

5 GF Abirami Apartments 14 VOC Road, Cantonment Trichy 620001 Phone: 0431-2140542	D1 B Block First Floor Parsn Paradise 46 GN Chetty Road T Nagar Chennai 600017 Phone: 044-42059739/45008214
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Email: srinivasan.k@msjandnk.in

Scrutiniser's Report

*[Pursuant to Section 108 of the Companies Act, 2013, and Rule 22 of the
Companies (Management and Administration) Rules, 2014]*

The Chairman,
Sri Vishnu Shankar Mill Limited
P.A.C Ramasamy Raja Salai
Rajapalayam – 626 117

Dear Sir,

Sub: Postal ballot process in respect of your Company as per the Notice of Postal Ballot dated 28-05-2019 to consider and pass a Special Resolution for sale of the Entire Assets of Sri Vishnu Shankar Mill Limited – Andhra Pradesh Unit

1. I, K. Srinivasan, Practicing Chartered Accountant and Partner of M.S. Jagannathan & N. Krishnaswami, Chartered Accountants, 5, GF, Abirami Apartments, 14 VOC Road, Cantonment, Trichy 620001, have been appointed as Scrutiniser by the Board of Directors of Sri Vishnu Shankar Mill Limited, ("the Company") for the purpose of scrutinising the ballot process for the purpose of passing a special resolution through Postal Ballot and ascertaining the requisite majority on voting process carried out as per the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014 on the resolution contained in the Postal Ballot Notice ("the Notice") dated 28 May 2019.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting by the physical process through postal ballot on the resolution contained in the Notice. My responsibility is to conduct the ballot process of the Postal Ballot and scrutinise it in a fair and transparent manner and make a consolidated scrutiniser's report of the total votes cast in favour or against.
3. The despatch of Postal Ballot Notices was completed on 14 July 2019, along with business reply envelopes to all members whose names appears in the Register of Members received from the Registrar of the Company.
4. The Notice was sent to all members whose names appeared in the Register of Members as on Wednesday, the 10 July 2019 (cut-off date)
5. The Notice contained detailed instructions for the process of voting through postal ballots.
6. On the completion of the voting through postal ballot process:
 - 6.1. I scrutinised all the votes polled through the postal ballot and had entered the details of the same in a register maintained for this purpose.
 - 6.2. I scrutinised the votes cast through the physical ballot process and validated the same with the list of eligible members and their holding as on the cut-off date.


M.S. JAGANNATHAN & N. KRISHNASWAMI
Chartered Accountants
FRN 001208S

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K. SRINIVASAN
Partner
Membership No: 21510

K. SRINIVASAN
CHARTERED ACCOUNTANT

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7. The items of business set out in the Notice:

Resolution No.	Description of Resolution	Type
1	Resolution for the purpose of considering and to pass as a Special Resolution for the purpose of sale of Entire Assets of the Company's Andhra Pradesh Unit	Special Resolution

8. Invalid votes

The postal ballot contained 4200 votes which were invalid, and these were not considered.

9. The results of the valid votes through the postal ballot process are as under:

Resolution No	Valid votes polled	Votes polled in favour of the resolution	Percentage of Votes polled in favour of the resolution	Votes polled against the resolution	Percentage of Votes polled against the resolution
1	9,57,950	9,57,950	100%	Nil	0%

10. The Special Resolution has the requisite majority on the conclusion of the postal ballot on 13 August 2019. **For M.S. JAGANNATHAN & N. KRISHNASWAMI**

Chartered Accountants
FRN 001208S



K. Srinivasan
Chartered Accountant
Membership No. 021510

K. SRINIVASAN
Partner
Membership No: 21510

Partner
M.S. Jagannathan & N. Krishnaswami
Chartered Accountants
Firm Registration Number.: 001208S
UDIN: 19021510AAAACO6710

Rajapalayam
13 August 2019