



FORM No. MGT-13

Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
Chairman
Gujarat Cotex Limited

Annual General Meeting of the Equity Shareholders of Gujarat Cotex Limited Held on 10/09/2018 at Cassia- 702, Garden City, Opposite Samarvani Panchayat, Khanvel Road, Silvassa Dadar & Nagar Haveli 396230

Dear Sir,

I Kunjal Dalal Proprietor of M/s. K. Dalal & Co., Practicing Company Secretaries have been appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Equity Shareholders of Gujarat Cotex Limited, held on 10.09.2018 at Cassia- 702, Garden City, Opposite Samarvani Panchayat, Khanvel Road, Silvassa Dadar & Nagar Haveli 396230 submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:

(a) Resolution No. 1

To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2018 and the reports of the Board of Directors and Auditors thereon.





(1) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	3195383	100%

(2) Voted **against** the resolution :

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(3) **Invalid Vote/Abstained from voting**

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

(b) **Resolution No. 2**

To appoint a Director in place of Shri Chetankumar Shaileshkumar Parekh (DIN: 01246220), who retires by rotation and being eligible, offers himself for re-appointment.

(1) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	3195383	100%

(2) Voted **against** the resolution :

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(3) **Invalid Vote/Abstained from voting**

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0





(c) Resolution No. 3

To approve appointment of statutory auditors made by Board of Directors to fill up the casual vacancy as result of resignation of Auditors appointed by Members.

(1) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	3195383	100%

(2) Voted **against** the resolution :

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(3) **Invalid Vote/Abstained from voting**

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

(d) Resolution No. 4

To appoint statutory auditors and fix their remuneration

(1) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	3195383	100%

(2) Voted **against** the resolution :

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(3) **Invalid Vote/Abstained from voting**

Number of members present and	Number of votes
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205, 'Pawan Hans', B/h. Chamunda Restaurant, Sub Jail Char Rasta, Ring Road, Surat-395 002.

voting (in person or by proxy)	cast by them
0	0

(e) Resolution No. 5

To consider the Shifting of Registered Office of Company from Union Territory of Dadar and Nagar Haveli to the State of Gujarat

(1) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	3195383	100%

(2) Voted **against** the resolution :

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(3) **Invalid Vote/Abstained from voting**

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

5. A statement containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you
Yours faithfully

Place: Surat
Date: 12.09.2018

For K. Dalal & Co.
Company secretaries



K. A. Dalal

Kunjai Dalal
Proprietor
C.P.No.3863



K. Dalal & Co.
Company Secretaries

(O) 0261-2366670

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205, 'Pawan Hans', B/h. Chamunda Restaurant, Sub Jail Char Rasta, Ring Road, Surat-395 002.

Date: 12.09.2018

To,

The Chairman

Gujarat Cotex Limited

Cassia- 702, Garden City, Opposite Samarvani Panchayat,

Khanvel Road, Silvassa,

Dadar & Nagar Haveli 396230

Dear sir,

Sub.: Ref: Consolidated report on E voting and poll at Annual General Meeting

I, Kunjal Dalal, Proprietor M/s K. Dalal & Co., Practicing Company secretaries have been appointed by the Board of Directors of **Gujarat Cotex Limited**, as scrutiniser for the purpose of scrutinising the e-voting process along with postal ballot forms and for ascertaining the requisite majority on e-voting carried out as per the provisions of section 108 of the Companies Act 2013 read with Rule 20(3)(xi) of the Companies (Management and Administration) Rules 2014 on resolutions contained in the notice of Thirty Second Annual General Meeting of Members of Gujarat Cotex Limited to be held on Monday, 10th September, 2018 at Surat.

I was also assigned work of acting as scrutiniser at the poll taken at Annual General Meeting.

The management of the company is responsible to ensure the compliance with the requirement of the relevant provisions of the Companies Act, 2013 and rules relating to same in relation to voting through electronic means on resolutions contained in the notice of Annual General Meeting to be held on 10th September, 2018. My responsibility as scrutiniser for e-voting process is restricted to make scrutinisers report of votes cast in favour or against the resolutions and invalid votes based on reports generated from e-voting system provided by Purva Share Registry India Private Limited the Registrar and Share Transfer Agents of Kiran Syntex Limited and authorised to provide e-voting facility engaged by the company.

I submit my consolidated report on e-voting and voting on poll at Annual general Meeting :

Resolution Number 1





To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2018 and the reports of the Board of Directors and Auditors thereon.

Particulars of Votes cast

Mode	Ballots received	Total Shares	Favour		Against		Invalid / Abstained	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	06	475	0	475	0	0	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	15	3195383	10	3195383	0	0	0	0
Total	21	3195858	17	2044432	0	0	0	0

Resolution Number 2

To appoint a Director in place of Shri Chetankumar Shaileshkumar Parekh (DIN: 01246220), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars of Votes cast

Mode	Ballots Received	Total Shares	Favour		Against		Invalid / Abstained	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	06	475	0	475	0	0	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	15	3195383	10	3195383	0	0	0	0
Total	21	3195858	17	2044432	0	0	0	0

Resolution Number 3

To approve appointment of statutory auditors made by Board of Directors to fill up the casual vacancy as result of resignation of Auditors appointed by Members.

Particulars of Votes cast

Mode	Ballots Received	Total Shares	Favour		Against		Invalid / Abstained	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	06	475	0	475	0	0	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	15	3195383	10	3195383	0	0	0	0
Total	21	3195858	17	2044432	0	0	0	0

Resolution Number 4





K. Dalal & Co.
Company Secretaries

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205, 'Pawan Hans', B/h. Chamunda Restaurant, Sub Jail Char Rasta, Ring Road, Surat-395 002.

To appoint statutory auditors and fix their remuneration

Particulars of Votes cast

Mode	Ballots Received	Total Shares	Favour		Against		Invalid / Abstained	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	06	475	0	475	0	0	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	15	3195383	10	3195383	0	0	0	0
Total	21	3195858	17	2044432	0	0	0	0

Resolution Number 5

To consider the Shifting of Registered Office of Company from Union Territory of Dadar and Nagar Haveli to the State of Gujarat

Particulars of Votes cast

Mode	Ballots Received	Total Shares	Favour		Against		Invalid / Abstained	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	06	475	0	475	0	0	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	15	3195383	10	3195383	0	0	0	0
Total	21	3195858	17	2044432	0	0	0	0

The physical postal ballot forms have been for safe custody to the Company Secretary / Director authorized by the Board.

You may accordingly declare the result of the voting by Postal Ballot.

For K. Dalal & Co.

Company Secretaries

K. A. Dalal

Kunjal Dalal
Proprietor
C.P. No. 3863

