

September 29, 2018

REPORT OF SCRUTINIZER

[Pursuant to the section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015]

To

The Chairman
Gangotri Textiles Limited
Regd.Off: 25-A Venkatachalam Co-op Colony
R.S.Puram
Coimbatore – 641 002

Dear Sir,

I, B. Krishnamoorthi, BSc, FCA Practicing Chartered Accountant, Coimbatore was appointed as Scrutinizer for the 29th (Twenty Ninth) Annual General Meeting of the Equity Shareholders of "**Gangotri Textiles Limited**" held on 28th September 2018 at 3.30 pm at the mini air conditioned hall, Rajasthani Sangh, D.B.Road, R.S.Puram, Coimbatore 641002 for the purpose of scrutinizing the E-Voting process and Physical Ballot voting at the venue in a fair and transparent manner and ascertaining the requisite majority on E-Voting and Physical Ballot voting at venue carried out as per section 108 of the CompaniesAct,2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015 on the resolutions referred to in this report.

I submit my report as under:

1. The Notice was sent to all the Members, whose names appeared in the Register of Members as on 31st August, 2018 to vote on the proposed 2 (Two) Resolutions as mentioned in the Notice of the Annual General Meeting of "Gangotri Textiles Limited" (Item No.1 (One) to 2 (Two) of the Notice of Annual General Meeting of Gangotri Textiles Limited. The Members holding equity shares as on the cut-off date i.e. 21st September, 2018 were only considered for e-voting and for voting at the meeting venue. Number of shareholders as on cut-off date is 9419.
2. The E-Voting period remained open from 09.00 AM on Tuesday 25th September, 2018 upto 05.00 PM on Thursday 27th September, 2018.
3. The Chairman, at the Annual General Meeting, at the end of discussions on the Resolutions contained in the Notice, allowed voting at the venue of the Annual General Meeting on the Ballot Forms provided at the Meeting venue to all those members who were present at the Meeting but have not cast their votes by availing the remote e-voting.
4. After the conclusion of the Meeting, the Ballot Boxes were opened in my presence and the physical ballot forms were diligently scrutinized and reconciled with the records maintained by the Registrar and Transfer Agents of the Company. I thereafter first counted the votes cast at the Meeting through these Ballot Forms.

B.KRISHNA MOORTHY, F.C.A.,
Chartered Accountant
Membership No: 20439



Office : 'Kanapathy Towers' III Floor, No. 1391/A-1, Sathy Road, Ganapathy, Coimbatore 641 006

Phone : 0422 4039900 Fax : 0422 - 2536673 E-mail : bkcacbe@gmail.com

Resi : "Shreekara" No. 9, Right House, Rajarajeshwari Estates, Mullai Nagar, Marudhamalai Road, Coimbatore 641 041, Phone : 0422 4512371

B. Krishnamoorthi B.Sc., F.C.A.
Chartered Accountant

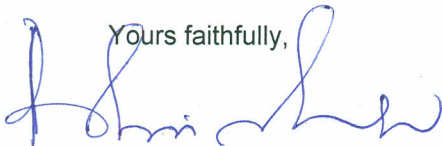
5. The Votes cast through E-Voting were unblocked on 28th September, 2018 around 5.27 pm in the presence of two witnesses, namely Mr.K.Jayakumar and Mr.R.Sasidharan, who are not in employment of the Company.
6. In tune with the Instructions for e-voting, sent along with the Notice of the Annual General Meeting dated 28th April, 2018, in respect of members who have voted in both modes (i.e. E-Voting and Physical Ballot form voted at the venue), I have considered only E-Voting by not reckoning the voting done through Physical Ballot Form.
7. No Ballot Forms were incomplete and/ or were otherwise defective.
8. I have collated the votes cast through remote e-voting and votes cast through physical ballot forms at the venue, and the same have been furnished hereunder.

| | Resolution | Mode | For | | | Against | | |
|---|--|------------------------------|---------------|----------------|----------------|---------------|-------------|--------------|
| | | | No.of Members | No.of Votes | % | No.of Members | No.of Votes | % |
| 1 | Adoption of the Standalone Financial Statements including Profit and Loss Account for the year ended 31st March, 2018 and the Balance Sheet as at that date and the Statement of changes in Equity for the Financial Year ended 31-3-2018 and the Directors Report and the Auditors' Report thereon. (Ordinary resolution) | E-Voting | 4 | 2773 | 100.000 | 0 | 0 | 0.000 |
| | | Ballot form at the AGM venue | 18 | 7652013 | 100.000 | 0 | 0 | 0.000 |
| | | Total | 22 | 7654786 | 100.000 | 0 | 0 | 0.000 |
| 2 | Appointment of M/s. M.Gangadaran and Co, Chartered Accountant, Coimbatore (Firm Regn No 0881S, Membership No 024949) as Statutory Auditor of the Company without ratification at every Annual General Meeting. (Ordinary resolution) | E-Voting | 2 | 705 | 25.424 | 2 | 2068 | 74.576 |
| | | Ballot form at the AGM venue | 18 | 7652013 | 100.000 | 0 | 0 | 0.000 |
| | | Total | 20 | 7652718 | 99.973 | 2 | 2068 | 0.027 |

9. All relevant records of electronic voting and ballot forms will remain in my custody until the Chairman considers, approves and signs the minutes of the 29th Annual General Meeting and thereafter the said records will be handed over to the Company Secretary of Gangotri Textiles Limited, for safe custody.

Thanking you,

Yours faithfully,



(B. KRISHNAMOORTHI)
SCRUTINIZER

B.KRISHNAMOORTHI, F.C.A.,
Chartered Accountant
Membership No: 20439

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