

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
Extra Ordinary General Meeting of Shareholders
of Winsome Textile Ind. Ltd. held on 20th June, 2022 at 10:00 A.M.
at 1, Industrial Area, Baddi, Distt. Solan (H.P.).

Subject: Scrutinizer's Report on remote e- voting & voting through polling paper 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.

Dear Sir,

I, **Girish Madan**, Company Secretary in whole time practice, have been appointed by the Board of Directors of Winsome Textile Industries Limited, as a Scrutinizer for the purpose of Scrutinizing the Remote E-voting process and voting through polling papers at the Extra Ordinary General Meeting held on 20th June, 2022 and ascertaining the requisite majority on e-voting/physical 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 resolutions contained in the notice (hereinafter referred to as "the resolutions") of Extra Ordinary General Meeting (EOGM) of the members of the Company.

1. The notice dated 16th May, 2022 convening the Extra Ordinary General Meeting (EOGM) of the Company along with statement setting out material facts under section 102 of the Companies Act, 2013 was sent to the shareholders in respect of resolutions to be passed at the said Extra Ordinary General Meeting (EOGM) of the Company held on Monday, the 20th June, 2022 at 10:00 A.M. at its Registered Office at 1, Industrial Area, Baddi, Distt. Solan (H.P.).
2. The Management of the Company is 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 resolutions contained in the Notice of Extra Ordinary General Meeting (EOGM) of the members of Company. My responsibility as a 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 Private Limited (LIPL), the authorized agency to provide e-voting facilities, engaged by the Company and also through physical votes casted in aforesaid EOGM.
3. Further to the above, I submit my report as under:
 - i. The remote e-voting period remained open from 15th June, 2022 at 09.00 A.M. (I.S.T) to 19th June, 2022 at 5.00 P.M. (I.S.T).



GIRISH MADAN & ASSOCIATES
Company Secretaries

623/Sector 8, Panchkula
Phone No (0172) 4628623
9814212623(M)

- ii. The members of the Company as on the "cut off" date i.e. 13th June, 2022 were entitled to vote on the resolutions as set out in the notice of the Extra Ordinary General Meeting (EOGM)
- iii. The votes were unblocked on 20th June, 2022 at 10:30 A.M. in the presence of 2 witnesses, Ms. Anamika Mishra and Ms. Arushi Singla who are not in the employment of the Company.
- iv. The voting during the EOGM held on 20th June, 2022 was conducted through ballot paper wherein all the required facilities for the shareholders to cast their votes either in favour or against on the resolutions was duly provided.
- v. The ballot box was unlocked after the closure of the meeting in the presence of two witnesses in the office of the Scrutinizer. The poll papers were reconciled with the records maintained by Company/ M/s Link Intime India Pvt. Ltd., Registrar & Share Transfer Agent (RTA) of Company.
- vi. Thereafter, the details containing *inter-alia*, list of Equity Shareholders, who voted "for", "against" and "invalid" on the resolutions that have been put to vote, were generated from the e-voting website of Link Intime India Private Limited (LIPL) i.e. <https://instavote.linkintime.co.in> and polling papers 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.



(CS Girish Madan)
For Girish Madan & Associates
Practicing Company Secretaries
Membership No. FCS - 5017
C.P. No. 3577
UDIN: F005017D000512139

Place: Panchkula
Date: 21.06.2022

ANNEXURES

SUMMARY OF VOTING	: AS PER ANNEXURE-1
E-VOTING RESULTS	: AS PER ANNEXURE-2
BALLOT/PHYSICAL VOTING RESULTS	: AS PER ANNEXURE-3
FINAL RESULTS OF VOTING	: AS PER ANNEXURE-4

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ANNEXURE-1

Number of Members who cast their votes through e-voting and ballot paper	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
4 (through electronic voting)	26	See Annexure-2
16 (through ballot paper)	10902460	See Annexure-3



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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	
Special Business- Special Resolution							
1.	Appointment of Sh. Kapil Khanna (DIN:03301085) as an Independent Director for a term of five consecutive years	26	100%	Nil	Nil	Nil	Nil
2.	Appointment of Sh. Umesh Chander Sharma (DIN: 09548942) as an Independent Director for a term of five consecutive years.	26	100%	Nil	Nil	Nil	Nil



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ANNEXURE-3

PHYSICAL BALLOT PAPER RESULT

Item No. of Notice	Particulars of Resolutions	Vote in Favour of Resolution		Vote against the Resolution		Invalid Votes	
Special Business- Special Resolution							
1.	Appointment of Sh. Kapil Khanna (DIN:03301085) as an Independent Director for a term of five consecutive years	10902460	100%	Nil	Nil	Nil	Nil
2.	Appointment of Sh. Umesh Chander Sharma (DIN: 09548942) as an Independent Director for a term of five consecutive years.	10902460	100%	Nil	Nil	Nil	Nil



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ANNEXURE-4

FINAL RESULT OF VOTING

Item No. of Notice	Particulars of Resolutions	Vote in Favour of Resolution		Vote against the Resolution		Total Votes
1.	Appointment of Sh. Kapil Khanna (DIN:03301085) as an Independent Director for a term of five consecutive years	26	10902460	Nil	Nil	10902486
2.	Appointment of Sh. Umesh Chander Sharma (DIN: 09548942) as an Independent Director for a term of five consecutive years.	26	10902460	Nil	Nil	10902486

Therefore all the aforesaid resolutions were passed unanimously with requisite majority through remote electronic voting and poll.

I hereby confirm that I am maintaining the Registers received from the Service Provider in respect of the votes cast through remote e-voting and poll by the Shareholders of the Company. All the relevant records and documents are 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


(CS Girish Madan)
For Girish Madan & Associates
Practicing Company Secretaries
Membership No. FCS - 5017
C.P. No. 3577
UDIN: F005017D000512139

Place: Panchkula
Date: 21.06.2022

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Company Secretaries

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We, the undersigned witnesses, confirmed that the ballot box was unlocked in our presence and votes in respect of remote e-voting of shareholders of Winsome Textile Industries Limited were unblocked from e-voting website of Link Intime India Private Limited (LIPL) in our presence on 20th June, 2022 at 10:30 A.M.

Anamika 21/06/2022
Name: ANAMIKA MISHRA
Address:#1212, Adarsh Nagar,
Nayagaon, Mohali

Asingla 21/06/22
Name: ARUSHI SINGLA
Address: House No.125
Sector 7, Panchkula