HO/SRSL/SEC/ 65 September 26, 2019

The General Manager Corporate Relationship Department, BSE Limited P.J. Towers, Dalal Street, Mumbai- 400 001



Rajasthan Syntex Limited

Regd. & H. O.: 'SRSL House', Post Box No. 209, N.H.8, Pulla Bhuwana Road, UDAIPUR - 313 004 (Raj.) India © (0294) 2440334 E-mail: houdr@srsl.in CIN: L24302RJ1979PLC001948 Web site: www.srsl.in

Sub: Submission of Voting results of 39th Annual General Meeting ("AGM") held on September 25, 2019 pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Ref.: Shree Rajasthan Syntex Ltd.

Scrip Code: 503837

Respected Sir/ Ma'am,

With respect to cited subject, we are enclosing herewith, the Scrutinizer's Report dated September 26, 2019 submitted by Scrutinzer, CS Manoj Maheshwari, Practicing Company Secretary (FCS 3355), for 39th AGM held on Wednesday, September 25, 2019 at the registered office of Company situated at 'SRSL House', Pulla Bhuwana Road, N.H. No. 8, Udaipur - 313004 (Rajasthan) which commenced at 2.30 P.M. and concluded at 4.00 P.M.

We also wish to inform your good-self that all the resolutions have been approved with requisite majority.

Kindly take the same on record and inform all concerned accordingly.

Thanking You,

Yours Faithfully,

FOR: SHREE RAJASTHAN SYNTEX LTD.

RAVINA SONI

(Company Secretary cum Compliance Officer)

Encl. - As above

: Village- Udaipura, Simalwara Road, Dungarpur-314 001 Phone: 7230010871,72,73,74

Jaipur Office : A-2, Nawlakha Apartments, Bharat Mata Path, Jamnalal Bajaj Marg, 'C' Scheme, Jaipur-302 006 Phone: 9829042856

: Surya Plaza, 2nd Floor, K-185/1, Sarai Julena New Friends Colony, New Delhi-110025, Phone: (O) 011 - 269 20852, 412 51669

Mumbai Office: 2nd Floor, 439, Kalbadevi Road, Mumbai 400 002, Phone: 022-220 51018, 220 82437, E-mail: syntex@mtnl.net.in



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SCRUTINIZER'S REPORT

To, The Chairman of

39th Annual General Meeting of the Equity Shareholders of Shree Rajasthan Syntex Ltd held on 25th September, 2019 at 02:30 P.M. at the registered office of the Company at SRSL House, Pulla Bhuwana Road, N.H. 8, Udaipur - 313004 (Rajasthan) ("AGM").

Subject: Consolidated Scrutinizer's report on remote e-voting and voting conducted at the AGM.

The Board of Directors of Shree Rajasthan Syntex Ltd (hereinafter referred to as "Company") at its meeting held on Monday, 12th August, 2019 has appointed me as the scrutinizer for the remote evoting process as well as to scrutinize the physical ballot forms to be received from the Shareholders at the venue of the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) (hereinafter referred to as "Rule 20") and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Report on Scrutiny:

- The Company had appointed National Securities Depository Limited (hereinafter referred to as "NSDL / Service Provider") as the service provider for the purpose of extending the facility of remote e-voting to the Shareholders of the Company. MAS Services Ltd. is the Registrar and Share Transfer Agents (hereinafter referred to as "RTA") of the Company.
- The Service Provider had provided a system for recording the votes of the Shareholders
 electronically on all the items of the business (both Ordinary and Special Business) sought to be
 transacted at the AGM of the Company.
- The Service Provider had set up electronic voting facility on their website, <u>https://www.evoting.nsdl.com</u> The Company had uploaded all the items of the business to be transacted at the AGM on the website of the Company and also the Service Provider to facilitate their Shareholders to cast their vote through remote e-voting.
- The internal cut-off date for the dispatch of the Notice of the AGM was Friday, 23rd August, 2019 and as on that date, there were 7,904 Shareholders of the Company. The Company had sent the Notices of the AGM along with Annual Report and E-Voting details by email to 2,715 Shareholders whose email-IDs were made available by the two Depositories and for those Shareholders, holding shares in physical form, who had registered their email-IDs with the RTA. In respect of 5,189 shareholders whose email-IDs were not available, notices were sent by courier. In respect of 444 cases where transmissions through email had failed, the company had sent the notice of the AGM along with Annual Report and e-voting details through physical form by courier.

Further, as confirmed by the management, there were 40 such envelopes containing notice of AGM which were returned undelivered.



MANOJ MAHESHWARI COMPANY SECRETARY

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- The notices sent (both through e-mail and physical mode) contained the detailed procedure to be followed by the Shareholders who were desirous of casting their votes electronically as provided in Rule 20.
- The Cut-off date for the purpose of identifying Shareholders who will be entitled to vote on the
 resolutions placed for approval of the Shareholders was Wednesday, 18th September, 2019. The
 remote e-voting period remained open from Saturday, 21stSeptember, 2019 at 09:00 A.M. and
 ended on Tuesday, 24th September, 2019 at 05:00 P.M.
- The Company completed the dispatch of the notices to the Shareholders by Saturday, 31st August, 2019.
- As prescribed in clause (v) of sub rule 4 of Rule 20 of The Companies (Management and Administration) Rules, 2014, the Company has also released an advertisement, which was published 21 days before the date of the AGM in "Financial Express" English newspaper in English language on Sunday, 01st September, 2019 and in "Business Remedies" Vernacular newspaper in Vernacular language on Monday, 02nd September, 2019. The notice published in the newspaper carried the required information as specified in Sub Rule 4(v) (a) to (h) of the said Rule 20.
- At the end of the voting period on Tuesday, 24th September, 2019 at 05:00 P.M., the voting
 portal of the Service Provider was blocked forthwith. The limited information for the
 shareholders who have cast their votes, such as name, folio number and number of shares held
 was obtained from the Service Provider.
- At the venue of the AGM of the Company, the facility to vote through ballot paper was provided to facilitate those Shareholders present in the meeting but could not participate in the Remote e-voting to record their votes.
- After the voting at the AGM was concluded, ballot box kept for the purpose of casting of votes was locked in my presence with due identification marks placed by me. The locked ballot box was subsequently opened in my presence and in presence of two witnesses and the ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company. The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- On 25th September, 2019, after counting of the votes conducted at the venue of the AGM through ballot paper and the votes cast through remote e-voting were unblocked by me in the presence of two witnesses who are not in the employment of the company as prescribed in Sub Rule 4(xii) of the said Rule 20.
- Thereafter, I as a scrutinizer duly compiled details of the remote e-voting carried out by the Shareholders and the physical voting done at the venue of the AGM by way of Ballot paper, the details of which are as follows:





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Item No. 1: Ordinary Resolution:

To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2019 together with the reports of Board of Directors and the Auditors thereon

Total No. of Shareholders/Folios	7,891				
Total No. of Shares	1,37,02,301				
Remote E-voting Period	21st September, 2019 to 24th September, 2019				
	3 - 3 - 3 - 3 - 3 - 3 - 3 - 3 - 3 - 3 -	Number of Votes/Folio	Number of shares		
Total votes cast through remote e-voting	Α	38	65,02,413		
Total Votes cast through Polling at AGM	В	2	3,384		
Grand Total of remote e-voting / Polling at AGM (A+B)	С	40	65,05,797		
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	03,03,797		
Net remote e-voting/ Polling at AGM (C-D)	Ę	40	65,05,797		

NOTES:

- Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- ii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- iii. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*	No. of votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	64,95,211	60,54,210	93.21%	60,54,210	0	100.00%	0.00%
Public Institutional holders	3,134	0	0.00%	0	0	0.00%	0.00%
Public-others	72,03,956	4,51,587	6,27%	4,50,587	1,000	99,78%	0.22%
Total	1,37,02,301	65,05,797	47.48%	65,04,797	1,000	99.98%	0.02%

Percentage of Votes cast in favour: 99.98% | Percentage of votes cast against: 0.02%

RESULT:-

Since, the number of votes cast in favour of the resolution is 99.98%, I report that the ordinary resolution under section 129 of the Companies Act, 2013 as set out in the notice of AGM dated 12th August, 2019 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.





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Item No. 2: Ordinary Resolution:

To appoint a Director in place of Mr. Vinod Kumar Ladia (DIN: 00168257), who retires by rotation and, being eligible, seeks re-appointment

Total No. of Shareholders/Folios	7,891					
Total No. of Shares	1,37,02,301					
Remote E-voting Period		er, 2019 to 24th Septen	nber, 2019			
		Number of Votes/Folio	Number of shares			
Total votes cast through remote e-voting	А	38	65,02,413			
Total Votes cast through Polling at AGM	8	2	3,384			
Grand Total of remote e-voting / Polling at AGM (A+B)	С	40	65,05,797			
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0			
Net remote e-voting/ Polling at AGM (C-D)	E	40	65,05,797			

NOTES:

- Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- ii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- iii. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)] *100	No. of votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter group	64,95,211	60,54,210	93.21%	60,54,210	0	100.00%	0.00%
Public institutional holders	3,134	0	0.00%	0	0	0.00%	0.00%
Public-others	72,03,956	4,51,587	6.27%	4,50,487	1,100	99.76%	0.24%
Total	1,37,02,301	65,05,797	47.48%	65,04,697	1,100	99.98%	0.02%

Percentage of Votes cast in favour: 99.98% Percentage of votes cast against: 0.02%

RESULT:-

Since, the number of votes cast in favour of the resolution is 99.98%, I report that the ordinary resolution under section 152 of the Companies Act, 2013 as set out in the notice of AGM dated 12th August, 2019 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.





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Item No. 3: Ordinary Resolution:

Ratification of remuneration of the Cost Auditors for the financial year ending on 31st March, 2020

Total No. of Shareholders/Folios	7,891				
Total No. of Shares	1,37,02,301				
Remote E-voting Period		er, 2019 to 24th Septem	iber, 2019		
		Number of Votes/Folio	Number of shares		
Total votes cast through remote e-voting	A	38	65,02,413		
Total Votes cast through Polling at AGM	В	2	3,384		
Grand Total of remote e-voting / Poiling at AGM (A+B)	C	40	65,05,797		
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	03,03,737		
Net remote e-voting/ Polling at AGM (C-D)	E	40	65,05,797		

NOTES:

- Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- ii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- iii. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*	No. of votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	64,95,211	60,54,210	93.21%	60,54,210	0	100.00%	0.00%
Public Institutional holders	3,134	0	0.00%	0	0	0.00%	0.00%
Public-others	72,03,956	4,51,587	6.27%	4,50,587	1,000	99.78%	0.22%
Total	1,37,02,301	65,05,797	47.48%	65,04,797	1,000	99.98%	0.02%

Percentage of Votes cast in favour: 99.98% Percentage of votes cast against: 0.02%

RESULT:-

Since, the number of votes cast in favour of the resolution is 99.98%, I report that the ordinary resolution under section 148 of the Companies Act, 2013 as set out in the notice of AGM dated 12th August, 2019 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.





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Item No. 4: Special Resolution:

Re-appointment of Mr. Vinod Kumar Ladia as Executive Chairman and Whole Time Director ("Key Managerial Personnel")

Total No. of Shareholders/Folios	7,891				
Total No. of Shares	1,37,02,301				
Remote E-voting Period	21st September, 2019 to 24th September, 2019				
	20.	Number of Votes/Folio	Number of shares		
Total votes cast through remote e-voting	A	38	65,02,413		
Total Votes cast through Polling at AGM	В	7	3,384		
Grand Total of remote e-voting / Polling at AGM (A+B)	С	40	65,05,797		
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	03,03,797		
Net remote e-voting/ Polling at AGM (C-D)	E	40	65,05,797		

NOTES:

- i. Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- ii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- iii. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*	No. of votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	64,95,211	60,54,210	93.21%	60,54,210	0	100.00%	0.00%
Public institutional holders	3,134	ō	0.00%	0	0	0.00%	0.00%
Public-others	72,03,956	4,51,587	6.27%	4,50,487	1.100	99.76%	0.24%
Total	1,37,02,301	65,05,797	47.48%	65,04,697	1,100	99.98%	0.02%

Percentage of Votes cast in favour: 99.98% Percentage of votes cast against: 0.02%

RESULT:-

Since, the number of votes cast in favour of the resolution is 99.98%, I report that the special resolution under section 196, 197, 198 and 203 of the Companies Act, 2013 as set out in the notice of AGM dated 12th August, 2019 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.





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Item No. 5: Special Resolution:

Re-appointment of Mr. Vikas Ladia as Managing Director and Chief Executive Officer ("Key Managerial Personnel")

Total No. of Shareholders/Folios	7,891				
Total No. of Shares	1,37,02,301				
Remote E-voting Period		er, 2019 to 24 th Septen	ber, 2019		
		Number of Votes/Folio	Number of shares		
Total votes cast through remote e-voting	Α	38	65,02,413		
Total Votes cast through Polling at AGM	В	2	3,384		
Grand Total of remote e-voting / Polling at AGM (A+B)	С	40	65,05,797		
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0		
Net remote e-voting/ Poiling at AGM (C-D)	E	40	65,05,797		

NOTES:

- i. Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- ii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- iii. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*	No. of votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	64,95,211	60,54,210	93.21%	60,54,210	0	100.00%	0.00%
Public institutional holders	3,134	0	0.00%	0	0	0.00%	0.00%
Public-others	72,03,956	4,51,587	6.27%	4,49,512	2,075	99,54%	0.46%
Total	1,37,02,301	65,05,797	47.48%	65,03,722	2,075	99.97%	0.03%

Percentage of Votes cast in favour: 99.97% | Percentage of votes cast against: 0.03%

RESULT:-

Since, the number of votes cast in favour of the resolution is 99.97%, I report that the special resolution under section 196, 197, 198 and 203 of the Companies Act, 2013 as set out in the notice of AGM dated 12th August, 2019 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.





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Item No. 6: Special Resolution:

Re-appointment of Mr. Anubhav Ladia as Whole Time Director ("Key Managerial Personnel")

Total No. of Shareholders/Folios	7,891					
Total No. of Shares	1,37,02,301					
Remote E-voting Period	21st September, 2019 to 24th September, 2019					
		Number of Votes/Folio	Number of shares			
Total votes cast through remote e-voting	A	38	65,02,413			
Total Votes cast through Polling at AGM	В	2	3,384			
Grand Total of remote e-voting / Polling at AGM (A+B)	С	40	65,05,797			
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0			
Net remote e-voting/ Polling at AGM (C-D)	E	40	65,05,797			

NOTES:

- i. Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- ii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- iii. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*	No. of votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7]=[(5)/(2)]*100
Promoter and Promoter group	64,95,211	60,54,210	93.21%	60,54,210	0	100.00%	0.00%
Public Institutional holders	3,134	0	0.00%	0	0	0.00%	0.00%
Public-others	72,03,956	4,51,587	6.27%	4,49,512	2,075	99.54%	0.46%
Total	1,37,02,301	65,05,797	47.48%	65,03,722	2,075	99.97%	0.03%

Percentage of Votes cast in favour: 99.97% | Percentage of votes cast against: 0.03%

RESULT:-

Since, the number of votes cast in favour of the resolution is 99.97%, I report that the special resolution under section 196, 197, 198 and 203 of the Companies Act, 2013 as set out in the notice of AGM dated 12th August, 2019 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.





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Item No. 7: Special Resolution:

To sell, transfer and / or dispose of the whole or substantially the whole of the undertaking of the Company

Total No. of Shareholders/Folios	7,891				
Total No. of Shares	1,37,02,301				
Remote E-voting Period	21st September, 2019 to 24th September, 2019				
		Number of Votes/Folio	Number of shares		
Total votes cast through remote e-voting	Α	37	65,02,313		
Total Votes cast through Polling at AGM	В	2	3,384		
Grand Total of remote e-voting / Polling at AGM (A+B)	С	39	65,05,697		
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0		
Net remote e-voting/ Polling at AGM (C-D)	E	39	65,05,697		

NOTES:

- Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- iii. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*	No. of votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	64,95,211	60,54,210	93.21%	60,54,210	0	100.00%	0.00%
Public institutional holders	3,134	0	0.00%	0	0	0.00%	0.00%
Public-others	72,03,956	4,51,487	6.27%	4,49,512	1,975	99.56%	0.44%
Total	1,37,02,301	65,05,697	47.48%	65,03,722	1,975	99.97%	0.03%

Percentage of Votes cast in favour: 99.97% | Percentage of votes cast against: 0.03%

RESULT:-

Since, the number of votes cast in favour of the resolution is 99.97%, I report that the special resolution under section 180(1)(a) of the Companies Act, 2013 as set out in the notice of AGM dated 12th August, 2019 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.



MANOJ MAHESHWARI

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All the Resolutions mentioned in the AGM Notice dated 12th August, 2019 as per the results above stand passed under remote e-voting and voting conducted at AGM with the requisite majority and deemed to be passed as on the date of the AGM.

A soft copy, containing a list of Equity Shareholders who voted "FOR" or "AGAINST" and those whose votes were declared invalid/abstained, for each resolution is being handed over to the Company separately.

I hereby confirm that I am maintaining the Registers received from the RTA and the electronic voting data received from the Service Provider, in respect of the votes cast through remote e-voting and voting conducted at AGM by way of Ballot Papers by the Shareholders of the Company. The Ballot papers and all other relevant records relating to e-voting and physical voting are under my safe custody and will be handed over to the Company Secretary for safe keeping.

This report may be treated as a report under Section 109 of the Companies Act, 2013 and Rule 21(2) of The Companies (Management and Administration) Rules, 2014.

I thank you for the opportunity given to act as a Scrutinizer for the remote e-voting and polling at AGM.

Yours Faithfu

CS Manoj Maheshwari

Scrutinizer FCS: 3355 C.P. No. 1971

Place: Jaipur Date: 26.09.2019 For Shree Rajasthan Syntex Ltd

Vined Kumar Ladia Chairman and Whole Time Director DIN:00168257