

FORM No. MGT-13**Combined Report of Scrutinizer for Remote e-Voting & Poll Process**

[Pursuant to Section 108/109 of the Companies Act, 2013 read with the Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairperson,
Evergreen Textiles Limited
4th Floor, Podar Chambers,
S. A. Brelvi Road, Fort,
Mumbai - 400 001

Subject: 31st Annual General Meeting of the Shareholders of Evergreen Textiles Limited held on Friday, September 21, 2018 at 4.00 P.M at 4th Floor, Podar Chambers, S. A. Brelvi Road, Fort, Mumbai - 400 001.

Dear Sir,

We, M/s. GMJ & Associates, Company Secretaries, represented by Mr. Mahesh Soni, Partner have been duly appointed by the Board of Directors for the purpose of scrutinizing the Remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment thereof and voting through Poll at the venue of the Annual General Meeting (AGM) in a fair and transparent manner in respect of the Resolutions contained in the Notice of the 31st AGM of Equity Shareholders of Evergreen Textiles Limited at their Meeting held on Friday, September 21, 2018, at 4.00 p.m. at 4th Floor, Podar Chambers, S. A. Brelvi Road, Fort, Mumbai - 400 001.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means (Remote e-voting) and voting by Poll at the venue of AGM on the Resolutions contained in the Notice of the 31st AGM of the members of the Company. Our responsibility as a scrutinizer for the remote e-voting process and for the Poll at the 31st AGM is restricted to make a Scrutinizer's Report of the Votes Cast "in favour" or "against" the Resolutions as stated below on the report generated from the remote e-voting system provided by Central Depository Securities Limited (CDSL), the



authorised agency engaged by Company to provide remote e-voting facility and the Report generated electronically for voting by Poll at the venue of AGM.

After the time fixed for closing of Poll by the Chairperson, Ballot box kept for polling was locked in our presence with due identification marks placed by me.

The locked Ballot box was subsequently opened by us in the presence of two witnesses, who are not in employment of the Company, thereafter; the poll papers were diligently scrutinized. The Poll papers were reconciled with the records maintained by the Registrar and Transfer Agents/ the Company and the authorizations/ proxies lodged with the Company. Duplicate, incomplete, invalid and defective Poll papers were rejected by us.

The Consolidated Scrutinizer's Report on the resolutions proposed in the Notice of the AGM with respect to Remote e-voting and Poll Process is as under;

ITEM NO. 1: ORDINARY RESOLUTION:

Adoption of the Audited Financial Statements of the Company for the Financial Year ended March 31, 2018 together with the Reports of the Board of Directors and Auditors thereon.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos.	% to total valid	No of ballot/e-voting entry	Nos.	% to total valid	
E-voting	-	-	-	-	-	-	-	-
Poll/Ballot voting	3544480	16	3544480	100	-	-	-	-
Total	3544480	16	3544480	100	-	-	-	-

ITEM NO. 2: ORDINARY RESOLUTION:

Re-appointment of Mr. Manjunath Shanbhag, Managing Director (DIN: 00090256) of the Company for a period of 3 (three) years.



Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos.	% to total valid	No of ballot/e-voting entry	Nos.	% to total valid	
E-voting	-	-	-	-	-	-	-	-
Poll/Ballot voting	3544480	16	3544480	100	-	-	-	-
Total	3544480	16	3544480	100	-	-	-	-

ITEM NO. 3: SPECIAL RESOLUTION:

Re-Appointment of Mr. Rajendra Bolya (DIN: 00086395), Independent Director for a second term of 5 Consecutive Years, existing term expires on March 31, 2019.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos.	% to total valid	No of ballot/e-voting entry	Nos.	% to total valid	
E-voting	-	-	-	-	-	-	-	-
Poll/Ballot voting	3544480	16	3544480	100	-	-	-	-
Total	3544480	16	3544480	100	-	-	-	-

ITEM NO. 4: SPECIAL RESOLUTION:

Re-Appointment of Mr. Sitaram Verma (DIN: 00086687), Independent Director for a second term of 5 Consecutive Years, existing term expires on March 31, 2019.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos.	% to total valid	No of ballot/e-voting entry	Nos.	% to total valid	




E-voting	-	-	-	-	-	-	-	-
Poll/Ballot voting	3544480	16	3544480	100	-	-	-	-
Total	3544480	16	3544480	100	-	-	-	-

All the resolutions voted through Remote e-voting and Poll Process were passed with **REQUISITE MAJORITY**. The Poll/Ballot papers and all other relevant records were sealed and handed over to the Chairperson of the Company for safe keeping.

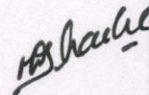


For GMJ & ASSOCIATES
Company Secretaries


[CS MAHESH SONI]
PARTNER
FCS: 3706; COP: 2324

DATE: SEPTEMBER 21, 2018
PLACE: MUMBAI





MANJUNATH SHANBHAG
CHAIRPERSON OF ANNUAL
GENERAL MEETING