



**COMBINED SCRUTINIZER REPORT FOR REMOTE E-VOTING AND POLL FOR
WESTERN INDIA COTTONS LIMITED**

To,
Mr. P .K. Shameem
Managing Director
Western India Cottons Limited
Pappinisseri, Kannur
Kerala -670561

64th Annual General Meeting of the Equity Share Holders of **WESTERN INDIA COTTONS LIMITED (CIN: L17115KL1954PLC001709)** held on Thursday, the 26th day of September, 2019 at 11:00A.M at The Registered Office of the Company, Pappinisseri, Kannur - 670561.

Sub: Passing of resolutions through remote e-voting and poll conducted at the 64th Annual General Meeting of the Equity Shareholders WESTERN INDIA COTTONS LIMITED.

I, CS Murali Kanniyath, Company Secretary in Practice, holding Membership Number: FCS - 6916 and Certificate of Practice Number - 7543, S.D Complex, 1st Floor, Room No. T.P (N) 3-355, South Bazar, P.O Civil Station, Kannur, Kerala-670002, have been appointed as Scrutinizer by the Board of Directors for the Remote Electronic Voting and for the purpose of poll taken on the below mentioned resolution(s) at the 64th Annual General Meeting of **WESTERN INDIA COTTONS LIMITED (CIN: L17115KL1954PLC001709)** held on Thursday, the 26th day of September, 2019 at 11:00 A.M at The Registered Office of the Company, Pappinisseri , Kannur - 670561..

The Company had appointed Central Depository Services Limited (CDSL) as the Service Provider, for extending the facility for the remote electronic voting to the shareholders of the Company from Monday, the 23rd September 2019 at 9.00 A.M and ends on Wednesday, the 25th September 2019 at 5.00 P.M. M/s. Cameo Corporate Service Limited is the Registrar and Share Transfer Agent of the Company. The Remote e-voting results were unblocked by me on 25th September 2019 in the presence of two witnesses. For further details kindly refer my Scrutinizer report dated 26th September 2019 attached herewith.

At the Annual General Meeting, the Company facilitated the members present in the meeting who could not participate in the Remote e-voting to cast their votes through poll process. For details kindly refer to my Scrutinizer report in MGT 13 dated 26th September 2019 attached herewith.




The result of the Remote E-voting together with that of the Poll is as under:

Resol ution No.	Subject Matter of Resolution	Particulars of Voting	Total number of voters	Votes in favour of the resolution		Votes against the resolution	
				No	%	No	%
ORDINARY BUSINESS – ORDINARY RESOLUTION							
1	Adoption of financial statements for the year ended 31st March 2019	E-voting	89	2325985	100	-	-
		Poll	11	2800	100	-	-
		Total	100	2328785	100	-	-
2	Appointment of Mrs. Nadeera Shameem (DIN: 07138353) as a director liable to retire by rotation	E-voting	89	2325985	100	-	-
		Poll	11	2800	100	-	-
		Total	100	2328785	100	-	-
3	Appointment of Auditor M/s. Varma & Varma, Chartered Accountants (Firm registration number : 004532S).	E-voting	89	2325985	100	-	-
		Poll	11	2800	100	-	-
		Total	100	2328785	100	-	-
SPECIAL BUSINESS – SPECIAL RESOLUTION							
4	Appointment of Mr. Somanadh Ramkrishna Nair (DIN: 00860125), a Non-Executive Director and Independent Director of the Company	E-voting	89	2325985	100	-	-
		Poll	11	2800	100	-	-
		Total	100	2328785	100	-	-
5	Appointment of Mr. Ammunje Guthu Ramachandra Shetty (DIN: 01215461) a Non-Executive Director and Independent Director of the Company	E-voting	89	2325985	100	-	-
		Poll	11	2800	100	-	-
		Total	100	2328785	100	-	-
6	Remuneration to Managing Director Mr. Puthiya Kottal Shameem (DIN: 01218800)	E-voting	89	2325985	100	-	-
		Poll	11	2800	100	-	-
		Total	100	2328785	100	-	-

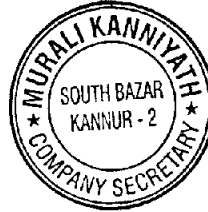


All resolutions (Ordinary &Special)stand passed under Remote E-voting and Poll with requisite majority as specified under the Companies Act, 2013.

Thanking you
Yours faithfully



MURALI KANNIYATH, FCS
COMPANY SECRETARY
S.D. COMPLEX, ROOM No: T.P. (N)3/355
SOUTH BAZAR, KANNUR - 670 002
C.P. No: 7543



Place : Kannur
Date : 26.09.2019