

**Consolidated Scrutinizer's Report**  
**[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]**

To,

The Chairman of 30<sup>th</sup> Annual General Meeting of the Shareholders of M/s. Gem Spinners India Limited held on Thursday, 31<sup>st</sup> December 2020 at 10.30 A.M at No.14 Mangalam Village, MadhurantagamTaluk, Kancheepuram District, Tamilnadu – 603 107.

Dear Sir,

1. I, Lakshmmi Subramanian, Practising Company Secretaries, have been appointed as a scrutinizer by the Board of Directors of M/s. Gem Spinners India Limited ('the Company') for the purpose of :
  - (i) Scrutinizing the E-voting process (Remote e-voting) under the provisions of section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended ('Rules'); and
  - (ii) Poll under the provisions of section 109 of the Companies Act, 2013 read with Rule 21 of the Rules, on the resolutions contained in the notice to the 30<sup>th</sup> Annual General Meeting of the Shareholders of M/s. Gem Spinners India Limited, held on Thursday, 31<sup>st</sup> December 2020 at 10.30 A.M at No.14 Mangalam Village, MadhurantagamTaluk, Kancheepuram District, Tamilnadu – 603 107.

The Management of the Company is responsible for ensuring the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means (i.e. by remote e-voting and voting by poll at the AGM) for the resolutions contained in the notice to the 30<sup>th</sup> Annual General Meeting (AGM) of the Shareholders of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting) and poll at the AGM is restricted to make a consolidated Scrutinizer's report of the votes cast; in favour or against the resolution based on the reports generated from the e-voting system provided by M/s Central Depository Securities (India) Limited, the agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means (i.e. by remote e-voting) and the Physical Ballot voting data compiled, generated and provided by M/s Cameo Corporate Services Limited (the Registrar and Transfer Agent).

2. I have issued separate Scrutinizer's Report dated 1<sup>st</sup> January 2021 on the remote e-voting through electronic system and on the poll on the resolutions contained in the notice to the AGM. I submit herewith my consolidated scrutinizer's report on the results of voting through electronic means (i.e. by remote e-voting) and poll at the AGM as follows:



**1-To Receive ,Consider and Adopt the audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020 along with the reports of the Board of Directors and Independent Auditors thereon**

**Nature of resolution:** Ordinary Resolution

**Voting requirement:** Simple majority

| Particulars  | Number of Members | Representative Number of Shares |
|--|-------------------|---------------------------------|
| Total number of E-Voting options received (E-Voting)   | 13                | 49414200                        |
| Total Number of Ballot Papers Received (Physical Voting)   | 10                | 5900                            |
| <b>Invalid Votes:</b>  | NIL               | NIL                             |
| E-voting   | NIL               | NIL                             |
| Physical Voting  | NIL               | NIL                             |
| <b>Out of the above:</b>   |                   |                                 |
| Number of valid votes cast in favour of the Resolution (E- Voting)   | 12                | 49413500                        |
| Number of valid votes cast in favour of the Resolution (Physical Voting)   | 10                | 5900                            |
| Number of valid votes cast against the Resolution (Both under E-voting and Physical Voting)                        | 1                 | 700                             |
| Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting) |                   | 99.99%                          |

**Result:** The above resolution requiring requisite majority for passing as Ordinary Resolution was received.

**2- To Appoint a Director in place of Mr.R.Veeramani (DIN: 00032895) who retires by Rotation at this Annual General Meeting and being eligible, offers himself for re-appointment**

**Nature of resolution:** Ordinary Resolution

**Voting requirement:** Simple majority

| Particulars  | Number of Members | Representative Number of Shares |
|--|-------------------|---------------------------------|
| Total number of E-Voting options received (E-Voting)                     | 13                | 49414200                        |
| Total Number of Ballot Papers Received (Physical Voting)                 | 10                | 5900                            |
| <b>Invalid votes</b>   |                   |                                 |
| E-voting   | NIL               | NIL                             |
| Physical Voting  | NIL               | NIL                             |
| <b>Out of the above:</b>   |                   |                                 |
| Number of valid votes cast in favour of the Resolution (E- Voting)       | 12                | 49413500                        |
| Number of valid votes cast in favour of the Resolution (Physical Voting) | 10                | 5900                            |
| Number of valid votes cast against the Resolution (Both under E-voting   | 1                 | 700                             |



|   |        |
|---|--------|
| and Physical Voting)  |        |
| Percentage to the total valid votes received in favour of the resolution<br>(Both under E-voting and Physical Voting) | 99.99% |

**Result:** The above resolution requiring requisite majority for passing as Ordinary Resolution was received.

**SPECIAL BUSINESS**

**3- Re-Appointment of Ms. Poorana Juliet as an Independent Director of the Company**

**Nature of resolution:** Special Resolution



**Voting requirement:** Three fourth majority

| Particulars   | Number of Members | Representative Number of Shares |
|---|-------------------|---------------------------------|
| Total number of E-Voting options received (E-Voting)  | 13                | 49414200                        |
| Total Number of Ballot Papers Received (Physical Voting)  | 10                | 5900                            |
| <b>Invalid votes</b>  |                   |                                 |
| E-voting  | NIL               | NIL                             |
| Physical Voting   | NIL               | NIL                             |
| <b>Out of the above:</b>  |                   |                                 |
| Number of valid votes cast in favour of the Resolution (E- Voting)  | 12                | 49413500                        |
| Number of valid votes cast in favour of the Resolution (Physical Voting)  | 10                | 5900                            |
| Number of valid votes cast against the Resolution (Both under E-voting and Physical Voting)                           | 1                 | 700                             |
| Percentage to the total valid votes received in favour of the resolution<br>(Both under E-voting and Physical Voting) | 99.99%            |                                 |

**Result:** The above resolution requiring requisite majority for passing as Special Resolution was received.

Therefore, I am forwarding the consolidated voting results casted through E-voting and poll for the 30<sup>th</sup> Annual General Meeting of the shareholders of M/s. Gem Spinners India Limited held on Thursday, 31<sup>st</sup> December 2020 at 10.30 A.M at No.14 Mangalam Village, Madhurantagam Taluk, Kancheepuram District, Tamilnadu – 603 107.

**For and on Behalf of Lakshmmi Subramanian & Associates**

**Lakshmmi Subramanian**

**Scrutinizer**  
**(Practising Company Secretary)**  
**UDIN: F003534B001817027**  
**Date: 01.01.2021**