



**VISAGAR**  
you dream, we create

1<sup>st</sup> October, 2019

|                                                                                                                                                            |                                                                                                                                                                                    |
|------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>BSE Limited</b><br>Corporate Services Department,<br>Dalal Street, Fort<br>Mumbai - 400001.<br>BSE Scrip ID - <b>VIVIDHA</b><br>BSE Scrip Code - 506146 | <b>The National Stock Exchange of India Limited</b><br>Exchange Plaza, Plot No. C/1, G Block,<br>Bandra Kurla Complex,<br>Bandra (E), Mumbai - 400 051.<br>ISIN Code- INE370E01029 |
|------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

**Sub: Submission of Scrutinizer's Report of Voting Results of the 36<sup>th</sup> Annual General Meeting**

Dear Sir,

Enclosed herewith is the Report of Scrutinizer on Voting Results declaring the combined result of e-voting and poll process carried out on the resolutions contained in the Notice of the 36<sup>th</sup> Annual General Meeting of the Company held on Monday, 30<sup>th</sup> September, 2019 at 10.00 a.m. at 2<sup>nd</sup> floor, CKP Hall, Tejpal Scheme Rd-4, Udyan Vikas Society, Vile Parle East, Vile Parle, Mumbai- 400057

Kindly take the same on record and oblige.

Thanking You,

Yours Faithfully,

**FOR VISAGAR POLYTEX LIMITED**

  
(Tilokchand Kothari)  
**Managing Director**  
DIN: 00413627

Encl: A/a

**VISAGAR POLYTEX LIMITED**

**Regd. Off. :** 907/908, Dev Plaza, S. V. Road, Andheri (W), Mumbai - 400 058. Tel.: (022) 6742 4815  
Email : [contact@visagar.com](mailto:contact@visagar.com) Website : [www.visagarpolytex.in](http://www.visagarpolytex.in) CIN : L655990MH1983PLC030215

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**FORM NO. MGT-13****Report of Scrutinizer**

**[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]**

**To,**

**The Chairman,**

36<sup>th</sup> Annual General Meeting of the Equity Shareholders of Visagar Polytex Limited held on Monday, 30<sup>th</sup> September, 2019 at 10.00 a.m. at 2nd Floor, CKP Hall, Tejpal Scheme Rd 4, Udyan Vikas Society, Vile Parle East, Vile Parle, Mumbai-400057.

I, Vineet Pal Practicing Company Secretary appointed as Scrutinizer by the Board of Directors for the purpose of Scrutinizing the remote e-voting and Physical Voting by Ballot papers at the 36<sup>th</sup> Annual General Meeting of the Equity Shareholders of Visagar Polytex Limited, held on Monday, 30<sup>th</sup> September, 2019 at 2nd Floor, CKP Hall, Tejpal Scheme Rd 4, Udyan Vikas Society, Vile Parle East, Vile Parle, Mumbai-400057, pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities And Exchange Board Of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

**I submit my report as under:**

1. The Company had appointed National Securities Depository Limited (NSDL) as the service provider, for extending the facility for the remote e-voting to the Shareholders of the Company from Friday, 27<sup>th</sup> September, 2019 at 9:00 A.M. and closed on Sunday, 29<sup>th</sup> September, 2019 at 5:00 P.M.
2. The voting rights were reckoned as on 23<sup>rd</sup> September, 2019, being cut-off date for the purpose of deciding the entitlements of Members at the remote e-voting and voting at the Meeting.
3. The Company facilitated the Members present in the Meeting who could not participate in the remote e-voting to cast their votes through poll process. After the time fixed for the poll by the Chairman, ballot box kept for polling were locked in my presence with due identification marks placed by me.



4. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
5. The votes were unblocked on 30<sup>th</sup> September, 2019 (after the conclusion of the meeting) in the presence of 2 witnesses, namely Ms. Kajal Jain and Ms Kajal Khetani. Both of them are not in the employment of the Company.



Ms. Kajal Jain



Ms. Kajal Khetani

6. No poll paper was found invalid.
7. The Results of the voting are as under:





**ORDINARY BUSINESS:****RESOLUTION NO. 1: (AS AN ORDINARY RESOLUTION)**

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon.

**(I) Voted in favour of the resolution:**

|                 | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast i.e. (92434348) |
|-----------------|---------------------------------------------------------------------------------------------|---------------------------------|----------------------------------------------------|
| Remote E-voting | 25                                                                                          | 13638704                        | 14.76                                              |
| Voting by poll  | 27                                                                                          | 78795544                        | 85.24                                              |
| <b>Total</b>    | <b>52</b>                                                                                   | <b>92434248</b>                 | <b>100</b>                                         |

**(II) Voted against the resolution:**

|                 | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast i.e. (92434348) |
|-----------------|---------------------------------------------------------------------------------------------|---------------------------------|----------------------------------------------------|
| Remote E-voting | 1                                                                                           | 100                             | 0                                                  |
| Voting by poll  | 0                                                                                           | 0                               | 0                                                  |
| <b>Total</b>    | <b>1</b>                                                                                    | <b>100</b>                      | <b>0</b>                                           |

**(III) Invalid Votes:**

|                | Total number of members (in person or in proxy) whose votes were declared invalid | Total Number of votes cast by them |
|----------------|-----------------------------------------------------------------------------------|------------------------------------|
| E-voting       | 0                                                                                 | 0                                  |
| Voting by poll | 0                                                                                 | 0                                  |
| <b>Total</b>   | <b>0</b>                                                                          | <b>0</b>                           |



**RESOLUTION NO. 2: (AS AN ORDINARY RESOLUTION)**

To appoint a Director in place of Mr. Kanwar Lal Rathi (DIN: 06441986), who retires by rotation and being eligible, offers himself for re-appointment.

**(I) Voted in favour of the resolution:**

|                 | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast i.e. (92434898) |
|-----------------|---------------------------------------------------------------------------------------------|---------------------------------|----------------------------------------------------|
| Remote E-voting | 24                                                                                          | 13638702                        | 14.76                                              |
| Voting by poll  | 27                                                                                          | 78795544                        | 85.25                                              |
| <b>Total</b>    | <b>51</b>                                                                                   | <b>92434246</b>                 | <b>100</b>                                         |

**(II) Voted against the resolution:**

|                 | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast i.e. (92434898) |
|-----------------|---------------------------------------------------------------------------------------------|---------------------------------|----------------------------------------------------|
| Remote E-voting | 3                                                                                           | 652                             | 0                                                  |
| Voting by poll  | 0                                                                                           | 0                               | 0                                                  |
| <b>Total</b>    | <b>3</b>                                                                                    | <b>652</b>                      | <b>0</b>                                           |

**(III) Invalid Votes:**

|                | Total number of members (in person or in proxy) whose votes were declared invalid | Total Number of votes cast by them |
|----------------|-----------------------------------------------------------------------------------|------------------------------------|
| E-voting       | 0                                                                                 | 0                                  |
| Voting by poll | 0                                                                                 | 0                                  |
| <b>Total</b>   | <b>0</b>                                                                          | <b>0</b>                           |



**SPECIAL BUSINESS****RESOLUTION NO. 3: (AS AN ORDINARY RESOLUTION)**

**Regularization of Appointment of Mrs. Sheela Vijay Sawdekar as an Independent Non-Executive Director: -**

**(I) Voted in favour of the resolution:**

|                 | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast i.e. (92434898) |
|-----------------|---------------------------------------------------------------------------------------------|---------------------------------|----------------------------------------------------|
| Remote E-voting | 24                                                                                          | 13638702                        | 14.76                                              |
| Voting by poll  | 27                                                                                          | 78795544                        | 85.25                                              |
| <b>Total</b>    | <b>51</b>                                                                                   | <b>92434246</b>                 | <b>100</b>                                         |

**(II) Voted against the resolution:**

|                 | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast i.e. (92434898) |
|-----------------|---------------------------------------------------------------------------------------------|---------------------------------|----------------------------------------------------|
| Remote E-voting | 3                                                                                           | 652                             | 0                                                  |
| Voting by poll  | 0                                                                                           | 0                               | 0                                                  |
| <b>Total</b>    | <b>3</b>                                                                                    | <b>652</b>                      | <b>0</b>                                           |

**(III) Invalid Votes:**

|                | Total number of members (in person or in proxy) whose votes were declared invalid | Total Number of votes cast by them |
|----------------|-----------------------------------------------------------------------------------|------------------------------------|
| E-voting       | 0                                                                                 | 0                                  |
| Voting by poll | 0                                                                                 | 0                                  |
| <b>Total</b>   | <b>0</b>                                                                          | <b>0</b>                           |



**RESOLUTION NO. 4: (AS AN ORDINARY RESOLUTION)**

**Regularization of Appointment of Mr. Kaushal Singh Yadav as an Independent Non-Executive Director: -**

**(I) Voted in favour of the resolution:**

|                 | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast i.e. (92434898) |
|-----------------|---------------------------------------------------------------------------------------------|---------------------------------|----------------------------------------------------|
| Remote E-voting | 24                                                                                          | 13638702                        | 14.76                                              |
| Voting by poll  | 27                                                                                          | 78795544                        | 85.25                                              |
| <b>Total</b>    | <b>51</b>                                                                                   | <b>92434246</b>                 | <b>100</b>                                         |

**(II) Voted against the resolution:**

|                 | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast i.e. (92434898) |
|-----------------|---------------------------------------------------------------------------------------------|---------------------------------|----------------------------------------------------|
| Remote E-voting | 3                                                                                           | 652                             | 0                                                  |
| Voting by poll  | 0                                                                                           | 0                               | 0                                                  |
| <b>Total</b>    | <b>3</b>                                                                                    | <b>652</b>                      | <b>0</b>                                           |

**(III) Invalid Votes:**

|                | Total number of members (in person or in proxy) whose votes were declared invalid | Total Number of votes cast by them |
|----------------|-----------------------------------------------------------------------------------|------------------------------------|
| E-voting       | 0                                                                                 | 0                                  |
| Voting by poll | 0                                                                                 | 0                                  |
| <b>Total</b>   | <b>0</b>                                                                          | <b>0</b>                           |





**RESOLUTION NO. 5: (AS AN ORDINARY RESOLUTION)**

**Regularization of Appointment of Mr. Subhankar Adhikaryas an Independent Non-Executive Director: -**

**(I) Voted in favour of the resolution:**

|                 | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast i.e. (92434898) |
|-----------------|---------------------------------------------------------------------------------------------|---------------------------------|----------------------------------------------------|
| Remote E-voting | 24                                                                                          | 13638702                        | 14.76                                              |
| Voting by poll  | 27                                                                                          | 78795544                        | 85.25                                              |
| Total           | 51                                                                                          | 92434246                        | 100                                                |

**(II) Voted against the resolution:**

|                 | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast i.e. (92434898) |
|-----------------|---------------------------------------------------------------------------------------------|---------------------------------|----------------------------------------------------|
| Remote E-voting | 3                                                                                           | 652                             | 0                                                  |
| Voting by poll  | 0                                                                                           | 0                               | 0                                                  |
| Total           | 3                                                                                           | 652                             | 0                                                  |

**(III) Invalid Votes:**

|                | Total number of members (in person or in proxy) whose votes were declared invalid | Total Number of votes cast by them |
|----------------|-----------------------------------------------------------------------------------|------------------------------------|
| E-voting       | 0                                                                                 | 0                                  |
| Voting by poll | 0                                                                                 | 0                                  |
| Total          | 0                                                                                 | 0                                  |

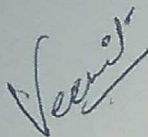




8. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
9. The poll papers and other relevant records were sealed and handed over to the Chairman authorized by the Board for safe keeping.
10. The consolidated result of the votes cast (by Remote E-Voting and by poll) is provided as **Annexure 1** to this report.

Thanking You,  
Yours Faithfully,  
For Veenit Pal & Associates.,  
Company Secretaries

For Visagar Polytex Limited



Veenit Pal  
Proprietor



Chairman

Place: Mumbai  
Date: 30<sup>th</sup> September, 2019

### Annexure - 1

**Consolidated result of voting (by Remote e-voting and Poll) for resolution numbers 1 to 5 of the notice of the Annual General Meeting of "Visagar Polytex Limited" held on Monday, 30th day of September, 2019 at 10.00 A.M.**

| Resol<br>n No. | Total Valid Votes Cast |          |          | Voted in favour of resolution |          |          |     | Voted against the resolution |      |       |   |
|----------------|------------------------|----------|----------|-------------------------------|----------|----------|-----|------------------------------|------|-------|---|
|                | Remote<br>E-<br>voting | Poll     | Total    | Remote<br>E-voting            | Poll     | Total    | %   | Remote<br>E-voting           | Poll | Total | % |
| 1              | 136388<br>04           | 78795544 | 92434348 | 136387<br>04                  | 78795544 | 92434248 | 100 | 100                          | 0    | 100   | 0 |
| 2              | 136393<br>54           | 78795544 | 92434898 | 136387<br>02                  | 78795544 | 92434246 | 100 | 652                          | 0    | 100   | 0 |
| 3              | 136393<br>54           | 78795544 | 92434898 | 136387<br>02                  | 78795544 | 92434246 | 100 | 652                          | 0    | 100   | 0 |
| 4              | 136393<br>54           | 78795544 | 92434898 | 136387<br>02                  | 78795544 | 92434246 | 100 | 652                          | 0    | 100   | 0 |
| 5              | 136393<br>54           | 78795544 | 92434898 | 136387<br>02                  | 78795544 | 92434246 | 100 | 652                          | 0    | 100   | 0 |

