

**K. SRINIVASAN**  
CHARTERED ACCOUNTANT

No.10,2<sup>nd</sup> Floor  
Salai Road Extension,  
Thillai Nagar, Trichy 18  
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Email: [srinivasan.k@msjandnk.in](mailto:srinivasan.k@msjandnk.in)

25 August 2021

The Chairman  
Thanjavur Spinning Mill Limited  
Registered Office  
"Rajapalayam Mills Premises"  
P.A.C. Ramasamy Raja Salai  
Rajapalayam - 626117

Dear Sir,

**Sub:** Remote E-voting [Prior to and at the Annual General Meeting (AGM)] in respect of your Company's 59<sup>th</sup> Annual General Meeting on 25<sup>th</sup> August 2021 conducted through Video Conferencing (VC) - Scrutiniser's Consolidated report

I have been appointed to act as the Scrutiniser for the remote e-voting process, in connection with your Company's 59<sup>th</sup> AGM. I submit my report as under:

1. As required by the Companies Act, 2013, the Company has provided remote e-voting facility in terms of Section 108 of the Companies Act, 2013 (the Act) and Rule 20 of the Companies (Management and Administration) Rules, 2014 (the Rules) and MCA Circulars dated 13<sup>th</sup> January 2021 in respect of two (2) resolutions to be considered at the 59<sup>th</sup> AGM.
2. The items of business set out in the notice convening the AGM and covered by the remote e-voting process were:

Item No	Nature of Business	Type of Resolution	Subject Matter
1	Ordinary	Ordinary	Adoption of Company's Audited Financial Statements for the year ended 31st March 2021.
2	Ordinary	Ordinary	Reappointment of Mr. S Kanthimathinathan (DIN: 01124581), as Director, liable to retire by rotation.

3. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice of the AGM to the members of the Company. My responsibility is to scrutinise the remote e-voting process in a fair and transparent manner and make a consolidated report of the total votes cast in favour or against.

- Counter Signed by -  
For THANJAVUR SPINNING MILL LIMITED

  
( P.J. RAMKUMAR RAJHA )  
Director.

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4. Voting was not exercised regarding shares that were transferred to Investor Education and Protection Fund Authority (IEPF).
5. Central Depository Services (India) Limited (CDSL), the recognized agency selected by your Company to provide a secure e-voting platform for the remote e-voting process, allotted E-Voting Serial Number (EVSN) 210818002 for the same. CDSL also provided the web-based platform for conducting the AGM through VC.
6. The remote e-voting facility prior to the AGM was made available from 9.00 AM on 22<sup>nd</sup> August 2021 to 5.00 PM on 24<sup>th</sup> August 2021.
7. It was announced that the remote e-voting facility was made available by CDSL during the AGM to enable members present at the AGM through VC and who did not cast their vote through remote e-voting prior to the AGM, to exercise their voting rights.
8. The prescribed particulars with regards to the remote e-voting process were duly advertised on 31-07-2021 and 03-08-2021 in Business Line (English – All Editions), Dinamani (Tamil – Madurai Edition). The advertisement also stated the manner in which the Members who had not registered their e-mail address could register the same with the Company.
9. The Company completed the despatch of Annual Report for 2020-21 containing Notice, Board's Report and Financial Statements by E Mail to the Members by 31-07- 2021.
10. 19<sup>th</sup> August 2021 was fixed as the cut-off date for determining the eligibility to vote.
11. On the completion of the AGM process:
  - 11.1 I allowed a time of 15 minutes from the close of AGM to enable shareholders attending the AGM to cast their votes.
  - 11.2 I unblocked the votes cast through remote e-voting, both prior to and at the AGM, in the presence of two witnesses not in the employment of the Company. Due to the social distancing norms on account of COVID-19, I invited the two witnesses to login to my computer using remote login, and the activity was witnessed.
  - 11.3 I scrutinised the votes cast through remote e-voting and validated the same with the list of eligible members and their holding as on the cut-off date.
12. I have also verified and confirm that no member who had exercised their vote through remote e-voting facility, participated in the e-voting process at the AGM.
13. I have recorded particulars of the votes cast through remote e-voting in a separate register maintained by me in electronic form.

- Counter signed by -  
For THANJAVUR SPINNING MILL LIMITED

  
( P.J. RAMKUMAR RAJHA )  
Director.

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14. The results of e-voting for the AGM are as under:

Resolution No	Votes cast in favour			Votes cast against		
	No. of Ballots voted	No. of Votes	Percentage of votes	No. of Ballots voted	No. of Votes	Percentage of votes
1	25	13,59,473	100%	0	0	0%
2	25	13,59,473	100%	0	0	0%

15. Both the resolutions have been passed with requisite majority.

**KRISHNASWAMI**  
**SRINIVASAN**

K. Srinivasan  
Chartered Accountant  
Membership No.: 021510  
Scrutiniser for the AGM  
UDIN: 21021510AAAACZ8891

Digitally signed by  
KRISHNASWAMI SRINIVASAN  
Date: 2021.08.25 16:38:17 +05'30'

- Counter signed by -

For THANJAVUR SPINNING MILL LIMITED

  
( P.J. RAMKUMAR RAJHA )  
Director.