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

September 22, 2016

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: No.35 Robertson Road
R.S.Puram
Coimbatore – 641 002

Dear Sir,

I, B. Krishnamoorthi, BSc, FCA Practicing Chartered Accountant, Coimbatore was appointed as Scrutinizer for the 27th (Twenty Seventh) Annual General Meeting of the Equity Shareholders of **"Gangotri Textiles Limited"** held on 21st September 2016 at 3.30 pm at Bimani Hall, Coimbatore Sri Gujarat Samaj, 662, Mettupalayam Road, 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 12th August, 2016 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. 14th September, 2016 were only considered for e-voting and for voting at the meeting venue.

2. The E-Voting period remained open from 09.00 AM on Sunday 18th September, 2016 upto 05.00 PM on Tuesday 20th September, 2016.

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.

B. Krishnamoorthi Chartered Accountant CBE-6

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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.

5. The Votes cast through E-Voting were unblocked on 22nd September, 2016 around 10.05 AM in the presence of two witnesses, namely Mr.K.Marimuthu and Mr.R.Sasidharan, who are not in employment of the Company.

6. In tune with the Instructions contained in the instructions given for e-voting sent along with the Notice dated 30th May, 2016, 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 Ballot Form.

7. 2 Ballot Forms involving 125 shares which were incomplete and / or were otherwise defective were treated as invalid.

8. I have collated the votes received through E-Voting process and Physical Ballot forms voted at 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 Annual Financial Statements as on 31st March, 2016.. (Ordinary resolution)	E-Voting	4	2957	100.000	0	0	0.000
		Ballot form at the AGM	29	7631402	100.000	0	0	0.000
		Total	**33**	**7634359**	**100.000**	**0**	**0**	**0.000**
2	Appointment of Statutory Auditors and fixing their remuneration. (Ordinary resolution)	E-Voting	3	1800	60.873	1	1157	39.127
		Ballot form at the AGM	29	7631402	100.000	0	0	0.000
		Total	**32**	**7633202**	**99.985**	**1**	**1157**	**0.015**

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 27th 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.KRISHNA MOORTHI, F.C.A.,
Chartered Accountant
Membership No: 20439

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