

Form No.MGT 13  
Report of Scrutinizer( s )  
Pursuant to section 109 of the Companies Act, 2013 and rule 21(2)of the Companies  
( Management & Administration ) Rules, 2014

To

The Chairman

60th Annual General Meeting of the Equity shareholders

Of The Indian Card Clothing Co. Limited held on 31<sup>st</sup> July, 2014 at Companies office at Mumbai Pune  
Road, Pimpri , Pune 411 018

Dear Sir,

I, Vivek Vaman Divekar, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the 60<sup>th</sup> Annual General Meeting of the equity shareholders Of The Indian Card Clothing Co. Limited held on 31<sup>st</sup> July, 2014 at 12.00 noon at Companies office at Mumbai Pune Road, Pimpri , Pune 411 018, submit my report as under :

1. After the time fixed for the closing of the poll by the Chairman, a ballot box kept for polling was locked in my presence with due identification marks placed by me
2. The locked box was subsequently opened in my presence and in presence of two witnesses and poll papers were diligently scrutinized . The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations /proxies lodged with the company.
3. The poll papers which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the poll is as under

Resolution 1 Adoption of Financial Statements for the year ended on 31<sup>st</sup> March, 2014, passed with requisite majority.

i) Voted in favour of the resolution

Number of members present and voting ( in person or by proxy )	Number of votes cast by them	% of total number of valid votes cast
37	5787	100



ii) Voted against the resolution

Number of members present and voting ( in person or by proxy )	Number of votes cast by them	% of total number of valid votes cast
00	00	00

iii) Invalid votes

Total Number of members ( in person or by proxy )whose votes were declared invalid	Total Number of votes cast by them
02	111

Number of members did not vote 5

- a) Resolution 2 To declare final dividend for the year ended on 31<sup>st</sup> March, 2014, passed with requisite majority

i) Voted in favour of the resolution

Number of members present and voting ( in person or by proxy )	Number of votes cast by them	% of total number of valid votes cast
31	5082	100

ii) Voted against the resolution

Number of members present and voting ( in person or by proxy )	Number of votes cast by them	% of total number of valid votes cast
00	00	00

iii) Invalid votes

Total Number of members ( in person or by proxy )whose votes were declared invalid	Total Number of vote casts by them
02	111

Number of members did not vote 11

- b) Resolution 3 To appoint M/s B.K.Khare & Co , Chartered Accountant as statutory auditors of the company and to fix their remuneration, passed with requisite majority

i) Voted in favour of the resolution

Number of members present and voting ( in person or by proxy )	Number of votes cast by them	% of total number of valid votes cast
39	5987	100



ii) Voted against the resolution

Number of members present and voting ( in person or by proxy )	Number of votes cast by them	% of total number of valid votes cast
00	00	00

iii) Invalid votes

Total Number of members ( in person or by proxy )whose votes were declared invalid	Total Number of vote casts by them
02	111

Number of members did not vote 3

- c) Resolution 4 To re appoint Mr.Prashant Trivedi, who retires by rotation and offers himself for reappointment , passed with requisite majority

i) Voted in favour of the resolution

Number of members present and voting ( in person or by proxy )	Number of votes cast by them	% of total number of valid votes cast
39	6037	100

ii) Voted against the resolution

Number of members present and voting ( in person or by proxy )	Number of votes cast by them	% of total number of valid votes cast
00	00	00

iii) Invalid votes

Total Number of members ( in person or by proxy )whose votes were declared invalid	Total Number of vote casts by them
02	111

Number of members did not vote 3

- d) Resolution 5 To appoint Mr.H.C.Asher , as independent director for a period of five years, who was appointed as director in 59<sup>th</sup> Annual General Meeting of the company held on 1<sup>st</sup> August, 2013 in accordance with principle of proportional representation., passed with requisite majority

i) Voted in favour of the resolution

Number of members present and voting ( in person or by proxy )	Number of votes cast by them	% of total number of valid votes cast
35	5602	100



ii) Voted against the resolution

Number of members present and voting ( in person or by proxy )	Number of votes cast by them	% of total number of valid votes cast
00	00	00

iii) Invalid votes

Total Number of members ( in person or by proxy )whose votes were declared invalid	Total Number of vote casts by them
02	111

Number of members did not vote 7

- e) Resolution 6 To appoint Mr.J.M.Kothari , as independent director for a period of five years, who was appointed as director in 59<sup>th</sup> Annual General Meeting of the company held on 1<sup>st</sup> August, 2013 in accordance with principle of proportional representation. , passed with requisite majority

i) Voted in favour of the resolution

Number of members present and voting ( in person or by proxy )	Number of votes cast by them	% of total number of valid votes cast
32	5232	100

ii) Voted against the resolution

Number of members present and voting ( in person or by proxy )	Number of votes cast by them	% of total number of valid votes cast
00	00	00

iii) Invalid votes

Total Number of members ( in person or by proxy )whose votes were declared invalid	Total Number of vote casts by them
02	111

Number of members did not vote 10

- f) Resolution 7 To appoint Mr.C.M.Maniar , as independent director for a period of five years, who was appointed as director in 59<sup>th</sup> Annual General Meeting of the company held on 1<sup>st</sup> August, 2013 in accordance with principle of proportional representation. As Mr.C.M.Maniar expired on 29<sup>th</sup> June, 2014, resolution relating to his appointment was not kept for voting .



i) Voted in favour of the resolution

Number of members present and voting ( in person or by proxy )	Number of votes cast by them	% of total number of valid votes cast
NA	NA	NA

ii) Voted against the resolution

Number of members present and voting ( in person or by proxy )	Number of votes cast by them	% of total number of valid votes cast
NA	NA	NA

iii) Invalid votes

Total Number of members ( in person or by proxy ) whose votes were declared invalid	Total Number of vote casts by them
NA	NA

- g) Resolution 8 To appoint Mr.Sudhir Merchant, as independent director for a period of five years, who was appointed as director in 59<sup>th</sup> Annual General Meeting of the company held on 1<sup>st</sup> August, 2013 in accordance with principle of proportional representation., passed with requisite majority

h) Voted in favour of the resolution

Number of members present and voting ( in person or by proxy )	Number of votes cast by them	% of total number of valid votes cast
21	2399	100

ii) Voted against the resolution

Number of members present and voting ( in person or by proxy )	Number of votes cast by them	% of total number of valid votes cast
00	00	00

iii) Invalid votes

Total Number of members ( in person or by proxy ) whose votes were declared invalid	Total Number of vote casts by them
02	111

Number of members did not vote 21



- i) Resolution 9 To approve remuneration of Cost Auditors - Resolution was not kept for voting as Companies ( Cost Records and Audit )Rules,2014 are not applicable to the company as per Notification dated 30<sup>th</sup> June, 2014.

i)Voted in favour of the resolution

Number of members present and voting ( in person or by proxy	Number of votes cast by them	% of total number of valid votes cast
NA	NA	NA

ii) Voted against the resolution

Number of members present and voting ( in person or by proxy	Number of votes cast by them	% of total number of valid votes cast
NA	NA	NA

iii) Invalid votes

Total Number of members ( in person or by proxy )whose votes were declared invalid	Total Number of vote casts by them
NA	NA

5. A compact Disc ( CD ) containing list of shareholders who voted " FOR" and " AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and other relevant records were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking You

Yours Faithfully

For Vivek Divekar & Co



Vivek Divekar

Practicing Company Secretary

C.P.No.5636

Place : Pune

Date : 31<sup>st</sup> July, 2014



Mr.Arun Deshpande

Witness 1



Mr.Prasad Gohad

Witness 2

