



Date: 30th August, 2023

To,
BSE Limited
Corporate Relations Department,
1st Floor, New Trading Ring,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai-400001

Security Code: 542682

Sub: Submission of Scrutinizer's Report and Outcome of Voting of the Postal Ballot of Harish Textile Engineers Limited.

Dear Sir/Madam,

We wish to inform you that pursuant to provisions of Section 108 and 110 of the Companies Act, 2013, read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, the Company conducted a Postal Ballot for obtaining the approval of the Members for the businesses as mentioned in the Postal Ballot Notice of the Company dated 27th July, 2023.

In Compliance with the provisions of Regulations 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, we are furnishing herewith the voting results pertaining to the above Postal Ballot in the format prescribed along with Scrutinizers Report dated 30th August, 2023.

Remote e-voting process concluded at 5.00 p.m. (IST) on 29th August, 2023 post which the scrutinizer submitted his report on the results of the postal ballot.

On the basis of the report submitted by the Scrutinizer, the Company hereby declares that the aforesaid resolution has been passed with requisite majority and such resolution is deemed to have been passed on the last date of e-voting i.e. 29th August, 2023.

The voting result along with the Scrutinizer's Report shall be made available on the Company's website at www.harishtextile.com and on the website of Bigshare Services Pvt Ltd at <https://ivote.bigshareonline.com>.

Summary:

Pursuant to Section 110 of the Companies Act 2013 read with the Companies (Management and Administration) Rules 2014, as amended and other applicable provisions if any of the Companies Act 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company had sought the approval of shareholders by Postal Ballot for the following resolutions

HARISH TEXTILE ENGINEERS LIMITED

CIN No.: L29119MH2010PLC201521



- 1. Transfer of Textile Engineering Business Undertaking of the Company to Nfinia Industries Private Limited (a company owned and controlled by the promoter(s) of the company), as going concern, on slump sale basis, through business transfer agreement to be executed between the Company and Nfinia Industries Private Limited.*
- 2. Approval of Related Party Transaction in order to transfer the Textile Engineering Business Undertaking to Nfinia Industries Private Limited (a company owned and controlled by the promoter(s) of the company).*
- 3. Approval for Material Related Party Transactions for raising funds from Related Parties and Directors.*

You are requested to kindly take above information on your records.

Thanking You,

Yours Faithfully,

For **Harish Textile Engineers Limited**

Sandeep Gandhi
Managing Director
DIN: 00941665



Encl.: Copy as above



CS Dipali Vora
(B.COM, ACS)

D N VORA & ASSOCIATES

Company Secretaries
(Peer Reviewed Firm)

CONSOLIDATED REPORT OF THE SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and rules framed thereunder]

To
The Chairman
Harish Textile Engineers Limited
2ndFloor, 19 Parsi Panchayat Road,
Andheri (East), Mumbai-400069

Respected Sir,

Sub: Consolidated Scrutinizer's Report for passing of resolutions through postal ballot only by way of remote E-voting of Harish Textile Engineers Limited.

I, CS Dipali Natvar Vora, Practicing Company Secretary, (Membership No. A46989) and Proprietor of M/s. D N Vora & Associates., Company Secretaries, Mumbai have been appointed by the Board of Directors of Harish Textile Engineers Limited as the Scrutinizer for the purpose of conducting the postal ballot (Remote e-voting) process in a fair and transparent manner in respect of the Ordinary & Special Resolution mentioned in the Notice of Postal Ballot dated 27th July, 2023.


I submit my report as under:

1. As per the General Circular Nos. 14/2020 dated 8th April, 2020, 17 /2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020 and 10/2021 dated 23rd June, 2021 issued by the Ministry of Corporate Affairs ('MCA Circulars') and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, , the Company had sent the Postal Ballot Notice dated 27th July, 2023 by email on Saturday, 29th July, 2023 to the members/Equity Shareholders holding shares as on 28th July, 2023 being the cut-off date.
2. As per the MCA Circulars and on account of the threats posed by the COVID-19 pandemic, physical copies of the Notice, postal ballot forms and pre-paid Business Reply Envelopes were not dispatched to Members for this Postal Ballot. Accordingly, the communication of the assent or dissent of the members had taken place through the remote e-voting system only.
3. The Members of the Company holding equity shares, as on the "cut-off date" i.e. Friday, 28th July, 2023 were entitled to vote on the proposed resolutions as set out in the Notice of Postal Ballot, through remote e- voting only.

Address: 12, Patel Bhuvan, Daulat Nagar, Road No. 10, Borivali (East), Mumbai- 400066
Email ID: dnvoraandassociates@yahoo.com | **Mob:** 9022688680



4. The Company has published an advertisement on 30th July, 2023 in "Financial Express" an English Newspaper and Pratahkal, a Marathi News Paper regarding completion of dispatch of Notice of Postal Ballot and also specifying therein the matters prescribed in the Rules with regard to e-voting.
5. The Company has appointed Bigshare Services Pvt. Ltd for facilitating e-voting services to enable the Members to cast their votes electronically. The remote e- Voting facility was kept open from Monday, July 31, 2023 at 9:00 A.M. (IST) and ended on Tuesday, August 29, 2023 at 5:00 P.M. (IST). The e-Voting facility was blocked forthwith thereafter.
6. The votes cast by the members electronically were unblocked 5.04 PM on 29th August, 2023, in the presence of Two Witnesses, namely Mr. Keyur Shah and Ms. Unnati Zala. They have signed below in confirmation of the votes being unblocked in their presence.


Keyur Shah


Unnati Zala

7. I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the Bigshare Services Private Limited- iVote portal and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The summary of remote e-Voting received for the following resolutions are as under:

ITEM NO. 1 - SPECIAL RESOLUTION:

To transfer the Textile Engineering Business undertaking of the company to Nfinia Industries Private Limited (a company owned and controlled by the promoters) of the company), as going concern, on slump sale basis, through business transfer agreement to be executed between the company and Nfinia Industries Private Limited.

Particulars	Number of members voted	Number of shares for votes cast by them	% of total number of valid votes cast
Voted in favor of the resolution	76	4,34,463	13.02%
Voted against the resolution	02	11,765	0.35%
Invalid votes*	07	16,04,898	48.11%
Total	85	20,51,126	61.48%

* The Votes of 07 shareholder holding a total of 16,04,898 shares have not been considered since they are related party to the resolution and the same has been taken in invalid votes option.



ITEM NO. 2 - ORDINARY RESOLUTION:

To approve related party transaction in order to transfer the Textile Engineering Business undertaking to Nfinia Industries Private Limited (a company owned and controlled by the promoter(s) of the company)

Particulars	Number of members voted	Number of shares for votes cast by them	% of total number of valid votes cast
Voted in favor of the resolution	75	4,34,453	13.02%
Voted against the resolution	02	11,765	0.35%
Invalid votes*	07	16,04,898	48.11%
Total	84	20,51,116	61.48%

* The Votes of 07 shareholder holding a total of 16,04,898 shares have not been considered since they are related party to the resolution and the same has been taken in invalid votes option.

ITEM NO. 3 - ORDINARY RESOLUTION:

Approval for Material Related Party Transactions for raising funds from Related Parties and Directors.

Particulars	Number of members voted	Number of shares for votes cast by them	% of total number of valid votes cast
Voted in favor of the resolution	76	4,34,463	13.02%
Voted against the resolution	02	11,765	0.35%
Invalid votes*	07	16,04,898	48.11%
Total	85	20,51,126	61.48%

* The Votes of 07 shareholder holding a total of 16,04,898 shares have not been considered since they are related party to the resolution and the same has been taken in invalid votes option.

Based on scrutiny of the valid votes cast via remote e-voting in relation to the Special Resolutions and Ordinary Resolution as set out in the Notice, I report that the number of votes cast in favor of the special resolutions are more than three times the number of votes cast against the special resolutions, therefore the special resolutions as set out in the Notice has been passed with the requisite majority as per the provisions of the Companies Act, 2013.

Based on the above-mentioned results of remote e-voting, I report that all the Three (3) resolutions proposed in the Postal Ballot have been passed by the Shareholders with requisite majority.



For D N Vora & Associates
Practicing Company Secretaries



Dipali Natvar Vora
Proprietor
Membership No: A46989
COP: 21254
Peer Review No: 4158/2023
UDIN: A046989E000895419

Date: 30-08-2023

Place: Mumbai

Countersigned by:
For Harish Textile Engineers Limited

Sandeep Gandhi
Managing Director
DIN No.: 00941665

Place: Mumbai
Date: 30-08-2023