# 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


**October 1, 2021**

The Manager
Department of Corporate Services
Bombay Stock Exchange Ltd.
25, Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai-400001

**Ref.: Scrip Code No.: 507872**
Sub: Outcome / Proceeding of the 38th Annual General Meeting

Dear Sir,

Pursuant to Regulation 30 read with clause 13 of Part-A of Schedule-III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the gist of proceedings cum outcome of 38th Annual General Meeting held on Thursday, September 30, 2021 at 4:00 p. m. through Video Conferencing and Other Audio Visual Means. Further, pursuant to regulation 44 details of resolutions passed in the meeting with Scrutinizer's Report are also attached.

Please take the above in your record.

Yours Faithfully,
For **Ashnoor Textile Mills Limited**

**Suneel Gupta**
**Managing Director**
**DIN-00052084**
**79-A, Sainik Farms**
**W3, Western Avenue**
**New Delhi-110062**
**Delhi**

**Enclosed:** As Above

# ASHNOOR TEXTILE MILLS LIMITED

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TEL. : 0124-4809756, 4809755
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## GIST SUMMARY OF PROCEEDINGS OF THE 38TH ANNUAL GENERAL MEETING OF ASHNOOR TEXTILE MILLS LIMITED

The 38th Annual General Meeting (AGM) of the Members of Ashnoor Textile Mills Limited ("the Company") was held on Thursday, September 30, 2021 at 4:00 p.m. (IST) through Video Conference ("VC")/ Other Audio Visual Means ("OAVM"). The meeting was held in compliance with the General Circular No. 02/2021 dated 13th January, 2021 and MCA General Circular No. 20/2020 dated 5th May, 2020 read together with MCA General Circular Nos. 14 & 17/2020 dated 8th April, 2020 and 13th April, 2020 respectively, and Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/ CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 and SEBI Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated 12th May, 2020 and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

**Directors and Others in attendance**

Mr. Suneel Gupta-Chairman and Managing Director- joined the meeting through VC from Gurugram. Mr. Anil Aggarwal-Independent Director (Chairman of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relation Committee), Mr. Abhinav Gupta-Whole Time Director, Dr. (Mrs.) Sangeeta Gupta-Whole Time Director, Mr. Sanjay Arora-Independent Director, Ms. Noor Gupta-Director, Ms. Yashima Saluja – Company Secretary and Chief Compliance Officer, Mr. Anil Kumar Arora- Secretarial Auditors and Mr. Deepak Bansal-Scrutinizer attended the meeting through VC from their respective locations at that time. Mr. Naresh Kumar Aggarwal and Mrs. Divya Aggarwal, Independent Directors of the Company, were unable to attend the meeting due to different reasons.

**Members Present**

59 (Fifty Nine) Members attended the meeting through VC. Mr. Anil Aggarwal-Independent Director and Chairman of various Committees of the Board welcomed the members present in the meeting and introduced the Directors and other representatives who had joined the meeting through VC. He apprised that in compliance with relaxation granted by MCA due to COVID-19, the Company is convening virtual AGM by using Webex software facility provided by Link Intime India Private Limited (RTA). The Company had provided e-voting facility From September 27, 2021 to September 29, 2021. The members attending this AGM were allowed to vote if they had not voted earlier by using e-voting facility provided by the Company. He, then, requested the Chairman to welcome and address the members present in the meeting. An announcement was made that statutory documents were open for inspection.

The Chairman commenced the proceedings of the meeting after ascertaining that the requisite quorum was present. The meeting commenced at 4:00 p.m. (IST) and concluded at 4.35 p.m. (IST) (including time allowed for e-voting at AGM).

The Chairman welcomed the members and other attendees present in the meeting. He, then, gave an overview of the operations and the financial performance of the Company during the financial year 2020-2021 and also the impact of Covid-19 pandemic on economy and performance of the Company.

ASHNOOR TEXTILE MILLS LTD.

Thereafter, Mr. Anil Aggarwal, Chairman of the Audit Committee, read the Auditors' report and annexure thereto. Notice of the meeting alongwith the explanatory statement was taken as read with the approval of the members. Mr. Anil Aggarwal placed all the resolutions before the meeting.

The members were requested to cast their vote on all the resolutions, if they had not casted their vote through remote e-voting.

Thereafter, speaker shareholders were invited to speak and ask questions, if any. Two speakers raised a few quarries, which were suitably replied.

The Chairman concluded the meeting by extending special thanks to Members, Directors and other attendees.

The following items of business as set out in the Notice of the 38th AGM were transacted:

| Resolution Number | Resolutions | Type of Resolutions |
|---|---|---|
| **Ordinary Business:** | | |
| 1. | To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2021, the Report of the Directors' and the Auditors' thereon. | **Ordinary Resolution** |
| 2. | To appoint Ms. Sangeeta Gupta (DIN-00052121), who retires by rotation as a Director and, being eligible, offers herself for re-appointment as a Director. | **Ordinary Resolution** |
| **Special Business:** | | |
| 3. | To appoint Mr. Naresh Kumar Aggarwal (DIN-00224371), who was appointed as Additional Director on February 27, 2021, as an Independent Director for 1st term of 5 consecutive years effective from February 27, 2021. | **Ordinary Resolution** |
| 4. | To reappoint Mr. Sanjay Arora (DIN-07815311), for 2nd term of 5 consecutive years as Non Executive Independent Director effective from June 1, 2022. | **Special Resolution** |
| 5. | To reappoint Mr. Abhinav Gupta (DIN-02766867), as Whole Time Director and fix his remuneration for a period of 3 years effective from February 1, 2022. | **Special Resolution** |

The meeting was ended with vote of thanks to the Chair.

ASHNOOR TEXTILE MILLS LTD.

**Place:** Gurugram

**Date:** October 1, 2021

**CHAIRPERSON**

| General information about company | |
|---|---|
| Scrip code | 507872 |
| NSE Symbol | |
| MSEI Symbol | |
| ISIN | INE372I01018 |
| Name of the company | ASHNOOR TEXTILE MILLS LIMITED |
| Type of meeting | AGM |
| Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot) | 30-09-2021 |
| Start time of the meeting | 04:00 PM |
| End time of the meeting | 04:35 PM |

For Ashnoor Textile Mills Ltd.

Authorised Signatory

| Scrutinizer Details | |
|---|---|
| Name of the Scrutinizer | DEEPAK BANSAL |
| Firms Name | DEEPAK BANSAL & ASSOCIATES |
| Qualification | CS |
| Membership Number | F3736 |
| Date of Board Meeting in which appointed | 12-08-2021 |
| Date of Issuance of Report to the company | 01-10-2021 |

For Ashnoor Textile Mills Ltd.

Authorised Signatory

| Voting results | |
|---|---|
| Record date | 23-09-2021 |
| Total number of shareholders on record date | 16844 |
| No. of shareholders present in the meeting either in person or through proxy | |
| a) Promoters and Promoter group | 0 |
| b) Public | 0 |
| No. of shareholders attended the meeting through video conferencing | |
| a) Promoters and Promoter group | 4 |
| b) Public | 55 |
| No. of resolution passed in the meeting | 5 |
| Disclosure of notes on voting results | |

For Ashnoor Textile Mills Ltd.

Authorised Signatory

| Resolution(1) | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2021, the Reportof the Directors and Auditors thereon | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 9279841 | 9279841 | 100 | 9279841 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 9279841 | 9279841 | 100 | 9279841 | 0 | 100 | 0 |
| Public-Institutions | E-Voting | 3080 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 3080 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 3462928 | 17180 | 0.4961 | 17170 | 10 | 99.9418 | 0.0582 |
| | Poll | | 69 | 0.002 | 69 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 3462928 | 17249 | 0.4981 | 17239 | 10 | 99.942 | 0.058 |
| Total | | 12745849 | 9297090 | 72.9421 | 9297080 | 10 | 99.9999 | 0.0001 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

For Ashnoor Textile Mills Ltd.

Authorised Signatory

| Details of Invalid Votes | |
|---|---|
| Category | No. of Votes |
| Promoter and Promoter Group | |
| Public Insitutions | |
| Public - Non Insitutions | |

For Ashnoor Textile Mills Ltd.

Authorised Signatory

| Resolution(2) | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To appoint Ms. Sangeeta Gupta (DIN-00052121), who retires by rotation as a Director and, being eligible, offers herself for re-appointment as a Director | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)= [(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 9279841 | 6293669 | 67.8209 | 6293669 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 9279841 | 6293669 | 67.8209 | 6293669 | 0 | 100 | 0 |
| Public- Institutions | E-Voting | 3080 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 3080 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 3462928 | 17180 | 0.4961 | 17170 | 10 | 99.9418 | 0.0582 |
| | Poll | | 69 | 0.002 | 69 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 3462928 | 17249 | 0.4981 | 17239 | 10 | 99.942 | 0.058 |
| Total | | 12745849 | 6310918 | 49.5135 | 6310908 | 10 | 99.9998 | 0.0002 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

For Ashnoor Textile Mills Ltd.

Authorised Signatory

| Details of Invalid Votes | |
|---|---|
| Category | No. of Votes |
| Promoter and Promoter Group | |
| Public Insitutions | |
| Public - Non Insitutions | |

For Ashnoor Textile Mills Ltd.

Authorised Signatory

| Resolution(3) | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To appoint Mr. Naresh Kumar Aggarwal (DIN-00224371), who was appointed as Additional Director on February 27, 2021, as an Independent Director for 1st term of 5 consequtive years effective from February 27, 2021 | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 9279841 | 9279841 | 100 | 9279841 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 9279841 | 9279841 | 100 | 9279841 | 0 | 100 | 0 |
| Public-Institutions | E-Voting | 3080 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 3080 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 3462928 | 17180 | 0.4961 | 17170 | 10 | 99.9418 | 0.0582 |
| | Poll | | 69 | 0.002 | 69 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 3462928 | 17249 | 0.4981 | 17239 | 10 | 99.942 | 0.058 |
| Total | | 12745849 | 9297090 | 72.9421 | 9297080 | 10 | 99.9999 | 0.0001 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

For Ashnoor Textile Mills Ltd.

Authorised Signatory

| Details of Invalid Votes | |
|---|---|
| Category | No. of Votes |
| Promoter and Promoter Group | |
| Public Insitutions | |
| Public - Non Insitutions | |

For Ashnoor Textile Mills Ltd.

Authorised Signatory

| Resolution(4) | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To reappoint Mr. Sanjay Arora (DIN-07815311) for 2nd term of 5 consequentive years as Non executive Independent Director effective from June 1, 2022 | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 9279841 | 9279841 | 100 | 9279841 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 9279841 | 9279841 | 100 | 9279841 | 0 | 100 | 0 |
| Public-Institutions | E-Voting | 3080 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 3080 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 3462928 | 17180 | 0.4961 | 17170 | 10 | 99.9418 | 0.0582 |
| | Poll | | 69 | 0.002 | 69 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 3462928 | 17249 | 0.4981 | 17239 | 10 | 99.942 | 0.058 |
| | Total | 12745849 | 9297090 | 72.9421 | 9297080 | 10 | 99.9999 | 0.0001 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

For Ashnoor Textile Mills Ltd.

Authorised Signatory

| Details of Invalid Votes | |
|---|---|
| Category | No. of Votes |
| Promoter and Promoter Group | |
| Public Insitutions | |
| Public - Non Insitutions | |

For Ashnoor Textile Mills Ltd.

Authorised Signatory

| Resolution(5) | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | Toreappoint Mr. Abhinav Gupta (DIN-02766867), as Whole Time Director and fix his remuneration for a period of 3 years effective from February 1, 2022 | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 9279841 | 7693841 | 82.9092 | 7693841 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 9279841 | 7693841 | 82.9092 | 7693841 | 0 | 100 | 0 |
| Public-Institutions | E-Voting | 3080 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 3080 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 3462928 | 17180 | 0.4961 | 17170 | 10 | 99.9418 | 0.0582 |
| | Poll | | 69 | 0.002 | 69 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 3462928 | 17249 | 0.4981 | 17239 | 10 | 99.942 | 0.058 |
| Total | | 12745849 | 7711090 | 60.4988 | 7711080 | 10 | 99.9999 | 0.0001 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

For Ashnoor Textile Mills Ltd.

Authorised Signatory

| Details of Invalid Votes | |
|---|---|
| Category | No. of Votes |
| Promoter and Promoter Group | |
| Public Insitutions | |
| Public - Non Insitutions | |

For Ashnoor Textile Mills Ltd.

Authorised Signatory

**DEEPAK BANSAL & ASSOCIATES**
Company Secretaries
Flat No.1601, 16th Floor, Tower M, Arihant Arden, Plot No.GH-07A,
Sector 01, Greater Noida, Gautam Buddha Nagar, Uttar Pradesh-201306
Ph.: 98991 67774; Email: csdeepakbansal@gmail.com

October 1, 2021

To
The Chairman of 38th Annual General Meeting of Equity Shareholders of
Ashnoor Textile Mills Limited

Sub: **Scrutinizers' Report on passing of resolutions through remote e-Voting and e-Voting during AGM conducted at 38th Annual General Meeting of Ashnoor Textile Mills Limited (CIN:L17226HR1984PLC033384)(the Company) held on 30th September, 2021 through VC/OAVM.**

Sir

We, M/s Deepak Bansal & Associates, Company Secretaries, New Delhi appointed as Scrutinizer for the purpose of scrutinizing remote e-Voting and e-Voting during AGM, in a fair and transparent manner in respect to the resolutions contained in the notice of 38th Annual General Meeting of the equity shareholders of the company, held on Thursday, 30th September, 2021 through VC/OAVM.

The remote e-voting period remained open from Monday, 27th September, 2021 (9:30 A.M) and ended on Wednesday, 29th September, 2021 (05:30 P.M). 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 e-Voting within 15 minutes from the conclusion of Annual General Meeting.

All the votes casted on remote e-voting and e-voting during AGM and till 15 minutes after conclusion of AGM, were diligently scrutinized under our supervision and we are attaching herewith our following reports on the remote e-voting / e-voting during AGM conducted to enable you to declare result thereof:-

i. Report on e-Voting during AGM and within 15 minutes after conclusion of 38th 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 / e-voting during AGM 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 remote e-voting and e-voting during AGM.

DEEPAK BANSAL & ASSOCIATES
Greater Noida
FCS : 3736
CP No. 7433
COMPANY SECRETARIES

For **DEEPAK BANSAL & ASSOCIATES**
Company Secretaries

**DEEPAK BANSAL**
Proprietor
FCS: 3736; CP: 7433
UDIN: F003736C001056678

Date : 1st October, 2021
Place : Noida

Encl : As above.

**Annexure-I**

**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 38th Annual General Meeting of the Equity Shareholders of **ASHNOOR TEXTILE MILLS LIMITED** (CIN:L17226HR1984PLC033384)(the Company) held on Thursday, 30th September, 2021 at 04:00 P.M through Video Conferencing / Other Audio Video Means.

Dear Sir

We, M/s Deepak Bansal and Associates, appointed as Scrutinizer for the purpose of the e-Voting taken on the below mentioned resolution(s), at the 38th Annual General Meeting of the Equity Shareholders of Ashnoor Textile Mills Limited, held on 30th September, 2021 through Video Conferencing / Other Audio Video Means, submit our report as under:

1. After the time fixed for closing of the e-Voting after AGM by the Chairman, eVoting results was downloaded from the platform of e-Voting of Link Intime India Private Limited.
2. The results as downloaded from the e-Voting website of Link Intime India Private Limited subsequently opened in our presence and remote e-Voting and e-Voting during AGM and within 15 minutes of AGM were diligently scrutinized. The results were reconciled with the records maintained by the Registrar and Transfer Agents of the Company.
3. We did not find any e-Voting results as invalid.
4. The result of the e-Voting during AGM and within 15 minutes of AGM is as under:

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

To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31 March, 2021, the Report of the Board of Directors and Auditors thereon.

(i) Voted in favour 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 |
|---|---|---|
| 1 | 69 | 100 |

(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 |
|---|---|---|
| 0 | 0 | 0 |

(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 |

DEEPAK BANSAL & ASSOCIATES Greater Noida FCS: 3736 CP No.-7433 COMPANY SECRETARIES

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

To appoint a Director in place of Ms. Sangeeta Gupta (DIN: 00052121) who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment.

(i) Voted in favour 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 |
|---|---|---|
| 1 | 69 | 100 |

(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 |
|---|---|---|
| 0 | 0 | 0 |

(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: Ordinary)**

To appoint Mr. Naresh Kumar Agarwal (DIN:00224371) as an Independent Director of the Company for five years

(i) Voted in favour 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 |
|---|---|---|
| 1 | 69 | 100 |

(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 |
|---|---|---|
| 0 | 0 | 0 |

(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 |

DEEPAK BANSAL & ASSOCIATES
Greater Noida
FCS : 5736
CP No. 7433
COMPANY SECRETARIES

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

To renew term of re-appointment of Mr. Sanjay Arora (DIN:07815311) as an Independent Director of the Company for five years

(i) Voted in favour 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 |
|---|---|---|
| 1 | 69 | 100 |

(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 |
|---|---|---|
| 0 | 0 | 0 |

(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 renew term of re-appointment of Mr. Abhinav Gupta (DIN:02766867) as Whole Time Director of the Company for three years

(i) Voted in favour 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 |
|---|---|---|
| 1 | 69 | 100 |

(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 |
|---|---|---|
| 0 | 0 | 0 |

(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 |

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Annexure-II

**CONSOLIDATED REPORT ON e-VOTING / e-VOTING DURING AGM**
**ASHNOOR TEXTILE MILLS LIMITED**
**38th Annual General Meeting - 30th September, 2021**

**Item No.1 (Type of Resolution: Ordinary)**
To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31 March, 2021, 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 | 33 | 1 | 34 | 9297011 | 69 | 9297080 | 99.99 |
| Dissent | 1 | 0 | 1 | 10 | 0 | 10 | 0.01 |
| Total | 34 | 1 | 35 | 9297021 | 69 | 9297090 | 100.00 |

* Shareholding as on 23rd September, 2021
* Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM

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 Ms. Sangeeta Gupta (DIN: 00052121) who retires by rotation at this Annual General Meeting and being eligible, offers herself 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 | 32 | 1 | 33 | 6310839 | 69 | 6310908 | 99.99 |
| Dissent | 1 | 0 | 1 | 10 | 0 | 10 | 0.01 |
| Total | 33 | 1 | 34 | 6310849 | 69 | 6310918 | 100.00 |

* Shareholding as on 23rd September, 2021
* Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM

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

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**Item No.3 (Type of Resolution: Ordinary)**
To appoint Mr. Naresh Kumar Agarwal (DIN:00224371) as an Independent Director of the Company for 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 | 33 | 1 | 34 | 9297011 | 69 | 9297080 | 99.99 |
| Dissent | 1 | 0 | 1 | 10 | 0 | 10 | 0.01 |
| Total | 34 | 1 | 35 | 9297021 | 69 | 9297090 | 100.00 |

* Shareholding as on 23rd September, 2021
* Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM

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

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

To renew term of re-appointment of Mr. Sanjay Arora (DIN:07815311) as an Independent Director of the Company for 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 | 33 | 1 | 34 | 9297011 | 69 | 9297080 | 99.99 |
| Dissent | 1 | 0 | 1 | 10 | 0 | 10 | 0.01 |
| Total | 34 | 1 | 35 | 9297021 | 69 | 9297090 | 100.00 |

* Shareholding as on 23rd September, 2021
* Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM

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

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

To renew term of re-appointment of Mr. Abhinav Gupta (DIN:02766867) as Whole Time Director of the Company for three years

| Particulars | No. of Voters | | | No of Votes | | | Percentage |
|---|---|---|---|---|---|---|---|
| | E-Voting (a) | Poll (b) | Total [c] | E- Voting (d) | Poll (e) | Total (f) | |
| Assent | 32 | 1 | 33 | 7711011 | 69 | 7711080 | 99.99 |
| Dissent | 1 | 0 | 1 | 10 | 0 | 10 | 0.01 |
| Total | 33 | 1 | 34 | 7711021 | 69 | 7711090 | 100.00 |

* Shareholding as on 23rd September, 2021
* Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM

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

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