

November 16<sup>th</sup>, 2020

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

74<sup>th</sup> (Seventy Fourth) Annual General Meeting (AGM) of the Equity Shareholders of SRI KANNAPIRAN MILLS LIMITED held on Monday, November 16, 2020, at 10:00 A.M. at the Registered office of the Company at the Mills Premises, Sowripalayam Coimbatore 641-028 through Video Conferencing (VC) / Other Audio Visual Means (OAVM)

Dear Sir,

I, M.R.L. Narasimha B. Com, FCS, Practicing Company Secretary, Coimbatore was appointed as Scrutinizer for the 74<sup>th</sup> (Seventy Fourth) Annual General Meeting of Equity Shareholders of SRI KANNAPIRAN MILLS LIMITED to be held on 16<sup>th</sup> November 2020 at 10.00 AM for the purpose of scrutinizing the E-Voting ( remote e voting ) and electronic voting (e-voting) process during the AGM pursuant to Section 108 of the Companies Act 2013, read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions, submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by the shareholders on the resolutions proposed in the Notice of the 74<sup>th</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through e-voting (remote e-voting) and by electronic voting (e-voting) at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favor or against if any, to the Chairman on the resolutions.

*Report of Scrutinizer on remote E-voting & E-Voting by members of M/S. SRI KANNAPIRAN MILLS LIMITED at the 74<sup>th</sup> AGM*

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*M.R.L. Narasimha*

2. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by Central Depository Services (India) Limited ('CDSL').
3. In accordance with the Notice of the Postponed 74<sup>th</sup> Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on October 24<sup>th</sup>, 2020, the remote e-voting opened at 9:00 AM IST on November 13<sup>th</sup> 2020 and remained open up to 5:00 PM IST on November 15<sup>th</sup>, 2020.
4. After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through e-voting facility provided by Central Depository Services (India) Limited ('CDSL') at the AGM.
5. The Equity Shareholders holding shares as on November 9<sup>th</sup>, 2020, "cut off date", were entitled to vote on the resolutions stated in the Notice of the 74<sup>th</sup> Annual General Meeting of the Company.
6. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by Central Depository Services (India) Limited ('CDSL') had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of Link (<https://www.evotingindia.com>) in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of Central Depository Services (India) Limited ('CDSL') were scrutinized and reviewed, the votes were counted, and the results were prepared
8. Based on the data downloaded from Central Depository Services (India) Limited ('CDSL') e-voting system, the total votes cast in favor or against all the resolutions proposed in the Notice of the AGM are as under:

*M.R.L. Narasimha*

*Report of Scrutinizer on remote E-voting & E-Voting by members of M/S. SRI KANNAPIRAN MILLS LIMITED at the 74<sup>th</sup> AGM*

**Consolidated Results**

- i. Adoption of Audited Financial Statements including Balance Sheet as at 31<sup>st</sup> March 2020, the statement of Profit and Loss Account and Cash Flow Statement for the year ended as on that date together with the Reports of the Board of Directors and Auditors thereon (Ordinary Resolution)

Particulars	Consolidated Remote E-Voting and E-Voting		Total		Percentage
	No of Folios	Number of Votes	No of Folios	Number of Votes	
Assent	37	39,78,004	37	39,78,004	100
Dissent	-	-	-	-	-
Rejections	-	-	-	-	-
Total	37	39,78,004	37	39,78,004	100

*Per R. L. Narasimha*

**Consolidated Results**

- ii. Appoint a Director in place of Mr. K G Balakrishnan (DIN: 00002174), who retires by rotation and being eligible offer himself for re-appointment (**Ordinary Resolution**)

Particulars	Consolidated Remote E-Voting and E-Voting		Total		Percentage
	No of Folios	Number of Votes	No of Folios	Number of Votes	
Assent	37	39,78,004	37	39,78,004	100
Dissent	-	-	-	-	-
Abstain	-	-	-	-	-
Rejections	-	-	-	-	-
Total	37	39,78,004	37	39,78,004	100

*M. R. L. Narasimha*

**Consolidated Results**

- iii. To appoint Mrs. Vanithamani as Director of the Company who shall be liable to retire by rotation (**Ordinary Resolution**)

Particulars	Consolidated Remote E-Voting and E-Voting		Total		Percentage
	No of Folios	Number of Votes	No of Folios	Number of Votes	
Assent	36	36,51,004	36	36,51,004	91.78
Dissent	1	3,27,000	1	3,27,000	8.22
Abstain	-	-	-	-	-
Rejections	-	-	-	-	-
Total	37	39,78,004	37	39,78,004	100

*M.R.L. Narasimha*

**Consolidated Results**

- iv. To ratify the remuneration payable to Mr. M Nagarajan, Cost Auditor for the Financial Year ending 31.03.2021 (Ordinary Resolution)

Particulars	Consolidated Remote E-Voting and E-Voting		Total		Percentage
	No of Folios	Number of Votes	No of Folios	Number of Votes	
Assent	37	39,78,004	37	39,78,004	100
Dissent	-	-	-	-	-
Abstain	-	-	-	-	-
Rejections	-	-	-	-	-
Total	37	39,78,004	37	39,78,004	100

*M.R.L. Narasimha*

**Consolidated Results**

- v. To approve the contract and transactions to be entered with M/s. K G Denim Limited, a related party for an amount not exceeding Rs.49 Crores during any financial year for a period of 3 years (Ordinary Resolution)

Particulars	Consolidated Remote E-Voting and E-Voting		Total		Percentage
	No of Folios	Number of Votes	No of Folios	Number of Votes	
Assent	35	36,46,416	35	36,46,416	91.66
Dissent	-	-	-	-	-
Abstain	2	3,31,588	2	3,31,588	8.34
Rejections	-	-	-	-	-
Total	37	39,78,004	37	39,78,004	100

*M.R.L. Narasimha*

Thanking you,

Yours faithfully,

*M.R.L. Narasimha*

(M.R.L. NARASIMHA)

SCRUTINIZER

UDIN :- F002851B001233212

M.R.L. NARASIMHA, B.Com., FCS  
Practising Company Secretary  
M.No: 2851; C.P. 799,  
Old No:34-C, New No: 8, IIIrd CROSS,  
RAMALINGA NAGAR, K.K. PUDUR,  
COIMBATORE - 641 038.

Report of Scrutinizer on remote E-voting & E-Voting by members of M/S. SRI KANNAPIRAN MILLS LIMITED at the 74<sup>th</sup> AGM

*M.R.L. Narasimha* BCom, FCS  
PRACTISING COMPANY SECRETARY

*M.L. Adithya Sudharshan*

Name: - M.L. Adithya Sudharshan  
Address: - Lotus 370-A  
Alagesan Road  
S.B.Mission Post  
Coimbatore 641-011

*N. Satish Kumar*

Name: - N. Satish Kumar  
Address: - New No.4 Old No.14  
Subbiah Gounder St  
Ramanathapuram  
Coimbatore 641-045

Based on the aforesaid results, I report that the Ordinary Resolution as contained in Item.No.1 to Item. No .5 of the Notice dated on 01<sup>st</sup> October 2020, has been passed with requisite majority.

For SRI KANNAPIRAN MILLS LIMITED

*K G Balakrishnan*

K G Balakrishnan

CHAIRMAN

DIN: 00002174

Report of Scrutinizer on remote E-voting & E-Voting by members of M/S. SRI KANNAPIRAN MILLS LIMITED at the 74<sup>th</sup> AGM