

**Sark & Associates LLP**

Unit No. 215, 2nd Floor, Gundecha Industrial Complex, Near Big Bazar, Akurli Road,  
Kandivali East, Mumbai, Maharashtra 400101  
Email Id : [compliance@sarkcs.in](mailto:compliance@sarkcs.in) , Contact No : 022-2844639

**SCRUTINIZER'S REPORT**

**[Pursuant to Section 108 of the Companies Act, 2013 and rule 20(xi) of the Companies  
(Management and Administration) Rules, 2014]**

**Date: 30/09/2023**

**To,**  
**The Chairman**  
**Binayak Tex Processors Limited**  
384/M 5<sup>th</sup> Floor, Kalbadevi Road, Mumbai 400002

Dear Sir,

I, Sumit Khanna Designated Partner of M/s. Sark & Associates LLP, Company Secretaries, having its office at Gala No. 215, Gundecha Industrial Estate, Near Growels Mall, Kandivali (East), Mumbai- 400101. have been appointed as a Scrutinizer of Binayak Tex Processors Limited ("the Company") for the purpose of scrutinizing the Re- E Voting and E-voting process in a fair and transparent manner as per the applicable provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Voting through E voting and Poll on the below mentioned resolutions passed at the 40<sup>th</sup> Annual General Meeting of the Equity Shareholders of Binayak Tex Processors Limited held on Friday, 29<sup>th</sup> September, 2023 at 3:00 P.M through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)

We submit our report as under:

1. The period for E-voting remained open from Tuesday, 26<sup>th</sup> September, 2023 (9.00 A.M) to Thursday, 28<sup>th</sup> September, 2023 (5.00 P.M).
2. The Shareholders holding shares as on the "cut-off" date i.e. Friday, 22<sup>nd</sup> September, 2023 was entitled to vote on the proposed resolutions (item no. 1 to 6 as set out in the Notice of the 40<sup>th</sup> Annual General Meeting of Binayak Tex Processors Limited
3. The votes were unblocked on 29.09.2023 around 5.00 P.M. in the presence of two witnesses, who are not in the employment of the Company. They have signed below in Confirmation of the votes being unblocked in their presence.
4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of National Securities Depositories Limited ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)) and website of RTA [www.bigshareonline.com](http://www.bigshareonline.com))

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5. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Authorized Person for safe keeping.
6. The Voting period for Remote E Voting Commenced on Tuesday, 26<sup>th</sup> September, 2023 (9.00 A.M) to Thursday, 28<sup>th</sup> September, 2023 (5.00 P.M). and NSDL E -Voting Platform was blocked thereafter and the votes cast under E Voting facility were unblocked in presence of two witness who were not in the employment of the company
7. I have scrutinized and reviewed the voting through electronic means and votes tendered therein based on the data downloaded from NSDL E Voting system. I Now submit the E Voting report as under in respect of said resolutions

Details of Agenda: The modes of voting of all the resolutions were Remote E-voting and E voting conducted at the 39th Annual General Meeting were mentioned below

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8. The Results of Remote E-Voting and E Voting are as under:

9.

**Resolution 1 – Adoption of Audited Standalone Financial Statements consisting of the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Explanatory Notes annexed to, and forming part of, any of the above documents together with the reports of the Board of Directors and the Auditors thereon as Ordinary Resolution**

Type	Number of Members voted through Electronic Remote E Voting & E Voting System	Total Number of Member voted through Electronic Remote E Voting & E Voting System	Number of Members voted in favour through Electronic Remote E Voting & E Voting System	Number of votes cast in favour of resolution through Remote E Voting & E Voting System	% of total number of votes cast in favour through Remote E Voting & E Voting System	Number of Members voted against through Electronic Remote E Voting & E Voting System	Number of votes cast against the resolution through Remote E Voting & E Voting System	% of total number of votes cast against through Remote E Voting & E Voting System	Total number of members whose votes were declared invalid	% of total number of Invalid votes cast against through Remote E Voting & E Voting System
Remote-E Voting	25	429506	24	429505	99.99	1	1	0.01	0	0
E Voting	0	0	0	0	0	0	0	0	0	0
<b>Total</b>	25	429506	24	429505	99.99	1	1	0.01	0	0

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**Resolution No. 2: Appointment of Director in place of Mrs. Heeradevi Pachariwala (DIN: 00433665), Managing Director, who retire by rotation in compliance of the provisions of Section 152 of the Companies Act, 2013 (hereinafter called "the Act") and being eligible, offers himself for re-appointment as Ordinary Resolution.**

Type	Number of Members voted through Electronic Remote E Voting & E Voting System	Total Number of Member voted shares through Electronic Remote E Voting & E Voting System	Number of Members voted in favour through Electronic Remote E Voting & E Voting System	Number of votes cast in favour of resolution through Remote E Voting & E Voting System	% of total number of votes cast in favour through Remote E Voting & E Voting System	Number of Members voted against through Electronic Remote E Voting & E Voting System	Number of votes cast against the resolution through Remote E Voting & E Voting System	% of total number of votes cast against through Remote E Voting & E Voting System	Total number of members whose votes were declared invalid	% of total number of Invalid votes cast against through Remote E Voting & E Voting System
Remote-E Voting	25	429506	24	429505	99.99	1	1	0.01	0	0
E Voting	0	0	0	0	0	0	0	0	0	0
<b>Total</b>	25	429506	24	429505	99.99	1	1	0.01	0	0

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**Resolution No. 3: Appointment of M/s. Sunderlal Desai & Kanodia , Chartered Accountants as Statutory Auditors of the Company till Agm to be held for financial year 2023-2024 and to fix their remuneration and to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:**

Type	Number of Members voted through Electronic Remote E Voting & E Voting System	Total Number of Member voted shares through Electronic Remote E Voting & E Voting System	Number of Members voted in favour through Electronic Remote E Voting & E Voting System	Number of votes cast in favour of resolution through Remote E Voting & E Voting System	% of total number of votes cast in favour through Remote E Voting & E Voting System	Number of Members voted against through Electronic Remote E Voting & E Voting System	Number of votes cast against the resolution through Remote E Voting & E Voting System	% of total number of votes cast against through Remote E Voting & E Voting System	Total number of members whose votes were declared invalid	% of total number of Invalid votes cast against through Remote E Voting & E Voting System
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E Voting	0	0	0	0	0	0	0	0	0	0
<b>Total</b>	25	429506	24	429505	99.99	1	1	0.01	0	0

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**Resolution No. 4 : Approval of Borrowing Limits for the purpose of business of the Company as per Section 180(1)(c) as Special Resolution**

Type	Number of Members voted through Electronic Remote E Voting & E Voting System	Total Number of Member voted through Electronic Remote E Voting & E Voting System	Number of Members voted in favour through Electronic Remote E Voting & E Voting System	Number of votes cast in favour of resolution through Remote E Voting System	% of total number of votes cast in favour through Remote E Voting & E Voting System	Number of Members voted against through Electronic Remote E Voting & E Voting System	Number of votes cast against the resolution through Remote E Voting System	% of total number of votes cast against through Remote E Voting & E Voting System	Total number of members whose votes were declared invalid	% of total number of Invalid votes cast against through Remote E Voting & E Voting System
Remote-E Voting	25	429506	24	429505	99.99	1	1	0.01	0	0
E Voting	0	0	0	0	0	0	0	0	0	0
<b>Total</b>	25	429506	24	429505	99.99	1	1	0.01	0	0

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**Resolution No. 5 : Approval of Creation of security on the properties of the Company, both present and future, in favour of lenders as per section 180 (1) (a) as Special Resolution**

Type	Number of Members voted through Electronic Remote E Voting & E Voting System	Total Number of Member voted through Electronic Remote E Voting & E Voting System	Number of Members voted in favour through Electronic Remote E Voting & E Voting System	Number of votes cast in favour of resolution through Remote E Voting & E Voting System	% of total number of votes cast in favour through Remote E Voting & E Voting System	Number of Members voted against through Electronic Remote E Voting & E Voting System	Number of votes cast against the resolution through Remote E Voting & E Voting System	% of total number of votes cast against through Remote E Voting & E Voting System	Total number of members whose votes were declared invalid	% of total number of Invalid votes cast against through Remote E Voting & E Voting System
Remote-E Voting	25	429506	24	429505	99.99	1	1	0.01	0	0
E Voting	0	0	0	0	0	0	0	0	0	0
<b>Total</b>	25	429506	24	429505	99.99	1	1	0.01	0	0

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**Resolution No. 6 : Approval of Grant Intercorporate Loans and Investment as per Section 186 of Companies Act 2013 as Special Resolution**

Type	Number of Members voted through Electronic Remote E Voting & E Voting System	Total Number of Member voted through Electronic Remote E Voting & E Voting System	Number of Members voted in favour through Electronic Remote E Voting & E Voting System	Number of votes cast in favour of resolution through Remote E Voting & E Voting System	% of total number of votes cast in favour through Remote E Voting & E Voting System	Number of Members voted against through Electronic Remote E Voting & E Voting System	Number of votes cast against the resolution through Remote E Voting & E Voting System	% of total number of votes cast against through Remote E Voting & E Voting System	Total number of members whose votes were declared invalid	% of total number of Invalid votes cast against through Remote E Voting & E Voting System
Remote-E Voting	25	429506	24	429505	99.99	1	1	0.01	0	0
E Voting	0	0	0	0	0	0	0	0	0	0
<b>Total</b>	<b>25</b>	<b>429506</b>	<b>24</b>	<b>429505</b>	<b>99.99</b>	<b>1</b>	<b>1</b>	<b>0.01</b>	<b>0</b>	<b>0</b>

Thanking you,  
On behalf of  
SARK & Associates LLP  
Practising Company Secretaries

Sumit Khanna  
M. No.-22135 CP - 9304

UDIN: A022135E001139306  
Place : Mumbai  
Dated: 30.09.2023