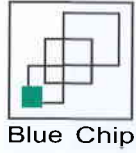




TEX INDUSTRIES LTD.



**Corporate Office :** 15,16 & 17, Maker Chambers-III, 1st Floor, Jamnalal Bajaj Road, Nariman Point, Mumbai 400 021  
Tel.: 91 22 4353 0400 • E-mail : bluechiptex@gmail.com • Website : bluechiptexindustrieslimited.com  
CIN : L17100DN1985PLC005561

**Date: 23<sup>rd</sup> September, 2019**

To,  
Dept. of Corporate Services (CRD)  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001

**Scrip Code: 506981**

Dear Sir / Madam,

**Sub: Scrutinizer report for the 34<sup>th</sup> Annual General Meeting of Blue Chip Tex Industries Limited held on Saturday, 21st September, 2019.**

*This is to inform that 34<sup>th</sup> Annual General Meeting ("AGM") of the Members of the Company was held on Saturday, 21<sup>st</sup> September, 2019 at 12.00 noon at Yatri Niwas, Pruthviraj Chauhan Road (Naroli Road), Silvassa, Dadra & Nagar Haveli – 396 230.*

*In this regard, we enclose herewith the following:*

1. *Report of Scrutinizer dated 23<sup>rd</sup> September, 2019 on remote e-voting and voting conducted through Ballot Papers at the AGM.*

*The above report is also uploaded on the Company's website.*

*Kindly take the above on your record and oblige.*

*Thanking you,*

*Yours faithfully,*  
For Blue Chip Tex Industries Limited

**Ashok Khemani**  
Managing Director  
DIN: 00053623



*Encl: as above*

# Pramod S. Shah & Associates

Practising Company Secretaries

3rd Floor, LA-SHEWA Bldg., Next to Fedex, 233, P. D' Mello Road, Opp. St. George Hospital, Near CST, Mumbai - 400 001.  
Tel. : 91-22-2271 7700 / 91-22-2270 1040 • Email : saurabhshah@psaprofessionals.com • Website : cspssa.co.in

## Report of Scrutinizer

*(Pursuant to section 108 & 109 of the Companies Act, 2013 and rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 )*

To,

**Mr. Ashok Khemani**

**Chairman and Managing Director**

**Blue Chip Tex Industries Ltd.,**

**Plot No. 63-B, Danudyog Sahakari Sangh Ltd,**

**Village Piparia, Silvassa Dadra & Nagar Haveli 396230**

**Subject: 34<sup>th</sup> Annual General Meeting of the Equity Shareholders of Blue Chip Tex Industries Limited, held on Saturday, 21<sup>st</sup> September, 2019 at 12.00 Noon at Yatri Niwas, Pruthviraj chauhan Road (Naroli Road), Silvassa Dadar and Nagar Haveli 396230**

Dear Sir,

I, Pramod S. Shah from M/s. Pramod S. Shah & Associates, Practising Company Secretaries, appointed as the Scrutinizer for the purpose of:

- (i) Scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rule, 2014, as amended from time to time and

Poll taken under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rule, 2014, in respect of below mentioned resolutions passed at the 34<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of Blue Chip Tex Industries Ltd., held on Saturday, 21st September, 2019 at Yatri Niwas, Pruthviraj chauhan Road (Naroli Road), Silvassa Dadar and Nagar Haveli 396230.



(ii) I hereby submit my Scrutinizer report as follows :-

- The notice convening the meeting was placed on the website of the Company and that of the Agency Central Depository Services Limited (CDSL).
- The members of the Company were given an option to vote electronically on e-voting system, provided by CDSL.
- The e-voting period commenced from 09:00 A.M. on Tuesday, 17<sup>th</sup> September, 2019 and ended at 5.00 P.M. on Friday, 20<sup>th</sup> September, 2019.
- Accordingly, the electronic votes cast were taken into account and at the end of the voting period, on Friday, 20<sup>th</sup> September, 2019 the CDSL portal was blocked for voting.
- The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio no., or client ID of the shareholders, no. of shares held by them, nominal value of such shares. There were no shares with differential voting rights in the Company, hence there was no requirement of maintaining the list of shares with differential voting rights.
- After the time fixed for closing of the poll by the Chairman, ballot box kept for polling in my presence with due identification marks placed by me.
- 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.
- None of the poll paper found invalid.

Note: After the Completion of Voting period, the results were unblocked in presence of two witnesses not being in the employment of the Company.





The consolidated result of the Voting is as under:

**Resolutions :**

**Ordinary Resolution -1:**

To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2019, the Reports of the Director's and Auditor's thereon:

Particulars	Remote E-voting		Voting at the AGM		Total		(%)
	No. of Members	Votes	No. of Members	Votes	No. of Members	Votes	
Assent	19	1184474	18	44493	37	1228967	99.9999
Dissent	1	1	0	0	1	1	0.0001
Invalid	0	0	0	0	0	0	0
<b>Total</b>	<b>20</b>	<b>1184475</b>	<b>18</b>	<b>44493</b>	<b>38</b>	<b>1228968</b>	<b>100</b>

Based on the aforesaid results, we report that Ordinary Resolution as contained in Item No. 1 of the Notice of the AGM dated 6th August, 2019 has been passed unanimously.

**Ordinary Resolution -2:**

To declare a Final Dividend of INR 1.80/- per equity share:

Particulars	Remote E-voting		Voting at the AGM		Total		(%)
	No. of Members	Votes	No. of Members	Votes	No. of Members	Votes	
Assent	19	1184474	18	44493	37	1228967	99.9999
Dissent	1	1	0	0	1	1	0
Invalid	0	0	0	0	0	0	0.0001
<b>Total</b>	<b>20</b>	<b>1184475</b>	<b>18</b>	<b>44493</b>	<b>38</b>	<b>1228968</b>	<b>100</b>

Based on the aforesaid results, we report that Ordinary Resolution as contained in Item No. 2 of the Notice of the AGM dated 6th August, 2019 has been passed unanimously.



**Ordinary Resolution - 3:**

To appoint a Director in place of Mr. Rahul A. Khemani (DIN: 03290468) who retires by rotation and being eligible, offers himself for re-appointment:

Particulars	Remote E-voting		Voting at the AGM		Total		(%)
	No. of Members	Votes	No. of Members	Votes	No. of Members	Votes	
Assent	17	1084484	16	27998	33	1112482	99.9999
Dissent	1	1	0	0	1	1	0.0001
Invalid	0	0	0	0	0	0	
<b>Total</b>	<b>18</b>	<b>1084485</b>	<b>16</b>	<b>27998</b>	<b>34</b>	<b>1112483</b>	<b>100</b>

Four members holding 116485 equity shares abstained from voting for this resolution.

Based on the aforesaid results, we report that Ordinary Resolution as contained in Item No. 3 of the Notice of the AGM dated 6th August, 2019 has been passed unanimously.

**Ordinary Resolution - 4:**

To ratify the remuneration of M/s. NKJ & Associates, Cost Auditors (FRN 101893) payable during the financial year 2018-19.

Particulars	Remote E-voting		Voting at the AGM		Total		(%)
	No. of Members	Votes	No. of Members	Votes	No. of Members	Votes	
Assent	19	1184474	18	44493	37	1228967	99.9999
Dissent	1	1	0	0	1	1	0.0001
Invalid	0	0	0	0	0	0	0
<b>Total</b>	<b>20</b>	<b>1184475</b>	<b>18</b>	<b>44493</b>	<b>38</b>	<b>1228968</b>	<b>100</b>

Based on the aforesaid results, we report that Ordinary Resolution as contained in Item No. 4 of the Notice of the AGM dated 6th August, 2019 has been passed unanimously.



**Special Resolution - 5:**

To consider the re-appointment of Mr. Kumar Satur Nathani (DIN: 00062321) as Independent Director of the Company for a term of five years.

Particulars	Remote E-voting		Voting at the AGM		Total		(%)
	No. of Members	Votes	No. of Members	Votes	No. of Members	Votes	
Assent	19	1184474	18	44493	37	1228967	99.9999
Dissent	1	1	0	0	1	1	0.0001
Invalid	0	0	0	0	0	0	0
<b>Total</b>	<b>20</b>	<b>1184475</b>	<b>18</b>	<b>44493</b>	<b>38</b>	<b>1228968</b>	<b>100</b>

Based on the aforesaid results, we report that Special Resolution as contained in Item No. 5 of the Notice of the AGM dated 6th August, 2019 has been passed unanimously.

**Special Resolution - 6:**

To consider the re-appointment of Mr. Maulin Samir Gandhi (DIN: 00073064) as Independent Director of the Company for a term of five years.

Particulars	Remote E-voting		Voting at the AGM		Total		(%)
	No. of Members	Votes	No. of Members	Votes	No. of Members	Votes	
Assent	19	1184474	18	44493	37	1228967	99.9999
Dissent	1	1	0	0	1	1	0.0001
Invalid	0	0	0	0	0	0	0
<b>Total</b>	<b>20</b>	<b>1184475</b>	<b>18</b>	<b>44493</b>	<b>38</b>	<b>1228968</b>	<b>100</b>

Based on the aforesaid results, we report that Special Resolution as contained in Item No. 6 of the Notice of the AGM dated 6th August, 2019 has been passed unanimously.



All relevant records of electronic voting will remain in our custody until the chairman considers, approves and signs the Minutes of 34<sup>th</sup> Annual General Meeting and the same shall be provided thereafter to the chairman for safe custody.

Thanking you.

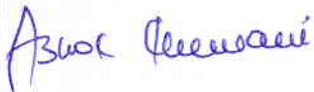
Yours faithfully,



Pramod S. Shah  
(C.P. No.-3804)



For Blue Chip Tex Industries Limited



Mr. Ashok Khemani  
Chairman and Managing Director  
DIN: 00053623



Place: Mumbai

Dated: 23.09.2019