

# 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

September 30, 2022

To  
The Chairman of 39<sup>th</sup> 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 39<sup>th</sup> Annual General Meeting of Mahaan Foods Limited held on 29<sup>th</sup> September, 2022 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 39<sup>th</sup> Annual General Meeting of the equity shareholders of the company, held on Thursday, 29<sup>th</sup> September, 2022 at 4 PM through VC/OAVM.

The remote e-voting period remained open from Monday, 26<sup>th</sup> September, 2022 (09:00 A.M) and ended on Wednesday, 28<sup>th</sup> September, 2022 (05:00 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 30 minutes after conclusion of 39<sup>th</sup> 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.

Yours faithfully

For **DEEPAK BANSAL & ASSOCIATES**  
Company Secretaries

**DEEPAK BANSAL**  
FCS: 3736; CP: 7433  
UDIN: F003736D001095981

**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 39<sup>th</sup> Annual General Meeting of the Equity Shareholders of **ASHNOOR TEXTILE MILLS LIMITED** (the company) held on Thursday, 29<sup>th</sup> September, 2022 at 4.00 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 39<sup>th</sup> Annual General Meeting of the Equity Shareholders of Ashnoor Textile Mills Limited, held on 29<sup>th</sup> September, 2022 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, e-voting results were 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 were 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 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)**

**Adoption of the Audited Financial Statements of the Company for the financial year ended 31 March, 2022 with the Reports 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
0	0	-

(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	-

(iii) Invalid Votes:

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

**Item No.2 (Type of Resolution: Ordinary)****To appoint Mr.Abhinav Gupta (DIN-02766867) ,who retires by rotation as a director.**

(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
0	0	-

(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	-

(iii) Invalid Votes:

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

**Item No.3 (Type of Resolution: Ordinary)****Appointment of M/s KSA & Co., Chartered Accountants, New Delhi as Statutory Auditors for a period of 5 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
0	0	-

(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	-

(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)****Re-appointment of Mr. Suneel Gupta (DIN-00052084), as Managing Director for a period of 3 years effective from January 10, 2023 and fix his remuneration.**

(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
0	0	-

(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	-

(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)****Re-appointment of Dr. (Mrs.) Sangeeta Gupta (DIN-00052121), as Whole Time Director for a period of 3 years effective from May 1, 2023 and fix her remuneration.**

(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
0	0	-

(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	-

(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)****Re-appointment of Mrs. Divya Aggarwal (DIN-08016384), for 2nd term of 5 consecutive years as Non-Executive Independent Director effective from December 9, 2022.**

(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
0	0	-

(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	-

(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.7 (Type of Resolution: Special)****Approval for payment of sitting fee to Mr. Anil Aggarwal, Non-Executive Independent Director, exceeding 50% of the total payment of sitting fee paid to all the Non –Executive Directors**

(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
0	0	-

(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	-

(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

**CONSOLIDATED REPORT ON e-VOTING / e-VOTING DURING AGM  
ASHNOOR TEXTILE MILLS LIMITED  
39<sup>th</sup> Annual General Meeting - 29<sup>th</sup> September, 2022**

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

**Adoption of the Audited Financial Statements of the Company for the financial year ended 31 March, 2022 with the Reports 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	44	0	44	6645636	0	6645636	99.999
Dissent	8	0	8	32	0	32	0.001
Total	52	0	52	6645668	0	6645668	100.000

\* Shareholding as on 22nd September, 2022

\* 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 Mr. Abhinav Gupta (DIN-02766867) ,who retires by rotation as a director.**

Particulars	No. of Voters			No of Votes			Percentage
	E-Voting (a)	Poll* (b)	Total [c]	E- Voting (d)	Poll* (e)	Total (f)	
Assent	44	0	44	6645636	0	6645636	99.999
Dissent	8	0	8	32	0	32	0.001
Total	52	0	52	6645668	0	6645668	100.000

\* Shareholding as on 22nd September, 2022

\* 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

**Item No.3 (Type of Resolution: Ordinary)****Appointment of M/s KSA & Co., Chartered Accountants, New Delhi as Statutory Auditors for a period of 5 years**

Particulars	No. of Voters			No of Votes			Percentage
	E- Voting (a)	Poll* (b)	Total [c]	E- Voting (d)	Poll* (e)	Total (f)	
Assent	44	0	44	6645636	0	6645636	99.999
Dissent	8	0	8	32	0	32	0.001
Total	52	0	52	6645668	0	6645668	100.000

\* Shareholding as on 22nd<sup>l</sup> September, 2022

\* 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)****Re-appointment of Mr. Suneel Gupta (DIN-00052084), as Managing Director for a period of 3 years effective from January 10, 2023 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	44	0	44	6645636	0	6645636	99.999
Dissent	8	0	8	32	0	32	0.001
Total	52	0	52	6645668	0	6645668	100.000

\* Shareholding as on 22nd<sup>l</sup> September, 2022

\* 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

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

**Re-appointment of Dr. (Mrs.) Sangeeta Gupta (DIN-00052121), as Whole Time Director for a period of 3 years effective from May 1, 2023 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	44	0	44	6645636	0	6645636	99.999
Dissent	8	0	8	32	0	32	0.001
Total	52	0	52	6645668	0	6645668	100.000

\* Shareholding as on 22<sup>nd</sup> September, 2022

\* 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

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

**Re-appointment of Mrs. Divya Aggarwal (DIN-08016384), for 2nd term of 5 consecutive years as Non-Executive Independent Director effective from December 9, 2022.**

Particulars	No. of Voters			No of Votes			Percentage
	E- Voting (a)	Poll* (b)	Total [c]	E- Voting (d)	Poll* (e)	Total (f)	
Assent	44	0	44	6645636	0	6645636	99.999
Dissent	8	0	8	32	0	32	0.001
Total	52	0	52	6645668	0	6645668	100.000

\* Shareholding as on 22<sup>nd</sup> September, 2022

\* Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM

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



**Item No.7 (Type of Resolution: Special)**

**Approval for payment of sitting fee to Mr. Anil Aggarwal, Non-Executive Independent Director, exceeding 50% of the total payment of sitting fee paid to all the Non –Executive Directors**

Particulars	No. of Voters			No of Votes			Percentage
	E- Voting (a)	Poll* (b)	Total [c]	E- Voting (d)	Poll* (e)	Total (f)	
Assent	44	0	44	6645636	0	6645636	99.999
Dissent	8	0	8	32	0	32	0.001
Total	52	0	52	6645668	0	6645668	100.000

\* Shareholding as on 22<sup>nd</sup> September, 2022

\* Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM

Thus, the Special Resolution as contained in Item No 7 is passed with requisite majority