



**SCRUTINIZER'S REPORT**

**The Chairman,**  
GTN Industries Limited,  
Chitkul Village, Pattancheru Mandal,  
Sanga Reddy District – 502 307  
Telangana

Dear Sir,

**SUB:** Scrutinizers Report of Remote E-Voting and Physical Voting at the 61<sup>st</sup> AGM  
**REF:** Notice of 61<sup>st</sup> Annual General Meeting (AGM) held on September 29, 2023

We DVM Associates, LLP, Company Secretaries, represented by Ms. Ansu Thomas, were appointed as Scrutinizers by resolution passed by the Board at its Meeting held on 26<sup>th</sup> May, 2023 to scrutinize the

- a) To scrutinize the Remote E-voting process for the items to be transacted at the 61<sup>st</sup> Annual General Meeting to be held on September 29, 2023;
- b) To scrutinize the Physical Ballot (Poll) voting process at the 61<sup>st</sup> Annual General Meeting at 10.30 A.M. on September 28, 2023 for the shareholders who have not opted to vote through the Remote e-voting process.

National Securities Depository Limited (NSDL), (Service Provider), has provided a system for recording the electronic votes of the Shareholders on all the items of the Ordinary business sought to be transacted at the 60<sup>th</sup> Annual General Meeting (AGM) of the Company. The Service Provider had set up e-voting facility on their website <https://www.evoting.nsdl.com>.

The Company has also allowed physical voting through Poll System for those shareholders, who are present at the meeting and have not opted to vote through the remote e-voting process at the Company's Annual General Meeting held at 10.30 A.M. on September 29, 2023.

The notice dated May 26, 2023, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those members whose email addresses are registered with the Company/Depositories, on <https://eservices.nsdl.com>.

We hereby submit our report as under:

1. The remote e-voting period remained open from 9.00 A.M. (IST) on September 26, 2023 to 5.00 P.M. (IST) on September 28, 2023. Upon conclusion of the e-voting period, the E-voting votes were unblocked on September 29, 2023 at 11.37 A.M hours, in the presence of two witnesses' Ms. Usha Rani and Ms. P. Kranthisree, who are not in employment of the Company.
2. At the AGM, Physical Ballots duly filled were deposited in ballot box kept open for voting, upon completion, the same were un-locked in my presence.
3. The Shareholders as on September 22, 2023, the cut-off date are entitled to vote on the proposed resolutions contained in the notice of the Annual General Meeting.
4. On completion of voting at the Meeting, the RTA, M/s. Integrated Registry Management Services Pvt. Ltd provided us with the List of Members who had cast their votes, with their holding details and details of vote on each of the Resolutions.
5. We have collated the votes downloaded from e-voting system and the votes cast through physical ballot to declare the final results for each of the resolutions.

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part of the AGM Notice and ascertained number of Shares voted "in favor" or "against" or "invalidated votes".

6. Soft copy of the List of members, for both voting at the AGM as well as remote e-voting containing the details of members who voted 'FOR', 'AGAINST' and those whose votes were considered as invalid for each resolution will be emailed to the Company Secretary, after the announcement of the results by the Company.

We hereby submit Scrutinizer's Report as per the provisions of Section 108 and 109 of the Companies Act, 2013 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, containing the following results for every resolution under Remote **E-Voting & Physical voting**:

**ITEM NO. 1: Ordinary Resolution-Consider and adopt Audited Financial Statement as at March 31, 2023 along with Report of the Board of Directors and Auditors.**

<b>1</b>	Total No. of Members responded	91
<b>2</b>	Total No. of Votes / Shares received	1,31,09,482
<b>3</b>	Total No. of Valid Votes/Shares	1,31,09,482 (100.00%)
<b>4</b>	<b>Resolution Voting:</b>	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain/votes
<b>1,30,89,254 (99.846%)</b>	<b>20,228 (0.154%)</b>	<b>0</b>
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain/Less votes
<b>80</b>	<b>11</b>	<b>0</b>

**ITEM NO. 2: Ordinary Resolution-Re-appointment of Shri C. George Joseph (DIN 0309739), who retires by rotation.**

<b>1</b>	Total No. of Members responded	91
<b>2</b>	Total No. of Votes / Shares received	1,31,09,482
<b>3</b>	Total No. of Valid Votes/Shares	1,31,09,482 (100.00%)
<b>4</b>	<b>Resolution Voting:</b>	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain/votes
<b>1,30,89,254 (99.846%)</b>	<b>20,228 (0.154%)</b>	<b>0</b>
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain/Less votes
<b>80</b>	<b>11</b>	<b>0</b>



**ITEM NO. 3: Ordinary Resolution-** Consider contracts and/or agreements with Related Parties under Sec.188 of the Act with respect to sale, purchase or supply of any goods or services and any other transactions of whatever nature with M/s. GTN Engineering (India) Ltd., up to Rs.200 Crores annually in the normal course of business and at arm's length:

1	Total No. of Members responded	88
2	Total No. of Votes / Shares received	27,98,367
3	Total No. of Valid Votes/Shares	70,654 (100.00%)
4	<b>Resolution Voting:</b>	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain/votes
<b>50,426(71.370%)</b>	<b>20,228 (28.630%)</b>	<b>27,27,713</b>
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain/Less votes
<b>76</b>	<b>11</b>	<b>1</b>

**ITEM NO. 4: Ordinary Resolution-** consider contracts and/or agreements with Related Parties under Sec.188 of the Act a) Perfect Cotton Company up to Rs.30 Crores, b) Purav Trading Ltd., up to Rs.30 Crores, c) Standard Cotton Corporation up to Rs. 30 Crores and d) Patcot Co. up to Rs. 30 Crores annually in the normal course of business and at arm's length.:

1	Total No. of Members responded	87
2	Total No. of Votes / Shares received	27,98,353
3	Total No. of Valid Votes/Shares	70,640 (100.00%)
4	<b>Resolution Voting:</b>	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain/votes
<b>50,412 (71.365%)</b>	<b>20,228 (28.635%)</b>	<b>27,27,713</b>
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain/Less votes
<b>75</b>	<b>11</b>	<b>1</b>



**ITEM NO. 5: Ordinary Resolution- Consider remuneration and out-of-pocket expenses as may be authorized by the Board payable to M/s. NSV Krishna Rao & Co., Cost Accountants, Hyderabad.:**

<b>1</b>	Total No. of Members responded	90
<b>2</b>	Total No. of Votes / Shares received	1,31,09,468
<b>3</b>	Total No. of Valid Votes/Shares	1,31,09,468 (100.00%)
<b>4</b>	<b>Resolution Voting:</b>	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain/votes
<b>1,30,89,240 (99.846%)</b>	<b>20,228 (0.154%)</b>	<b>0</b>
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain/Less votes
<b>79</b>	<b>11</b>	<b>0</b>

We further confirm that the Registers and records generated from the remote e-voting platform of Service Provider including the Registers maintained by us in respect of the votes casted through Electronic means are being maintained in electronic form.

The Registers and all other records/papers relating to e-voting and physical voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes and thereafter the same shall be returned.

Thanking you,

Yours faithfully

For **DVM & Associates LLP**,  
Company Secretaries,  
L2017KR002100

Peer review Certificate No. 890/2020



**Ansu Thomas**

Partner

M No: F 8994

CP No: 16696

UDIN: F008994E001140487



**Place: Hyderabad**

**Date: 30.09.2023**