

September 17, 2016

REPORT OF SCRUTINIZER

[Pursuant to the section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015]

To

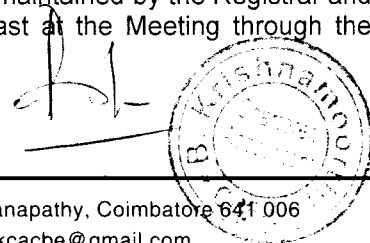
The Chairman
Salona Cotspin Limited
S.F.No.74/12 & 75/3, Sathy Road,
Pungampalli Village,
Sathyamangalam - 638402

Dear Sir,

I, B. Krishnamoorthi, BSc; FCA Practicing Chartered Accountant, Coimbatore was appointed as Scrutinizer for the 22nd (Twenty Second) Annual General Meeting of the Equity Shareholders of "**Salona Cotspin Limited**" held on 16th September 2016 at 10.00 am at the registered office of the Company at : S.F.No.74/12 & 75/3, Sathy Road, Pungampalli Village, Sathyamangalam – 638402 for the purpose of scrutinizing the E-Voting process and Physical Ballot voting at the venue in a fair and transparent manner and ascertaining the requisite majority on E-Voting and Physical Ballot voting at venue carried out as per section 108 of the CompaniesAct,2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015 on the resolutions referred to in this report.

I submit my report as under:

1. The Notice was sent to all the Members, whose names appeared in the Register of Members as on 12th August, 2016 to vote on the proposed 7 (Seven) Resolutions as mentioned in the Notice of the Annual General Meeting of "Salona Cotspin Limited" (Item No.1 (One) to 7 (Seven) of the Notice of Annual General Meeting of Salona Cotspin Limited. The Members holding equity shares as on the cut-off date i.e. 9th September, 2016 were only considered for e-voting and for voting at the meeting venue.
2. The E-Voting period remained open from 09.00 AM on Monday 12th September, 2016 up to 05.00 PM on Thursday 15th September, 2016.
3. The Chairman, at the Annual General Meeting, at the end of discussions on the Resolutions contained in the Notice, allowed voting at the venue of the Annual General Meeting on the Ballot Forms provided at the Meeting venue to all those members who were present at the Meeting but have not cast their votes by availing the remote e-voting.
4. After the conclusion of the Meeting, the Ballot Boxes were opened in my presence and the physical ballot forms were diligently scrutinized and reconciled with the records maintained by the Registrar and Transfer Agents of the Company. I thereafter first counted the votes cast at the Meeting through these Ballot Forms.



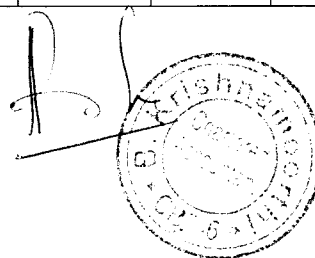
Office : 'Kanapathy Towers' III Floor, No. 1391/A-1, Sathy Road, Ganapathy, Coimbatore 641 006

Phone : 0422 4039900 Fax : 0422 - 2536673 E-mail : bkcacbe@gmail.com

Resi : "Shreekara" No. 9, Right House, Rajarajeshwari Estates, Mullai Nagar, Marudhamalai Road, Coimbatore 641 041, Phone : 0422 4512371

5. The Votes cast through E-Voting were unblocked on 16th September, 2016 around 05.17 pm in the presence of two witnesses, namely Mr.K.Marimuthu and Mr.R.Sasidharan, who are not in employment of the Company.
6. In tune with the Instructions contained in the instructions given for e-voting sent along with the Notice dated 27th May, 2016, in respect of members who have voted in both modes (i.e. E-Voting and Physical Ballot form voted at the venue), I have considered only E-Voting by not reckoning the voting done through Ballot Form.
7. No Ballot Forms were incomplete and/ or were otherwise defective.
8. I have collated the votes received through E-Voting process and Physical Ballot forms voted at venue and the same have been furnished hereunder.

	Resolution	Mode	For			Against		
			No.of Members	No.of Votes	%	No.of Members	No.of Votes	%
1	Adoption of the audited* Statement of Accounts together with report of Board of Directors and Auditors for the year ended 31st March, 2016 (Ordinary Resolution)	E-Voting	27	3086211	100.000	0	0	0.000
		Ballot form at the AGM	2	35362	100.000	0	0	0.000
		Total	29	3121573	100.000	0	0	0.000
2	To declare dividend (Ordinary Resolution)	E-Voting	27	3086211	100.000	0	0	0.000
		Ballot form at the AGM	2	35362	100.000	0	0	0.000
		Total	29	3121573	100.000	0	0	0.000
3	Re-appointment of Sri Manoj Kumar Jhahharia, who retires by rotation, as Director (Ordinary Resolution)	E-Voting	27	3086211	100.000	0	0	0.000
		Ballot form at the AGM	2	35362	100.000	0	0	0.000
		Total	29	3121573	100.000	0	0	0.000
4	Appointment of Statutory Auditors and fixing their remuneration (Ordinary Resolution)	E-Voting	27	3086211	100.000	0	0	0.000
		Ballot form at the AGM	2	35362	100.000	0	0	0.000
		Total	29	3121573	100.000	0	0	0.000



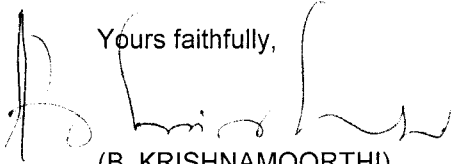
B. Krishnamoorthi B.Sc., F.C.A.
Chartered Accountant

5	Shyamlal Agarwala, Managing Director of the company enhancement of his remuneration (Special Resolution)	E-Voting	27	3086211	100.000	0	0	0.000
		Ballot form at the AGM	2	35362	100.000	0	0	0.000
		Total	29	3121573	100.000	0	0	0.000
6	Reappointment of Manoj Kumar Jhaharia as Joint Managing Director of the Company and fixing his remuneration. (Ordinary Resolution)	E-Voting	27	3086211	100.000	0	0	0.000
		Ballot form at the AGM	2	35362	100.000	0	0	0.000
		Total	29	3121573	100.000	0	0	0.000
7	Ratification of remuneration to Cost Auditor Sri B. Venkateswar. (Ordinary Resolution)	E-Voting	27	3086211	100.000	0	0	0.000
		Ballot form at the AGM	2	35362	100.000	0	0	0.000
		Total	29	3121573	100.000	0	0	0.000

9. All relevant records of electronic voting and ballot forms will remain in my custody until the Chairman considers, approves and signs the minutes of the 22nd Annual General Meeting and thereafter the said records will be handed over to the Company Secretary of Salona Cotspin Limited, for safe custody.

Thanking you,

Yours faithfully,



(B. KRISHNAMOORTHI)
SCRUTINIZER

B. KRISHNAMOORTHI, F.C.A.,
Chartered Accountant
Membership No. 20632

Salona Cotspin Limited

Voting details for the business transacted at the Annual General meeting held on 16th September, 2016

			1	2	3	4	5	6	7
SL NO	RESOLUTION	Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
1	Adoption of the audited Statement of Accounts together with report of Board of Directors and Auditors for the year ended 31st March, 2016 (Ordinary Resolution)	Promoter - E-Voting	2978497	2962496	99.463	2962496	-	100.000	-
		Promoter - Poll at AGM	-	-	-	-	-	-	-
		Promoetr - Ballot by Post	-	-	-	-	-	-	-
		Total (A)	2978497	2962496	99.463	2962496	-	100.000	-
		Public - Institutions - E-Voting	-	-	-	-	-	-	-
		Public - Institutions - Poll at AGM	-	-	-	-	-	-	-
		Public - Institutions - Ballot by Post	-	-	-	-	-	-	-
		Total (B)	-	-	-	-	-	-	-
		Public - Non Institutions - E-Voting	2283903	123715	5.417	123715	-	100.000	-
		Public - Non Institutions - Poll at AGM	-	35362	1.548	35362	-	100.000	-
		Public - Non Institutions - Ballot by Post	-	-	-	-	-	-	-
		Total (C)	2283903	159077	6.965	159077	-	100.000	-
		Total (A+B+C)	5262400	3121573	59.318	3121573	-	100.000	-
2	To declare dividend (Ordinary Resolution)	Promoter - E-Voting	2978497	2962496	99.463	2962496	-	100.000	-
		Promoter - Poll at AGM	-	-	-	-	-	-	-
		Promoetr - Ballot by Post	-	-	-	-	-	-	-
		Total (A)	2978497	2962496	99.463	2962496	-	100.000	-
		Public - Institutions - E-Voting	-	-	-	-	-	-	-
		Public - Institutions - Poll at AGM	-	-	-	-	-	-	-
		Public - Institutions - Ballot by Post	-	-	-	-	-	-	-
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3	Re-appointment of Sri Manoj Kumar Jhaharia, who retires by rotation, as Director (Ordinary Resolution)	Promoter - E-Voting	2978497	2962496	99.463	2962496	-	100.000	-	
		Promoter - Poll at AGM	-	-	-	-	-	-	-	
		Promoetr - Ballot by Post	-	-	-	-	-	-	-	
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		Public - Institutions - Poll at AGM	-	-	-	-	-	-	-	-
		Public - Institutions - Ballot by Post	-	-	-	-	-	-	-	-
		Total (B)	-	-	-	-	-	-	-	-
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		Public - Institutions - E-Voting	-	-	-	-	-	-	-	-
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