

Srinivasan Krishnaswami
Chartered Accountant

19 August 2023

The Board of Directors
Thanjavur Spinning Mill Limited
"Rajapalayam Mills Premises"
P.A.C. Ramasamy Raja Salai
Rajapalayam – 626117
Tamil Nadu

Dear Sir,

Sub: Remote E-Voting [Prior to and at the Annual General Meeting (AGM)] in respect of your Company's 61st Annual General Meeting on 18 August 2023 conducted through Video Conferencing (VC) – Scrutinizer's Consolidated Report

I have been appointed to act as the Scrutinizer for the remote e-voting process, in connection with your Company's 61st 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 28 December 2022 in respect of two (2) resolutions to be considered at the 61st 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 and the reports of the Board of Directors and Auditors for the year Ended 31 March 2023 |
| 2 | Ordinary | Ordinary | Reappointment of Shri. S. Kanthimathinathan (DIN: 01124581), as Director, liable to retire by rotation |

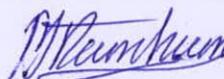
3. The Management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting through electronic means on the resolutions contained in the Notice of the AGM to the members of the Company. My responsibility is to scrutinize the remote e-voting process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

G7, Parsn Paradise
46 GN Chetty Road
T Nagar Chennai 600017

38, Selvanagar Main Road
Ponnagar Extension
Trichy 620001

Tel: +91 93817 21405
e-mail: srinivasan.k@msjandnk.in
Web: www.msjandnk.in

For THANJAVUR SPINNING MILL LIMITED


(P.J. RAMKUMAR RAJHA)
Director
DIN: 00487193

Srinivasan Krishnaswami
Chartered Accountant

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 agency selected by your Company to provide a secure e-voting platform for the remote e-voting process, allotted E-Voting Serial Number (EVSN) 230810020 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 15 August 2023 to 5:00 PM on 17 August 2023.
7. It was announced at the AGM 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 regard to the remote e-voting process were duly advertised on 23 July 2023 and 26 July 2023 in Business Line (English – All Editions) and 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 the financial year 2022-23 containing Notice, Board's Report, Statutory Auditor's Report and Financial Statements by email to the Members by 24 July 2023.
10. 11 August 2023 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.
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 the 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)

(P.J. RAMKUMAR RAJHA)

Director

DIN: 00487193

Srinivasan Krishnaswami
Chartered Accountant

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

| Resolution Number | Total Votes | | Votes cast in favour | | | Votes cast against | | |
|-------------------|----------------|--------------|----------------------|--------------|---------------------|--------------------|--------------|---------------------|
| | No. of Members | No. of Votes | No. of Members | No. of Votes | Percentage of votes | No. of Members | No. of Votes | Percentage of votes |
| 1 | 17 | 4,43,753 | 17 | 4,43,753 | 100% | 0 | 0 | 0% |
| 2 | 17 | 4,43,753 | 17 | 4,43,753 | 100% | 0 | 0 | 0% |

15. All the Resolutions have been passed with requisite majority.

KRISHNASWA MI SRINIVASAN

Digitally signed by
KRISHNASWAMI SRINIVASAN
Date: 2023.08.19 13:24:30
+05:30'

K.Srinivasan
Chartered Accountant
Membership No.: 021510
Scrutinizer for the AGM
UDIN: 23021510BGTPHZ4552
Rajapalayam
19 August 2023

— Counter signed By —

For THANJAVUR SPINNING MILL LIMITED

Ramkumar

(P.J. RAMKUMAR RAJHA)
Director
DIN: 00487193