



## **ASHNOOR TEXTILE MILLS LIMITED**

Regd. Office & Works : BEHRAMPUR ROAD, KHANDSA VILLAGE, GURUGRAM -122001, (HR.)

TEL. : 0124-4809756, 4809755

□ email : atml\_delhi@yahoo.com

Registration No. : L17226HR1984PLC033384

**September 28, 2019**

Dear Members  
Ashnoor Textile Mills Limited

Dear Sir/Madam

The 36<sup>th</sup> Annual General Meeting of the Company was held on Friday, September 27, 2019 at 9:30 AM at the registered office of the Company at Behrampur Road, Village Khandsa, Gurgaon, Haryana-122001.

A Scrutinizers Report on passing of resolutions through e-voting and poll conducted at the Annual General Meeting is attached herewith.

Regards

**For Ashnoor Textile Mills Limited**

**Suneel Gupta**  
Chairman of the meeting

**DEEPAK BANSAL & ASSOCIATES**  
Company Secretaries

E-102/2, Naraina Vihar, New Delhi-110028  
Ph: 011-45141907; 9899167774

September 27, 2019

To  
The Chairperson of 36<sup>th</sup> Annual General Meeting of Equity Shareholders of  
**Ashnoor Textile Mills Limited**

Sub: Scrutinizers' Report on passing of resolutions through e-Voting and poll conducted at 36th Annual General Meeting of Ashnoor Textile Mills Limited held on 27<sup>th</sup> September, 2019.

Sir

We, M/s Deepak Bansal & Associates, Company Secretaries, New Delhi appointed as Scrutinizer for the purpose of scrutinizing e-Voting and Poll in a fair and transparent manner in respect to the resolutions contained in the notice of 36th Annual General Meeting of the equity shareholders of the company, held on Friday 27<sup>th</sup> September, 2019.

The e-voting period remained open from Tuesday, 24th September, 2019 (9:30 A.M) and ended on Thursday, 26<sup>th</sup> September, 2019 (05:00 PM). Further, the Company facilitated the members present in the Annual General Meeting who could not exercise their votes through e-voting, to record their votes through poll process.

There was polling reported through e-voting and polling done at Annual General Meeting was diligently scrutinized under our supervision and we are attaching herewith our following reports on poll conducted to enable you to declare result thereof: -

- i. Report on poll conducted at 36th Annual General Meeting in the prescribed form MGT-13 as **Annexure - I**
- ii. A consolidated report on voting done on all the resolution through e-voting / poll as **Annexure - II**

We further confirm, that a register has been maintained electronically to record the assent or dissent received mentioning the particulars of name, address, folio number or client Id of the shareholders, number of shares held by them, nominal value of such shares along with the data sheet, papers / registers relating to e-voting and poll.

Thanking You,

Yours faithfully

For **DEEPAK BANSAL & ASSOCIATES**

Company Secretaries



**DEEPAK BANSAL**

Proprietor

FCS: 3736

CP: 7433



**DEEPAK BANSAL & ASSOCIATES**  
Company Secretaries

E-102/2, Naraina Vihar, New Delhi-110028  
Ph: 011-45141907; 9899167774

**FORM NO. MGT- 13**

**Report of Scrutinizer(s)**

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

To,

The Chairman of 36th Annual General Meeting of the Equity Shareholders of **ASHNOOR TEXTILE MILLS LIMITED** (the company) held on Friday, 27<sup>th</sup> September, 2019 at 9:30 A.M at Behrampur Road, Village Khandsa, District Gurgaon, Haryana - 122001.

Dear Sir

We, M/s Deepak Bansal and Associates, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 36th Annual General Meeting of the Equity Shareholders of Ashnoor Textile Mills Limited, held on 27<sup>th</sup> September, 2019 at 9:30 A.M at Behrampur Road, Village Khandsa, District Gurgaon, Haryana - 122001, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, One (1) ballot box kept for polling was locked in our presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in our 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.
3. We found no poll papers as invalid.
4. The result of the Poll is as under:

**Item No.1 (Type of Resolution: Ordinary)**

To consider and adopt the Audited Financial Statement of the Company for the financial year ended 31 March, 2019, the Report of the Board of Directors and Auditors thereon.

(i) Voted in favor of the resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
163	7962	100.00

(ii) Voted Against the Resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil



(iii) Invalid Votes:

Total Number of members (in person or by Proxy) whose votes were declared in valid	Total number votes cast by them
0	0

**Item No.2 (Type of Resolution: Ordinary)**

To appoint a Director in place of Mr. Abhinav Gupta (DIN 02766867) who retires by rotation and being eligible, offers himself for re-appointment

(i) Voted in favor of the resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
163	7962	100.00

(ii) Voted Against the Resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total Number of members (in person or by Proxy) whose votes were declared in valid	Total number votes cast by them
0	0

**Item No.3 (Type of Resolution: Special)**

To appoint Mr Suneel Gupta (DIN 00052084) as Managing Director effective from January 10,2020 for a period of 3 years and fix his remuneration

(i) Voted in favor of the resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
163	7962	100.00

(ii) Voted Against the Resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total Number of members (in person or by Proxy) whose votes were declared in valid	Total number votes cast by them
0	0



**Item No.4 (Type of Resolution: Special)**

To appoint Ms.(Dr.) Sangeeta Gupta (DIN 00052121), as Whole Time Director effective from May 20, 2020 and fix her remuneration.

(i) Voted in favor of the resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
163	7962	100.00

(ii) Voted Against the Resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total Number of members (in person or by Proxy) whose votes were declared in valid	Total number votes cast by them
0	0

**Item No.5 (Type of Resolution: Special)**

To approve re-appointment of Mr Piyush Gupta –Independent Director effective from September 30, 2019 for a consecutive period of five years

(i) Voted in favor of the resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
163	7962	100.00

(ii) Voted Against the Resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total Number of members (in person or by Proxy) whose votes were declared in valid	Total number votes cast by them
0	0



**Item No.6 (Type of Resolution: Special)**

To approve payment of commission not exceeding 1 % of profit to non – executive directors (including independent directors )

(iv) Voted in favor of the resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
163	7962	100.00

(v) Voted Against the Resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(vi) Invalid Votes:

Total Number of members (in person or by Proxy) whose votes were declared in valid	Total number votes cast by them
0	0

For DEEPAK BANSAL & ASSOCIATES  
Company Secretaries

*Handwritten signature*

DEEPAK BANSAL  
Proprietor  
FCS: 3736; CP: 7433

Date : 27/09/2019  
Place: New Delhi



Signature of Witnesses:

1. *Rashmi Kumari*  
*Rashmi Kumari*  
A-303, Gaur Ganga  
Sector-4, Vaishali  
Ghazabad, 201010
2. *Mohit Shah*  
CR 273, Lalitapark,  
Laxmi Nagar,  
New Delhi 110092

*Handwritten signature*

**CONSOLIDATED REPORT ON e-VOTING / POLL**

Annexure -II

**ASHNOOR TEXTILE MILLS LIMITED**  
**36<sup>th</sup> Annual General Meeting - 27<sup>th</sup> September, 2019**

**Item No.1 (Type of Resolution: Ordinary)**

To consider and adopt the Audited Financial Statement of the Company for the financial year ended 31 March, 2019, the Report of the Board of Directors and Auditors thereon.

Particulars	No. of Voters			No of Votes			Percentage
	E- Voting (a)	Poll (b)	Total [c]	E- Voting (d)	Poll (e)	Total (f)	
Assent	5	163	168	153	7962	8115	100.00
Dissent	0	0	0	0	0	0	0.00
Total	5	163	168	153	7962	8115	100.00

Thus, the Ordinary Resolution as contained in Item No 1 is passed with requisite majority

**Item No.2 (Type of Resolution: Ordinary)**

To appoint a Director in place of Mr. Abhinav Gupta (DIN 02766867) who retires by rotation and being eligible, offers himself for re-appointment

Particulars	No. of Voters			No of Votes			Percentage
	E- Voting (a)	Poll (b)	Total [c]	E- Voting (d)	Poll (e)	Total (f)	
Assent	11	163	174	9030015	7962	9037977	100.00
Dissent	0	0	0	0	0	0	0.00
Total	11	163	174	9030015	7962	9037977	100.00

Thus, the Ordinary Resolution as contained in Item No 2 is passed with requisite majority



**Item No.3 (Type of Resolution: Special)**

To appoint Mr Suneel Gupta (DIN 00052084) as Managing Director effective from January 10,2020 for a period of 3 years and fix his remuneration

Particulars	No. of Voters			No of Votes			Percentage
	E- Voting (a)	Poll (b)	Total [c]	E- Voting (d)	Poll (e)	Total (f)	
Assent	11	163	174	9030015	7962	9037977	100.00
Dissent	0	0	0	0	0	0	0.00
Total	11	163	174	9030015	7962	9037977	100.00

Thus, the Special Resolution as contained in Item No 3 is passed with requisite majority

**Item No.4 (Type of Resolution: Special)**

To appoint Ms. (Dr) Sangeeta Gupta (DIN 00052121), as Whole Time Director effective from May 20, 2020 and fix her remuneration

Particulars	No. of Voters			No of Votes			Percentage
	E- Voting (a)	Poll (b)	Total [c]	E- Voting (d)	Poll (e)	Total (f)	
Assent	11	163	174	9030015	7962	9037977	100.00
Dissent	0	0	0	0	0	0	0.00
Total	11	163	174	9030015	7962	9037977	100.00

Thus, the Special Resolution as contained in Item No 4 is passed with requisite majority





**Item No.5 (Type of Resolution: Special)**

To approve re-appointment of Mr Piyush Gupta –Independent Director effective from September 30, 2019 for a consecutive period of five years

Particulars	No. of Voters			No of Votes			Percentage
	E- Voting (a)	Poll (b)	Total [c]	E- Voting (d)	Poll (e)	Total (f)	
Assent	5	163	168	153	7962	8115	100.00
Dissent	0	0	0	0	0	0	0.00
Total	5	163	168	153	7962	8115	100.00

Thus, the Special Resolution as contained in Item No 5 is passed with requisite majority

**Item No.6 (Type of Resolution: Special)**

To approve payment of commission not exceeding 1 % of profit to non – executive directors (including independent directors)

Particulars	No. of Voters			No of Votes			Percentage
	E- Voting (a)	Poll (b)	Total [c]	E- Voting (d)	Poll (e)	Total (f)	
Assent	5	163	168	153	7962	8115	100.00
Dissent	0	0	0	0	0	0	0.00
Total	5	163	168	153	7962	8115	100.00

Thus, the Special Resolution as contained in Item No 6 is passed with requisite majority

