

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 14th November, 2018 as the Scrutinizer for conducting Postal Ballot / e-Voting process and I have given my consent to act as Scrutinizer vide letter dated 14th November, 2018 for passing of the following Special Resolutions by Postal Ballot:


SPECIAL RESOLUTIONS

1. To continue the Directorship of Shri Hari Prasad Siotia (DIN: 00015103) aged 84 years as a Non-Executive Director.
2. To continue the Directorship of Shri Gopal Patodia (DIN: 00014247) aged 71 years as a Non-Executive Director.
3. To re-appoint Shri Vinod Kumar Gupta (DIN: 00021560) aged 75 years as an Independent Director.
4. To re-appoint Shri Dilip Keshavlal Patel (DIN: 00013150) aged 71 years as an Independent Director.
5. To re-appoint Shri Pratap Padamshi Dundh (DIN: 00023482) aged 81 years as an Independent Director.
6. To re-appoint Shri Makhanlal Bagaria (DIN: 01213323) aged 75 years as an Independent Director.
7. To re-appoint Smt. Hema Thakur (DIN: 01363454) aged 64 years as an Independent Director.



I hereby submit my Report as under:-

- a. The Company completed the dispatch of the Postal Ballot Notice along with the Postal Ballot Forms and pre-paid self-addressed Envelopes to all the Shareholders through courier and also sent the said documents through e-mail to the Shareholders whose e-mail ids are registered with the Company. The said process was completed by 13th February, 2019.
- b. The Company had made an advertisement regarding dispatch of Postal Ballot Forms/Notices in Free Press Journal (English Newspaper) and in Navshakti (Regional Language Newspaper) on Thursday, 14th February, 2019.
- c. The Company has availed the services of CDSL to provide e-Voting facilities to the Members of the Company.
- d. The remote e-Voting commenced from 9:00 a.m. (IST) on February 18, 2019 and ended at 5:00 p.m. (IST) on March 19, 2019.
- e. I have monitored the process of electronic voting through the Scrutinizer's secured link provided by CDSL on the designated website www.evotingindia.com
- f. The Postal Ballot Forms received during the voting period were kept under my safe custody and were opened in my presence. The e-Voting module was unblocked at 5:15 p.m. on 19th March, 2019 in the presence of two witnesses, Ms. Nivyata Batavia 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: Ms. Nivyata Batavia



Name: Ms. Khushbu Bohra

- g. All Postal Ballot Forms received and e-votes casted up to 5:00 p.m. on 19th March, 2019, the last date and time fixed by the Company for receipt of the votes/forms were considered for my Scrutiny.
- h. There were 6471 Members of the Company on cut-off date i.e. 25th January, 2019. Out of 6471 Members, 2,288 Members had registered their e-mail id with M/s. Datamatics Business Solutions Limited (R&T) and accordingly Postal Ballot Forms were sent to the Members through e-mail on 13th February 2019. To the remaining 4183 Members, the Postal Ballot Notices along with Postal Ballot Forms were sent through Courier on 13th February, 2019.



- i. I received total 62 Postal Ballot Forms from the Members of the Company. The Postal Ballot Forms were scanned and sent to M/s. Datamatics Business Solutions Limited (R&T) for verification of signatures and other details. M/s. Datamatics Business Solutions Limited by their e-mail dated 18th March, 2019 have intimated that out of 62 Postal Ballot Forms, 7 Forms were found invalid due to following reasons:


Sr. No. of Postal Ballot Form	Name of Member	No. of Shares	Reason
14	Dhruti Kansara	5	Signature Mismatch
23	Rama Devi Kalangi	67	Signature Mismatch
26	Padmalochan K Vyas	1	Signature Mismatch
33	Dipika Desai	200	Signature Mismatch
47	Rama Gopal Gupta	200	Signature Mismatch
56	S G Sanath Kumar	10	Signature Mismatch
58	Vedika Patodia	5000	Signature Mismatch

- j. I did not find any defaced or mutilated Ballot paper.
- k. The particulars of all the Postal Ballot Forms received from the Members in Physical Form and Electronic Voting Report generated from CDSL have been entered in a Register separately maintained for the purpose.
- l. Detailed summary of Result with assent/dissent for the Resolutions is attached with this report as **Annexure - I**.
- m. The Resolutions were passed by the requisite majority.
- n. I have handed over the Postal Ballot Forms and other related papers/registers and records for safe custody to the Company Secretary of the Company.
- o. You may accordingly declare the result of the voting by Postal Ballot and e-Voting.

Date: 20th March, 2019
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 of Postal Ballot including Voting by Electronic means	20 th March, 2019
Total number of Shareholders on record date: (being the Cut-off date for determining shareholders entitled to vote - 25 th January, 2019)	6471



Agenda-wise disclosure

Item No. 1 - To continue the Directorship of Shri Hari Prasad Siotia (DIN: 00015103) aged 84 years as a Non-Executive Director

Resolution Required:					Special Resolution			
Whether promoter / promoter groups are interested in the agenda / resolution:					Yes			
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		0	0	0	0	0	0
	Postal Ballot	6211627	76942*	1.24	76942	0	100	0
	Total	6211627	76942	1.24	76942	0	100	0
Public - Institutions	E-Voting		0	0	0	0	0	0
	Postal Ballot	53680	0	0	0	0	0	0
	Total	53680	0	0	0	0	0	0
Public - Non Institutions	E-Voting	2484558	972	0.04	869	103	89.40	10.60
	Postal Ballot		5706	0.23	5706	0	100	0
	Total	2484558	6678	0.27	6575	103	98.46	1.54
Total		8749865	83620	0.96	83517	103	99.88	0.12

*Excluding 6070010 Votes in which Shri Hari Prasad Siotia is interested in the Resolution for his continuation as Director in the Company.



Item No. 2 To continue the Directorship of Shri Gopal Patodia (DIN: 00014247) aged 71 years as a Non-Executive Director

Resolution Required:					Special Resolution			
Whether promoter / promoter groups are interested in the agenda / resolution:					Yes			
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) = $\frac{[(2)/(1)]*100}{100}$	(4)	(5)	(6) = $\frac{[(4)/(2)]*100}{100}$	(7) = $\frac{[(5)/(2)]*100}{100}$
Promoter and Promoter Group	E-Voting		0	0	0	0	0	0
	Postal Ballot	6211627	42218*	0.68	42218	0	100	0
	Total	6211627	42218	0.68	42218	0	100	0
Public - Institutions	E-Voting		0	0	0	0	0	0
	Postal Ballot	53680	0	0	0	0	0	0
	Total	53680	0	0	0	0	0	0
Public - Non Institutions	E-Voting	2484558	972	0.04	869	103	89.40	10.60
	Postal Ballot		5706	0.23	5706	0	100	0
	Total	2484558	6678	0.27	6575	103	98.46	1.54
Total		8749865	48896	0.56	48793	103	99.79	0.21

*Excluding 6103734 Votes in which Promoters of the Company are interested in the Resolution for continuation of Shri Gopal Patodia as a Director of the Company.



Item No. 3 – To re-appoint Shri Vinod Kumar Gupta (DIN: 00021560) aged 75 years as an Independent Director

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	6211627	0	0	0	0	0	0
	Postal Ballot		6145952	98.94	6145952	0	100	0
	Total		6211627	6145952	98.94	6145952	0	100
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
Public - Non Institutions	E-Voting	2484558	972	0.04	869	103	89.40	10.60
	Postal Ballot		5706	0.23	5706	0	100	0
	Total		2484558	6678	0.27	6575	103	98.46
Total		8749865	6152630	70.32	6152527	103	99.99	0.01



Item No. 4 – To re-appoint Shri Dilip Keshavlal Patel (DIN: 00013150) aged 71 years as an Independent Director

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	6211627	0	0	0	0	0	0
	Postal Ballot		6145952	98.94	6145952	0	100	0
	Total		6211627	6145952	98.94	6145952	0	100
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
Public - Non Institutions	E-Voting	2484558	972	0.04	869	103	89.40	10.60
	Postal Ballot		5706	0.23	5706	0	100	0
	Total		2484558	6678	0.27	6575	103	98.46
Total		8749865	6152630	70.32	6152527	103	99.99	0.01



Item No. 5 - To re-appoint Shri Pratap Padamshi Dundh (DIN: 00023482) aged 81 years as an Independent Director

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) = $\frac{(2)}{(1)} * 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} * 100$	(7) = $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-Voting		0	0	0	0	0	0
	Postal Ballot	6211627	6145952	98.94	6145952	0	100	0
	Total	6211627	6145952	98.94	6145952	0	100	0
Public - Institutions	E-Voting		0	0	0	0	0	0
	Postal Ballot	53680	0	0	0	0	0	0
	Total	53680	0	0	0	0	0	0
Public - Non Institutions	E-Voting	2484558	972	0.04	869	103	89.40	10.60
	Postal Ballot		5706	0.23	5706	0	100	0
	Total	2484558	6678	0.27	6575	103	98.46	1.54
Total		8749865	6152630	70.32	6152527	103	99.99	0.01



Item No. 6 – To re-appoint Shri Makhanlal Bagaria (DIN: 01213323) aged 75 years as an Independent Director

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	6211627	0	0	0	0	0	0
	Postal Ballot		6145952	98.94	6145952	0	100	0
	Total		6211627	6145952	98.94	6145952	0	100
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
Public - Non Institutions	E-Voting	2484558	972	0.04	869	103	89.40	10.60
	Postal Ballot		5706	0.23	5706	0	100	0
	Total		2484558	6678	0.27	6575	103	98.46
Total		8749865	6152630	70.32	6152527	103	99.99	0.01



Item No. 7 - To re-appoint Smt. Hema Thakur (DIN: 01363454) aged 64 years as an Independent Director.

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	6211627	0	0	0	0	0	0
	Postal Ballot		6145952	98.94	6145952	0	100	0
	Total		6211627	6145952	98.94	6145952	0	100
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
Public - Non Institutions	E-Voting	2484558	972	0.04	869	103	89.40	10.60
	Postal Ballot		5706	0.23	5706	0	100	0
	Total		2484558	6678	0.27	6575	103	98.46
Total		8749865	6152630	70.32	6152527	103	99.99	0.01



RESULT SUMMARY

SR. NO.	RESOLUTION	TYPE OF RESOLUTION	FAVOUR (%)	AGAINST (%)
1.	To continue the Directorship of Shri Hari Prasad Siotia (DIN: 00015103) aged 84 years as a Non-Executive Director	Special Resolution	99.88	0.12
2.	To continue the Directorship of Shri Gopal Patodia (DIN: 00014247) aged 71 years as a Non-Executive Director	Special Resolution	99.79	0.21
3.	To re-appoint Shri Vinod Kumar Gupta (DIN: 00021560) aged 75 years as an Independent Director	Special Resolution	99.99	0.01
4.	To re-appoint Shri Dilip Keshavlal Patel (DIN: 00013150) aged 71 years as an Independent Director	Special Resolution	99.99	0.01
5.	To re-appoint Shri Pratap Padamshi Dundh (DIN: 00023482) aged 81 years as an Independent Director	Special Resolution	99.99	0.01
6.	To re-appoint Shri Makhanlal Bagaria (DIN: 01213323) aged 75 years as an Independent Director	Special Resolution	99.99	0.01
7.	To re-appoint Smt. Hema Thakur (DIN: 01363454) aged 64 years as an Independent Director	Special Resolution	99.99	0.01

