

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

To,

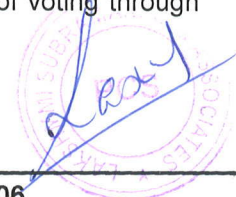
The Chairman of **28<sup>th</sup> Annual General Meeting** of the Shareholders of M/s. Gem Spinners India Limited held on Wednesday, the September 12, 2018 at 10.30 A.M at No.14 Mangalam village, Madhurantagam Taluk, Kancheepuram District, Tamilnadu 603 107

Dear Sir,

1. I, Lakshmmi Subramanian, a Practicing 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 28<sup>th</sup> Annual General Meeting of the Shareholders of M/s. Gem Spinners India Limited held on Wednesday, the September 12, 2018 at 10.30 A.M at No.14 Mangalam village, Madhurantagam Taluk, Kancheepuram District, Tamilnadu 603107

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 28<sup>th</sup> 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 India 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 the Company (in-house).

2. I have issued separate Scrutinizer's Report dated September 12, 2018 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-To receive ,consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March,2018 and the Profit and Loss Account for the year ended 31<sup>st</sup> March, 2018 on that date together with the Reports of Board of Directors 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)	4	42353500
Total Number of Ballot Papers Received (Physical Voting)	17	71300
<b>Invalid Votes:</b>		
E-voting	NIL	NIL
Physical Voting	NIL	NIL
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	4	42353500
Number of valid votes cast in favour of the Resolution (Physical Voting)	16	71200
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	1	100
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	<b>99.99%</b>	

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



**2- To appoint a Director in the place of Mr.R.Veeramani (DIN:00032895) who retires by rotation and being eligible, offer 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)	4	42353500
Total Number of Ballot Papers Received (Physical Voting)	17	71300
<b>Invalid Votes:</b>		
E-voting	NIL	NIL
Physical Voting	NIL	NIL
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	4	42353500
Number of valid votes cast in favour of the Resolution (Physical Voting)	17	71300
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	NIL	NIL
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	<b>100</b>	

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



**SPECIAL BUSINESS**

**3. To re-appointment Mr.Pushpadant Parisappa Doddanavar as an Independent Director**

**Nature of resolution:** Special Resolution

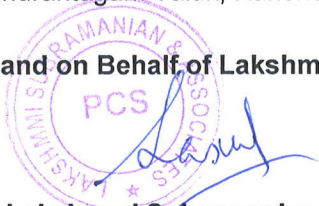
**Voting requirement:** 2/3<sup>rd</sup> Majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	4	42353500
Total Number of Ballot Papers Received (Physical Voting)	17	71300
<b>Invalid Votes:</b>		
E-voting	NIL	NIL
Physical Voting	NIL	NIL
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	4	42353500
Number of valid votes cast in favour of the Resolution (Physical Voting)	17	71300
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	NIL	NIL
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	<b>100</b>	

**Result:** The above resolution requiring requisite majority for passing as an Special Resolution was received.

Therefore we are forwarding the Consolidated voting results casted through E-voting and Poll for the 28th Annual General Meeting held on 12<sup>th</sup> september 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**

**Date: 12.09.2018**