

**FORM NO. MGT-13**  
**SCRUTINIZER'S REPORT**

*[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015]*

To,  
The Chairman,  
**EUROTEX INDUSTRIES AND EXPORTS LIMITED**  
1110, Raheja Chambers, 11th Floor,  
213, Nariman Point,  
Mumbai – 400021.

Dear Sir,

I, **Dr. S. K. Jain**, Practicing Company Secretary, at 11, Friend's Union Premises Co-operative Society Ltd, 2<sup>nd</sup> Floor, 227, P. D' Mello Road, Mumbai- 400001 was appointed as Scrutinizer by the Board of Directors of **Eurotex Industries & Exports Limited** (the Company) for the purpose of scrutinizing e-Voting process (remote e-Voting pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the below mentioned Resolutions proposed at the 34<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company held on Saturday, 31<sup>st</sup> October, 2020 at 9:00 a.m. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), submit my report as under:



In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed. The Annual General Meeting ("AGM") of the Company was held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") and the voting for items had been transacted as per the Notice to this AGM was only through remote electronic voting process and electronic voting during the

11, Friend's Union Premises Co-operative Society Ltd, 2<sup>nd</sup> Floor, 227, P. D'Mello Road, Mumbai 400001.

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AGM, in compliance with applicable provisions of the Companies Act, 2013 (including any statutory modification or re-enactments thereof), and the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 28/2020 dated August 17, 2020 in relation to "Clarification on passing ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder and General Circular No. 20/2020 dated May 5, 2020 in relation to "Clarification on holding of annual general meeting through video conferencing (VC) or other audio visual means (OAVM)" all issued by the Ministry of Corporate, Government of India (the "MCA Circulars" and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 "(Listing Regulations)" read with Circular dated May 12, 2020 issued by Securities and Exchange Board of India in relation to "Additional relaxations in relation to compliance with certain provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. The venue for the AGM was deemed to be at the Registered office of the Company at 1110, Raheja Chambers, 11<sup>th</sup> Floor, 213, Nariman Point, Mumbai – 400021.

**1. Dispatch of Notice convening the Meeting.**

Pursuant to the MCA and SEBI Circulars, the Notice of the AGM along with the Annual Report for FY 2019-20 was sent on 5<sup>th</sup> October, 2020 by e-mail to 2583 Shareholders who had registered their email- id's with Depositories/the Company, out of which 39 emails were bounced back and 2544 mails were delivered. The Notice and Annual Report is also available on company's website [www.eurotexgroup.com](http://www.eurotexgroup.com).

**2. Newspaper Publication**

The Company had made an advertisement regarding Dispatch of Notice in Free Press Journal (English Newspaper) Navshakti (Marathi Newspaper) on 8<sup>th</sup> October, 2020.

**3. Cut-off Date**

The Voting rights were reckoned as on **Friday, 23<sup>rd</sup> October, 2020** being the cut-off date for the purpose of deciding the entitlements of Shareholders at the remote e-Voting.





#### 4. e-Voting

##### i. Agency:

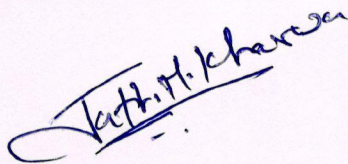
The Company has appointed Central Depository Services (India) Limited (CDSL) as the Agency for providing the e-Voting platform.

##### ii. Remote-Voting:

The remote e-Voting platform was open from 09:00 A.M. on Wednesday, 28<sup>th</sup> October, 2020 upto 5:00 p.m. on Friday, 30<sup>th</sup> October, 2020 and shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special Resolutions, on the e-Voting platform provided by CDSL.

#### 5. Counting Process:

- i. The vote cast under remote e-Voting facility was thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. I have scrutinized and reviewed the remote e-Voting and votes tendered therein based on the data downloaded from the CDSL e-Voting system.



Name: Mr. Jatin Kharwa



Name: Ms. Nivyata Batavia

- ii. Thereafter, the details of equity shareholders, who voted for or against was extracted from the list of equity shareholders who voted
- iii. "For" or "Against" were downloaded from the e-Voting website of Central Depository Services (India) Limited (CDSL) (<https://www.evotingindia.com>).
- iv. The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to remote e-Voting and at the Meeting on the Resolutions contained in the Notice of the AGM.





- v. My responsibility as scrutinizer for the remote e-Voting and the voting conducted through electronic voting (remote) at the meeting is restricted to make Scrutinizer's Report of the Votes cast in favour or against the Resolutions.
- vi. Based on the result made available to me, 29 Members have cast their votes through remote e-Voting and no Member had cast their votes during the meeting. The AGM was closed at 9:30 a.m.
- vii. The combined result of remote e-Voting and e-Voting during the Meeting is as under:





### **VOTING RESULTS**

*[Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]*

<b>Company Name</b>	<b>EUROTEX INDUSTRIES AND EXPORTS LIMITED</b>
<b>Date of the AGM</b>	<b>Saturday, 31<sup>st</sup> October, 2020</b>
<b>Total number of Shareholders on cut-off date:</b>	<b>6355</b>
<b>No. of shareholders present in the meeting either in person or through proxy</b>	Not Applicable (Meeting was held through VC/OAVM)
<b>No. of shareholders attended the meeting in the meeting through VC/OAVM:</b>	31
Promoters and Promoter Group:	7
Public:	24





**Resolution No. 1**

To receive, consider, approve and adopt the Audited Financial Statements for the financial year ended 31st March, 2020 and the Reports of the Directors and Auditors thereon.

Resolution required:			ORDINARY RESOLUTION					
Whether promoter/ promoter group 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	3794812	61.09	100	0	100	0
	Poll		0	0	0	0	0	0
	Total	6211627	3794812	61.09	3794812	0	100	0
Public-Institutions	E-Voting	53680	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	53680	0	0	0	0	0	0
Public-Non Institutions	E-Voting	2484558	3283	0.13	2793	490	85.07	14.93
	Poll		0	0	0	0	0	0
	Total	2484558	3283	0.13	2793	490	85.07	14.93
Total		8749865	3798095	43.41	3797605	490	99.99	0.01





**Resolution No. 2**

To appoint a Director in place of Shri Hari Prasad Siotia (DIN: 00015103) who retires by rotation and, being eligible, offers himself for re-appointment.

Resolution required:			ORDINARY RESOLUTION					
Whether promoter/ promoter group 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	3794812	61.09	100	0	100	0
	Poll		0	0	0	0	0	0
	Total	6211627	3794812	61.09	3794812	0	100	0
Public-Institutions	E-Voting	53680	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	53680	0	0	0	0	0	0
Public-Non Institutions	E-Voting	2484558	3282	0.13	2792	490	85.07	14.93
	Poll		0	0	0	0	0	0
	Total	2484558	3282	0.13	2792	490	85.07	14.93
Total		8749865	3798094	43.41	3797604	490	99.99	0.01





**Resolution No. 3**

To approve the remuneration of M/s. A. G. Anikhindi & Co., Cost Accountants, for the financial year ending 31st March, 2021.

Resolution required:			ORDINARY RESOLUTION					
Whether promoter/ promoter group 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	3794812	61.09	100	0	100	0
	Poll		0	0	0	0	0	0
	Total	6211627	3794812	61.09	3794812	0	100	0
Public-Institutions	E-Voting	53680	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	53680	0	0	0	0	0	0
Public-Non Institutions	E-Voting	2484558	3282	0.13	3192	90	97.26	2.74
	Poll		0	0	0	0	0	0
	Total	2484558	3282	0.13	3192	90	97.26	2.74
Total		8749865	3798094	43.41	3798004	90	100	0





**Resolution No. 4**

To Regularize the appointment of Shri Joginder Kumar Baweja (DIN: 01660198)  
as an Independent Non Executive Director

Resolution required:			ORDINARY RESOLUTION					
Whether promoter/ promoter group 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	3794812	61.09	100	0	100	0
	Poll		0	0	0	0	0	0
	Total	6211627	3794812	61.09	3794812	0	100	0
Public-Institutions	E-Voting	53680	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	53680	0	0	0	0	0	0
Public-Non Institutions	E-Voting	2484558	3282	0.13	2792	490	85.07	14.93
	Poll		0	0	0	0	0	0
	Total	2484558	3282	0.13	2792	490	85.07	14.93
Total		8749865	3798094	43.41	3797604	490	99.99	0.01







### RESULT SUMMARY

SR. NO.	RESOLUTION	TYPE OF RESOLUTION	FAVOUR (%)	AGAINST (%)
1.	To receive, consider, approve and adopt the Audited Financial Statements for the financial year ended 31st March, 2020 and the Reports of the Directors and Auditors thereon.	Ordinary Resolution	99.99	0.01
2.	To appoint a Director in place of Shri Hari Prasad Siotia (DIN: 00015103) who retires by rotation and, being eligible, offers himself for re-appointment.	Ordinary Resolution	99.99	0.01
3.	To approve the remuneration of M/s. A. G. Anikhindi & Co., Cost Accountants, for the financial year ending 31st March, 2021.	Ordinary Resolution	100	0
4.	To Regularize the appointment of Shri Joginder Kumar Baweja (DIN: 01660198) as an Independent NonExecutive Director	Ordinary Resolution	99.99	0.01

All other relevant records of voting were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.

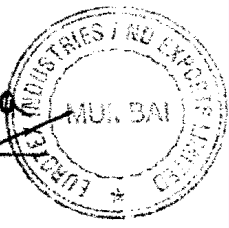
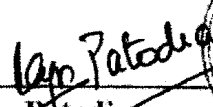
Thanking You,

Yours Faithfully,



**Dr. S.K. Jain**  
**Practicing Company Secretary**

Place: Mumbai  
Date: 31<sup>st</sup> October, 2020  
UDIN - F001473B001126630



**Rajiv Patodia**  
**Chairman**