



Consolidated Report of Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 02/2021 dated January 13, 2021, 02/2021 dated December 14, 2021, 02/2022 dated May 05, 2022, and 10/2022, and 11/2022 dated December 22, 2022 (**Collectively referred to as "MCA Circulars"**) and circular nos. SEBI/HO/CFD/ CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/ CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/DDHS/DDHS/CIR/F/2021/21 dated February 26, 2021, and SEBI/HO/CFD/ PoD-2/P/CIR/2023/4 dated January 5, 2023 (collectively referred to as "**SEBI Circulars"**)

To,
The Chairman
Seasons Textiles Limited
26, Feroze Gandhi Road, Lower Ground Floor, Lajpat Nagar - III, New Delhi -110024.

Meeting : 37th Annual General Meeting
Date & Time : Friday, September 29, 2023 at 11:30 a.m. (IST)
Deemed Venue : 26, Feroze Gandhi Road, Lower Ground Floor, Lajpat Nagar - III, New Delhi -110 024
Mode : Video Conferencing ("VC")/Other Audio -Visual Means ("OAVM")

I, Pramod Kothari, Company Secretary in Practice, Proprietor of Pramod Kothari & Co, having office at S-7 Shreejee Complex, Sharma Market Sector 5 Noida 201301 India have been appointed as Scrutinizer by the Board of Directors of SEASONS TEXTILES LIMITED ("**the Company**") for the purpose of scrutinizing the process of voting through electronic means i.e. remote e-voting and e-voting at 37th Annual General Meeting (AGM) under the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) ("**the Rules**") and MCA and SEBI Circulars as mentioned above, in respect of the resolution(s) mentioned in Notice dated August 24, 2023 ("Notice") proposed at the 37th Annual General Meeting (AGM) of the Company held on Friday, September 29, 2023 at 11:30 a.m. (IST) through VC/QOAVM.

1. MANAGEMENT'S RESPONSIBILITY

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) SEBI (Listing Obligations & Disclosure




Requirements) Regulations 2015, ("LODR"), (iii) MCA Circulars; and (iv) SEBI Circulars relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secure framework and robustness of the electronic voting systems.

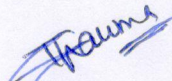
2. SCRUTINIZER'S RESPONSIBILITY

My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide e-voting facility and documents furnished to me electronically by the Company/ CDSL for my verification.

3. I SUBMIT MY REPORT AS UNDER:

- a) The remote e-voting period commences on Tuesday, September 26, 2023 at 09:00 A.M. (IST) and ends on Thursday, September 28, 2023 at 05:00 P.M. (IST). via e-voting platform on the designated website of CDSL, Authorized Agency to provide e-voting facility viz. <https://www.evotingindia.com/>. The Company had also provided e-voting facility to the Members who participated through VC/OAVM to enable those Members to cast their votes if they had not cast their vote earlier through remote e-voting.
- b) The Members of the Company as on the "Cut-off Date" i.e., Friday, September 22, 2023, were entitled to avail the facility of remote e-voting as well as e-voting at the AGM on the proposed resolution(s) as set out in the Notice.
- c) The total paid up Equity Share Capital of the Company as on Wednesday, Friday, September 22, 2023, (Cut-off Date) was Rs. 7,49,03,000/- (Rupees Seven Crores Forty Nine Lakhs Three Thousand only) divided into 74,90,300 (Seventy Four Lakhs Ninety Thousand Three Hundred only) equity shares of Rs.10/- (Rupees Ten) each.
- d) The votes cast were unblocked on Friday September 29, 2023, after conclusion of the AGM in the presence of two witnesses, Mr. Nitin Nagar and Ms. Trapti Sharma, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


Nitin Nagar
(Witness 1)


Trapti Sharma
(Witness 2)

- e) Thereafter the details containing inter-alia the list of equity shareholders who voted "for" or "against" each of the resolution that was put to votes were generated from the e-voting website of CDSL <https://www.evotingindia.com/>
- f) The shareholders exercised their voting either by remote e-voting or e-voting at AGM. There was no shareholder who opted for both the facilities. Further, shareholders who have voted



for lesser number of shares as compared to their entitlement, the number of shares for which they actually voted were considered.

- g) The electronic voting system was diligently scrutinized.
h) The consolidated summary of results of e-voting at AGM and remote e-voting based on the reports generated by CDSL and relied upon are as under:

RESOLUTION NO. 1

To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditor's thereon.

ITEM NO. OF NOTICE	VOTING METHOD	VOTES IN ASSENT		VOTES IN DISSENT		INVALID VOTES
		Nos	Percentage	Nos	Percentage	
Item No. 1(a) (as Ordinary Resolution)	Remote E-voting	3720864	99.99	514	0.01	-
	E-voting	-	-	-	-	-
	Total	3720864	99.99	514	0.01	-

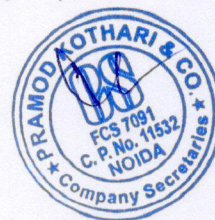
Therefore, Resolution No. 1 has been approved with requisite majority. Details of e-voting at AGM & remote e-voting are given in **Annexure-A**.

RESOLUTION NO. 2

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.

ITEM NO. OF NOTICE	VOTING METHOD	VOTES IN ASSENT		VOTES IN DISSENT		INVALID VOTES
		Nos	Percentage	Nos	Percentage	
Item No. 2 (as Ordinary Resolution)	Remote E-voting	17933	97.21	514	0.79	-
	E-voting	-	-	-	-	-
	Total	17933	97.21	514	0.79	-

Therefore, Resolution No. 2 has been approved with requisite majority. Details of e-voting at AGM & remote e-voting are given in **Annexure-B**.



RESOLUTION NO. 3

Appointment of Mr. Sunil Kumar Mehdiratta (DIN: 01963477) as an Independent Director of the Company

ITEM NO. OF NOTICE	VOTING METHOD	VOTES IN ASSENT		VOTES IN DISSENT		INVALID VOTES
		Nos	Percentage	Nos	Percentage	
Item No.3) (as Ordinary Resolution	Remote E-voting	3720264	99.97%	1114	0.03	-
	E-voting	-	-	-	-	-
	Total	3720264	99.97%	1114	0.03	-

Therefore, Resolution No. 3 has been approved with requisite majority. Details of e-voting at AGM & remote e-voting are given in **Annexure-C**.

- i. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves, and signs the minutes of the AGM.
- ii. This report is issued in accordance with the terms of the Engagement Letter.

1. RESTRICTION ON USE

This report has been issued at the request of the Company for:

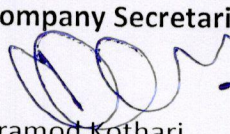
- i. Submission to Stock Exchanges;
- ii. Placing on website of the Company; and
- iii. Website of CDSL.

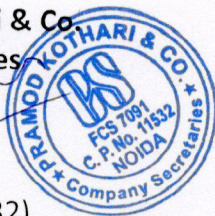
This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking You,

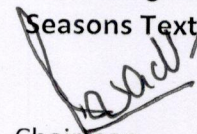
Yours faithfully,

For Pramod Kothari & Co
Company Secretaries


Pramod Kothari
Proprietor (C P 11532)
UDIN: F007091E001123791
Date: 29/09/2023
Place: Noida



Countersigned by
Seasons Textiles Limited


Chairman
Date: 29/09/2023
Place: Noida

ANNEXURE - A

Details of e-voting at AGM & remote e-voting for Resolution No. 1 are as under:

A1. E-VOTING AT AGM:

Particulars	No. of Voters	No. of Equity Shares	Paid up Value of Equity Shares (In Rs.)
Total Votes received	-	-	-
Less: Invalid Votes	-	-	-
Net Valid votes	-	-	-
Votes with Assent	-	-	-
Votes with Dissent	-	-	-

A2. VOTING THROUGH REMOTE E-VOTING

Particulars	No. of Voters	No. of Equity Shares	Paid up Value of Equity Shares (In Rs.)
Total Votes received	140	3721378	37213780
Less: Invalid Votes	-	-	-
Net Valid votes	140	3721378	37213780
Votes with Assent	128	3720864	37208640
Votes with Dissent	12	514	5140

ANNEXURE - B

Details of e-voting at AGM & remote e-voting for Resolution No. 2 are as under:

B1. E-VOTING AT AGM:

Particulars	No. of Voters	No. of Equity Shares	Paid up Value of Equity Shares (In Rs.)
Total Votes received	-	-	-
Less: Invalid Votes	-	-	-
Net Valid votes	-	-	-
Votes with Assent	-	-	-
Votes with Dissent	-	-	-

B2. VOTING THROUGH REMOTE E-VOTING

Particulars	No. of Voters	No. of Equity Shares	Paid up Value of Equity Shares (In Rs.)
Total Votes received	135	18447	184470
Less: Invalid Votes	-	-	-
Net Valid votes	135	18447	184470
Votes with Assent	123	17933	179330



Votes with Dissent	12	514	5140
--------------------	----	-----	------

ANNEXURE - C

Details of e-voting at AGM & remote e-voting for Resolution No. 3 are as under:

C1. E-VOTING AT AGM:

Particulars	No. of Voters	No. of Equity Shares	Paid up Value of Equity Shares (In Rs.)
Total Votes received			
Less: Invalid Votes	-	-	-
Net Valid votes			
Votes with Assent			
Votes with Dissent	-	-	-

C2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of Voters	No. of Equity Shares	Paid up Value of Equity Shares (In Rs.)
Total Votes received	140	3721378	37213780
Less: Invalid Votes	-	-	-
Net Valid votes	140	3721378	37213780
Votes with Assent	127	3720264	37202640
Votes with Dissent	13	1114	11140

