

# Pramod S. Shah & Associates

Practising Company Secretaries

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## 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,  
Chairman/Company Secretary,  
Blue Chip Tex Industries Ltd,  
Plot No. 63-B, Danudyog Sahakari Sangh Ltd,  
Village Piparia, Silvassa Dadra & Nagar Haveli 396230

Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting for 38<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of Blue Chip Tex Industries Limited held on Wednesday, 27<sup>th</sup> September, 2023 at 12:00 Noon through Video Conferencing (VC)/Other Audio-Visual Means (OAVM)

Dear Sir,

I, Pramod S. Shah, Partner of M/s. Pramod S. Shah & Associates, Practising Company Secretaries, appointed as the Scrutinizer for the purpose of scrutinizing the remote e-voting process (before and during the AGM) 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 as per the MCA General Circular No. 14/2020 dated 08<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 20/2020 dated 05<sup>th</sup> May, 2020, 19/2021 dated 08<sup>th</sup> December, 2021, 21/2021 dated 14<sup>th</sup> December, 2021, 02/2021 dated 13<sup>th</sup> January, 2021 and 2/2022 dated 05<sup>th</sup> May, 2022 and SEBI Circular No. SEBI/ HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May, 2022 read SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021 and SEBI Circular No. SEBI/HO/CFD/ CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020 for the Resolutions proposed at the 38<sup>th</sup> Annual General Meeting (AGM) of the Members of Blue Chip Tex Industries Limited ("the Company") held on Wednesday, 27<sup>th</sup> September, 2023 at 12:00 Noon through Video Conferencing/ Other Audio-Visual Means ("VC/OAVM") in order to ascertain requisite majority on voting conducted through remote e-voting process (before and during the AGM).

I hereby submit my Scrutinizer's Report as follows:

- The Notice convening the Meeting was placed on the website of the Company and that of the Agency i.e. Central Depository Services (India) Limited (CDSL).
- The Notice dated 9<sup>th</sup> August, 2023, as confirmed by the Company was sent to all the Shareholders, in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode, whose email addresses are registered with the Company/ Depositories, in compliance with the MCA General Circular No. 14/2020 dated 08<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 20/2020 dated 05<sup>th</sup> May, 2020, 19/2021 dated 08<sup>th</sup> December, 2021, 21/2021 dated 14<sup>th</sup> December, 2021, 02/2021 dated 13<sup>th</sup> January, 2021 and 2/2022 dated 05<sup>th</sup> May, 2022 (collectively referred to as "MCA Circulars") and SEBI Circular dated 13<sup>th</sup> May, 2022, 13<sup>th</sup> January, 2021 and 12<sup>th</sup> May, 2020.

- The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company.
- The Members of the Company were given an option to vote through remote e-voting system, provided by CDSL before and during the AGM.
- The Members of the Company holding shares as on the "cut-off" date of Wednesday, 20<sup>th</sup> September, 2023 were entitled to vote on the proposed resolutions as contained in the Notice of the AGM by remote e-voting system prior to AGM and e-voting system during the AGM.
- The remote e-voting period commenced from 09:00 A.M. on Sunday, 24<sup>th</sup> September, 2023 and ended on Tuesday, 26<sup>th</sup> September, 2023 at 05:00 P.M.
- Accordingly, the electronic votes cast were taken into account and at the end of the voting period on Tuesday, 26<sup>th</sup> September, 2023 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.
- The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier.
- I have scrutinized and reviewed the remote e-voting prior and e-voting during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system.
- The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior and e-voting during the AGM on the resolutions contained in the Notice of the AGM.
- My responsibility as Scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

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

I now submit my Consolidated Report as under on the result of the remote e-voting in respect of the said resolutions.

**The consolidated results of the Voting are as under:****Resolutions:****Ordinary Resolution -1:**

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2023 together with the Reports of the Board of Directors and Auditors thereon.

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

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Remote e-voting (including e-voting at the meeting)	38	1402055	99.9999%

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

Mode	Number of Members Voted	Number of votes cast against the Resolution	% of total number of valid votes cast
Remote e-voting (including e-voting at the Meeting)	1	1	0.0001%

**(iii) Invalid votes:**

Mode	Number of Members in this category	Number of votes in this category
Remote e-voting (including e-voting at the Meeting)	0	0

**Ordinary Resolution -2:**

To declare dividend of Rs. 2.00/- per equity share for the financial year ended 31<sup>st</sup> March, 2023.

## (i) Votes in favor of resolution

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Remote e-voting (including e-voting at the Meeting)	38	1402055	99.9999%

## (ii) Voted against the resolution:

Mode	Number of Members Voted	Number of votes cast against the Resolution	% of total number of valid votes cast
Remote e-voting (including e-voting at the Meeting)	1	1	0.0001%

## (iii) Invalid votes:

Mode	Number of Members in this category	Number of votes in this category
Remote e-voting (including e-voting at the Meeting)	0	0

**Ordinary Resolution - 3:**

To appoint a director in place of Mr. Siddharth. A. Khemani (DIN: 08842398), who retires by rotation and, being eligible, offers himself for re-appointment.

## (i) Votes in favor of resolution:

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Remote e-voting (including e-voting at the Meeting)	38	1402055	99.9999%

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

Mode	Number of Members Voted	Number of votes cast against the Resolution	% of total number of valid votes cast
Remote e-voting (including e-voting at the Meeting)	1	1	0.0001%

(iii) Invalid votes:

Mode	Number of Members in this category	Number of votes in this category
Remote e-voting (including e-voting at the Meeting)	0	0

**Ordinary Resolution - 4:**

To ratify the remuneration of Cost Auditors for the financial year 2023-24

(i) Votes in favor of resolution:

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Remote e-voting (including e-voting at the Meeting)	38	1402055	99.9999%

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

Mode	Number of Members Voted	Number of votes cast against the Resolution	% of total number of valid votes cast
Remote e-voting (including e-voting at the Meeting)	1	1	0.0001%

(iii) Invalid votes:

Mode	Number of Members in this category	Number of votes in this category
Remote e-voting	0	0

(including e-voting at the meeting)		
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**Result**

As the number of votes cast in favour of aforesaid resolutions were more than the number of votes cast against, we report that Resolution No. 1 to 4 as set out in the Notice of Annual General Meeting are passed in favour of the resolutions with requisite majority.

All relevant records of electronic voting will remain in our custody until the Chairman considers, approves and signs the Minutes of 38<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  
UDIN: F000334E001099069

**Date:** 28<sup>th</sup> September, 2023  
**Place:** Mumbai

**For Blue Chip Tex Industries Limited**

**Mr. Shahin Khemani**  
Executive and Managing Director  
DIN: 03296813