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

September 28, 2019

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 30th (Thirtieth) Annual General Meeting of the Equity Shareholders of **"Gangotri Textiles Limited"** held on 27th September 2019 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 23rd August, 2019 to vote on the proposed 4 (Four) Resolutions as mentioned in the Notice of the Annual General Meeting of "Gangotri Textiles Limited" (Item No.1 (One) to 4 (Four) of the Notice of Annual General Meeting of Gangotri Textiles Limited. The Members holding equity shares as on the cut-off date i.e. 20th September, 2019 were only considered for e-voting and for voting at the meeting venue. Number of shareholders as on cut-off date is 10007.

2. The E-Voting period remained open from 09.00 AM on Tuesday 24th September, 2019 upto 05.00 PM on Thursday 26th September, 2019.

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

CUDIN: 19020439AAAAC097038

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

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5. The Votes cast through E-Voting were unblocked on 27th September, 2019 around 6.30 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 12th April, 2019, 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. One Ballot Form involving 200 shares which was incomplete and / or otherwise defective was treated as invalid.

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	Ordinary Resolution for adoption of the Directors Report, Profit and Loss Acount for the year ended 31st March 2019, and the Balance Sheet as at that date and Auditors report thereon.	E-Voting	4	1775	100.000	0	0	0.000
		Ballot form at the AGM venue	18	8036988	100.000	0	0	0.000
		Total	**22**	**8038763**	**100.000**	**0**	**0**	**0.000**
2	Ordinary Resolution for appointment of Sri. S. Sivashanmugam (DIN 08299022) as an Independent Director of the Company.	E-Voting	3	707	39.831	1	1068	60.169
		Ballot form at the AGM venue	18	8036988	100.000	0	0	0.000
		Total	**21**	**8037695**	**99.987**	**1**	**1068**	**0.013**

(UDIN: 19020439AAAAGD9703)

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3	Ordinary Resolution for approval of remuneration payable to Sri. Mohanlal Tibrewal, Executive Director of the Company.	E-Voting	1	6	0.338	3	1769	99.662
		Ballot form at the AGM venue	18	8036988	100.000	0	0	0.000
		Total	**19**	**8036994**	**99.978**	**3**	**1769**	**0.022**
4	Special Resolution for approval for voluntaliry winding up the affairs of the Company.	E-Voting	1	6	0.338	3	1769	99.662
		Ballot form at the AGM venue	17	8036166	99.990	1	822	0.010
		Total	**18**	**8036172**	**99.968**	**4**	**2591**	**0.032**

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 30th 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
(UDIN: 19020439AAAAL09703)

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Membership No: 20439

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