



# Active Clothing Co. Limited

To  
The Manager (Listing)  
BSE Ltd.  
P.J. Towers, Dalal Street  
Mumbai-400001

Date: 23.09.2023

Dear Sir/Madam,

**Scrip Code: 541144 (Active Clothing Co Ltd)**

**Subject: Scrutinizer's Report of Voting Results of 21<sup>st</sup> Annual General Meeting of Active Clothing Co Limited**

The 21<sup>st</sup> Annual general meeting of the company was held on 22<sup>nd</sup> September, 2023 at 04:30 P.M. at Plot No: E-225, Phase-VIII B, Industrial Area, Focal Point, Mohali-160055 to transact the business as stated in the Notice dated 26<sup>th</sup> August, 2023 convening the Annual General Meeting.

In this Regard, Please find enclosed a copy of Scrutinizer's Report dated: 23.09.2023 pursuant to section 108 & 109 of the companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014.

This is for the information to members and all concerned.

Your Sincerely,  
**For Active Clothing Co Limited**

**Rajesh Kumar**  
Mehra

Digitally signed by  
Rajesh Kumar Mehra  
Date: 2023.09.23  
15:03:02 +05'30'

**Rajesh Kumar Mehra**  
(Managing Director)  
DIN: 00026176

CIN: L51311PB2002PLC033422

REGISTERED OFFICE:  
Plot No. E-225, Industrial Focal Point, Phase 8 B  
SAS Nagar, Mohali 160059  
Punjab, India. Phone: +91-172-4313300

FACTORY :  
Village Badali Ala Singh, Ghel Link Road  
District Fatehgarh Sahib 140406, Punjab, India  
Phone: +91-1763-506000



**SETHI POONAM & ASSOCIATES**

**CS POONAM SETHI**

**B.COM, MFC, MA ECONOMICS, ACS**

**COMPANY SECRETARIES**

**SECRETARIAL AND CORPORATE ADVISORY SERVICES**

**FORM NO. MGT.13**

**Consolidated Report of Scrutinizer(s)**

*[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  
Active Clothing Co Limited.  
E-225, Phase-VIII B, Industrial Area, Focal Point,  
Mohali.

Consolidated Scrutinizer Report on Remote E-voting carried out during 19<sup>th</sup> September, 2023(9:00 A.M.) to 21<sup>st</sup> September, 2023 (5:00 P.M.) and Poll conducted at the 21<sup>st</sup> Annual General Meeting of the Equity Shareholders of the Company, held on 22<sup>nd</sup> September, 2023 at 4:30 PM, at E-225, Phase-VIII B, Industrial Area, Focal Point, Mohali

Dear Sir,

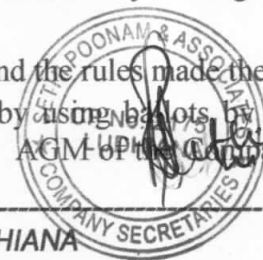
I Poonam Sethi, Proprietor of Sethi Poonam & Associates, A Company Secretaries Firm having Registered Office: 63, Rose Enclave, Civil Lines, Ludhiana have been appointed as the Scrutinizer(s) by the board of Directors of Active Clothing Co Limited ("the Company") for the purpose of scrutinizing the process of voting through e-voting held on during 19<sup>th</sup> September, 2023(9:00 A.M.) to 21<sup>st</sup> September, 2023 (5:00 P.M.) And the chairperson of the 21<sup>st</sup> Annual General Meeting has appointed me as the scrutinizer for the poll conducted at 21<sup>st</sup> AGM of the Company on the 22<sup>nd</sup> September, 2023 at 4:30 PM, in a fair and transparent manner and ascertaining the requisite majority for the said voting as per provisions of the companies Act, 2013.

The Notice dated August 26, 2023 along with statement setting out material facts under Section 102 of the Act in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company has been duly sent to the members.

**We submit our report as under:**

1. The Company engaged the services of Big share services Pvt ltd to offer the remote E-voting Facility to the shareholders. The remote E-voting facility was offered and Kept open by the company to its shareholders for the period commencing on 19<sup>th</sup> September, 2023(9:00 A.M.) to 21<sup>st</sup> September, 2023 (5:00 P.M.). The shareholders whose names appeared in the register of members/list of beneficial owners as on 15<sup>th</sup> September 2023 (the Cut-off Date) were allowed to participate and vote electronically during the aforesaid period of remote e-voting.

The compliance with the provisions of the companies Act, 2013 and the rules made there Under relating to voting through electronic means and voting by using ballots by the shareholders on the resolutions proposed in the notice of the 21<sup>st</sup> AGM of the Company



**ADDRESS: 63, ROSE ENCLAVE, CIVIL LINES, LUDHIANA**

**CONTACT NO: 9815688699, 6284917397**

**EMAIL ID: poonamkkapoor1986@gmail.com**



# SETHI POONAM & ASSOCIATES

## CS POONAM SETHI

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is the responsibility of the management of the Company. My responsibility as the scrutinizer is to ensure the voting process both through electronic means and by use of ballots at the meeting are conducted in a fair and transparent manner and render Consolidated Scrutinizer's report of the votes cast in favour or against if any, to the chairperson on the resolutions, based on reports generated from the electronic voting system and report generated for voting by use of ballots at the meeting.

- I have rendered Scrutinizer's Report separately on the remote E-voting and by using ballots at the meeting and I hereby Submit Consolidated Scrutinizer's Report pursuant to Rule 20(4) (XII) of the Companies 9 Management and Administration) Amendment Rulea, 2015 on the Resolutions contained in the notice of the aforesaid Annual General Meeting.
- The result of voting is as under:

### ORDINARY BUSINESS

#### Resolution No.1 Ordinary Resolution

**TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY TOGETHER WITH THE REPORTS OF BOARD OF DIRECTORS AND THE AUDITORS THEREON.**

Valid votes	Remote E-voting			Voting at AGM			Consolidated Result		
	No of members	No of vote cast by them	% of total no. of valid vote cast	No of members	No of vote cast by them	% of total no. of valid vote cast	No of members	No of vote cast by them	% of total no. of valid vote cast
Vote cast in Favour	4	925222	100	13	12652016	100	17	13577238	100
Vote Cast against	0	0	0	0	0	0	0	0	0
Total	4	925222	100	13	12652016	100	17	13577238	100

Invalid votes	Remote E-voting			Voting at AGM			Consolidated Result		
	No of members	No of vote cast by them	% of total no. of valid vote cast	No of members	No of vote cast by them	% of total no. of valid vote cast	No of members	No of vote cast by them	% of total no. of valid vote cast
Total	0	0	0	0	0	0	0	0	0

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**Resolution No.2**

**TO APPOINT A DIRECTOR IN PLACE OF MRS. RENU MEHRA (DIN: 02033471), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT.**

Valid votes	Remote E-voting			Voting at AGM			Consolidated Result		
	No of members	No of vote cast by them	% of total no. of valid vote cast	No of members	No of vote cast by them	% of total no. of valid vote cast	No of members	No of vote cast by them	% of total no. of valid vote cast
Vote cast in Favour	4	925222	100	10	1244101	100	14	2169323	100
Vote Cast against	0	0	0	0	0	0	0	0	0
Total	4	925222	100	10	1244101	100	14	2169323	100

Invalid votes	Remote E-voting			Voting at AGM			Consolidated Result		
	No of members	No of vote cast by them	% of total no. of valid vote cast	No of members	No of vote cast by them	% of total no. of valid vote cast	No of members	No of vote cast by them	% of total no. of valid vote cast
Total	0	0	0	0	0	0	0	0	0

**Resolution No.3**

**TO APPOINT M/S. SWARN K JAIN & CO, CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS FROM THE CONCLUSION OF THIS ANNUAL GENERAL MEETING UNTIL THE CONCLUSION OF THE 26TH ANNUAL GENERAL MEETING AND TO FIX THEIR REMUNERATION.**

Valid votes	Remote E-voting			Voting at AGM			Consolidated Result		
	No of members	No of vote cast by them	% of total no. of valid vote cast	No of members	No of vote cast by them	% of total no. of valid vote cast	No of members	No of vote cast by them	% of total no. of valid vote cast
Vote cast in Favour	4	925222	100	13	12652016	100	17	13577238	100
Vote Cast against	0	0	0	0	0	0	0	0	0
Total	4	925222	100	13	12652016	100	17	13577238	100

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Invalid votes	Remote E-voting			Voting at AGM			Consolidated Result		
	No of members	No of vote cast by them	% of total no. of valid vote cast	No of members	No of vote cast by them	% of total no. of valid vote cast	No of members	No of vote cast by them	% of total no. of valid vote cast
	0	0	0	0	0	0	0	0	0
Total									

**SPECIAL BUSINESS**

**Resolution No.4 Special Resolution**

**RE-APPOINTMENT OF MR. KISHORE KUMAR BAJAJ (DIN: 06946343) AS AN INDEPENDENT DIRECTOR OF THE COMPANY**

Valid votes	Remote E-voting			Voting at AGM			Consolidated Result		
	No of members	No of vote cast by them	% of total no. of valid vote cast	No of members	No of vote cast by them	% of total no. of valid vote cast	No of members	No of vote cast by them	% of total no. of valid vote cast
Vote cast in Favour	4	925222	100	13	12652016	100	17	13577238	100
Vote Cast against	0	0	0	0	0	0	0	0	0
Total	4	925222	100	13	12652016	100	17	13577238	100

Invalid votes	Remote E-voting			Voting at AGM			Consolidated Result		
	No of members	No of vote cast by them	% of total no. of invalid vote cast	No of members	No of vote cast by them	% of total no. of invalid vote cast	No of members	No of vote cast by them	% of total no. of invalid vote cast
	0	0	0	0	0	0	0	0	0
Total									



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**Resolution No.5 Special Resolution**

**RE-APPOINTMENT OF MR. NAVAL KISHORE GUPTA (DIN: 07362996) AS AN INDEPENDENT DIRECTOR OF THE COMPANY**

Valid votes	Remote E-voting			Voting at AGM			Consolidated Result		
	No of members	No of vote cast by them	% of total no. of valid vote cast	No of members	No of vote cast by them	% of total no. of valid vote cast	No of members	No of vote cast by them	% of total no. of valid vote cast
Vote cast in Favour	4	925222	100	13	12652016	100	17	13577238	4
Vote Cast against	0	0	0	0	0	0	0	0	0
Total	4	925222	100	13	12652016	100	17	13577238	4

Invalid votes	Remote E-voting			Voting at AGM			Consolidated Result		
	No of members	No of vote cast by them	% of total no. of invalid vote cast	No of members	No of vote cast by them	% of total no. of invalid vote cast	No of members	No of vote cast by them	% of total no. of invalid vote cast
	0	0	0	0	0	0	0	0	0
Total									

The percentage of total votes (Remote E-voting / Ballot process) cast by the members of the Company were in favour. There was no vote cast against. Therefore all resolutions were passed on with requisite majority. The Chairman of the meeting may declare result accordingly.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses Mr. Dhruv Kumar and Mr. Bharti who are not in the employment of the company and after the conclusion of the voting at the Annual General Meeting, the votes cast through polling papers there under were counted.







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All the relevant records of voting will remain in our safe custody until the chairperson considers, approves and signs the minutes of the 21<sup>st</sup> Annual General meeting and the same shall be handed over to the chairperson/company Secretary for safe keeping.

Thanking you,  
Yours faithfully,  
For Sethi Poonam & Associates



Poonam Sethi  
Scrutinizer

CP No: 21751

UDIN No: A033856E001068560

PR No: 2340/2022

Place: Ludhiana  
Date: 23.09.2023