

Virendra Bhatt

Company Secretary

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Scrutinizer's report

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 (3) (xi) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
THE JAMSHRI RANJITSINGHJI
SPG. & WVG. MILLS CO. LTD.

SUBJECT: SCRUTINIZER'S REPORT ON THE ELETRONIC VOTING IN RESPECT OF MATTERS SET - OUT IN THE NOTICE OF 106th ANNUAL GENERAL MEETING.

Dear Sir,

I VIRENDRA G. BHATT, a Company Secretary in whole-time practice, have been appointed by the Board of Directors of THE JAMSHRI RANJITSINGHJISPG. & WVG. MILLS CO. LTD. (the Company) as a Scrutinizer for the purpose of Scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rules 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the notice to the Hundred and Sixth Annual General Meeting of the members of the Company, to be held on Thursday September 18, 2014 at 12.30 P.M at Fatehchand Damani Nagar, Station Road, Solapur - 413 001.

1. The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolution contained in the Notice to the 106th Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a scrutinizer's report of the votes cast "in favour" or "against" the resolution stated above, based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.
2. Further to the above, I submit my report as under :-
 - i. The e-voting remained open from on 10th September, 2014 (9.00 a.m.) to 12th September, 2014 (6.00 p.m.).
 - ii. The members of the Company as on the " cut off " date i.e. 8th August, 2014 were entitled to vote on the resolutions .(Resolutions No. 1 to 7 as set out in the notice of the Hundred and Sixth AGM of the Company)
 - iii. The votes cast were unblocked on 12th September, 2014 around 6 p.m. in the presence of 2 witnesses, Ms. Khushali Jain and Ms. Rasna Patel who are not in the employment of the



Company. They have signed below in confirmation of the votes being unblocked in their presence.

Signature: Khushali Jain
Name: Khushali Jain

Signature: Rasna Patel
Name: Rasna Patel

- iv. Thereafter the details containing, inter – alia, list of Equity Share Holders, who voted “For” and “Against”, each of the resolutions that were put to vote, generated from the e-voting website of Central Depository Services (India) Limited i.e www.evotingindia.com and based on such reports generated, the results of the e-voting is as under:

A. Resolution No. 1:-

Adoption of audited financial statements for the year ended 31st March, 2014

(i). Voted in favour of the resolution:

Number of members voted	No of votes casted by them	% of total number of valid votes cast
2	5206301	100%

(ii). Voted against the resolution:

Number of members voted	No of votes casted by them	% of total number of valid votes cast
0	0	0

(iii) Not voted :

Total number of members (in person or by proxy) who have not voted	Total number of votes cast by them
-	-

The above resolution is passed unanimously.

B. Resolution No. 2:-

To appoint Shri N. r. Damani Joint Managing Director who retires by rotation but being eligible offers himself for reappointment.

(i) Voted in favour of the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
2	5206301	100%



a. Voted against the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
0	0	0

(ii) Not voted :

Total number of members (in person or by proxy) who have not voted	Total number of votes cast by them
-	-

The above resolution is passed unanimously.

C. Resolution No.3:-

To appoint Auditors M/s. Mittal and Associates Chartered Accountants o fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s)

(i). Voted in favour of the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
2	5206301	100%

(ii). Voted against the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
0	0	0

(iii) Not voted :

Total number of members (in person or by proxy) who have not voted	Total number of votes cast by them
-	-

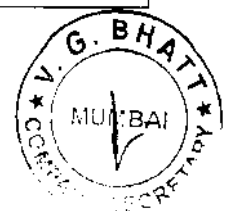
The above resolution is passed unanimously.

D. Resolution No.4:-

To Appoint Shri S.K. Somany (DIN: 00001131) as an Independent Director.

(i). Voted in favour of the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
2	5206301	100%



(ii). Voted against the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
0	0	0

(iii) Not voted :

Total number of members (in person or by proxy) who have not voted	Total number of votes cast by them
-	-

The above resolution is passed unanimously.

Resolution No.5:

To Appoint Shri E.A.K. Faizullabhoj (DIN: 00531466) as an Independent Director.

(i). Voted in favour of the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
2	5206301	100%

(ii). Voted against the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
0	0	0

(iii) Not voted :

Total number of members (in person or by proxy) who have not voted	Total number of votes cast by them
-	-

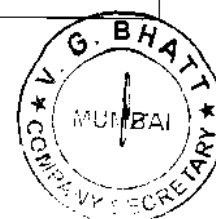
The above resolution is passed unanimously.

E. Resolution No.6:-

To Appoint Smt. Rekha Thirani (DIN: 00054058) as Director

(i) Voted in favour of the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
2	5206301	100%



(ii) Voted against the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
0	0	0

(iii) Not voted :

Total number of members (in person or by proxy) who have not voted	Total number of votes cast by them
-	-

The above resolution is passed unanimously.

F. Resolution No.7:-

To appoint Shri Rajesh Damani (DIN: 00184576) as Joint Managing Director

(i). Voted in favour of the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
2	5206301	100%

(ii). Voted against the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
0	0	0

(iii) Not voted :

Total number of members (in person or by proxy) who have not voted	Total number of votes cast by them
-	-

The above resolution is passed unanimously.

Date: 13/09/2014

Place: Mumbai



Virendra P. Bhatt
Practicing Company Secretary
C.P. No. 124 / ACS 1157