



Form No. MGT - 13
Scrutinizer's Report - Combined

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 (2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Niwas Spinning Mills Limited

34th Annual General Meeting of the Members of **Niwas Spinning Mills Limited** (the Company) held on September 29, 2018 at 10:00 A.M at B-2/2, MIDC, Akkalkot Road, Solapur-413006.

Dear Sir,

1. I, Suhas S. Ganpule, a Company Secretary in practice, have been appointed as a scrutinizer by
 - (i) The Board of Directors of Niwas Spinning Mills Limited (the Company) for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and
 - (ii) the Chairman of the Annual General Meeting (AGM) on poll under provisions of Section 109 of the Companies Act, 2013, read with Rule 21 of the Companies (Management and Administration) Rules, 2014, on the resolutions contained in the Notice of the 34th Annual General Meeting (AGM) of the Members of the Company, held on September 29, 2018 at B-2/2, MIDC, Akkalkot Road, Solapur-413006.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and poll on the resolutions contained in the Notice to the 33rd Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated in the Notice of 34th Annual General Meeting of the Company and based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facilities for e-voting.
3. I hereby submit the combined report on the results of e-voting together with that of Poll as under:-
 - i. The e-voting period remained open from Wednesday, 26th September, 2018 (9.00 A.M.) to Friday, 28th September, 2018 (5.00 P.M.)





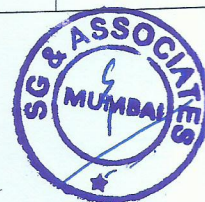
- ii. The members of the Company as on the "cut-off" date **22nd September, 2018** were entitled to vote on the Resolutions (Item no. 1 to 3) as set out in the Notice of the 34th AGM of the Company
- iii. The votes cast were unblocked on **September 29, 2018** in the presence of 2 witnesses, Ms. Madhuri Bohra and Ms. Radha Gohil who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Madhuri Bohra

Radha Gohil

- iv. Thereafter, the details containing *inter alia*, list of Equity Shareholders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of Central Depository Services (India) Limited (CDSL) (i.e. <https://www.evotingindia.co.in>)
- v. After the time fixed for closing of the poll by the Chairman, the ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
- vi. The locked 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 the authorizations/proxies lodged with the Company.
- vii. I found none the poll papers had invalid.
- viii. The result of the Poll and E Voting is as under:

Item No. of Notice	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes
	Nos.	% of total number of valid votes cast in favour	Nos.	% of total number of valid votes cast against	Nos.
Item No. 1: Adoption of Annual Accounts for the year ended March 31, 2018. (As an Ordinary Resolution)	5505496	100	0	0	0





SG & ASSOCIATES

Company Secretaries

9820057999 / 9819757999

E-mail : suhas62@yahoo.com

E-mail : sg.sgfir@gmail.com

Room No.1, 1st Floor, New Vora House,
Gram Panchayat Road, Above Kajal
Jewellers, Goregaon (West), Mumbai - 62.

Item No. 2: Appointment of Mr. Mitesh R. Daga (DIN: 0082175) who retires by rotation and being eligible seeks re-appointment. (As an Ordinary Resolution)	5495917	100	0	0	9579
Item No. 3: Appointment of M/s. Jatin Shah Chartered Accountants, Mumbai, as Statutory Auditors for period of 5 year. (As an Ordinary Resolution)	5505496	100	0	0	0

The Register, all other papers and relevant records relating to electronic voting and poll records were sealed and handed over to the Company Secretary, authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,
For SG & Associates
Practicing Company Secretaries

Suhas S. Ganpule
Proprietor
Membership No.:12122
C. P. No.: 5722

Place: Mumbai
Date: September 30, 2018

