

**AJAY K. ARORA**  
LL.B., FCS, IP

GST : 04ADSPA8498H1Z3

**A. ARORA & CO.**

*Company Secretaries*  
&  
*Insolvency Professional*

S.C.O. 64-65, 1ST FLOOR,  
SECTOR 17-A, MADHYA MARG,  
CHANDIGARH-160 017  
Ph.: (O) 2701906  
MOBILE : 98140-06492  
E-MAIL : ajaykcs@gmail.com

**FORM No. MGT-13**  
**Report of Scrutinizer(s)**

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To,  
Chairman,  
Rainbow Denim Limited  
Vill Chaundheri P O Dappar,  
Chandigarh Ambala National Highway,  
Teh Rajpura, Distt Patiala,  
Punjab.

**Postal Ballot March 2018**

Dear Sir,

I, Ajay Arora, Practicing Company Secretary, having my office at SCO 64-65, 1<sup>st</sup> Floor, Sector 17-A, Madhya Marg, Chandigarh 160017, appointed as Scrutinizer by the Board of Directors for the purpose of scrutinizing e-voting process (remote e-voting) pursuant to the provisions of Section 108 of the Companies Act, 2013.

2. I submit the report as under:

a) Company published the notice for E Voting by the members in the newspaper " The Times of India" (English) & Vernacular newspaper "Punjabi Jagran" (Punjabi) dated 24<sup>th</sup> February, 2018 as per rules on E Voting in the Companies Act, 2013.

b.) The E -voting for the resolutions was opened on 24<sup>th</sup> February, 2018 at 9.00 A.M and was closed on 25<sup>th</sup> March, 2018 at 5.00 P.M.



c.) The E -votes were un-locked as per the code provided by Central Depository Services Limited (CDSL) on 26<sup>th</sup> March, 2018 in the presence of two independent witnesses who were not in the employment of the company.

d) The detail of E- voting has been maintained in electronic form and based on the votes casted, the result is as under:

3. The result of E-Voting is as under:

**(1) As Special Resolution-Item no 1**

**Authority to the Board of Directors pursuant to Section 180(1)(a) and 188 of the Companies Act, 2013.**

(i) Voted in favour of the Resolution:

Number of members voted	Number of votes cast by them	%age of total number of valid votes
7	11802	98.993%

(ii) Voted against the Resolution:

Number of members voted	Number of votes cast by them	%age of total number of valid votes
2	120	1.007%

(iii) Invalid Votes:

Number of members voted	Number of votes cast by them
Nil	Nil

**(2) As Special Resolution-Item no 2**

**Authority to the Board of Directors pursuant to Section 180(1)(a) and 188 of the Companies Act, 2013.**

(i) Voted in favour of the Resolution:

Number of members voted	Number of votes cast by them	%age of total number of valid votes
7	11802	98.993%

(ii) Voted against the Resolution:

Number of members voted	Number of votes cast by them	%age of total number of valid votes
2	120	1.007%



(iii) Invalid Votes:

Number of members voted	Number of votes cast by them
Nil	Nil

**(3) As Special Resolution-Item no 3**

**Authority to the Board of Directors pursuant to Section 180(1)(a) of the Companies Act, 2013.**

(i) Voted in favour of the Resolution:

Number of members voted	Number of votes cast by them	%age of total number of valid votes
17	6630214	99.998%

(ii) Voted against the Resolution:

Number of members voted	Number of votes cast by them	%age of total number of valid votes
2	120	0.002%

(iii) Invalid Votes:

Number of members voted	Number of votes cast by them
Nil	Nil

4. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

Thanking you,

Yours Sincerely,

**Ajay K Arora**  
Company Secretary in Practice  
CP No. 993  
FCS No. 2191

Date: 27.03.2018  
Place: Chandigarh