

**Consolidated Scrutinizer(s) Report**

*Pursuant to Section 108 of Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rule 2014 as amended by Companies (Management and Administration) Amended Rules 2015.*

**To,**  
**The Chairman**  
**SEASONS TEXTILES LIMITED**  
**26, Feroze Gandhi Road, Lower Ground Floor,**  
**Lajpat Nagar - III,**  
**New Delhi -110 024**

Dear Sir,

**Sub:** Consolidated Scrutinizer's Report for remote e-voting conducted pursuant to the provisions of section 108 of the companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rule 2014 as amended by Companies (Management and Administration) Amended Rules 2015, for the 36<sup>TH</sup> Annual General Meeting ('AGM') of the Members of Seasons Textiles Limited ('the Company') held on **Friday, September 23, 2022 at 11:30 A.M.** (IST) through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM') for which purpose the Registered Office of the Company situated at 26, Feroze Gandhi Road, Lower Ground Floor, Lajpat Nagar - III, New Delhi -110 024 is deemed to be Venue of the AGM.

1. I, Pramod Kothari, Practicing Company Secretary and proprietor of Pramod Kothari & Co., was appointed as Scrutinizer of the company by the Board Directors of the company pursuant to section 108 of the companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rule 2014 as amended by Companies (Management and Administration) Amended Rules 2015, to conduct the remote e-voting and e-voting process during the AGM in respect of the below mentioned resolutions at the AGM of the members of the company held on Friday, September 23, 2022 at 11:30 A.M. through Video Conferencing (VC) / Other Audio Visual Means OAVM).
2. The notice dated August 13, 2022, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are available with the Company/ Depositories, in compliance with the MCA Circular dated April 8, 2020 April 13, 2020, May 5, 2020 and January 13, 2021 ("**MCA Circulars**") and SEBI Circular dated May 12, 2020 and January 15, 2021.

The MCA Circulars inter-alia provide for relaxation in the manner in which the AGM will be held including the manner of sending the Notices and Annual Reports to the shareholders and the manner of voting at the meeting, which was necessitated on account of the outbreak of COVID - 19 pandemic. Further, pursuant to these Circulars, physical attendance of members had been dispensed with and accordingly the facility for appointment of proxies by the members was dispensed with. Members who attended the meeting through VC or OAVM were counted for reckoning the quorum under section 103 of the Companies Act, 2013.

3. The Company had availed the e- voting facility offered by Central Depository Services (India) Limited (“CDSL”) for conduction remote e- voting by the shareholders of the company.
4. The shareholders of the company holding shares as on the cut- off date of **Friday, September 16, 2022** were entitled to vote on the proposed resolutions as set out in Item Nos. 1 to 4 in the Notice of the AGM of the members of the Company.
5. The facility provided for the remote e-voting period commenced on Tuesday, September 20, 2022 at 10.00 A.M. and ended on Thursday, September 22, 2022 at 05.00 P.M., the CDSL E-voting facility was blocked thereafter. The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not casted their vote earlier.
6. The votes cast were unblocked on Friday, September 23 2022 after the conclusion of the AGM and was witnessed by two witnesses, who were not in the employment of the Company and were counted.
7. I, have scrutinized and reviewed the remote e- voting prior and during the AGM and the vote cast therein based on the data downloaded from the CDSL e-voting system.
8. The Management of the company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e voting prior and during the AGM on the resolutions contained in the notice of AGM.
9. I, now submit the consolidated Report as under on Result of the remote e voting and e voting in respect of the said resolutions.

**ITEM NO. 1 OF THE NOTICE: ORDINARY RESOLUTION**

To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditor’s thereon.

**A. VALID VOTES IN FAVOUR OF OR AGAINST THE RESOLUTION**

<b>Particulars</b>	<b>Remote e-voting</b>	<b>e-voting at AGM held through VC/OAVM</b>	<b>% of total No. of valid votes cast.</b>
<b>a) Voted in favour</b>			
No. of Member Voted	94	11	99.99
No. of votes cast by them	3720689	1800	
<b>b) Voted Against</b>			
No. of Member Voted	12	0	0.01
No. of votes cast by them	519	0	
<b>c) Total</b>			
<b>No. of Member Voted</b>	<b>106</b>	<b>11</b>	<b>100</b>
<b>No. of votes cast by them</b>	<b>3721908</b>	<b>1800</b>	

**B. INVALID VOTES**

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	% of total No. of valid votes cast.
No. of Members whose votes were declared invalid.	0	0	0%
No. of votes were declared invalid	0	0	

Therefore, the Resolution No. 1 has been approved with requisite majority.

**ITEM NO. 2 OF THE NOTICE: ORDINARY RESOLUTION**

To appoint a director in place of Mrs. Neelam Wadhwa (DIN No. 00050911), who retires by rotation and, being eligible, offers herself for re-appointment.

**A. VALID VOTES IN FAVOUR OF OR AGAINST THE RESOLUTION**

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	% of total No. of valid votes cast.
<b>a) Voted in favour</b>			
No. of Member Voted	90	11	97.63
No. of votes cast by them	19558	1800	
<b>b) Voted Against</b>			
No. of Member Voted	12	0	2.37
No. of votes cast by them	519	0	
<b>c) Total</b>			
<b>No. of Member Voted</b>	<b>102</b>	<b>11</b>	<b>100</b>
<b>No. of votes cast by them</b>	<b>20077</b>	<b>1800</b>	

**B. INVALID VOTES**

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	% of total No. of valid votes cast.
No. of Members whose votes were declared invalid.	0	0	0%
No. of votes were declared invalid	0	0	

Therefore, the Resolution No. 2 has been approved with requisite majority.

**ITEM NO. 3 OF THE NOTICE: ORDINARY RESOLUTION.**

To appoint statutory auditors and fix their remuneration.

**A. VALID VOTES IN FAVOUR OF OR AGAINST THE RESOLUTION**

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	% of total No. of valid votes cast.
<b>d) Voted in favour</b>			
No. of Member Voted	94	11	99.99
No. of votes cast by them	3720689	1800	
<b>e) Voted Against</b>			
No. of Member Voted	12	0	0.01
No. of votes cast by them	519	0	
<b>f) Total</b>			
<b>No. of Member Voted</b>	<b>106</b>	<b>11</b>	<b>100</b>
<b>No. of votes cast by them</b>	<b>3721908</b>	<b>1800</b>	

**B. INVALID VOTES**

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	% of total No. of valid votes cast.
No. of Members whose votes were declared invalid.	0	0	0%
No. of votes were declared invalid	0	0	

Therefore, the Resolution No. 3 has been approved with requisite majority.

**ITEM NO. 4 OF THE NOTICE: ORDINARY.**

Re-appointment of Mr. Inderjeet Singh Wadhwa (DIN: 00007009) as Managing Director

**A. VALID VOTES IN FAVOUR OF OR AGAINST THE RESOLUTION**

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	% of total No. of valid votes cast.
<b>a) Voted in favour</b>			
No. of Member Voted	90	11	97.63
No. of votes cast by them	19558	1800	
<b>b) Voted Against</b>			
No. of Member Voted	12	0	2.37
No. of votes cast by them	519	0	
<b>c) Total</b>			
<b>No. of Member Voted</b>	<b>102</b>	<b>11</b>	<b>100</b>

<b>No. of votes cast by them</b>	<b>20077</b>	<b>1800</b>	
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**B. INVALID VOTES**

<b>Particulars</b>	<b>Remote e-voting</b>	<b>e-voting at AGM held through VC/OAVM</b>	<b>% of total No. of valid votes cast.</b>
No. of Members whose votes were declared invalid.	0	0	0%
No. of votes were declared invalid	0	0	

Therefore, the Resolution No. 4 has been approved with requisite majority.

The Registers, all other papers and other relevant records relating to remote e-voting and e-voting through VC/ OA VM at AGM shall remain in my custody until the Chairman considers, approves and sign the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary/ Director authorized by the Board for safe keeping thereafter.

**For Pramod Kothari & Co.**  
**Company Secretaries**

**(Pramod Kothari)**  
**Proprietor (C P 11532)**  
**UDIN: F007091D001035074**  
**Peer Review Certificate No.: 852/2020**  
**Date: 24/09/2022**  
**Place: Noida**