

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

To,

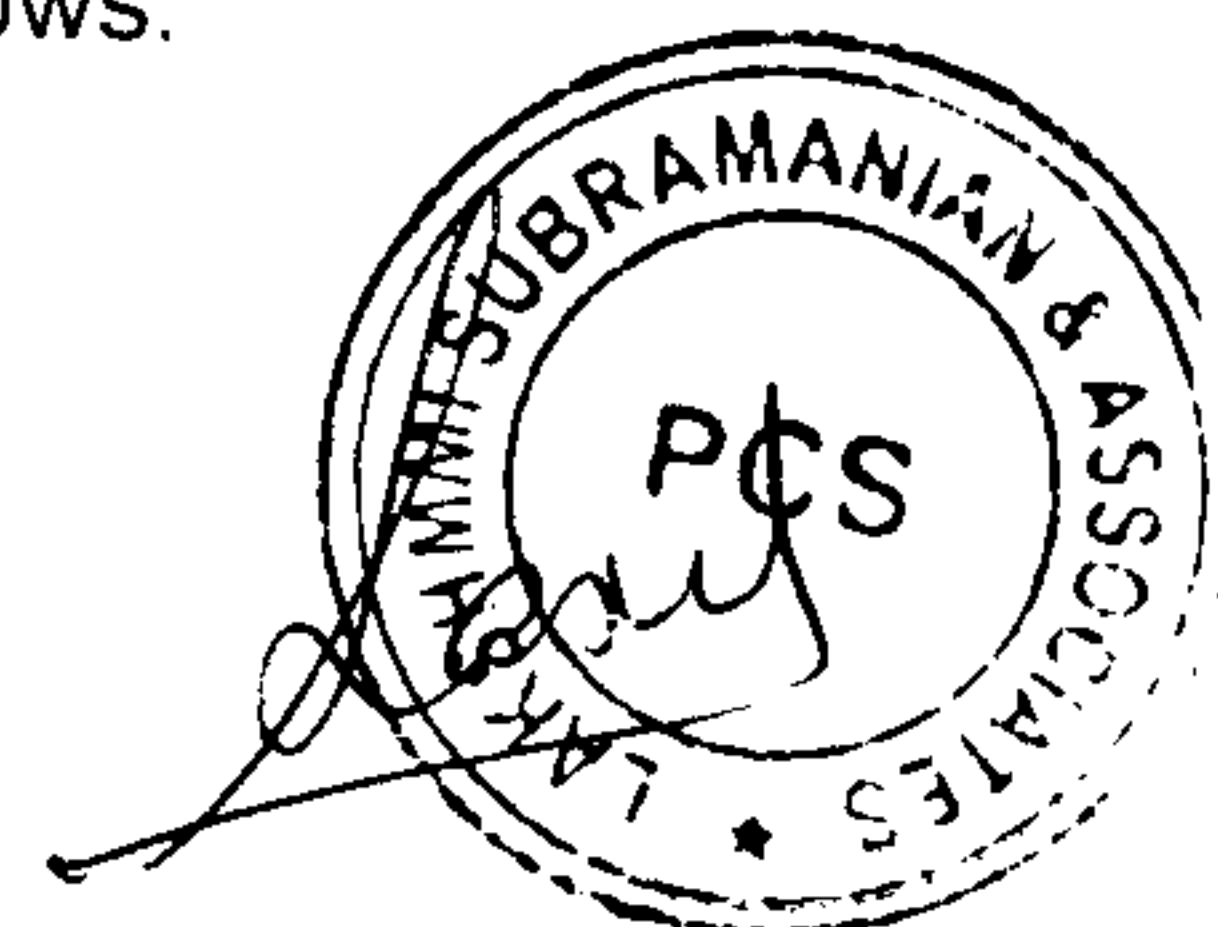
The Chairman of **27th Annual General Meeting** of the Shareholders of M/s. Gem Spinners (India) Limited held on Thursday, the 30th November 2017 at No.14 Mangalam Village, Madhurantagam Taluk, Kancheepuram District, Tamilnadu – 603 107.

Dear Sir,

1. I, Lakshmmi Subramanian, a Practising Company Secretary, 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 27th Annual General Meeting of the Shareholders of M/s. Gem Spinners (India) Limited, held on Thursday, the 30th November 2017 at No.14 Mangalam Village, Madhurantagam Taluk, Kancheepuram District, Tamilnadu – 603 107.

The Management of the Company is responsible to ensure 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 27th 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 Services 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 Cameo Corporate Services Limited (the Registrar and Transfer Agent).

2. I have issued separate Scrutinizer's Report dated November 30, 2017 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-Receive, Consider and Adopt the Financial Statements as at 31st March, 2017 including the Audited Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss Account for the year ended as on that date and the Reports of the Board of Directors (the Board) and 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)	7	42383700
Total Number of Ballot Papers Received (Physical Voting)	12	6100
Invalid Votes:		
E-voting	Nil	Nil
Physical Voting	Nil	Nil
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	7	42383700
Number of valid votes cast in favour of the Resolution (Physical Voting)	12	6100
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	-	-
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	100.00%	

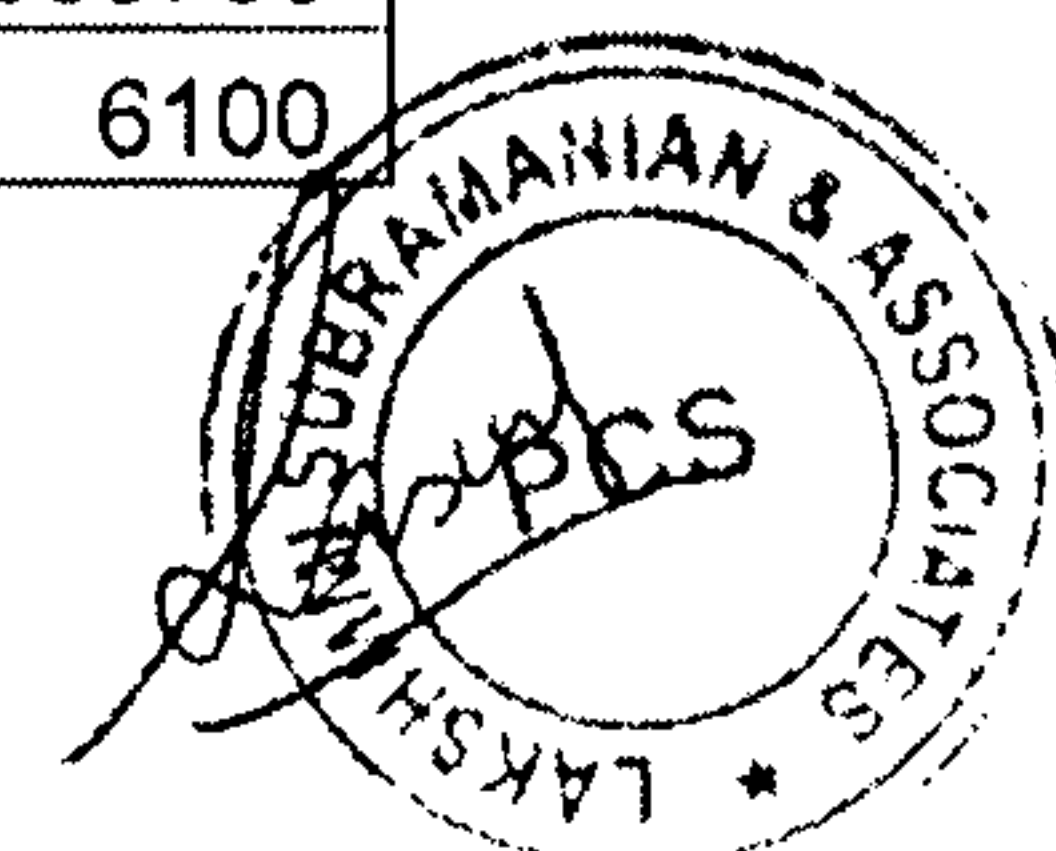
Result: The above resolution requiring requisite majority for passing as Ordinary Resolution was received.

2- Appointment of a Director in place of Mr.S.Gopal (DIN: 06448007), who retires by rotation 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)	7	42383700
Total Number of Ballot Papers Received (Physical Voting)	12	6100
Invalid Votes:		
E-voting	Nil	Nil
Physical Voting	Nil	Nil
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	7	42383700
Number of valid votes cast in favour of the Resolution (Physical	12	6100



Voting)		
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	-	-
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	100.00%	

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

3- Appointment of M/s. Mr. K. Arun Kumar & Associates, Chartered Accountants (Firm Registration No. 0162155), as the Statutory Auditors of the company and to fix their remuneration.

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

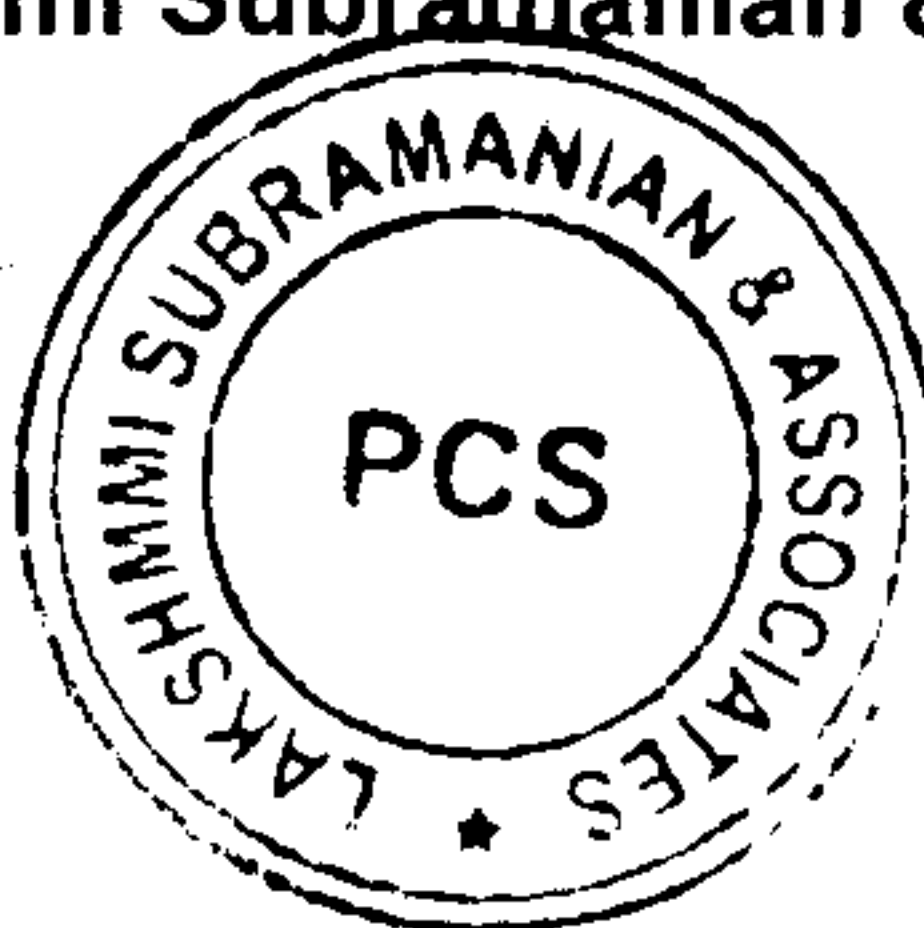
Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	7	42383700
Total Number of Ballot Papers Received (Physical Voting)	12	6100
Invalid votes		
E-voting	Nil	Nil
Physical Voting	Nil	Nil
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	7	42383700
Number of valid votes cast in favour of the Resolution (Physical Voting)	12	6100
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	-	-
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	100.00%	

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

Therefore we are forwarding the consolidated voting results casted through E-voting and Poll for the 27th Annual General Meeting of the Shareholders of M/s Gem Spinners (India) Limited held on November 30, 2017 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


Mrs Lakshmmi Subramanian
Senior Partner
Scrutinizer



Place: Chennai

Date: 30-Nov-2017