

## **R.S.Bhatia**

M.A., F.C.S.  
Company Secretary in Practice  
CP No.: 2514

J-17 (Basement), Lajpat Nagar III,  
New Delhi-110024.  
Ph. 011-41078605 M: 09811113545  
PAN. AAFPB5130M  
GST No.- 07AAFPB5130M1ZX  
Email: [bhatia\\_rs@hotmail.com](mailto:bhatia_rs@hotmail.com)  
Service Category:-Company Secretary in Practice

### FORM No. MGT-13 Report of Scrutinizer

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

To  
The Chairman  
Prakash Woollen & Synthetic Mills Limited,  
18<sup>th</sup> Km Stone, Delhi Moradabad Road,  
NH-24, Village Amhera,  
Distt. J. P. Nagar- 244102

40<sup>th</sup> Annual General Meeting of the equity shareholders of Prakash Woollen & Synthetic Mills Limited, was held on Saturday, the 31<sup>st</sup> day of August, 2019, at 11:00 a.m. at 18<sup>th</sup> Km Stone, Delhi Moradabad Road, NH-24, Village Amhera, Distt. J. P. Nagar- 244102.

**Dear Sir,**

I, R.S. BHATIA, Practicing Company Secretary, appointed as Scrutinizer by the Board of Directors of the Company pursuant to Section 108 and 109 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies(Management and Administration) Rules, 2014 as amended from time to time for the purpose of poll and e-voting taken on the below mentioned resolution(s), contained in the notice of the 40<sup>th</sup> Annual General Meeting of the Equity shareholders of Prakash Woollen & Synthetic Mills Limited , submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, One(1)- ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and in presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained with the Registrar and transfer agents of the Company. As per company, no proxy was received.
3. No poll paper was found incomplete and/or otherwise defective. There was no invalid poll paper.
4. The result of the poll and e-voting is as under:



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### Resolution No. :- 1 Ordinary Resolution:

Consideration, approval and adoption of the Audited Financial Statements of the company along with the report of the Board of Directors and Auditors thereon for the financial year ended on March 31<sup>st</sup> 2019.

	Number of members Present and voting (in person or by proxy)	No. of Votes Cast by them	Numbers of Member voted electronically	No. of votes cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	28	164858	51	6757843	100%
(ii) Voted against the resolution	2	41230	0	0	100%
	Total No. of member(in person or by proxy) whose votes were declared invalid	Total No. of votes cast by them			
(iii) Invalid votes	NIL	NIL	NIL	NIL	NIL

### Resolution No. :- 2 Ordinary Resolution

Appointment of a Director in place of Mr. Vijay Kumar Gupta who retires by rotation and, being eligible, offers himself for re-appointment.

	Number of members Present and voting (in person or by proxy)	No. of Votes Cast by them	Numbers of Member voted electronically	No. of votes cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	28	164858	51	6757843	100%

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(ii) Voted against the resolution	2	41230	0	0	100 %
	Total No. of member(in person or by proxy) whose votes were declared invalid	Total No. of votes cast by them			
(iii) Invalid votes	NIL	NIL	NIL	NIL	NIL

### Resolution No. :- 3 Special Resolution

Appointment of Mr. Jai Kishan Gupta (DIN: 00337659) as a Director of the Company.

	Number of members Present and voting (in person or by proxy)	No. of Votes Cast by them	Numbers of Member voted electronically	No. of votes cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	28	164858	51	6757843	100%
(ii) Voted against the resolution	2	41230	0	0	100%
	Total No. of member(in person or by proxy) whose votes were declared invalid	Total No. of votes cast by them			
(iii) Invalid votes	NIL	NIL	NIL	NIL	NIL

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### Resolution No. :- 4 Special Resolution

Appointment of Mr. Jai Kishan Gupta (DIN: 00337659) As Managing Director w.e.f from 01st September, 2019.

	Number of members Present and voting (in person or by proxy)	No. of Votes Cast by them	Numbers of Member voted electronically	No. of votes cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	28	164858	51	6757843	100%
(ii) Voted against the resolution	2	41230	0	0	100%
	Total No. of member(in person or by proxy) whose votes were declared invalid	Total No. of votes cast by them			
(iii) Invalid votes	NIL	NIL	NIL	NIL	NIL

### Resolution No. :- 5 Special Resolution

Re-appointment of Mr. Vijay Kumar Gupta (DIN: 00335325) As Whole Time Director who will attain the age of 70 years during his tenure i.e. 71 years.

	Number of members Present and voting (in person or by proxy)	No. of Votes Cast by them	Numbers of Member voted electronically	No. of votes cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	28	164858	51	6757843	100%



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(ii) Voted against the resolution	2	41230	0	0	100%
	Total No. of member(in person or by proxy) whose votes were declared invalid	Total No. of votes cast by them			
(iii) Invalid votes	NIL	NIL	NIL	NIL	NIL

### Resolution No. :- 6 Special Resolution

Appointment of Mr. Daya Kishan Gupta (DIN: 00337569) as a Director of the Company.

	Number of members Present and voting (in person or by proxy)	No. of Votes Cast by them	Numbers of Member voted electronically	No. of votes cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	28	164858	51	6757843	100%
(ii) Voted against the resolution	2	41230	0	0	100%
	Total No. of member(in person or by proxy) whose votes were declared invalid	Total No. of votes cast by them			
(iii) Invalid votes	NIL	NIL	NIL	NIL	NIL

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### Resolution No. :- 7 Special Resolution

Appointment of Mr. Daya Kishan Gupta (DIN: 00337569) As Whole Time Director w.e.f. 1st September, 2019 who has attained the age of more than 70 years.

	Number of members Present and voting (in person or by proxy)	No. of Votes Cast by them	Numbers of Member voted electronically	No. of votes cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	28	164858	51	6757843	100%
(ii) Voted against the resolution	2	41230	0	0	100%
	Total No. of member(in person or by proxy) whose votes were declared invalid	Total No. of votes cast by them			
(iii) Invalid votes	NIL	NIL	NIL	NIL	NIL

### Resolution No. :- 8 Special Resolution

Appointment of Mr. Ved Prakash Gupta (DIN 00434369) as Non- Executive Director of the Company who has attained the age of more than 75 years i.e. 77 years.

	Number of members Present and voting (in person or by proxy)	No. of Votes Cast by them	Numbers of Member voted electronically	No. of votes cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	28	164858	51	6757843	100%

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(ii) Voted against the resolution	2	41230	0	0	100%
	Total No. of member(in person or by proxy) whose votes were declared invalid	Total No. of votes cast by them			
(iii) Invalid votes	NIL	NIL	NIL	NIL	NIL

### Resolution No. :- 9 Special Resolution

Re-appointment of Mr. Pramod Kumar Agarwal (DIN: 05248122) as a Non- Executive Independent Director of the Company.

	Number of members Present and voting (in person or by proxy)	No. of Votes Cast by them	Numbers of Member voted electronically	No. of votes cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	28	164858	51	6757843	100%
(ii) Voted against the resolution	2	41230	0	0	100%
	Total No. of member(in person or by proxy) whose votes were declared invalid	Total No. of votes cast by them			
(iii) Invalid votes	NIL	NIL	NIL	NIL	NIL

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### Resolution No. :- 10 Special Resolution

Re-appointment of Mr. Satish Kumar Raj (DIN: 00852221) as a Non- Executive Independent Director of the Company.

	Number of members Present and voting (in person or by proxy)	No. of Votes Cast by them	Numbers of Member voted electronically	No. of votes cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	28	164858	51	6757843	100%
(ii) Voted against the resolution	2	41230	0	0	100%
	Total No. of member(in person or by proxy) whose votes were declared invalid	Total No. of votes cast by them			
(iii) Invalid votes	NIL	NIL	NIL	NIL	NIL

### Resolution No. :- 11 Special Resolution

Appointment of Mr. Mahendra Kumar Agrawal (DIN: 02225421) as a Non- Executive Independent Director of the Company who has attained the age of more than 75 years.

	Number of members Present and voting (in person or by proxy)	No. of Votes Cast by them	Numbers of Member voted electronically	No. of votes cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	28	164858	51	6757843	100%



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(ii) Voted against the resolution	2	41230	0	0	100%
	Total No. of member(in person or by proxy) whose votes were declared invalid	Total No. of votes cast by them			
(iii) Invalid votes	NIL	NIL	NIL	NIL	NIL

### Resolution No. :- 12 Special Resolution

Authorization u/s 180 (1) (a) of Companies Act, 2013 to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the company.

	Number of members Present and voting (in person or by proxy)	No. of Votes Cast by them	Numbers of Member voted electronically	No. of votes cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	28	164858	51	6757843	100%
(ii) Voted against the resolution	2	41230	0	0	100%
	Total No. of member(in person or by proxy) whose votes were declared invalid	Total No. of votes cast by them			
(iii) Invalid votes	NIL	NIL	NIL	NIL	NIL

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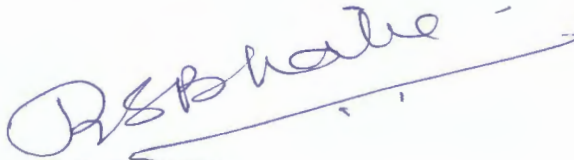
GST No.- 07AAFPB5130M1ZX

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5. The poll papers and all other records were sealed and handed over to the Director authorized by the Board for safe keeping.
6. All of the above mentioned resolutions have been passed with requisite majority.

Thanking you,  
Yours faithfully,



(R.S. BHATIA)  
Scrutinizer  
Company Secretary in Practice  
CP No.: 2514

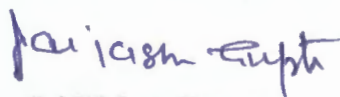
Place: New Delhi

Date: 31.08.2019

### Witness 1

Name: J. Abhishek  
Address: 13, Bank St,  
301, crown court,  
Kilpauk,  
Chennai - 600010

Signed by: J. Abhishek



Jai Kishan Gupta  
Chairman  
DIN: 00337659

### Witness 2

Name: M. Akbar  
Address: L6F-29 jacobson  
pocket-12.