

SCRUTINIZER'S REPORT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
EUROTEX INDUSTRIES AND EXPORTS LIMITED
CIN: L70200MH1987PLC042598
1110, Raheja Chambers, 11th Floor,
213, Nariman Point, Mumbai 400021

Dear Sir,

I, Dr. S. K. Jain, Practicing Company Secretary of Mumbai has been appointed as the Scrutinizer by the Board of Directors of **EUROTEX INDUSTRIES AND EXPORTS LIMITED** at its Meeting held on 25th July 2020 as the Scrutinizer for conducting Postal Ballot / e-Voting process in a fair and transparent manner and I have given my consent to act as Scrutinizer vide letter dated 24th July, 2020 for passing of the following Special Resolution by Postal only through remote e-Voting process:

SPECIAL RESOLUTION

1. To sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking(s) of the Company.

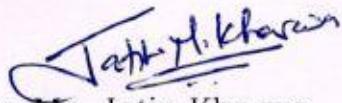
I hereby submit my Report as under:-

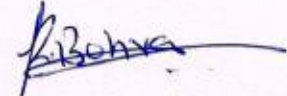
- a. The Company is in compliance with the provisions of Section 110 of the Companies Act, 2013 (hereinafter referred to as the 'Act') read with Rules 20 and 22 of the Companies (Management & Administration) Rules, 2014 (hereinafter referred to as the 'Rules'), General Circulars Nos. 14/2020 dated 8th April, 2020 and 17/2020 dated 13th April, 2020 and 22/2020 dated 15th June, 2020 in relation to 'Clarification on passing of Ordinary/Special Resolutions under the Companies Act and rules made thereunder on account of the threat posed by COVID-19 as issued by the Ministry of Corporate Affairs (**MCA Circulars**).



- b. On account of the threat posed by COVID-19 pandemic situation and as permitted by MCA Circulars, the Company served the Requisite Notice pursuant to Section 110 of the Act along with draft of the Resolution and Explanatory Statement as required under Section 102 of the Act in electronic form only to the Members of the Company, whose names appeared in the Register of Members as on Friday, 31st July, 2020 and hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope were not sent to the Members as per the exemptions provided in the MCA circulars mentioned above. Hence, the communication of the assent or dissent of the Members had to take place through the e-Voting system only.
- c. Accordingly, in compliance with Section 108 of the Companies Act, 2013 read with Rules made thereunder and MCA Circulars and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements), 2015 ("Listing Regulations"), the Company extended only remote e-Voting facility to its Members to enable them to cast their votes electronically instead of Postal Ballot Form.
- d. The Company has availed the services of CDSL to provide e-Voting facilities to the Members of the Company.
- e. The Postal Ballot Notice along with the Explanatory Statement were uploaded on the website of the Company and the results of the Postal Ballot will also be made available on the website of the Company i.e. i.e. www.eurotexgroup.com.
- f. The remote e-Voting commenced from 9:00 a.m. (IST) on 12th August, 2020 and ended at 5:00 p.m. (IST) on 10th September, 2020.
- i. I have monitored the process of electronic voting through the Scrutinizer's secured link provided by CDSL on the designated website www.evotingindia.com
- ii. The e-Voting module was unblocked at 5:06 p.m. on 10th September, 2020 in the presence of two witnesses, Mr. Jatin Kharwa and Ms. Khushbu Bohra, who are not in the employment of Eurotex Industries and Export Limited. They have signed below in confirmation of the votes being unblocked in their presence and the e-Voting results/list was downloaded from the CDSL website.




Name: Mr. Jatin Kharwa


Name: Ms. Khushbu Bohra

- iii. All e-Votes casted up to 5:00 p.m. on 10th September, 2020, being the last date and time fixed by the Company for receipt of the votes/forms were considered for my Scrutiny.
- iv. There were 6379 Members of the Company on cut-off date i.e. 31st July, 2020. Out of 6379 Members, 2564 Members had registered their e-mail id with M/s. Datamatics Business Solutions Limited (R&T) and accordingly Postal Ballot Notice were sent to the Members whose e-mail id's were registered with M/s. Datamatics Business Solutions Limited (R&T) through e-mail on 8th August, 2020. Out of which 228 e-mails were bounced back.
- v. Detailed summary of Result with assent/dissent for the Resolution is attached with this report as **Annexure - I**.
- vi. The Resolution was passed by the Requisite Majority.
- vii. You may accordingly declare the result of the voting by e-Voting.

Date: 11/09/2020
Place: Mumbai

For S. K. Jain & Co.
Company Secretaries


S. K. Jain
Proprietor
C. P. No. 3076



ANNEXURE - I

VOTING RESULT OF POSTAL BALLOT

Company Name	EUROTEX INDUSTRIES AND EXPORTS LIMITED
Date of declaration of results by Electronic means	10 th September, 2020
Total number of Shareholders on record date: (being the Cut-off date for determining shareholders entitled to vote - 31 st July, 2020)	6379



Agenda-wise disclosure

Item No. 1 - To sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking(s) of the Company.

Resolution Required:					Special Resolution			
Whether promoter / promoter groups are interested in the agenda / resolution:					NO			
Category	Mode of Voting	No. of shares held	* No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		3837030	61.77	3837030	0	100	0
	Postal Ballot	6211627	0	0	0	0	0	0
	Total	6211627	3837030	61.77	3837030	0	100	0
Public - Institutions	E-Voting	53680	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	53680	0	0	0	0	0	0
Public - Non Institutions	E-Voting	2484558	211537	8.51	208676	2861	98.65	1.35
	Postal Ballot		0	0	0	0	0	0
	Total	2484558	211537	8.51	208676	2861	98.65	1.35
Total		8749865	4048567	46.27	4045706	2861	99.93	0.07



RESULT SUMMARY

SR. NO.	RESOLUTION	TYPE OF RESOLUTION	FAVOUR (%)	AGAINST (%)
1.	To sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking(s) of the Company.	Special Resolution	99.93	0.07

