and the Balance Sheet as at that date and Auditors report thereon.	E-Voting	4	1775	100.000	0	0	0.000
		Ballot form at the AGM venue	18	8036988	100.000	0	0	0.000
		Total	22	8038763	100.000	0	0	0.000
2	Ordinary Resolution for appointment of Sri. S. Sivashanmugam (DIN 08299022) as an Independent Director of the Company.	E-Voting	3	707	39.831	1	1068	60.169
		Ballot form at the AGM venue	18	8036988	100.000	0	0	0.000
		Total	21	8037695	99.987	1	1068	0.013


(U.D.I.N.: 19020439AAAA6109703)

B. KRISHNA MOORTHY, F.C.A.,
Chartered Accountant
Membership No: 29439

Office : 'Kanapathy Towers' III Floor, No. 1391/A-1, Sathy Road, Ganapathy, Coimbatore 641 006

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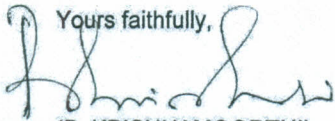
Resi : "Shreekara" No. 9, Right House, Rajarajeshwari Estates, Mullai Nagar, Marudhamalai Road, Coimbatore 641 041, Phone : 0422 4512371

3	Ordinary Resolution for approval of remuneration payable to Sri. Mohanlal Tibrewal, Executive Director of the Company.	E-Voting	1	6	0.338	3	1769	99.662
		Ballot form at the AGM venue	18	8036988	100.000	0	0	0.000
		Total	19	8036994	99.978	3	1769	0.022
4	Special Resolution for approval for voluntary winding up the affairs of the Company.	E-Voting	1	6	0.338	3	1769	99.662
		Ballot form at the AGM venue	17	8036166	99.990	1	822	0.010
		Total	18	8036172	99.968	4	2591	0.032

9. All relevant records of electronic voting and ballot forms will remain in my custody until the Chairman considers, approves and signs the minutes of the 30th Annual General Meeting and thereafter the said records will be handed over to the Company Secretary of Gangotri Textiles Limited, for safe custody.

Thanking you,

Yours faithfully,



(B. KRISHNAMOORTHI)
SCRUTINIZER

(UDIN: 19020439AAAA609703)

B. KRISHNAMOORTHI, F.C.A.,
Chartered Accountant
Membership No: 20439

SLNO	RESOLUTION	Promoter/ Public	1 No. of shares held (1)	2 No. of votes polled (2)	3 % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	4 No. of Votes in favour (4)	5 No. of Votes against (5)	6 % of Votes in favour on votes polled (6)=[(4)/(2)]*100	7 % of Votes against on votes polled (7)=[(5)/(2)]*100
1	Ordinary Resolution for adoption of the Directors Report, Profit and Loss Account for the year ended 31st March 2019, and the Balance Sheet as at that date and Auditors report thereon.	Promoter - E-Voting		-	-	-	-	-	-
		Promoter - Poll at AGM	8000457	8000457	100.000	8000457	0	100.000	-
		Promoter - Ballot by Post		-	-	-	-	-	-
		Total (A)	8,000,457	8,000,457	100.000	8,000,457	-	100.000	-
		Public - Institutions - E-Voting		-	-	-	-	-	-
		Public - Institutions - Poll at AGM	2212319	-	-	-	-	-	-
		Public - Institutions - Ballot by Post		-	-	-	-	-	-
		Total (B)	2,212,319	-	-	-	-	-	-
		Public - Non Institutions - E-Voting		1775	0.008	1775	0	100.000	-
		Public - Non Institutions - Poll at AGM	22401858	36531	0.163	36531	0	100.000	-
		Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
		Total (C)	22,401,858	38,306	0.171	38,306	-	100.000	-
Total (A+B+C)	32,614,634	8,038,763	24.648	8,038,763	-	100.000	-		
2	Ordinary Resolution for appointment of Sri. S. Sivashanmugam (DIN 08299022) as an Independent Director of the Company.	Promoter - E-Voting		-	-	-	-	-	-
		Promoter - Poll at AGM	8000457	8000457	100.000	8000457	0	100.000	-
		Promoter - Ballot by Post		-	-	-	-	-	-
		Total (A)	8,000,457	8,000,457	100.000	8,000,457	-	100.000	-
		Public - Institutions - E-Voting		-	-	-	-	-	-
		Public - Institutions - Poll at AGM	2212319	-	-	-	-	-	-
		Public - Institutions - Ballot by Post		-	-	-	-	-	-
		Total (B)	2,212,319	-	-	-	-	-	-
		Public - Non Institutions - E-Voting		1775	0.008	707	1068	39.831	60.169
		Public - Non Institutions - Poll at AGM	22401858	36531	0.163	36531	0	100.000	-
		Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
		Total (C)	22,401,858	38,306	0.171	37,238	1,068	97.212	2.788
Total (A+B+C)	32,614,634	8,038,763	24.648	8,037,695	1,068	99.987	0.013		
	Ordinary Resolution for approval	Promoter - E-Voting		-	-	-	-	-	-
		Promoter - Poll at AGM	8000457	8000457	100.000	8000457	0	100.000	-
		Promoter - Ballot by Post		-	-	-	-	-	-
		Total (A)	8,000,457	8,000,457	100.000	8,000,457	-	100.000	-
		Public - Institutions - E-Voting		-	-	-	-	-	-

3	Ordinary resolution for approval of remuneration payable to Sri. Mohanlal Tibrewal, Executive Director of the Company.	Public - Institutions - Poll at AGM	2212319	-	-	-	-	-	-
		Public - Institutions - Ballot by Post		-	-	-	-	-	-
		Total (B)	2,212,319	-	-	-	-	-	-
		Public - Non Institutions - E-Voting		1775	0.008	6	1769	0.338	99.662
		Public - Non Institutions - Poll at AGM	22401858	36531	0.163	36531	0	100.000	
		Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
		Total (C)	22,401,858	38,306	0.171	36,537	1,769	95.382	4.618
Total (A+B+C)	32,614,634	8,038,763	24.648	8,036,994	1,769	99.978	0.022		

4	Special Resolution for approval for voluntary winding up the affairs of the Company.	Promoter - E-Voting		-	-	-	-	-	-
		Promoter - Poll at AGM	8000457	8000457	100.000	8000457	0	100.000	-
		Promoter - Ballot by Post		-	-	-	-	-	-
		Total (A)	8,000,457	8,000,457	100.000	8,000,457	-	100.000	-
		Public - Institutions - E-Voting		-	-	-	-	-	-
		Public - Institutions - Poll at AGM	2212319	-	-	-	-	-	-
		Public - Institutions - Ballot by Post		-	-	-	-	-	-
		Total (B)	2,212,319	-	-	-	-	-	-
		Public - Non Institutions - E-Voting		1775	0.008	6	1769	0.338	99.662
		Public - Non Institutions - Poll at AGM	22401858	36531	0.163	35709	822	97.750	2.250
		Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
		Total (C)	22,401,858	38,306	0.171	35,715	2,591	93.236	6.764
		Total (A+B+C)	32,614,634	8,038,763	24.648	8,036,172	2,591	99.968	0.032