

YARN SYNDICATE LIMITED

EXPORTERS OF COTTON AND MANMADE FIBRE
YARNS, TEXTILES & KNITED FABRICS
CIN NO.: L51109WB1946PLC013842
REGD. OFFICE : 86/2/4, S N BANERJEE ROAD,
1ST FLOOR, FLAT NO. 2,
KOLKATA - 700 014
WEBSITE : www.yarnsyndicate.in
E-MAIL : ysl@yarnsyndicate.in

Date: 27.09.2019

The General Manager
Corporate Relationship Dept.
BSE limited
1st Floor, New Trading Ring
Rotunda Building
P J Towers
Dalal Street, Fort
Mumbai - 400 001

Sub: Voting Results - Regulation 44 (3) of the SEBI (LODR) Regulations, 2015 along with Scrutinizers Report

Dear Sir,

We are pleased to submit herewith the following with respect to 73rd Annual General Meeting ('AGM') of the Members of Yarn Syndicate Limited ('the Company') was held on Friday, the 27th September, 2019 at 10:00 A.M. at the Orchid Hotel & Restaurant, 123/1, G.P. Road, Barrackpore, Kolkata - 700120.

1. Voting Results pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and disclosure Requirements) Regulations, 2015. (Annexure - I)
2. Scrutinizer's Report pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014. (Annexure - II)

For YARN SYNDICATE LIMITED

B Chatterji

Bikash Chandra Chatterji
COMPANY SECRETARY
Membership No. A6411

YARN SYNDICATE LIMITED
Details of Voting Results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
73rd Annual General Meeting Voting Results

Date of AGM	27.09.2019
Total number of shareholders on record date	3712
No. of shareholders present in the meeting either in person or through proxy :	
Promoters and Promoter Group	3
Public	43
No. of shareholders attended the meeting through Video Conferencing	Not Arranged
Promoters and Promoter Group	-
Public	-

Item No. 1: Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2019 together with the reports of the Board of Directors and Auditors thereon

Resolution required:	Ordinary Resolution							
Whether promoter/promoter group are interested in the agenda/resolution	No							
Category	Mode of Voting	No. of shares held	No. votes polled	% of Votes Polled on outstanding shares	No. of votes in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	(1) 2527479	(2) 280052	(3)=[(2)/(1)]* 100 11.08	(4) 280052	(5) 0	(6)=[(4)/(2)]* 100 100.00	(7)=[(5)/(2)]* 100 0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	2527479	280052	11.08	280052	0	100.00	0.00
Public-Institutions	E-Voting	25000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	25000	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting	1197521	20	0.01	18	2	90.00	10.00
	Poll		485	0.04	485	0	100.00	0.00
	Total	1197521	505	0.05	503	2	99.60	0.40
Total		3750000	280557	7.48	280555	2	99.99	0.01

YARN SYNDICATE LIMITED

Item No. 2: Appoint a Director in place of Smt Sheela Patodia (DIN: 00276269) who retires by rotation and being eligible, offers herself for re-appointment

Resolution required:		Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution		No						
Category	Mode of Voting	No. of shares held	No. votes polled	% of Votes Polled on outstanding shares	No. of votes in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
	Poll	2527479	280052	11.08	280052	0	100.00	0.00
	Total	2527479	280052	11.08	280052	0	100.00	0.00
Public-Institutions	E-Voting	25000	0	0.00	0	0	0.00	0.00
	Poll	25000	0	0.00	0	0	0.00	0.00
	Total	25000	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	1197521	20	0.01	18	2	90.00	10.00
	Poll	1197521	485	0.04	485	0	100.00	0.00
	Total	1197521	505	0.05	503	2	99.60	0.40
Total	Total	3750000	280557	7.48	280555	2	99.99	0.01

YARN SYNDICATE LIMITED

Item No. 3. - Appointment of Sri Jignesh Lakhamsi Shah (DIN: 00152673) as an Non-Executive & Independent Director of the Company to hold office for a term of 5 (five) consecutive years upto 27th September, 2023 whose office is not liable to retire by rotation

Resolution required:		Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution		No						
Category	Mode of Voting	No. of shares held	No. votes polled	% of Votes Polled on outstanding shares	No. of votes in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
		2527479	280052	11.08	280052	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	2527479	280052	11.08	280052	0	0.00	0.00
Public- Institutions	E-Voting	25000	0	0.00	0	0	0.00	0.00
	Poll	25000	0	0.00	0	2	90.00	10.00
	Total	25000	0	0.00	0	2	100.00	0.00
Public- Non Institutions	E-Voting	1197521	485	0.04	485	0	99.60	0.40
	Poll	1197521	505	0.05	503	2	99.99	0.01
Total	Total	3750000	280557	7.48	280555	2		

YARN SYNDICATE LIMITED

Item No. 4. - Appointment of Sri Sourav Bhattacharjee (DIN: 07833611) as an Non-Executive & Independent Director of the Company to hold office for a term of 5 (five) consecutive years upto 19th May, 2024 whose office is not liable to retire by rotation

Resolution required:		Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution		No						
Category	Mode of Voting	No. of shares held	No. votes polled	% of Votes Polled on outstanding shares	No. of votes in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
	Poll	2527479	280052	11.08	0	0	100.00	0.00
	Total	2527479	280052	11.08	280052	0	100.00	0.00
Public- Institutions	E-Voting	25000	0	0.00	0	0	0.00	0.00
	Poll	25000	0	0.00	0	0	0.00	0.00
	Total	25000	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	1197521	20	0.01	18	2	90.00	10.00
	Poll	1197521	485	0.04	485	0	100.00	0.00
	Total	1197521	505	0.05	503	2	99.60	0.40
Total		3750000	280557	7.48	280555	2	99.99	0.01

YARN SYNDICATE LIMITED

Item No. 5 - Appointment of Smt. Sheela Patodia (DIN: 00276269) as Executive Chairperson of the Company who will be attaining the age of 70 (Seventy) as on 13.11.2019

Resolution required:		Special Resolution						
Whether promoter/promoter group are interested in the agenda/resolution		No						
Category	Mode of Voting	No. of shares held	No. votes polled	% of Votes Polled on outstanding shares	No. of votes in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	2527479	280052	$(3) = \frac{(2)}{(1)} * 100$ 11.08	280052	0	100.00	0.00
	Poll		0					
Public- Institutions	E-Voting	25000	0	0.00	0	0	0.00	0.00
	Poll		0					
Public- Non Institutions	E-Voting	1197521	20	0.01	18	2	100.00	0.00
	Poll		485					
Total	E-Voting	1197521	505	0.05	503	2	99.60	0.40
	Poll		280557					
Total		3750000	280557	7.48	280555	2	99.99	0.01

Balraj

Balraj Chandra Chatterji
Company Secretary
Membership No. A6411



SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration Rules), 2014]

NAME OF THE COMPANY	Yarn Syndicate Limited
MEETING	73 rd Annual General Meeting
DATE & TIME	Friday, 27 th September, 2019 at 10:00 a.m.
VENUE	Orchid Hotel & Restaurant, 123/1, G.P. Road, Barrackpore, Kolkata – 700 120

1. Appointment of Scrutinizer

I was appointed as the Scrutinizer for the remote e-Voting as well as Poll conducted at the 73rd Annual General Meeting (73rd AGM) of Yarn Syndicate Limited (hereinafter referred to as the Company) held on Friday, 27th September, 2019 at 10:00 a.m. at Orchid Hotel & Restaurant, 123/1, G.P. Road, Barrackpore, Kolkata – 700120.

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder; (ii) The SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India, relating to the Poll including voting by electronic means (remote e-Voting). My responsibility as a Scrutinizer is restricted to give a Consolidated Report on the votes cast by the members for the resolutions contained in the Notice dated Monday, 20th May, 2019.

2. Dispatch of Notice convening the Meeting

The Company on the basis of the Register of Members and the List of Beneficiary Owners made available by the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), completed dispatch of the Annual Report to the Shareholders.



The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in English newspaper "Mint" and in Bengali newspaper "Sukhabar" having wide circulation, in their respective editions dated Tuesday, 3rd September, 2019.

3. Cut-off date

The Voting rights were reckoned as on Friday, 20th September, 2019, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-Voting and poll at the meeting.

4. Remote e-Voting

4.1 Agency:

The Company appointed National Securities Depository Limited (NSDL) as the agency for providing the remote e-Voting platform.

4.2 Remote e-Voting

Remote e-Voting platform was open from 09:00 a.m. on Tuesday, 24th September, 2019 to 05:00 p.m. on Thursday, 26th September, 2019 and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary/ Special Resolution(s), on the e-Voting platform provided by NSDL.

5. Voting through Poll at the AGM:

5.1 The Company had provided the facility for voting through Poll at the AGM and members, who have not cast their vote by remote e-Voting, were allowed to exercise their right to vote at the meeting.

5.2 The polling papers in Form MGT-12 as per Section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014 were distributed to the shareholders present. The shareholders casted their votes in the ballot box kept at convenient place in the venue.

6. Counting Process:

6.1 On completion of voting the locked ballot box was subsequently opened by me and the poll paper was diligently scrutinized. The poll paper was reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorizations / proxies lodged with the Company.



6.2 The votes cast through remote e-Voting were unblocked on Friday, 27th September, 2019 around 11: 00 A.M. in the presence of two witnesses namely Md. Tausif and Mr. T.C. Jain who are not in the employment of the Company.

Md. Tausif

Md. Tausif
Witness : 1

T.C. Jain

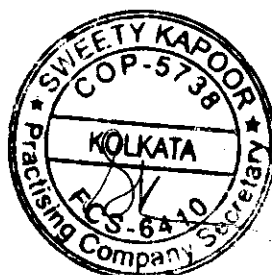
T.C. Jain
Witness : 2

7. **Results:**

7.1 I observed that

- (a) 43 members had cast their votes at the meeting through poll.
- (b) 7 members had cast his vote through remote e-Voting.

7.2 The Consolidated Results with respect to each item on the agenda as set out in the Notice of 73rd AGM dated 20th May, 2019 are as under:-



Ordinary Business

Item No. 1 – Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2019 together with the reports of the Board of Directors and Auditors thereon - Ordinary Resolution

(i) Voted in favour of the resolution

Particulars (remote e-voting/ poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + poll at AGM)
Remote E- Voting	6	280,070	99.8264
Poll at AGM	43	485	0.1729
Total (remote e- voting + poll at AGM)	49	280,555	99.9993

(ii) Voted against the resolution

Particulars (remote e-voting/ poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + poll at AGM)
Remote E- Voting	1	2	0.0007
Poll at AGM	0	0	0
Total (remote e- voting + poll at AGM)	1	2	0.0007

(iii) Invalid Votes

Particulars (remote e-voting/ poll at AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote E-Voting	0	0
Poll at AGM	0	0
Total (remote e-voting + poll at AGM)	0	0



Item No. 2 – Appoint a Director in place of Smt Sheela Patodia (DIN: 00276269) who retires by rotation and being eligible, offers herself for re-appointment - Ordinary Resolution

(i) Voted in favour of the resolution

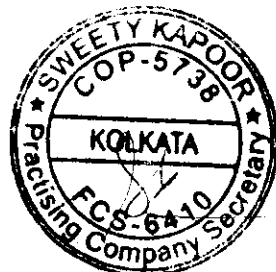
Particulars (remote e-voting/ poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + poll at AGM)
Remote E- Voting	6	280,070	99.8264
Poll at AGM	43	485	0.1729
Total (remote e- voting + poll at AGM)	49	280,555	99.9993

(ii) Voted against the resolution

Particulars (remote e-voting/ poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + poll at AGM)
Remote E- Voting	1	2	0.0007
Poll at AGM	0	0	0
Total (remote e- voting + poll at AGM)	1	2	0.0007

(iii) Invalid Votes

Particulars (remote e-voting/ poll at AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote E-Voting	0	0
Poll at AGM	0	0
Total (remote e-voting + poll at AGM)	0	0



Special Business

Item No. 3 – Appointment of Sri Jignesh Lakhamshi Shah (DIN: 00152673) as an Non-Executive & Independent Director of the Company to hold office for a term of 5 (five) consecutive years upto 27th September, 2023 whose office is not liable to retire by rotation – Ordinary Resolution

(i) Voted in favour of the resolution

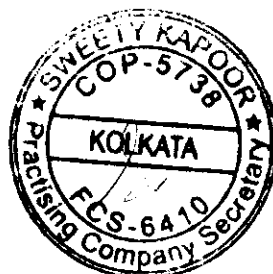
Particulars (remote e-voting/ poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + poll at AGM)
Remote E- Voting	6	280,070	99.8264
Poll at AGM	43	485	0.1729
Total (remote e- voting + poll at AGM)	49	280,555	99.9993

(ii) Voted against the resolution

Particulars (remote e-voting/ poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + poll at AGM)
Remote E- Voting	1	2	0.0007
Poll at AGM	0	0	0
Total (remote e- voting + poll at AGM)	1	2	0.0007

(iii) Invalid Votes

Particulars (remote e-voting/ poll at AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote E-Voting	0	0
Poll at AGM	0	0
Total (remote e-voting + poll at AGM)	0	0



Item No. 4 – Appointment of Sri Sourav Bhattacharjee (DIN: 07833611) as an Non-Executive & Independent Director of the Company to hold office for a term of 5 (five) consecutive years upto 19th May, 2024 whose office is not liable to retire by rotation – Ordinary Resolution

(i) Voted in favour of the resolution

Particulars (remote e-voting/ poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + poll at AGM)
Remote E- Voting	6	280,070	99.8264
Poll at AGM	43	485	0.1729
Total (remote e- voting + poll at AGM)	49	280,555	99.9993

(ii) Voted against the resolution

Particulars (remote e-voting/ poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + poll at AGM)
Remote E- Voting	1	2	0.0007
Poll at AGM	0	0	0
Total (remote e- voting + poll at AGM)	1	2	0.0007

(iii) Invalid Votes

Particulars (remote e-voting/ poll at AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote E-Voting	0	0
Poll at AGM	0	0
Total (remote e-voting + poll at AGM)	0	0



Item No. 5 – Appointment of Smt. Sheela Patodia (DIN: 00276269) as Executive Chairperson of the Company who will be attaining the age of 70 (Seventy) as on 13.11.2019 – Special Resolution

Voted in favour of the resolution

Particulars (remote e-voting/ poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + poll at AGM)
Remote E- Voting	6	280,070	99.8264
Poll at AGM	43	485	0.1729
Total (remote e- voting + poll at AGM)	49	280,555	99.9993

(ii) Voted against the resolution

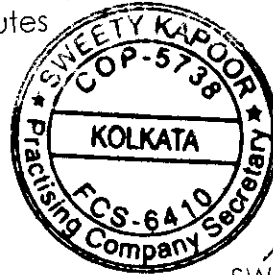
Particulars (remote e-voting/ poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + poll at AGM)
Remote E- Voting	1	2	0.0007
Poll at AGM	0	0	0
Total (remote e- voting + poll at AGM)	1	2	0.0007

(iii) Invalid Votes

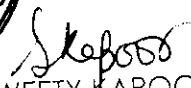
Particulars (remote e-voting/ poll at AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote E-Voting	0	0
Poll at AGM	0	0
Total (remote e-voting + poll at AGM)	0	0



8. Based on the aforesaid results, I report that five Ordinary/ Special resolutions as contained in Item No. 1 to Item No. 5 of the Notice dated 20th May, 2019 have been passed by requisite majority.
9. The poll paper and all other relevant records will remain in my custody and will be handed over to the Company Secretary for safe keeping after the Chairman considers, approves and signs the minutes



Place: Kolkata
Date: 27/09/2019


SWEETY KAPOOR
Practising Company Secretary
FCS - 6410; COP - 5738

COUNTER SIGNED BY



RISHIRAJ PATODIA
CHAIRMAN