

SCRUTINIZER'S REPORT FOR E-VOTING & POLL OF LORENZINI APPARELS LIMITED
[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman,
LORENZINI APPARELS LIMITED
C-64, Okhla Industrial Area, Phase-I,
New Delhi-110020

Sub: Consolidated Report of Scrutinizer's on Remote E-voting and Poll conducted at the 11th Annual General Meeting of Lorenzini Apparels Limited held on Thursday, 16th Day of August, 2018 at 10:30 A.M. at C- 64, Okhla Industrial Area, Phase- I, New Delhi- 110020.

Dear Sir,

We, M/s Vikas Verma & Associates, Company Secretaries in Practice having office at B-502, Statesman House, 148, Barakhamba Road, New Delhi -110001 was appointed as a Scrutinizer by the Board of Directors of Lorenzini Apparels Limited ("the Company") for the purpose of scrutinizing the e-voting held between Monday, 13th August, 2018 (9:00 A.M. IST) and ends on Wednesday, 15th August, 2018 (5:00 P.M. IST) and the Poll taken on resolutions at the 11th AGM of Lorenzini Apparels Limited held on Thursday, 16th August, 2018 at 10:30 A.M. at C- 64, Okhla Industrial Area, Phase- I, New Delhi- 110020, as per the Notice of 11th Annual General Meeting of the Company dated 16th July, 2018 and concluded at 11:15 A.M.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means and voting by poll by the shareholders on the resolutions proposed in the Notice of the 11th Annual General Meeting of the Company is the responsibility of management. My responsibility as a scrutinizer is to ensure that the voting process, both through electronic means and by poll, at the meeting are conducted in a fair and transparent manner and to render consolidated scrutinizer's report of the total votes cast "in favour or against", if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system and also at the time of poll at AGM.

I hereby report as under:

1. The Company has sent Electronic Copy of the Notice of the 11th Annual General Meeting, the Annual Report 2017-2018, Attendance Slip & Proxy Form to Equity Shareholders whose e-mail IDs are registered with the Company/Depository and to all other members at their registered address's per the records of the Company through Registered post.
2. As per the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014, the Company had provided the facility of electronic voting to Equity shareholders to cast votes electronically and also at the 11th AGM by means of poll. The entitlement to voting by equity Shareholders was determined on the basis of shareholding as on cut-off date i.e. 10th August, 2018.

B-502, Statesman House, 148, Barakhamba Road, New Delhi - 110001

Off. No. 011 43029809, 09953573236

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3. The Company extended the facility of electronic voting to the shareholders of the Company from Monday, 13th August, 2018, (9:00 A.M. IST) and ends on Wednesday, 15th August, 2018 (5:00 P.M. IST) through the Central Depository Services Limited ("CDSL") being the service provider for providing the facility of e-voting to the shareholders on their website <https://www.evotingindia.com>.
4. At the 11th AGM of the Company held on 16th August, 2018, the Chairman of the Company "*Suo Moto*" ordered for a Poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the Poll process. One ballot box kept for collecting poll papers was locked in my presence with due identification marks was placed by me.
5. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
6. I have already submitted my report for the poll taken at the meeting in form no. MGT-13 to the Chairman separately as per the Section 109 of the Companies Act, 2013.
7. Total 7 members attended the meeting personally and 3 member attended by Proxy.
8. The consolidated results of the e-voting and poll taken is as under:-

a) As an Ordinary Resolution- Item No.1

Adoption of Audited Financial Statements of the Company for the financial year ended 31st March 2018 together with the Reports of Board of Directors and Auditors Reports thereon

1. Voted in Favour of the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	4	320000	100
Electronic(e-voting)	24	6968266	100
Total	28	7248266	100

2. Voted against the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
Electronic(e-voting)	0	0	0
Total	0	0	0



3. Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Physical	6	839505
Electronic(e-voting)	0	0
Total	6	839505

b) As an Ordinary Resolution- Item No.2

Re-appointment of Mrs. Deepika Jain (DIN: 02365797), Director liable to retire by rotation.

1. Voted in Favour of the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	4	320000	100
Electronic(e-voting)	22	1260000	100
Total	26	1580000	100

2. Voted against the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
Electronic(e-voting)	0	0	0
Total	0	0	0

3. Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Physical	6	839505
Electronic(e-voting)	2	5668266
Total	8	6507771

* There were some invalid forms including vote cast by the related party which were treated as invalid as they were interested in the resolution and votes casted by them shall not be taken into account.

c) As an Ordinary Resolution- Item No.3:

Ratification of appointment of M/s Mittal & Associates, Chartered Accountants (FRN No. 106456W) as the Statutory Auditors of the Company.



1. Voted in Favour of the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	4	320000	100
Electronic(e-voting)	24	6968266	100
Total	28	7248266	100

2. Voted against the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
Electronic(e-voting)	0	0	0
Total	0	0	0

3. Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Physical	6	839505
Electronic(e-voting)	0	0
Total	6	839505

d) As an Ordinary Resolution- Item No.4:

Appointment of M/s Mittal & Associates, Chartered Accountants (FRN No.106456W) as the Statutory Auditors of the Company and fixing their remuneration.

1. Voted in Favour of the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	4	320000	100
Electronic(e-voting)	24	6968266	100
Total	28	7248266	100

2. Voted against the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
Electronic(e-voting)	0	0	0
Total	0	0	0



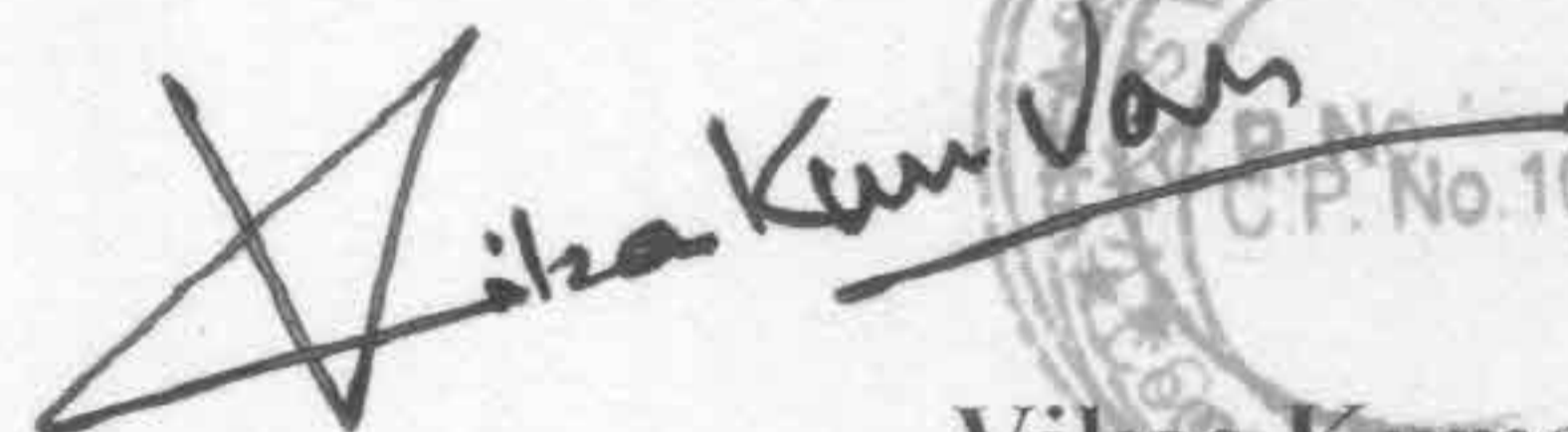
3. Invalid Votes:

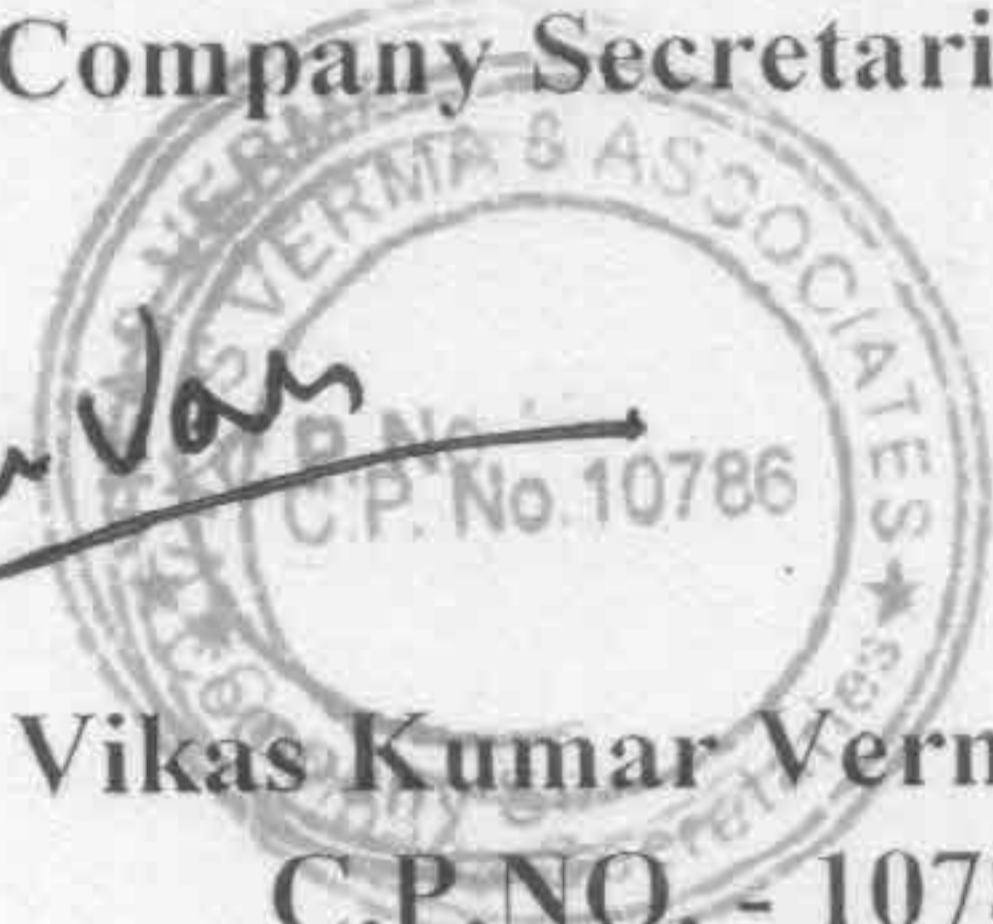
Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Physical	6	839505
Electronic(e-voting)	0	0
Total	6	839505

9. 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 –N.A.
10. All relevant records were sealed and handed over to the Managing Director / Director authorized by the Board for safe keeping.
11. The e-voting results were unblocked in the presence of 2 witnesses who were not in the employment of the company.

Thanking you
Yours faithfully

For Vikas Verma & Associates
Company Secretaries


Vikas Kumar Verma
C.P.NO. - 10786



Date: 17.08.2018
Place: New Delhi