

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
Annual General Meeting of Shareholders
of Winsome Textile Industries Limited held on 13th September, 2024 at 10:00 A.M.
at 1, Industrial Area, Baddi, Distt. Solan (H.P.)- 173205

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 Annual General Meeting held on 13th September, 2024 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 Annual General Meeting (AGM) of the members of the Company.

1. The notice dated 12th August, 2024 convening the Annual General Meeting (AGM) 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 the below mentioned resolutions to be passed at the Annual General Meeting (AGM) of the Company held on Friday, the 13th September, 2024 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 Annual General Meeting (AGM) 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 AGM.



UDIN: F005017F001218394

Peer Review Certificate No. 1514/2021

3. Further to the above, I submit my report as under:

- i. The remote e-voting period remained open from 08th September, 2024 at 09.00 A.M. (I.S.T) to 12th September, 2024 at 5.00 P.M. (I.S.T).
- ii. The members of the Company as on the "cut off" date i.e. 06th September, 2024 were entitled to vote on the resolutions as set out in the notice of the Annual General Meeting (AGM).
- iii. The votes were unblocked on 12th September, 2024 at 05.15 P.M. in the presence of 2 witnesses, Mrs. Anu Agarwal and Ms. Ishika Oberoi, who are not in the employment of the Company.
- iv. The voting during the AGM held on 13th September, 2024 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. We have found abstained vote in the electronic voting system at the AGM through VC/OAVM
- vi. 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.
- vii. 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: F005017F001218394

Place: Panchkula
Date: 14/09/2024

ANNEXURES

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

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
08 (through electronic voting)	2339	See Annexure-2
33 (through ballot paper)	11035688	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	
Ordinary Business – Ordinary Resolutions		Nos.	%	Nos.	%	Nos.	%
1	To receive, consider and adopt Audited Financial Statements of the Company together with the Reports of Board of Director's and Auditor's thereon for the year ended 31st March, 2024.	2338	99.96	1	0.04	NIL	NIL
2	Re-appointment of Shri Ashish Bagrodia (DIN-00047021) as Director who retires by rotation.	1338	99.96	1	0.04	NIL	NIL
3	Re-appointment of Shri Anil Kumar Sharma (DIN-01157106) as Director who retires by rotation.	1338	99.96	1	0.04	NIL	NIL
Special Business- Ordinary Resolution							
4	Ratification of remuneration of Cost Auditors.	1338	99.96	1	0.04	NIL	NIL

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PHYSICAL BALLOT PAPER RESULT

ANNEXURE-3

Item No. of Notice	Particulars of Resolutions	Vote in Favour of Resolution		Vote against the Resolution		Invalid Votes	
Ordinary Business – Ordinary Resolutions							
		Nos.	%	Nos.	%	Nos.	%
1	To receive, consider and adopt Audited Financial Statements of the Company together with the Reports of Board of Director's and Auditor's thereon for the year ended 31st March, 2024.	11035635	99.9995	NIL	NIL	53	0.0005
2	Re-appointment of Shri Ashish Bagrodia (DIN-00047021) as Director who retires by rotation.	184414	99.9995	NIL	NIL	53	0.0005
3	Re-appointment of Shri Anil Kumar Sharma (DIN-01157106) as Director who retires by rotation.	11035635	99.9995	NIL	NIL	53	0.0005
Special Business- Ordinary Resolution							
4	Ratification of remuneration of Cost Auditors.	11035635	99.9995	NIL	NIL	53	0.0005

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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		Invalid Votes		Abstained Votes
Ordinary Business – Ordinary Resolutions		Nos.	%	Nos.	%	Nos.	%	Nos
1	To receive, consider and adopt Audited Financial Statements of the Company together with the Reports of Board of Director's and Auditor's thereon for the year ended 31st March, 2024.	11037973	99.9995	1	0.00	53	0.0005	NIL
2	Re-appointment of Shri Ashish Bagrodia (DIN-00047021) as Director who retires by rotation.	185752	99.9995	1	0.00	53	0.0005	10851221
3	Re-appointment of Shri Anil Kumar Sharma (DIN-01157106) as Director who retires by rotation.	11036973	99.9995	1	0.00	53	0.0005	1000
Special Business- Ordinary Resolution								
4	Ratification of remuneration of Cost Auditors.	11036973	99.9995	1	0.00	53	0.0005	1000

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For Girish Madan & Associates
Practicing Company Secretaries
Membership No. FCS - 5017
C.P. No. 3577
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Therefore all the aforesaid resolutions were passed with requisite majority through remote electronic voting and poll through physical vote.

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: F005017F001218394

Place: Panchkula
Date: 14/09/2024

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 13th September, 2024 at 05.15 P.M.


Name : Mrs. Anu Agarwal
Address : #54, Sector-17
Panchkula, 134109


Name : Ms. Ishika Oberoi
Address : #938, Sector-17
Panchkula, 134109

Countersigned by:

Chairman/Authorized Signatory