

**R K Jain & Associates**  
Company Secretaries  
5-A-25, 'Shubhan'  
R C Vyas Colony  
Bhilwara-311001 Rajasthan  
Cell:- +91 9829125844  
Phone 01482-225844, 220818  
Email [rkjainbhilwara@gmail.com](mailto:rkjainbhilwara@gmail.com)

**SCUTINIZER'S REPORT ON E-VOTING**

To,

The Chairman of 22<sup>nd</sup> Annual General Meeting of the Equity Shareholders of Nitin Spinners Ltd. to be held on 11<sup>th</sup> September, 2014 at 16-17 KM Stone, Chittor Road Hamirgarh, Bhilwara (Raj.) 311025.

Dear Sir,

I, R. K. Jain, practicing Company Secretary (Membership No FCS 4584) appointed as Scrutinizer for the purpose of the e-voting on the below mentioned resolutions(s), at the 22<sup>nd</sup> Annual General Meeting of the Equity Shareholders of Nitin Spinners Ltd, to be held on 11<sup>th</sup> September, 2014 at 16-17 KM Stone, Chittor Road Hamirgarh, Bhilwara (Raj.) 311025, submit our report as under:

1. Nitin Spinners Ltd. (the Company) had dispatched notice dtd. 29.07.2014 of 22<sup>nd</sup> Annual General Meeting to all its shareholders providing e-voting facility.
2. The Dispatch of Notice was completed on 16<sup>th</sup> August, 2014
3. The Company has complied with the provisions of section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014.
4. E-voting was commenced on 05.09.2014 (9.30 A.M.) and closed on 07.09.2014 (5.30 P.M.)
5. The data for e-voting were downloaded by me in presence of CA Sumati Somani and CS Neha Anchaliya.
6. The result of the E-voting is as under:

**Item No. 1 :-**

**Ordinary Resolution :-** Adoption of Audited Balance Sheet as at 31<sup>st</sup> March, 2014, Profit and Loss Statement for the year ended on that date Directors' and Auditors' Reports thereon.

(i). Voted In favour of the Resolution:

Number of members voting through E-voting	Number of voted cast by them	% of the total number of valid votes cast
7	1658572	100%



(ii) Voted against the Resolution:

Number of members voting through E-voting	Number of voted cast by them	% of the total number of valid votes cast
NIL	NIL	NIL

(iii). Invalid votes:

Total No. of members whose votes were declared invalid	Total Number of voted cast by them
NIL	NIL

Item No. 2 :-

**Ordinary Resolution:-** Declaration of Dividend on Equity Shares for the year ended 31<sup>st</sup> March, 2014.

(i). Voted in favour of the Resolution:

Number of members voting through E-voting	Number of voted cast by them	% of the total number of valid votes cast
7	1658572	100%

(ii) Voted against the Resolution:

Number of members voting through E-voting	Number of voted cast by them	% of the total number of valid votes cast
NIL	NIL	NIL



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(iii). Invalid votes:

Total No. of members whose votes were declared invalid	Total Number of voted cast by them
NIL	NIL

Item No. 3 :-

Ordinary Resolution :- Re-appointment of Sh. R. L. Nolkha as Director of the Company.

(i). Voted in favour of the Resolution:

Number of members voting through E-voting	Number of voted cast by them	% of the total number of valid votes cast
7	1658572	100%

(ii) Voted against the Resolution:

Number of members voting through E-voting	Number of voted cast by them	% of the total number of valid votes cast
NIL	NIL	NIL

(iii). Invalid votes:

Total No. of members whose votes were declared invalid	Total Number of voted cast by them
NIL	NIL



**Item No. 4 :-**

**Ordinary Resolution:-** Appointment of Auditors and to fix their remuneration.

(i). Voted in favour of the Resolution:

Number of members voting through E-voting	Number of voted cast by them	% of the total number of valid votes cast
7	1658572	100%

(ii) Voted against the Resolution:

Number of members voting through E-voting	Number of voted cast by them	% of the total number of valid votes cast
NIL	NIL	NIL

(iii). Invalid votes:

Total No. of members whose votes were declared invalid	Total Number of voted cast by them
NIL	NIL

**Item No. 5 :-**

**Ordinary Resolution:-** Appointment of Sh. Y. R. Shah as an Independent Director.

(i). Voted in favour of the Resolution:

Number of members voting through E-voting	Number of voted cast by them	% of the total number of valid votes cast
6	1658322	99.99%



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(ii) Voted against the Resolution:

Number of members voting through E-voting	Number of voted cast by them	% of the total number of valid votes cast
1	250	0.01%

(iii). Invalid votes:

Total No. of members whose votes were declared invalid	Total Number of voted cast by them
NIL	NIL

Item No. 6 :-

Ordinary Resolution:- Appointment of Sh. B. Ram as an Independent Director.

(i). Voted in favour of the Resolution:

Number of members voting through E-voting	Number of voted cast by them	% of the total number of valid votes cast
6	1658322	99.99%

(ii) Voted against the Resolution:

Number of members voting through E-voting	Number of voted cast by them	% of the total number of valid votes cast
1	250	0.01%



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(iii). Invalid votes:

Total No. of members whose votes were declared invalid	Total Number of voted cast by them
NIL	NIL

Item No. 7 :-

**Ordinary Resolution:-** Appointment of Smt. Aditi Mehta as an Independent Director.

(i). Voted in favour of the Resolution:

Number of members voting through E-voting	Number of voted cast by them	% of the total number of valid votes cast
6	1658322	99.99%

(ii) Voted against the Resolution:

Number of members voting through E-voting	Number of voted cast by them	% of the total number of valid votes cast
1	250	0.01%

(iii). Invalid votes:

Total No. of members whose votes were declared invalid	Total Number of voted cast by them
NIL	NIL



**Item No. 8 :-**

**Ordinary Resolution:-** Appointment of Dr. R. Chattopadhyay as an Independent Director.

(i). Voted in favour of the Resolution:

Number of members voting through E-voting	Number of voted cast by them	% of the total number of valid votes cast
6	1658322	99.99%

(ii) Voted against the Resolution:

Number of members voting through E-voting	Number of voted cast by them	% of the total number of valid votes cast
1	250	0.01%

(iii). Invalid votes:

Total No. of members whose votes were declared invalid	Total Number of voted cast by them
NIL	NIL

**Item No. 9 :-**

**Special Resolution:-** Under section 180(1)(c) of the Companies Act, 2013 for borrowing money upto Rs. 700 Crores.

(i). Voted in favour of the Resolution:

Number of members voting through E-voting	Number of voted cast by them	% of the total number of valid votes cast
7	1658572	100%



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(ii) Voted against the Resolution:

Number of members voting through E-voting	Number of voted cast by them	% of the total number of valid votes cast
NIL	NIL	NIL

(iii). Invalid votes:

Total No. of members whose votes were declared invalid	Total Number of voted cast by them
NIL	NIL

Item No. 10 :-

**Special Resolution:-** Under section 180(1)(a) of the Companies Act, 2013 for creation of security

(i). Voted in favour of the Resolution:

Number of members voting through E-voting	Number of voted cast by them	% of the total number of valid votes cast
7	1658572	100%

(ii) Voted against the Resolution:

Number of members voting through E-voting	Number of voted cast by them	% of the total number of valid votes cast
NIL	NIL	NIL





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(iii). Invalid votes:

Total No. of members whose votes were declared invalid	Total Number of voted cast by them
NIL	NIL

Item No. 11 :-

Ordinary Resolution:- Approval of remuneration of Cost Auditors

(i). Voted in favour of the Resolution:

Number of members voting through E-voting	Number of voted cast by them	% of the total number of valid votes cast
7	1658572	100%

(ii) Voted against the Resolution:

Number of members voting through E-voting	Number of voted cast by them	% of the total number of valid votes cast
NIL	NIL	NIL

(iii). Invalid votes:

Total No. of members whose votes were declared invalid	Total Number of voted cast by them
NIL	NIL



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Item No. 12 :-

**Ordinary Resolution:-** Approval for increase in sitting fee of Independent Directors.

(i). Voted in **favour** of the Resolution:

Number of members voting through E-voting	Number of voted cast by them	% of the total number of valid votes cast
6	1658322	99.99%

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

Number of members voting through E-voting	Number of voted cast by them	% of the total number of valid votes cast
1	250	0.01%

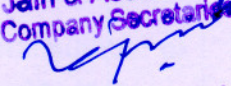
(iii). **Invalid** votes:

Total No. of members whose votes were declared invalid	Total Number of voted cast by them
NIL	NIL



Place: Bhilwara  
Dated: 10.09.2014

Thanking you,

Yours faithfully,  
**R. K. Jain & Associates**  
Company Secretaries  
  
**R. K. Jain**  
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