



BANSWARA

BSL/SEC/22

1st August, 2022

BSE Limited
Listing Deptt.
Phiroze Jeejeebhoy Towers,
Dalal Street, MUMBAI - 400 001
Scrip Code: 503722

National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G,
Bandra-Kurla Complex
Bandra (East), MUMBAI-400 051
Symbol" BANSWRAS

Sub: Submission of the Scrutinizers Report on Remote e-voting and Voting conducted at the 46th Annual General Meeting of the Company held on Saturday, 30-07-2022


Dear Sir,

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, we are enclosing herewith Scrutinizer's Report along-with Voting Results dated 1st August, 2022 on remote e-voting and voting conducted at the 46th Annual General Meeting of Banswara Syntex Limited held on Saturday, 30th July, 2022.

This is for your information please.

Yours faithfully

For **BANSWARA SYNTEX LIMITED**


(H.P. KHARWAL)
Company Secretary & Compliance Officer
ACS A28614



Encl: A/a

BANSWARA SYNTEX LIMITED
CORPORATE OFFICE

5th Floor, Gopal Bhawan, 199, Princess Street, Mumbai - 400 002
Tel : +91 22 66336571-76 | Fax : +91 22 2206 4486
Email : info@banswarafabrics.com

An IS / ISO 9001: 2008 Company | CIN : L24302RJ1976PLC001684 | www.banswarasyntex.com

REGISTERED OFFICE & MILLS

Industrial Area, Dahod Road, Banswara - 327 001 (Rajasthan)
Tel : +91 2962 240690 - 93, 257676 - 81
Email : info@banswarafabrics.com



SCRUTINIZER'S REPORT

To,
The Chairman of
46th Annual General Meeting of the Shareholders of Banswara Syntex Ltd held on Saturday, 30th July, 2022 at 04:30 P.M. at the registered office of the Company at Industrial Area, Dahod Road, Post Box No. 21, Banswara- 327001 (Rajasthan) ("AGM").

Sub: Consolidated Scrutinizer's report on remote e-voting and voting conducted at the AGM.

The Board of Directors of Banswara Syntex Ltd (hereinafter referred to as "Company") at its meeting held on Tuesday, 03rd May, 2022, has appointed me as the scrutinizer for the remote e-voting process as well as to scrutinize the physical ballot forms to be received from the Shareholders at the venue of the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) (hereinafter referred to as "Rule 20") and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM. My responsibility as a Scrutinizer for the voting process is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolutions stated in the notice of the AGM, based on the physical ballots and report generated from the e-voting system provided by Central Depository Services (India) Limited, the Agency engaged by the Company to provide remote e-voting facilities.

Report on Scrutiny:

- The Company had appointed Central Depository Services (India) Limited (hereinafter referred to as "CDSL / Service Provider") as the Service Provider for the purpose of extending the facility of remote e-voting to the Shareholders of the Company. Computech Sharecap Ltd is the Registrar and Share Transfer Agents (hereinafter referred to as "RTA") of the Company.
- The Service Provider had provided a system for recording the votes of the Shareholders electronically on all the items of the business (both Ordinary and Special Business) sought to be transacted at the AGM of the Company.
- The Service Provider had set up electronic voting facility on their website <https://www.evotingindia.com>. The Company had uploaded all the items of the business to be transacted at the AGM on the website of the Company and also the Service Provider to facilitate their Shareholders to cast their vote through remote e-voting.
- The internal cut-off date for the dispatch of the Notice of the AGM was 1st July, 2022 and as on that date, there were 10,686 shareholders of the Company. The RTA had sent the Notices of the AGM along with Annual Report and E-Voting details by e-mail to 7,191 shareholders whose e-mail IDs were made available by the two Depositories and for those shareholders, holding shares in physical form, who had registered their email IDs with the RTA. In respect of 3,495 shareholders whose e-mail IDs were not available, notices were sent by courier.





- The notices sent (both through e-mail and physical mode) contained the detailed procedure to be followed by the Shareholders who were desirous of casting their votes electronically as provided in Rule 20.
- The Company completed the dispatch of the notices to the Shareholders by 6th July, 2022.
- As prescribed in clause (v) of sub rule 4 of Rule 20 of The Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, which was published more than 21 days before the date of the AGM in "Business Standard" English newspaper in English language and in "Business Remedies" Vernacular newspaper in Vernacular language on Friday, 08th July, 2022. The notice published in the newspaper carried the required information as specified in Sub Rule 4(v) (a) to (h) of the said Rule 20.
- The Cut-off date for the purpose of identifying Shareholders who will be entitled to vote on the resolutions placed for approval of the Shareholders was Saturday, 23rd July, 2022. The remote e-voting period remained open from Tuesday, 26th July, 2022 at 09:00 A.M. and ended on Friday, 29th July, 2022 at 05:00 P.M.
- At the end of the voting period on Friday, 29th July, 2022 at 05:00 P.M., the voting portal of the Service Provider was blocked forthwith. The limited information for the shareholders who have cast their votes, such as name, folio number and number of shares held was obtained from the Service Provider.
- At the venue of the AGM of the Company, the facility to vote through ballot paper was provided to facilitate those Shareholders present in the meeting but could not participate in the Remote e-voting to record their votes.
- After the voting at the AGM was concluded, ballot box kept for the purpose of casting of votes was locked in my presence with due identification marks placed by me. The locked ballot box was subsequently opened in my presence and in presence of two witnesses and the ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company. The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- After counting of the votes conducted at the venue of the AGM through ballot paper, the votes cast through remote e-voting were unblocked by me in the presence of two witnesses who are not in the employment of the company as prescribed in Sub Rule 4(xii) of the said Rule 20.
- Thereafter, I as a scrutinizer duly compiled details of the remote e-voting carried out by the Shareholders and the physical voting done at the venue of the AGM by way of Ballot paper, the details of which are as follows:





Item No. 1: Ordinary Resolution:

To Consider and adopt:

- The Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2022 together with the reports of the Board of Directors and Auditors thereon and
- The Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2022 and Auditor's report thereon.

Total No. of Shareholders/Folios	10,843		
Total No. of Shares	1,71,16,042		
Remote E-voting Period	From Tuesday, 26 th July, 2022 at 09:00 A.M. to Friday, 29 th July, 2022 at 05:00 P.M.		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	44	1,10,42,491
Total Votes cast through Polling at AGM	B	37	1,527
Grand Total of remote e-voting / Polling at AGM(A+B)	C	81	1,10,44,018
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ Polling at AGM(C-D)	E	81	1,10,44,018

NOTES:

- Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in Favour (4)	No. of Votes against(5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	1,00,52,979	1,00,52,979	100.000%	1,00,52,979	0	100.000%	0.000%
Public institutional holders	19,45,424	77,649	3.991%	77,649	0	100.000%	0.000%
Public-others	51,17,639	9,13,390	17.848%	9,13,269	121	99.987%	0.013%
Total	1,71,16,042	1,10,44,018	64.524%	1,10,43,897	121	99.999%	0.001%

Percentage of votes cast in favour: 99.999% | Percentage of votes cast against: 0.001%

RESULT:-

Since, the number of votes cast in favour of the resolution is 99.999%, Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 1** of the Notice of the AGM dated 03rd May, 2022 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.





Item No. 2: Ordinary Resolution:

To declare final dividend on Equity Shares for the financial year ended 31st March, 2022.

Total No. of Shareholders/Folios	10,843		
Total No. of Shares	1,71,16,042		
Remote E-voting Period	From Tuesday, 26 th July, 2022 at 09:00 A.M. to Friday, 29 th July, 2022 at 05:00 P.M.		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	44	1,10,42,491
Total Votes cast through Polling at AGM	B	37	1,527
Grand Total of remote e-voting / Polling at AGM(A+B)	C	81	1,10,44,018
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ Polling at AGM(C-D)	E	81	1,10,44,018

NOTES:

- Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)] *100	No. of votes in Favour (4)	No. of Votes against(5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter group	1,00,52,979	1,00,52,979	100.000%	1,00,52,979	0	100.000%	0.000%
Public institutional holders	19,45,424	77,649	3.991%	77,649	0	100.000%	0.000%
Public-others	51,17,639	9,13,390	17.848%	9,13,269	121	99.987%	0.013%
Total	1,71,16,042	1,10,44,018	64.524%	1,10,43,897	121	99.999%	0.001%

Percentage of Votes cast in favour: 99.999% | Percentage of votes cast against: 0.001%

RESULT:-

Since, the number of votes cast in favour of the resolution is 99.999%, Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice of the AGM dated 03rd May, 2022 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.





Item No. 3: Ordinary Resolution:

To appoint a Director in place of Shri Rakesh Mehra, Whole Time Director (DIN: 00467321), who retires by rotation and, being eligible, offers himself for re-appointment.

Total No. of Shareholders/Folios	10,843		
Total No. of Shares	1,71,16,042		
Remote E-voting Period	From Tuesday, 26 th July, 2022 at 09:00 A.M. to Friday, 29 th July, 2022 at 05:00 P.M.		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	44	1,10,42,491
Total Votes cast through Polling at AGM	B	37	1,527
Grand Total of remote e-voting/ Polling at AGM(A+B)	C	81	1,10,44,018
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ Polling at AGM(C-D)	E	81	1,10,44,018

NOTES:

- Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	1,00,52,979	1,00,52,979	100.000%	1,00,52,979	0	100.000%	0.000%
Public institutional holders	19,45,424	77,649	3.991%	77,649	0	100.000%	0.000%
Public-others	51,17,639	9,13,390	17.848%	9,13,269	121	99.987%	0.013%
Total	1,71,16,042	1,10,44,018	64.524%	1,10,43,897	121	99.999%	0.001%

Percentage of Votes cast in favour: 99.999% | Percentage of votes cast against: 0.001%

RESULT:-

Since, the number of votes cast in favour of the resolution is 99.999%, Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No. 3 of the Notice of the AGM dated 03rd May, 2022 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.





Item No. 4: Ordinary Resolution:

To re-appoint K.G. Somani & Co. LLP, New Delhi, as Statutory Auditors of the Company.

Total No. of Shareholders/Folios	10,843		
Total No. of Shares	1,71,16,042		
Remote E-voting Period	From Tuesday, 26 th July, 2022 at 09:00 A.M. to Friday, 29 th July, 2022 at 05:00 P.M.		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	44	1,10,42,491
Total Votes cast through Polling at AGM	B	37	1,527
Grand Total of remote e-voting / Polling at AGM(A+B)	C	81	1,10,44,018
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ Polling at AGM(C-D)	E	81	1,10,44,018

NOTES:

- iv. Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- v. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- vi. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	1,00,52,979	1,00,52,979	100.000%	1,00,52,979	0	100.000%	0.000%
Public institutional holders	19,45,424	77,649	3.991%	77,649	0	100.000%	0.000%
Public-others	51,17,639	9,13,390	17.848%	9,13,269	121	99.987%	0.013%
Total	1,71,16,042	1,10,44,018	64.524%	1,10,43,897	121	99.999%	0.001%

Percentage of Votes cast in favour: 99.999% | Percentage of votes cast against: 0.001%

RESULT:-

Since, the number of votes cast in favour of the resolution is 99.999%, Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 4** of the Notice of the AGM dated 03rd May, 2022 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.





Item No. 5: Ordinary Resolution:

To ratify the Remuneration to the Cost Auditors for the Financial Year 2022-23.

Total No. of Shareholders/Folios	10,843		
Total No. of Shares	1,71,16,042		
Remote E-voting Period	From Tuesday, 26 th July, 2022 at 09:00 A.M. to Friday, 29 th July, 2022 at 05:00 P.M.		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	44	1,10,42,491
Total Votes cast through Polling at AGM	B	37	1,527
Grand Total of remote e-voting / Polling at AGM(A+B)	C	81	1,10,44,018
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ Polling at AGM(C-D)	E	81	1,10,44,018

NOTES:

- vii. Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- viii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- ix. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	1,00,52,979	1,00,52,979	100.000%	1,00,52,979	0	100.000%	0.000%
Public institutional holders	19,45,424	77,649	3.991%	77,649	0	100.000%	0.000%
Public-others	51,17,639	9,13,390	17.848%	9,13,269	121	99.987%	0.013%
Total	1,71,16,042	1,10,44,018	64.524%	1,10,43,897	121	99.999%	0.001%

Percentage of Votes cast in favour: 99.999% | Percentage of votes cast against: 0.001%

RESULT:-

Since, the number of votes cast in favour of the resolution is 99.999%, Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 5** of the Notice of the AGM dated 03rd May, 2022 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.





Item No. 6: Special Resolution:

To approve Sub- division/ Split of 1 (One) Equity Shares of the Company having face value of Rs 10/- each fully paid up into 2 Equity Shares of Rs 5/- each and consequent alteration of capital clause of Memorandum of Association of the Company.

Total No. of Shareholders/Folios	10,843		
Total No. of Shares	1,71,16,042		
Remote E-voting Period	From Tuesday, 26 th July, 2022 at 09:00 A.M. to Friday, 29 th July, 2022 at 05:00 P.M.		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	44	1,10,42,491
Total Votes cast through Polling at AGM	B	37	1,527
Grand Total of remote e-voting / Polling at AGM(A+B)	C	81	1,10,44,018
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ Polling at AGM(C-D)	E	81	1,10,44,018

NOTES:

- x. Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- xi. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- xii. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	1,00,52,979	1,00,52,979	100.000%	1,00,52,979	0	100.000%	0.000%
Public institutional holders	19,45,424	77,649	3.991%	77,649	0	100.000%	0.000%
Public-others	51,17,639	9,13,390	17.848%	9,13,269	121	99.987%	0.013%
Total	1,71,16,042	1,10,44,018	64.524%	1,10,43,897	121	99.999%	0.001%

Percentage of Votes cast in favour: 99.999% | Percentage of votes cast against: 0.001%

RESULT:-

Since, the number of votes cast in favour of the resolution is 99.999%, Based on the aforesaid result, I report that the **Special Resolution** as set out in **Item No. 6** of the Notice of the AGM dated 03rd May, 2022 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.





All the Resolutions mentioned in the AGM Notice dated 03rd May, 2022 as per the results above stand passed under remote e-voting and voting conducted at AGM with the requisite majority and deemed to be passed as on the date of the AGM.

A soft copy, containing a list of Equity Shareholders who voted "FOR" or "AGAINST" and those whose votes were declared invalid/abstained/voted for lesser shares, for each resolution is being handed over to the Company Secretary.

I hereby confirm that I am maintaining the Registers received from the RTA and the electronic voting data received from the Service Provider, in respect of the votes cast through remote e-voting and voting conducted at AGM by way of Ballot Papers by the Shareholders of the Company. The Ballot papers and all other relevant records relating to e-voting and physical voting are under my safe custody and will be handed over to the Company Secretary for safe keeping.

This report may be treated as a report under Section 109 of the Companies Act, 2013 and Rule 21(2) of The Companies (Management and Administration) Rules, 2014.

I thank you for the opportunity given to act as a Scrutinizer for the remote e-voting and polling at AGM.

Yours Faithfully



CS Manoj Maheshwari
Scrutinizer
M. No.: FCS 3355 | C.P. No. 1971
Partner
V. M. & Associates
Company Secretaries
(ICSI Unique Code P1984RJ039200)

Place: Jaipur
Date: August 01, 2022
UDIN: F003355D000720104

Countersigned By:
For Banswara Syntex Limited

Rakesh Mehra
Chairman and Whole - Time Director
DIN: 00467321

