



**SHRUTI SINGHAL & ASSOCIATES**  
Company Secretaries

**SCRUTINIZER REPORT  
FOR SWADESHI POLYTEX LTD**

(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 as Amended)

To,

The Chairman,  
Swadeshi Polytex Ltd.  
(CIN: L25209UP1970PLC003320)  
New Kavi Nagar Industrial Area,  
Ghaziabad - 201002 (U.P.)

Subject: Passing of resolutions through E-Voting / Postal Ballot pursuant to section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**Consolidated Report on e-Voting and Physical Postal Ballots**

Dear Sir,

1. I have been appointed as a Scrutinizer for the e-voting process and postal ballots as mentioned under Rule 20(4)(ix) and Rule 22(5) of the Companies (Management and Administration) Rules, 2014 as amended ("the Rules") pursuant to the resolution passed by the Board of Directors ("The Board") of Swadeshi Polytex Ltd. ("The Company") at their meeting held on 14<sup>th</sup> November, 2019.
2. The Company engaged National Securities Depository Limited ("NSDL") as the Service Provider for extending the facility of electronic voting to the shareholders of the Company. The Service Provider provided a system for recording the votes of the shareholders electronically on two items mentioned in the notice dated 14<sup>th</sup> November, 2019 sought to be transacted through postal ballot. The Company had uploaded all the items of the business to be transacted on the website of the Company and also its Service Provider to facilitate their shareholders to cast their votes through e-voting.
3. As on the cutoff date there were 9682 Shareholders of the Company. The Postal Ballot Notice was sent through email to 485 Shareholders whose email id was made available by the two depositories and for those holding in physical form to the extent it was available with the RTA. The Notice was sent in the physical form to 9197 shareholders.
4. The Postal Ballot Notices sent both through email and physical form contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.



5. The cutoff date (Record date) for the purposes of identifying the Shareholders who were entitled to vote on the resolutions placed for the approval of the shareholders was 15.11.2019. The e-voting facility was kept open from 26 November 2019 @9.00 A.M. to 25<sup>th</sup> December, 2019 @5.00 P.M.
6. Pursuant to Rule 20(4)(v) of Companies (Management and Administration) Rules, 2014 as amended, the Company also released an advertisement, which was published on 26.11.2019 in Financial Express, English Newspaper and in Jansatta, Hindi Newspaper. The notice published in the newspaper carried the required information as specified in the Rule 20(4)(v) (a) to (h).
7. At the end of the voting period on December 25, 2019 at 5.00 P.M. the voting portal of the service provider was blocked forthwith. On December 26, 2019 the votes cast through e-voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. Sharad Sharma and Ms. Tanupriya Kashtwal who acted as the witnesses, as prescribed in sub rule 4 (xii) of said Rule 20 of Companies (Management and Administration) Rules, 2014 as amended.
8. All the postal ballot forms received up to the close of working hours on 25.12.2019, the last date and time fixed by the company for receipt of the forms were considered for my scrutiny.
9. Particulars of all Votes cast by electronic mode have been entered in the register separately maintained for the purpose in electronic mode.

#### **Responsibility of the Management**

The Management of the company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to postal ballot voting including voting by electronic means for the resolutions stated in the Postal Ballot Notice dated 14<sup>th</sup> November, 2019.

#### **Responsibility as a Scrutinizer**

My responsibility as a scrutinizer for the e-voting process and for the postal ballot forms (in lieu of e-voting), is restricted to make a Scrutinizer Report of the votes cast "in favour" and "against" the resolutions set out in the Postal Ballot Notice based on the reports generated from the e-voting system provide by National Securities Depository Limited ("NSDL"), the authorised agency engaged by the Company for providing e-voting facilities and of the Postal Ballot Forms received till the time fixed for closing of the voting process.

As a scrutinizer the report of the e-voting carried by the shareholders was duly complied.

Consolidated report of the e- voting together with that of the postal ballot forms received manually is as under:-



**I. RESOLUTION NO. 1 – SUB- DIVISION OF EQUITY SHARES OF THE COMPANY**

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs.10/- each. (No. of Votes)	% of Valid Votes Received
Total Votes received by electronic mode	12	627031	99.95
Total Votes received through physical ballot mode	6	305	0.005
Total Number of Invalid Votes	-	-	-
Total Number of Valid Votes	18	627336	100
Total Number of Votes against the resolution	1	1	0.0001
Total Number of Votes in favour of Resolution	17	627335	99.9999

**RESOLUTION NO. 2 – AMENDMENT OF THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY**

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs.10/- each. (No. of Votes)	% of Valid Votes Received
Total Votes received by electronic mode	12	627031	99.95
Total Votes received through physical ballot mode	6	305	0.005
Total Number of Invalid Votes	-	-	-
Total Number of Valid Votes	18	627336	100
Total Number of Votes against the resolution	1	1	0.0001
Total Number of Votes in favour of Resolution	17	627335	99.9999

All the resolutions stand passed based on combined results (Remote e-voting and Postal Ballot) with the requisite majority.

I hereby confirm that I am maintaining the registers received from the Service Provider both electronically and manually, in respect of the votes cast through e- voting and Postal ballots received from the shareholders of the Company.



The Register and all other papers relating to voting by electronic means shall remain in the safe custody of the scrutinizer until the Chairman considers, approves and signs the minutes and thereafter, the scrutinizer shall hand over the register and other related papers to the Company.

Thanking you

Yours Sincerely

*Shruti*  
CS SHRUTI SINGHAL  
PRACTISING COMPANY SECRETARY  
SCRUTINIZER  
C. P. NO. 22138



Date : 27th December, 2019

Place : Delhi

UDIN: A057010A000499628

Counter Signed by the Chairman /  
Person authorized by the Chairman

*[Signature]* (Company Secretary  
Swadshil Polydep Ltd.)

WITNESS-1

Signature: *Harod Sharma*  
Name : *Harod Sharma*  
Address: *3431 Badi Malijan Delhi Gate  
Delhi - 110002*

WITNESS-2

Signature: *Tanupriya*  
Name : *Tanupriya Kashwal*  
Address: *136-B, Pocket-B, Dilshad Garden  
Delhi - 110095*