

Winsome

Yarns Limited

Regd. Office : Basement, SCO 13-14-15

Sector 34-A, Chandigarh – 160022 INDIA

CIN : L17115CH1990PLC010566

Phones : +91-172-4612000, 4613000, Fax : +91-172-4614000

E-mail : cshare@winsomegroup.com

Website : winsomeyarns.com



WYL/SECT/
28.12.2024

ONLINE FILING

Script Code : 514348
Corporate Compliance & Listing Centre
BSE Limited
1st Floor, New Trading Ring
Rotunda Building, P. J. Towers
Dalal Street, Fort, MUMBAI-400001

Symbol : WINSOME
Listing Department
National Stock Exchange of India Ltd
"Exchange Plaza"
Bandra-Kurla Complex Bandra (E),
MUMBAI – 400051

Sub: Scrutinizer's Report on remote e-voting conducted in respect of Annual General Meeting held on 27.12.2024.

Dear Sir,

Please find enclosed herewith a copy of Scrutinizer's Report on remote e-voting and voting through polling conducted in respect of Annual General Meeting of the Company held on 29.09.2023 for your information and records please.

Thanking you,

Yours faithfully,
For WINSOME YARNS LIMITED
(Under CIRP)

RAJPAL S. RATHORE
Senior Manager (Legal & Secretarial)
Email: cshare@winsomegroup.com
Mobile No. 9855601267

Rajpal
Singh
Rathore

Digitally signed by
Rajpal Singh Rathore
DN: cn=Rajpal Singh
Rathore, o=Winsome
Yarns Limited, ou,
email=cshare@winsome
group.com, c=IN
Date: 2024.12.28
14:06:10 +05'30'

GIRISH MADAN & ASSOCIATES
COMPANY SECRETARIES
#623, SECTOR 8, PANCHKULA – 134109 (HARYANA)
Telephone : 0172-4628623, Mobile No. 9814212623
Email : gmadan1959@yahoo.co.in

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies, (Management and Administration) Rules, 2014, as amended]

To

The Chairman
34th Annual General Meeting of shareholders
of Winsome Yarns Ltd. (under CIRP)
Registered office: Basement, SCO 13-14-15, SECTOR 34 A, CHANDIGARH

Subject: Scrutinizer's Report on remote e- voting & voting through polling conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rule 2014. in respect of Annual General Meeting (AGM) held (Friday) 27th December, 2024 at 02:30 P.M. through Video Conferencing (VC)/ Other Audio Visual Means ("OAVM").

Dear Sir,

I, **Girish Madan**, Company Secretary in whole time practice, having been appointed by the Resolution Professional i.e. M/s ARCK Resolution Professionals LLP vide its letter dated 22.10.2024 of **Winsome Yarns Ltd.**, since the Company is under **Corporate Insolvency Resolution Process**, (CIN: L17115CH1990PLC010566) as a Scrutinizer for the purpose of Scrutinizing the Remote E-voting process at the 34th Annual General Meeting held on 27.12.2024 and ascertaining the requisite majority on e-voting as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20(3) of Companies, (Management and Administration) Rules, 2014, as amended and pursuant to SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 on all the resolutions contained in the notice (hereinafter referred to as "the resolutions") of 34th Annual General Meeting (AGM) of the members of the Company.

1. The notice dated 02.12.2024 convening the 34th Annual General Meeting (AGM) of the Company along with statement setting out material facts under Section 102 of the Companies Act, 2013 was sent through Resolution Professional to the shareholders in respect of the resolutions to be passed at the said Annual General Meeting (AGM) of the Company held on Friday, the 27th December, 2024 at 02:30 P.M. through Video Conferencing (VC)/ Other Audio Visual Means ("OAVM").
2. The Management of the Company and Resolution Professional are responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means (by remote e-voting) on all the resolutions contained in the Notice of 34th Annual General Meeting (AGM) of the members of Company. My responsibility as a



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Scrutinizer for the e-voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above and "invalid" votes, based on the reports generated from the e-voting system provided by LINK INTIME INDIA PVT. LIMITED, the authorized agency to provide e-voting facilities, engaged by the Company.

3. Further to the above, I submit my report as under:
- i. The remote e-voting period remained open from Tuesday, December 24, 2024 (9.00 a.m. IST) and ending on Thursday, December 26, 2024 (5.00 p.m. IST).
 - ii. The members of the Company as on the "cut off" date i.e. Friday, December 20, 2024 were entitled to vote on the resolutions as set out in the notice of the Annual General meeting as well as on the portal of LINK INTIME INDIA PVT. LIMITED.
 - iii. The votes were unblocked on 27th December, 2024 at 4.00P.M. in the presence of 2 witnesses, Mr. PANKAJ SHARMA and Ms. ANU AGRAWAL, who are not in the employment of the Company after the conclusion of AGM.
 - iv. The voting during the AGM held on 27th December, 2024 was conducted through Video Conferencing (VC)/ Other Audio Visual Means ("OAVM"), wherein all the required facilities for the shareholders to cast their votes either in favour or against on the resolution were duly provided.
 - v. Thereafter, the details containing *inter-alia*, list of Equity Shareholders, who voted "for", "against" and "invalid" on each of the resolutions that were put to vote, were generated from the e-voting website of LINK INTIME INDIA PVT. LIMITED, and calculation of the votes casted in favour, against and invalid votes on the resolutions as proposed are carried with requisite majority by voting as per ANNEXURE-1.

For Girish Madan & Associates

(CS Girish Madan)
Practicing Company Secretaries
Membership No. FCS - 5017
C.P. No. 3577
UDIN: F005017F003512323
Peer Review Certificate No. 1514/2021
Place: Panchkula
Date: 28.12.2024

E-VOTING RESULTS : AS PER ANNEXURE-2

FINAL RESULTS OF VOTING : AS PER ANNEXURE-3

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ANNEXURE-1

Number of Members who cast their votes through e-voting	Total number of shares held by them	Total Number of Valid Votes (as per details provided under each one of the Resolution(s) mentioned hereunder
14	27375931	RESOLUTION NO.1
11	146404	RESOLUTION NO.2
14	27375931	RESOLUTION NO.3

Note: 33 members attended the meeting in VC mode.

For Girish Madan & Associates

(CS Girish Madan)
Practicing Company Secretaries
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ANNEXURE-2

E-VOTING RESULTS

Item No. of Notice	Particulars of Resolutions	Vote in Favour of Resolution	Vote against the Resolution	Invalid Votes			
ORDINARY BUSINESS							
		Nos.	%	Nos.	%	Nos.	%
1.	To receive, consider and adopt the Annual Audited Financial Statements of the Company for the Financial Year ended March 31, 2024 together with the Reports of the Board of Directors and Auditors thereon.	27375731	100%	200	0%	0	0
2.	To appoint a director in place of Shri Manish Bagrodia (DIN. 00046944) (power under suspension), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.	146204	100%	200	0%	0	0




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SPECIAL BUSINESS

3.	To approve and ratify the remuneration of M/s. Vijay Kumar Mishra & Associates, Cost Accountants as Cost Auditor of the Company for the financial year 2024-25 and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution.	27375731	100%	200	0%	0	0
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For Girish Madan & Associates



(CS Girish Madan)
Practicing Company Secretaries
Membership No. FCS - 5017
C.P. No. 3577
UDIN: F005017F003512323
Peer Review Certificate No. 1514/2021
Place: Panchkula
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ANNEXURE-3

FINAL RESULT OF VOTING

Item No. of Notice	Particulars of Resolutions	Vote in Favour of Resolution	Vote against the Resolution	Invalid Votes
1.	To receive, consider and adopt the Annual Audited Financial Statements of the Company for the Financial Year ended March 31, 2024 together with the Reports of the Board of Directors and Auditors thereon.	27375731	200	0
2.	To appoint a director in place of Shri Manish Bagrodia (DIN. 00046944) (power under suspension), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.	146204	200	0
3.	To approve and ratify the remuneration of M/s. Vijay Kumar Mishra & Associates, Cost Accountants as Cost Auditor of the Company for the financial year 2024-25 and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution .	27375731	200	0




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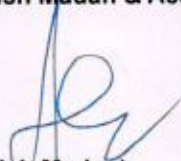
Therefore, all the aforesaid resolutions passed with requisite majority through remote electronic voting.

I hereby confirm that I am maintaining the Registers received from the Service Provider in respect of the votes cast through remote e-voting of the Company. All the relevant records and documents is under my safe custody and will be handed over after getting confirmation of the signing of the minutes of Annual General Meeting by the Chairman.

Thanking you,

Yours faithfully,

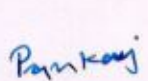
For Girish Madan & Associates


(CS Girish Madan)
Practicing Company Secretaries
Membership No. FCS - 5017
C.P. No. 3577
UDIN: F005017F003512323
Peer Review Certificate No. 1514/2021
Place: Panchkula
Date: 28.12.2024



We, the undersigned witnesses, confirmed that votes in respect of remote e-voting of shareholders of Winsome Yarns Limited were unblocked from e-voting website of LINK INTIME INDIA PVT. LIMITED in our presence on 27th December, 2024 at 4.00 P.M.


Name: ANU AGARWAL
Address: HNO-54, SECTOR -17
PANCHKULA, HARYANA 134106


Name: PANKAJ SHARMA
Address: H.NO.104,VILL- BATWAL,P.O.KHATAULI
PANCHKULA, HARYANA, 134118