

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 : cpsa.co.in

FORM No. MGT-13

Report of Scrutinizer

(Pursuant to section 109 of the Companies Act, 2013 and rule 21 (2) of the Companies (Management and Administration) Rules, 2014)

To,

Mr. Ashok Khemani,
Chairman and Managing Director
Blue Chip Tex Industries Ltd.,
Jas Ville 2nd Floor,
9, New Marine Lines
Mumbai- 400 020, Maharashtra

Subject: 32nd Annual General Meeting of the Equity Shareholders of Blue Chip Tex Industries Limited, held on Tuesday, 29th August, 2017 at 10:00 a.m. at M.C. Ghia Hall, Bhogilal Hargovindas Building, 18/20, K. Dubash Marg, Mumbai - 400 001

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 32nd Annual General Meeting (AGM) of the Equity Shareholders of Blue Chip Tex Industries Ltd., held on Tuesday, 29th August, 2017 at M.C. Ghia Hall, Bhogilal Hargovindas Building, 18/20, K. Dubash Marg, Mumbai - 400 001.



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(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 10:00 A.M. on Saturday, 26th August, 2017 and ended at 5.00 P.M. on Monday, 28th August, 2017.
- Accordingly, the electronic votes cast were taken into account and at the end of the voting period, on Monday, 28th August, 2017 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 ballot boxes were 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



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the authorizations / proxies lodged with the Company.

➤ I did not find any poll papers 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 result of the Voting is as under:

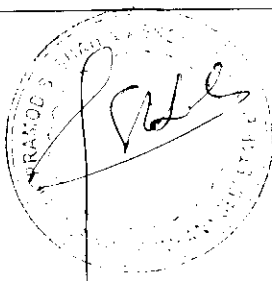
Resolutions :

Ordinary Resolution -1:

To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2017, the Reports of the Director's and Auditor's 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
Electronically	18	1166237	96.99
Physically	55	36211	3.01



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

Mode	Number of Members Voted	Number of votes cast against the Resolution	% of total number of valid votes cast
Electronically	3	3	0.00
Physically	3	4	0.00

(iii) **Invalid** votes:

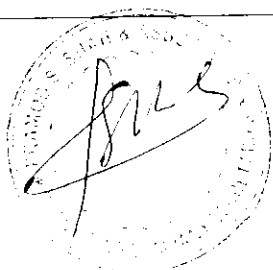
Mode	Number of Members in this category	Number of votes in this category
Electronically	0	0
Physically	0	0

Ordinary Resolution -2:

To declare a Final Dividend of INR 1.50/- per equity share:

(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
Electronically	18	1166237	96.99
Physically	61	36215	3.01



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

Mode	Number of Members Voted	Number of votes cast against the Resolution	% of total number of valid votes cast
Electronically	3	3	0.00
Physically	0	0	0.00

(iii) **Invalid** votes:

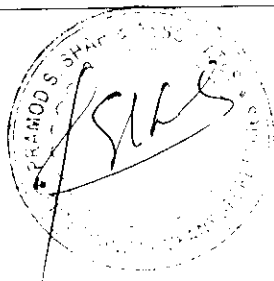
Mode	Number of Members in this category	Number of votes in this category
Electronically	0	0
Physically	0	0

Ordinary Resolution -3:

To appoint a Director in place of Mr. Nand Kishinchand Khemani (DIN: 00053671) who retires by rotation and being eligible, offers himself for re-appointment:

(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
Electronically	17	1095706	96.80
Physically	59	36213	3.20



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

Mode	Number of Members Voted	Number of votes cast against the Resolution	% of total number of valid votes cast
Electronically	3	3	0.00
Physically	1	2	0.00

(iii) **Invalid** votes:

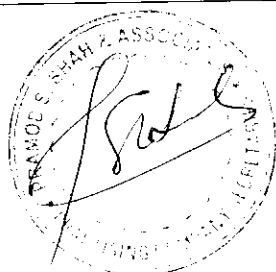
Mode	Number of Members in this category	Number of votes in this category
Electronically	1	1
Physically	0	0

Ordinary Resolution - 4:

To appoint M/s. D K P & Associates, Chartered Accountants as Statutory Auditors of the company:

(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
Electronically	18	1166237	96.99
Physically	53	36210	3.01



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

Mode	Number of Members Voted	Number of votes cast against of the Resolution	% of total number of valid votes cast
Electronically	3	3	0.00
Physically	4	5	0.00

(iii) **Invalid** votes :

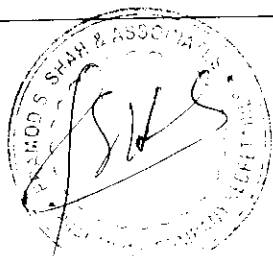
Mode	Number of Members in this category	Number of votes in this category
Electronically	0	0
Physically	0	0

Special Resolution -5:

To re-appoint Ms. Shraddha Teli (DIN: 06976334) as the Independent Director of the Company.

(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
Electronically	18	1166237	96.99
Physically	53	36210	3.01



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

Mode	Number of Members Voted	Number of votes cast against the Resolution	% of total number of valid votes cast
Electronically	3	3	0.00
Physically	4	5	0.00

(iii) **Invalid** votes :

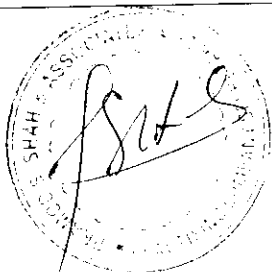
Mode	Number of Members in this category	Number of votes in this category
Electronically	0	0
Physically	0	0

Ordinary Resolution -6:

To ratify the remuneration of M/s. NKJ & Associates, Cost Auditors (FRN 101893) payable during the financial year 2017-18.

(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
Electronically	18	1166237	96.99
Physically	53	36210	3.01



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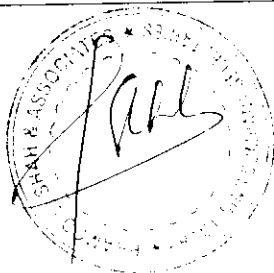
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(ii) Voted **against** the resolution:

Mode	Number of Members Voted	Number of votes cast against of the Resolution	% of total number of valid votes cast
Electronically	3	3	0.00
Physically	4	5	0.00

(iii) **Invalid** votes :

Mode	Number of Members in this category	Number of votes in this category
Electronically	0	0
Physically	0	0



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All relevant records of electronic voting will remain in our custody until the chairman considers, approves and signs the Minutes of 32nd Annual General Meeting and the same shall be provided thereafter to the chairman for safe custody.

Thanking you.


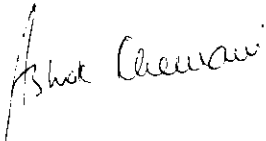
Yours faithfully,



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

Place: Mumbai
Dated: 1st September, 2017

For Blue Chip Tex Industries Limited



Mr. Ashok Khemani
Chairman and Managing Director
DIN: 00053623