

**Srinivasan Krishnaswami**  
**Chartered Accountant**

20 August 2022

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 60<sup>th</sup> Annual General Meeting on 20<sup>th</sup> August 2022 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 60<sup>th</sup> AGM. I submit my report as under:

1. As required by the Companies Act, 2013 (the Act) the Company has provided remote e-voting facility in terms of Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 (the Rules) and Ministry of Corporate Affairs (MCA) Circular dated 05<sup>th</sup> May 2022 in respect of three (3) resolutions to be considered at the 60<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 2022.
2	Ordinary	Ordinary	Reappointment of Mr. S Kanthimathinathan (DIN: 01124581), as a Director, liable to retire by rotation.
3	Ordinary	Ordinary	Reappointment of M/s. M.S. Jagannathan & N.Krishnaswami, Chartered Accountants, holding Firm Registration No.: 001208S as Statutory Auditors of the Company and to hold office from the conclusion of 60 <sup>th</sup> AGM till the conclusion of 65 <sup>th</sup> AGM to be held in the year 2027.

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3. The Management of the Company is responsible to ensure the compliance with the requirements of the Act 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.
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) 220808014 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 17<sup>th</sup> August 2022 to 5.00 PM on 19<sup>th</sup> August 2022.
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 23<sup>rd</sup> July 2022 and 26<sup>th</sup> July 2022 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 2021-22 containing Notice, Board's Report and Financial Statements by E Mail to the Members by 25<sup>th</sup> July 2022.
10. 13<sup>th</sup> August 2022 was fixed as the cut-off date for determining the eligibility to vote.
11. On the completion of the AGM process:
  - 11.1. 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.
  - 11.2. 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.

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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.
14. The results of voting through remote e-voting prior to the AGM are as under:

Resolution No.	Votes cast in favour			Votes cast against		
	No. of Members voted	No. of Votes	Percentage of votes	No. of Members voted	No. of Votes	Percentage of votes
1	26	1,626,055	100.00%	0	0	0%
2	26	1,626,055	100.00%	0	0	0%
3	26	1,626,055	100.00%	0	0	0%

15. All the three resolutions have been passed with requisite majority.

*b. jmmroy*

K. Srinivasan  
Chartered Accountant  
Membership No.: 021510  
Scrutiniser for the AGM  
UDIN: 22021510APMNIC8161

— Counter signed by —

For THANJAVUR SPINNING MILL LIMITED

*P. J. Ramkumar*  
( P.J. RAMKUMAR RAJHA )  
Director.