

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]

Mr. Mayank Malhotra
Chairman of Annual General Meeting of the Equity Shareholders of
HIMACHAL FIBRES LIMITED
Held on Tuesday, the 30th September, 2014 at 03.00 P.M. at
Plot No. 43-44, Industrial Area, Barotowala (Himachal Pradesh)

Dear Sir

I, Rajeev Bhambri, a Company Secretary in practice, have been appointed as Scrutinizer for the purpose of poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Equity Shareholders of Himachal Fibres Limited held on Tuesday, the 30th September, 2014 at 03.00 P.M. at Industrial Area, Barotowala (Himachal Pradesh), submit our report as under:

I appointed Mr. Ansh Bhambri, (Scrutinizer) my associate to attend the said meeting on my behalf to carry out all the proceedings on my behalf.

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in the presence of Scrutinizer with due identification marks placed by him.

2. The locked ballot box was subsequently opened in the presence of Scrutinizer and two witnesses and poll papers were diligently scrutinized by him. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations /proxies lodged with the Company.

3. Scrutinizer did not find any poll papers/evoting invalid.

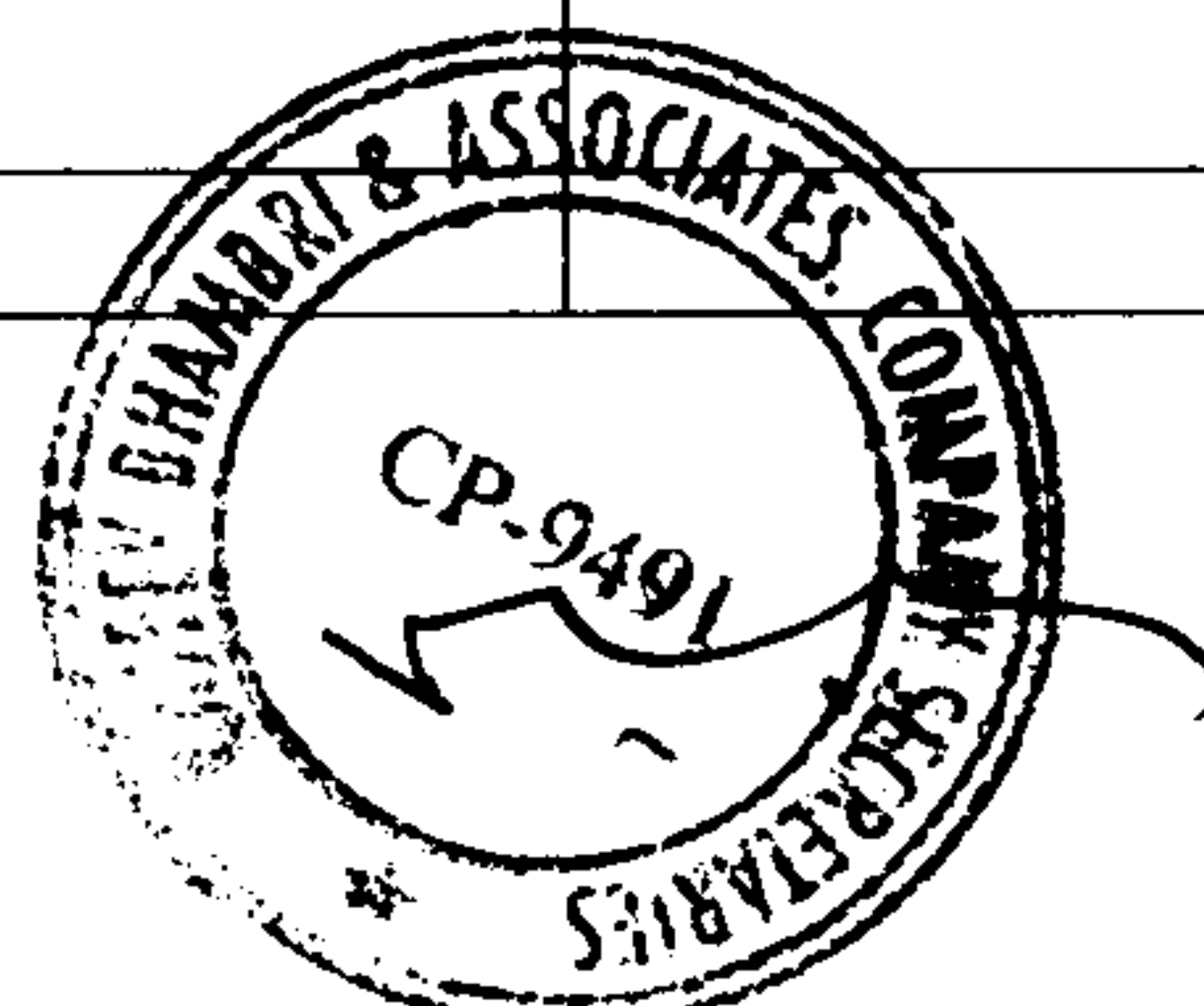
3A. The e-voting results were obtained from CDSL website and have been combined in this Report.

4. The combined result of the Physical Poll and Evoting is as under:

(a) **Resolution No. 1-** Adoption of Audited Balance Sheet and Profit and Loss Account for the year ended March 31, 2014 and the Reports of Directors' and Auditors thereon

(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
59	7904425	100.00



(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
0	0	0.00

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-

(b) **Resolution No. 2-** Appointment of Director in place of Mr. Mayank Malhotra, who offers himself for Reappointment

(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
59	7904425	100.00

(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
0	0	0.00

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-

(c) **Resolution No. 3-** To appoint Statutory Auditors named M/s Sumat Gupta & Co, Chartered Accountants.

(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
59	7904425	100.00

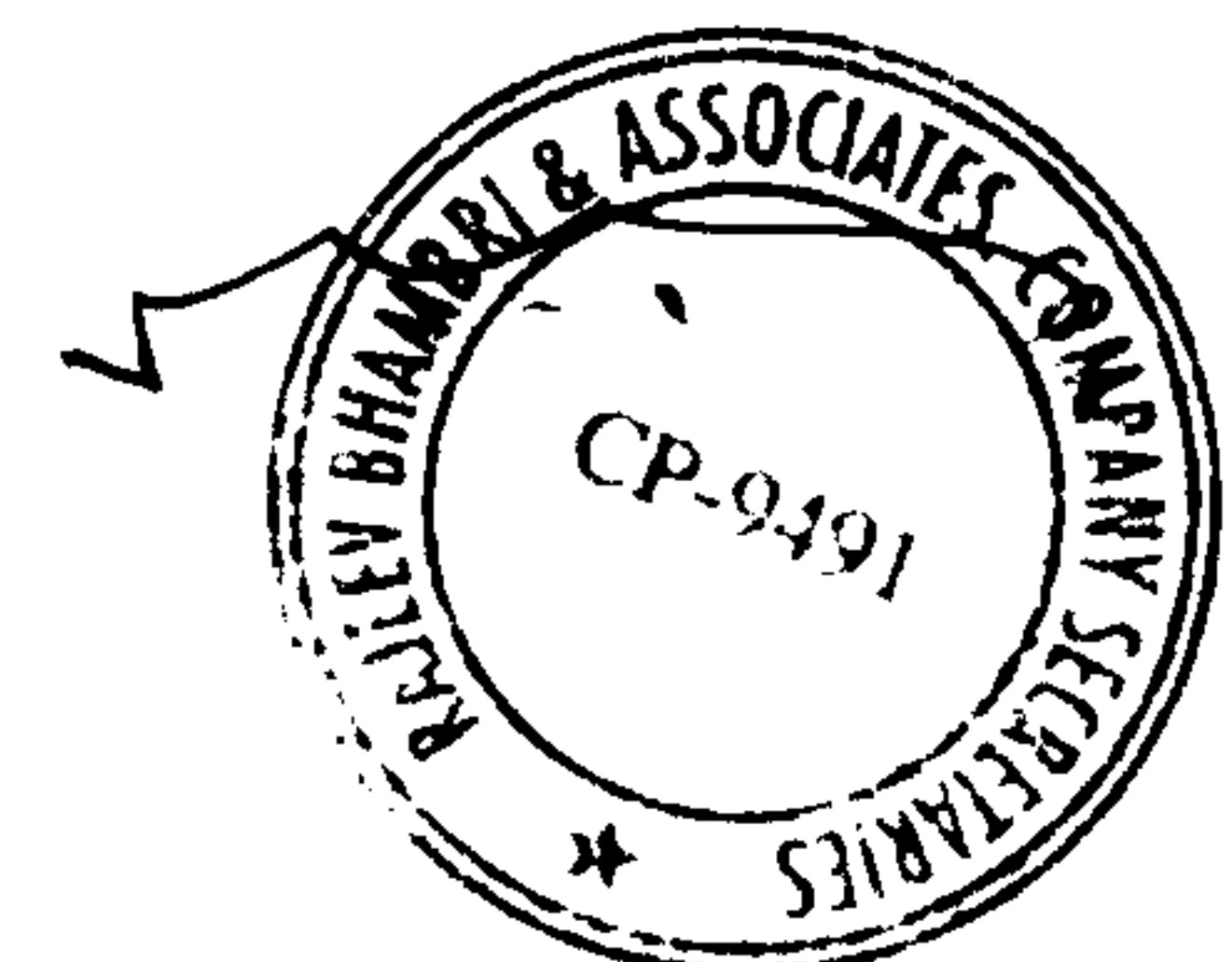
(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-

(d) **Resolution No. 4-** Appointment of Mr. Sushil Kumar Singla as Independent Director.

(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
59	7904425	100.00

(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
0	0	0.00

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-

(e) Resolution No. 5- Appointment of Mr. Rajan Dhawan as Independent Director.

(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
59	7904425	100.00

(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
0	0	0.00

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-

(f) Resolution No. 6- Approval of Related Party Transactions.

(i) Voted in favour of the resolution:

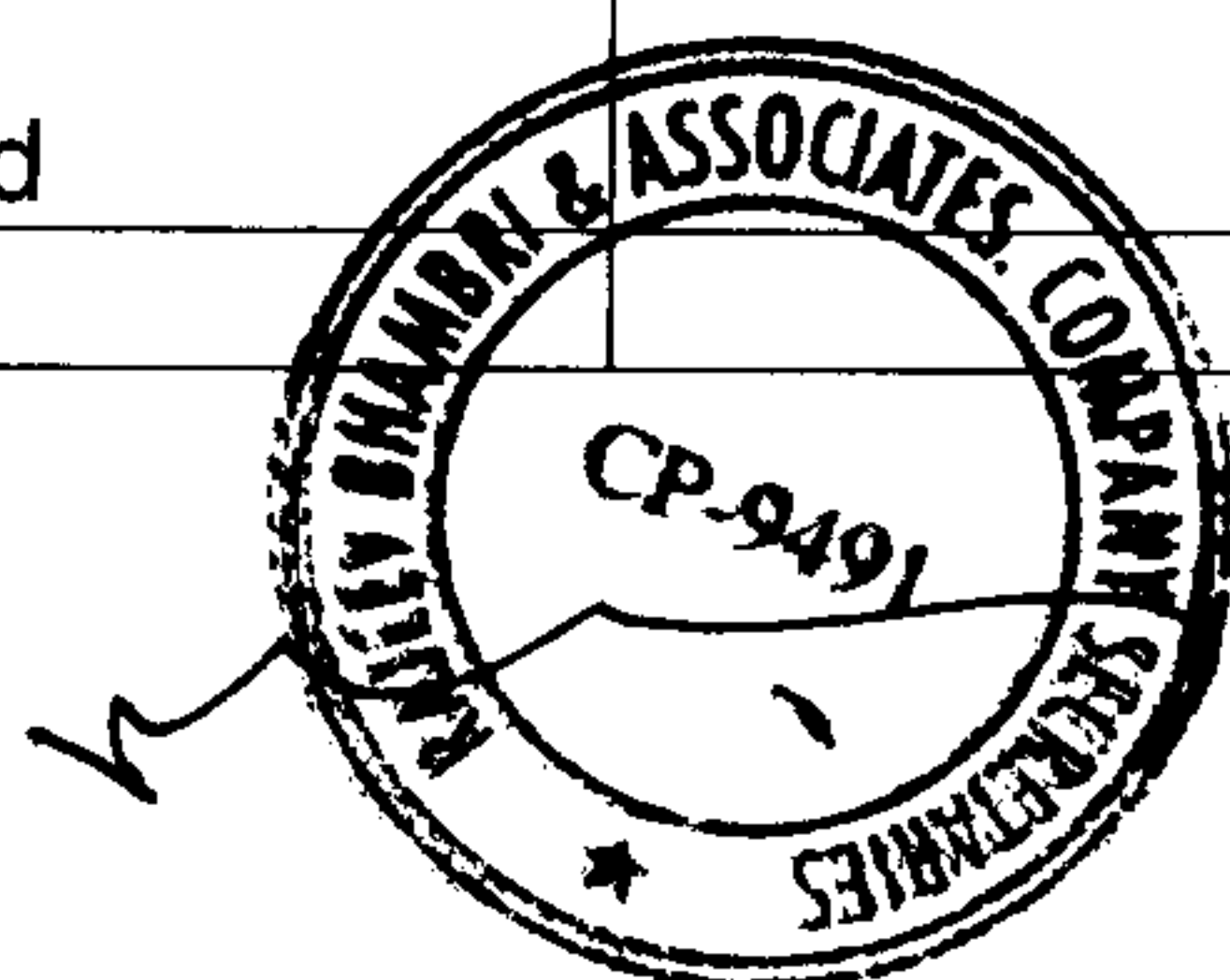
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
59	7904425	100.00

(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
0	0	0.00

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-

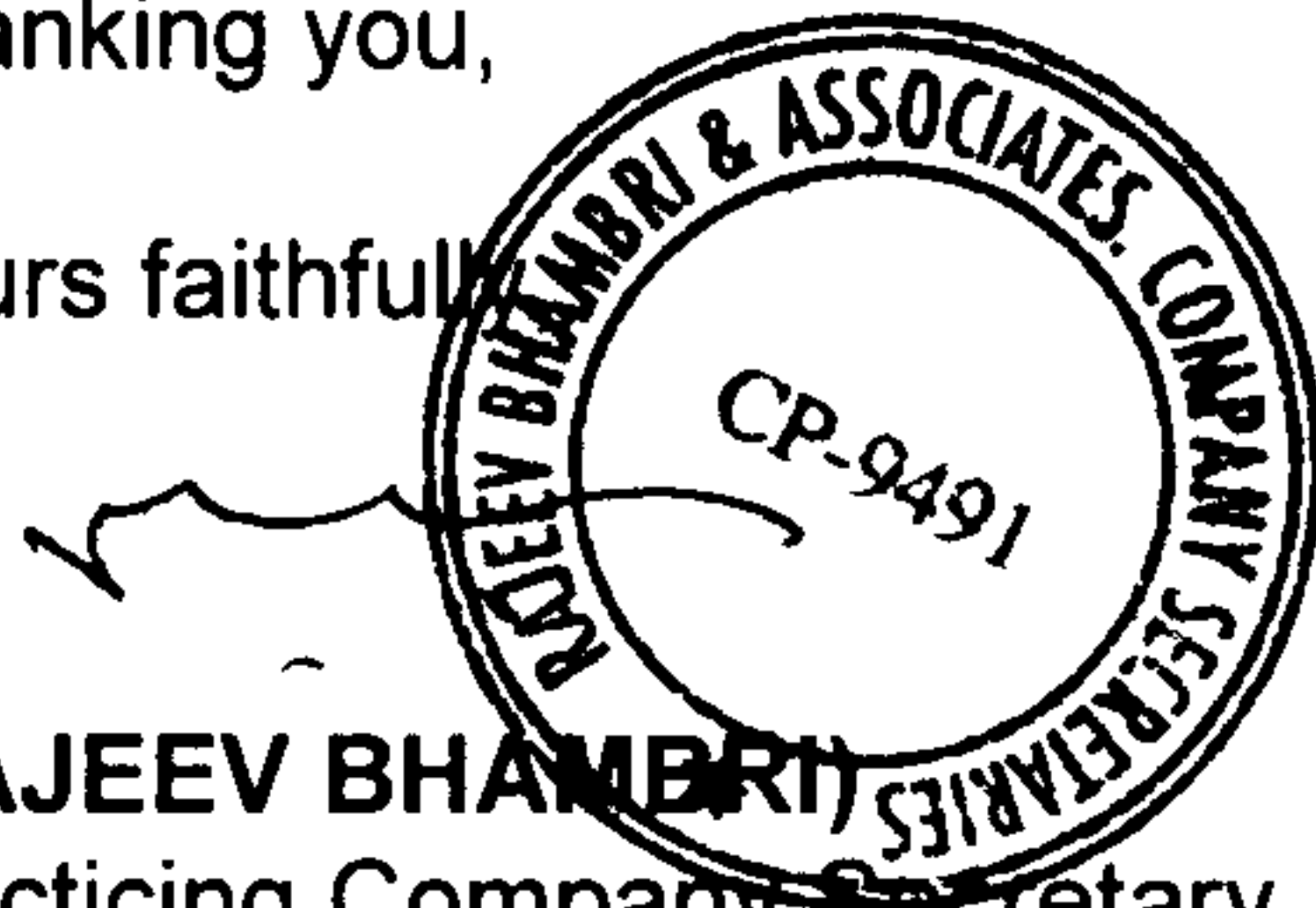


5. A Compact Disc (soft copy) of list of equity shareholders who voted "FOR", "AGAINST" and those whose Votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,



(RAJEEV BHAMBRI)
Practicing Company Secretary
CP No.9491

DATE: 30.09.2014

PLACE: LUDHIANA