

**MANOJ MAHESHWARI**  
**COMPANY SECRETARY**

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403, "ROYAL WORLD" S.C ROAD, JAIPUR - 302001.

"USHA - KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR - 302019.

**Scrutinizer's Report**

To,  
Chairman of  
22<sup>nd</sup> Annual General Meeting of the Equity Shareholders of High Street Filatex Limited held on Thursday, 15<sup>th</sup> September, 2016 at 03:00 P.M. at B-17, IInd Floor, 22 Godam Industrial Area, Jaipur - 302 006 (Rajasthan).

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on Remote E-voting and Polling for 22<sup>nd</sup> Annual General Meeting of Equity Shareholders held on 15<sup>th</sup> September, 2016.**

Pursuant to the resolution passed by the Board of Directors of **HIGH STREET FILATEX LIMITED** (hereinafter referred to as "Company") on Wednesday, 27<sup>th</sup> July, 2016, I had been appointed as the scrutinizer for the remote e-voting process and polling to be carried out at the 22<sup>nd</sup> Annual General Meeting (hereinafter referred to as "AGM") in fair and transparent manner and ascertaining the requisite majority in respect of the resolutions contained in the Notice to the 22<sup>nd</sup> AGM of the members of the Company.

To enable wider participation of equity shareholders, pursuant to the provisions of Section 108 of the Companies Act, 2013 and the rules framed thereunder vide The Companies (Management and Administration) Rules, 2014 including The Companies (Management and Administration) Amendment Rules, 2015, dated March 19, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Regulations"), every company having its equity shares listed on Recognized Stock Exchange(s), is required to provide remote e-voting facility to their shareholders on all shareholders' resolutions to be passed at general meetings or through postal ballot. Since the Company falls within the requirements as specified in the Companies Act, 2013 and the above mentioned Regulations, remote e-voting which has been made applicable, the company provided for the same.

The Company accordingly made arrangements with the system provider Central Depository Services Limited (herein after referred as "CDSL"), Depository for providing a system of recording votes of the shareholders electronically through remote e-voting. The company has also accordingly made arrangements through its Registrar and Transfer Agent, **Beetal Financial & Computer Services Pvt. Ltd.** (herein after referred as "RTA") to set up the e-voting facility on the CDSL e-voting Website <https://www.evotingindia.com>.

The Company through RTA has also uploaded the resolutions in which remote e-voting is required and for generating E-Voting Sequence Number (EVSN) by the system provider. All necessary formalities in compliance with the requirements specified by CDSL, the system provider has been done by the company through its RTA. Necessary instructions in this regard to be followed by the shareholders had also been duly mentioned in the AGM notice dated 27<sup>th</sup> July, 2016 sent to the shareholders by electronic means via e-mail and book post. The members of the Company as on the cut-off date i.e. 8<sup>th</sup> September, 2016 were entitled to vote on the resolutions contained in the Notice to the 22<sup>nd</sup> AGM of the members of the Company.



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The notice of 22<sup>nd</sup> AGM contains the following resolutions:

<b>BUSINESS ITEMS TRANSACTIONED AT THE AGM</b>	<b>TYPE AND DESCRIPTION OF RESOLUTIONS</b>
<b>1) Ordinary Resolution: Adoption of Audited Financial Statements</b>	Ordinary Resolution under Section 129 and all other applicable provisions, if any, of the Companies Act, 2013, read with The Companies (Accounts) Rules, 2014 to consider and adopt the Audited Financial Statements of the Company for the year ended 31 <sup>st</sup> March, 2016 together with the reports of the Board of Directors and Auditors thereon.
<b>2) Ordinary Resolution: Appointment of Director, liable to retire by rotation at the AGM</b>	Ordinary Resolution under Section 152 and all other applicable provisions, if any, of the Companies Act, 2013 read with The Companies (Appointment and Qualification of Directors) Rules, 2014 to re-appoint Ms. Sabita Roy (DIN: 06791036) as a Director, who retires by rotation at this AGM.
<b>3) Ordinary Resolution: Ratification of appointment of the Statutory Auditors of the Company</b>	Ordinary Resolution under Section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 read with The Companies (Audit and Auditors) Rules, 2014 to ratify the appointment of M/s. N. Bhandari & Co., Chartered Accountants (FRN: 03185C) as Statutory Auditors of the Company.
<b>Special Business</b>	
<b>4) Special Resolution: Adoption of new Articles of Association of the Company</b>	Special Resolution under Section 5, 14 and other applicable provisions, if any, of the Companies Act, 2013 read with The Companies (Incorporation) Rules, 2014, to adopt new Articles of Association of the Company containing regulation in conformity with the Companies Act, 2013 to the entire exclusion of the existing Articles of Association of the Company.



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Further to the above, I submit my report as under:-

- 1) That the AGM notice dated 27<sup>th</sup> July, 2016 under section 101 of the Companies Act, 2013 was dispatched to 3,000 (Three Thousand) shareholders by means of book post and 294 (Two Hundred and Ninety Four) shareholders by electronic means via e-mail on or before 19<sup>th</sup> August, 2016. As confirmed by management, there were no such envelopes containing notice of AGM which were returned undelivered and there were 75 (Seventy Five) e-mails which were bounced back.
- 2) As stated in sub rule 4 of Rule 20 of The Companies (Management and Administration) Amendment Rules, 2015 amending the Rule 20 of The (Management and Administration) Rules, 2014, an advertisement was published by the company on 20<sup>th</sup> August, 2016 in "The Financial Express", English newspaper in English language and in "Dainik Youngleader" vernacular language newspaper in vernacular language, informing about the completion of the dispatch of the AGM notices, by means of book post and electronic means via e-mail, to the shareholders along with other related matters mentioned therein.
- 3) The remote e-voting period remained open from Sunday, 11<sup>th</sup> September, 2016 at 10.00 A.M. and ended on Wednesday, 14<sup>th</sup> September, 2016 at 05.00 P.M.
- 4) The members of the Company as on the cut-off date i.e. Thursday, 8<sup>th</sup> September, 2016 were entitled to vote on the resolutions.
- 5) The empty polling box was locked and sealed in the presence of members. Immediately after the conclusion of voting at AGM, votes cast at the meeting were counted first and thereafter the votes cast through remote e-voting were unblocked in the presence of 2 witnesses who are not in the employment of the Company.
- 6) The total number of fully paid up shares of the company outstanding as on 8<sup>th</sup> September, 2016 were 6,47,000. As on cut-off date, out of 3,290 (Three Thousand Two Hundred and Ninety) shareholders, 17 (Seventeen) shareholders have exercised their votes through remote e-voting and none of the shareholder have exercised his/her vote through poll at the AGM. The results (consolidated) for the item placed for consideration by the members is given below:



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**Item No 1: Ordinary Resolution for Adoption of Audited Financial Statements**

Total No. of Shareholders	3,290		
Total No. of Shares	6,47,000		
Remote E-voting Period	11 <sup>th</sup> September, 2016 to 14 <sup>th</sup> September, 2016		
		<b>Number of Votes/Folio</b>	<b>Number of shares</b>
Total votes cast through remote e-voting	A	17	3,81,018
Total Votes cast through Polling at AGM	B	--	--
Grand Total of remote e-voting / Polling at AGM(A+B)	C	17	3,81,018
Less: Invalid/abstain remote e-voting/ Polls at AGM(On account off or/against option not indicated)	D	--	--
Net remote e-voting/ Polling at AGM(C-D)	E	17	3,81,018

**SUMMARY OF VOTING:**

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstan ding shares (3)=[(2 )/(1)]*1 00	No. of votes in Favour (4)	No. of Votes again st(5)	% of votes in favour on votes polled (6)=[(4) ]/(2) ]*100	% of votes against on votes polled (7)=[(5) /(2)]*10 0
Promoter and Promoter group	1,58,144	1,58,079	99.96	1,58,079	--	100	--
Public institution al holders	--	--	--	--	--	--	--
Public- others	4,88,856	2,22,939	45.60	2,22,939	--	100	--
<b>Total</b>	<b>6,47,000</b>	<b>3,81,018</b>	<b>58.89</b>	<b>3,81,018</b>	--	<b>100</b>	--

Percentage of Votes cast in favour: **100%** | Percentage of votes cast against: **0.00%**

**RESULT:-**

Since, the number of votes cast in favour of the resolution is **100%**, I report that the ordinary resolution under section 129 of the Companies Act, 2013 as set out in the notice of AGM dated 27<sup>th</sup> July, 2016 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 for appointment of Director, retired by rotation at the AGM**

Total No. of Shareholders	3,290		
Total No. of Shares	6,47,000		
Remote E-voting Period	11 <sup>th</sup> September, 2016 to 14 <sup>th</sup> September, 2016		
		<b>Number of Votes/Folio</b>	<b>Number of shares</b>
Total votes cast through remote e-voting	A	17	3,81,018
Total Votes cast through Polling at AGM	B	--	--
Grand Total of remote e-voting / Polling at AGM(A+B)	C	17	3,81,018
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	--	--
Net remote e-voting/ Polling at AGM(C-D)	E	17	3,81,018

**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	1,58,144	1,58,079	99.96	1,58,079	--	100	--
Public institutional holders	--	--	--	--	--	--	--
Public-others	4,88,856	2,22,939	45.60	2,22,939	--	100	--
<b>Total</b>	<b>6,47,000</b>	<b>3,81,018</b>	<b>58.89</b>	<b>3,81,018</b>	<b>--</b>	<b>100</b>	<b>--</b>

Percentage of Votes cast in favour: **100%** | Percentage of votes cast against: **0.00%**

**RESULT:-**

Since, the number of votes cast in favour of the resolution is **100%**, I report that the ordinary resolution under section 152 of the Companies Act, 2013 as set out in the notice of AGM dated 27<sup>th</sup> July, 2016 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 for Ratification of Appointment of Statutory Auditors**

Total No. of Shareholders	3,290		
Total No. of Shares	6,47,000		
Remote E-voting Period	11 <sup>th</sup> September, 2016 to 14 <sup>th</sup> September, 2016		
		<b>Number of Votes/Folio</b>	<b>Number of shares</b>
Total votes cast through remote e-voting	A	17	3,81,018
Total Votes cast through Polling at AGM	B	--	--
Grand Total of remote e-voting / Polling at AGM(A+B)	C	17	3,81,018
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	--	--
Net remote e-voting/ Polling at AGM(C-D)	E	17	3,81,018

**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	1,58,144	1,58,079	99.96	1,58,079	--	100	--
Public institutional holders	--	--	--	--	--	--	--
Public-others	4,88,856	2,22,939	45.60	2,22,939	--	100	--
<b>Total</b>	<b>6,47,000</b>	<b>3,81,018</b>	<b>58.89</b>	<b>3,81,018</b>	<b>--</b>	<b>100</b>	<b>--</b>

Percentage of Votes cast in favour: **100%** | Percentage of votes cast against: **0.00%**

**RESULT:-**

Since, the number of votes cast in favour of the resolution is **100%**, I report that the ordinary resolution under section 139, 142 of the Companies Act, 2013 as set out in the notice of AGM dated 27<sup>th</sup> July, 2016 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 for adoption of new Articles of Association of the Company**

Total No. of Shareholders	3,290		
Total No. of Shares	6,47,000		
Remote E-voting Period	11 <sup>th</sup> September, 2016 to 14 <sup>th</sup> September, 2016		
		<b>Number of Votes/Folio</b>	<b>Number of shares</b>
Total votes cast through remote e-voting	A	17	3,81,018
Total Votes cast through Polling at AGM	B	--	--
Grand Total of remote e-voting / Polling at AGM(A+B)	C	17	3,81,018
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	--	--
Net remote e-voting/ Polling at AGM(C-D)	E	17	3,81,018

**SUMMARY OF VOTING:**

Promoter/P ublic	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	1,58,144	1,58,079	99.96	1,58,079	--	100	--
Public institutional holders	--	--	--	--	--	--	--
Public-others	4,88,856	2,22,939	45.60	2,22,939	--	100	--
<b>Total</b>	<b>6,47,000</b>	<b>3,81,018</b>	<b>58.89</b>	<b>3,81,018</b>	<b>--</b>	<b>100</b>	<b>--</b>

Percentage of Votes cast in favour: **100%** | Percentage of votes cast against: **0.00%**

**RESULT:-**

Since, the number of votes cast in favour of the resolution is **100%**, I report that the special resolution under section 14 of the Companies Act, 2013 as set out in the notice of AGM dated 27<sup>th</sup> July, 2016 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.

**NOTES FOR ABOVE RESOLUTIONS:**

- There are no Invalid votes in e-voting and polling.
- 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.
- There is no case where the shareholder has voted both through remote e-voting and polling at AGM.



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I further report that as per the AGM notice dated 27<sup>th</sup> July, 2016, the Chairman may declare and confirm the above result. The result of AGM together with the Scrutinizer's Report would be displayed on the Company's website [www.highstreetfilatex.com](http://www.highstreetfilatex.com) and on the website of CDSL and shall also be communicated to the Stock Exchange(s).

I further report that as per the said rules, the records maintained by me including the data as obtained from CDSL, the system provider for the remote e-voting facility extended by them as also a register recording the consent or otherwise received from the shareholders, voting through Polling at AGM, which includes all the particulars of the shareholders such as the name, folio number/DP ID/ Client ID, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares rejected, ballot papers and other related papers are in my safe custody which will be handed over to the Chairman/Company Secretary of the Company.

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 Faithfully



**CS Manoj Maheshwari**  
**Scrutinizer**  
**FCS: 3355**



**For High Street Filatex Limited**

**Bhagwan Singh**  
**Chairman**  
**DIN: 02305246**

**Place: Jaipur**  
**Date: 17.09.2016**