

ROHIT TISSUE LIMITED

R. O. : 16/121-122, Jain Bhawan, 1st Floor, Faiz Road, W.E.A, Karol Bagh, New Delhi -110005

CIN : L74899DL1995PLC064680 Tel. : 011-32060782, 23637431, Mob.: 9811221518

Email : rohittissueltd@gmail.com, Web site : www.rohittissue.in

Date: 14th September, 2015

To,

The Head-Listing & Compliances
Metropolitan Stock Exchange of India Limited
Exchange Square,
Suren Road, Chakala,
Andheri (East), Mumbai-400093

Sub- Report of Scrutinizer as per Clause 35 B of Listing Agreement for the financial year 2014-15

Dear Sir,


With reference to the above mentioned subject, please find enclosed herewith the Report of Scrutinizer as per Clause 35 B of Listing Agreement for the financial year 2014-15.

You are requested to take the above on your records and acknowledge the same.

Thanking You,

Regards,

Rohit Tissue Limited

Mehak

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(Director)

DIN. 06798853

Report of Scrutinizer

(Consolidated Result of Voting)

(Pursuant to clause 35B of Listing Agreement and pursuant to section 108 of the Companies Act, 2013 and rule (3) (xi) of the Companies (Management and Administration) Rules, 2014

To

The Chairman

Rohit Tissue Limited

16/121-122, Jain Bhawan, First Floor,

Faiz Road, W.E.A Karol Bagh,

New Delhi-110005.

Sir,

I, Astik Mani Tripathi, Proprietor, Astik Tripathi & Associates, Company Secretaries, New Delhi was appointed as scrutinizer for the 20th Annual General Meeting of the Shareholders of “**Rohit Tissue Limited**” to be held on Friday, 11th September, 2015 at 02.00 P.M. at 16/121-122, Jain Bhawan, Faiz Road, First Floor, Karol Bagh, Delhi-110005 for the purpose of Scrutinizing the E- Voting process in a fair and transparent manner and ascertaining the requisite majority on E voting carried out as per clause 35B, of the listing Agreement and the provisions of the Companies Act, 2013 and Rule of Companies (Management and Administration) Rules, 2015 on the resolutions referred in this report.

We submit our report as under:

1. The E-Voting period remained open from 09.00 AM on 07, September, 2015 up to 05.00 P.M. on 10, September 2015.
2. The Notice was sent to all the Members, whose names appeared in the Register of Members as on 14th August, 2015 who were entitled to vote on the proposed 6 (Six) resolutions as mentioned in the Notice of the Annual General Meeting of **Rohit Tissue Limited** (Item Number 1(one) to 6 (Six) of the Annual General Meeting of Rohit Tissue Limited).
3. The votes were unblocked on 11th September, 2015 around 4.00 P.M. in the presence of two witnesses who are not in employment of Company.
4. Thereafter, the details containing, inter-alia, list of equity shareholder, who voted “For” and “Against”, were downloaded from E voting website of National Securities Depository (India) Limited <https://www.evotingindia.com/homepage.jsp>
5. The result of the poll and E-voting is as under;

Item No. 1- Adoption of Accounts

To receive, consider and adopt the audited Balance Sheet of the Company as at March 31, 2014 and the Statement of Profit & Loss and the Cash Flow Statement for the year ended on that date together with Report of Directors and Auditors thereon.

(i) Voted **in favor** of the resolution

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast in Favour	% of total number of valid votes cast
Poll	10	1,55,400	1,55,400	100
E- Voting	28	11,89,100	11,86,500	100
Total	38	13,44,500	13,41,900	

(ii) Voted **against** the resolution:

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast against	% of total number of valid votes cast
Poll	0	1,55,400	0	100
E- Voting	1	11,89,100	26,00	100
Total	1	13,44,500	26,00	

(iii) **Invalid** Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 2- Re-appointment of Director by Rotation

To appoint a Director in place of Mr. Naveen kumar, who retire by rotation and being eligible offers himself for re-appointment

Astik Tripathi & Associates
Company Secretaries

(i) Voted **in favor** of the resolution

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast in Favour	% of total number of valid votes cast
Poll	10	1,55,400	1,55,400	100
E- Voting	28	11,44,100	11,44,100	100
Total	38	12,99,500	12,99,500	

(ii) Voted **against** the resolution:

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast against	% of total number of valid votes cast
Poll	0	1,55,400	0	100
E- Voting	0	11,44,100	0	100
Total	0	12,99,500	0	

(iii) **Invalid** Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 3- Appointment of Auditor.

To Consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"Resolved that pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed there under, as amended from time to time, Mr. Anil Kumar, Chartered Accountants (Mem.

Astik Tripathi & Associates

Company Secretaries

No. 86223), be and is hereby appointed as auditors of the Company to hold office from conclusion of this Annual General Meeting (AGM) till conclusion of the Next AGM of the Company, at such remuneration plus service tax, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors."

(i) Voted **in favor** of the resolution

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast in Favour	% of total number of valid votes cast
Poll	10	1,55,400	1,55,400	100
E- Voting	29	11,89,100	11,89,100	100
Total	39	13,44,500	13,44,500	

(ii) Voted **against** the resolution:

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast against	% of total number of valid votes cast
Poll	0	1,55,400	0	100
E- Voting	0	11,89,100	0	100
Total	0	13,44,500	0	

(iii) **Invalid** Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 4. Adoption of new name of the Company

To consider and, if thought fit, to pass with or without modification(s), the following Resolutions(s) as an **Special Resolution**:

Astik Tripathi & Associates

Company Secretaries

“RESOLVED THAT pursuant to the provisions of Section-13 of the Companies Act, 2013 (corresponding to section 21 of the Companies Act, 1956) and other applicable provisions if any, and subject to the approval of the Central Government, the name of the Company be changed from ROHIT TISSUE LIMITED to TRANS GLOBE TEXTILES LIMITED & the name ROHIT TISSUE LIMITED, wherever it appears in the Memorandum of Association, Articles of Association, documents etc be substituted by the new name TRANS GLOBE TEXTILES LIMITED.

(i) Voted **in favor** of the resolution

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast in Favour	% of total number of valid votes cast
Poll	10	1,55,400	1,55,400	100
E- Voting	28	11,44,100	11,44,100	100
Total	38	12,99,500	12,99,500	

(ii) Voted **against** the resolution:

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast against	% of total number of valid votes cast
Poll	0	1,55,400	0	100
E- Voting	0	11,44,100	0	100
Total	0	12,99,500	0	

(iii) **Invalid** Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 5. To consider and, if thought fit, to pass the following Resolution, with or without modification, as **Ordinary Resolution:**

Astik Tripathi & Associates

Company Secretaries

“RESOLVED THAT pursuant to the provisions of Sections 196,197,203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, be and hereby accorded to the appointment of Mr. Naveen Kumar (DIN:06408235) as Managing Director of the Company for a period of 5 years from 20^h February, 2015 to 19th march,2020, on the terms and conditions of appointment and remuneration as contained in the draft agreement, a copy whereof initialed by the Chairman for the purpose of identification is placed before the meeting, and the Board of Directors be and I hereby authorized to alter and vary such terms of appointment and remuneration so as to not exceed the limits specified in Schedule V to the Companies Act, 2013 as may be agreed to by the Board of Directors.”

(i) **Voted in favor** of the resolution

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast in Favour	% of total number of valid votes cast
Poll	10	1,55,400	1,55,400	100
E- Voting	29	11,89,100	11,89,100	100
Total	39	13,44,500	13,44,500	

(ii) **Voted against** the resolution:

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast against	% of total number of valid votes cast
Poll	0	1,55,400	0	100
E- Voting	0	11,89,100	0	100
Total	0	13,44,500	0	

(iii) **Invalid** Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Astik Tripathi & Associates

Company Secretaries

Item No. 6. Adoption of new set of Article of Association

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Special Resolution**:

“RESOLVED THAT pursuant to provisions of section 5,14 and all other applicable provisions of Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), the draft regulation contained in the Articles of Association submitted to this meeting be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company.

(i) Voted **in favor** of the resolution

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast in Favour	% of total number of valid votes cast
Poll	10	1,55,400	1,55,400	100
E- Voting	29	11,89,100	11,89,100	100
Total	39	13,44,500	13,44,500	

(ii) Voted **against** the resolution:

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast against	% of total number of valid votes cast
Poll	0	1,55,400	0	100
E- Voting	0	11,89,100	0	100
Total	0	13,44,500	0	

(iii) **Invalid** Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Astik Tripathi & Associates
Company Secretaries

Thanking you,

Yours faithfully

Astik Mani Tripathi

Astik Mani Tripathi
CP No. 10384
Place- Delhi
Date- 11th September, 2015