

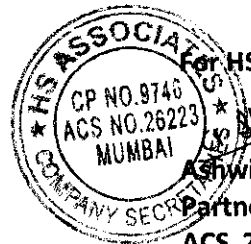
SCRUTINIZER'S REPORT-Combined

To,
The Board of Directors
BLUE PEARL TEXSPIN LIMITED
(Formerly known as E-WHA FOAM INDIA LIMITED)
32, Vyapar Bhavan, 49, P.D. Mello Road,
Mumbai- 400009, Maharashtra.

Dear Sir,

I, Ashwini Rajeshirke, Partner, HS Associates, Practising Company Secretaries have been appointed as a Scrutinizer of BLUE PEARL TEXSPIN LIMITED as requested by the management, and on scrutiny of the voting, hereby submit my combined Report on the results of e-voting together with the voting by the physical ballot of the 22nd Annual General Meeting.

Place: Mumbai
Date: 2nd October, 2014


For HS Associates
Ashwini Rajeshirke,
Partner,
ACS 26223
CP 9746

HS ASSOCIATES

In accordance with Clause 35A of the Listing Agreement, the details of business transacted at the 22nd Annual General Meeting of the Company are furnished below:

- Date of the AGM : 30th September, 2014
- Total Number of shareholders on Record Date : 8610
- No of Shareholders present in the meeting either in person or through proxy:

Promoter and Promoter Group	Nil
Public	38

- No. of Shareholders attended the meeting through Video Conferencing:

Promoter and Promoter Group	NA
Public	NA

- Details of the Agenda

The following business was transacted by the shareholders:

Mode of voting: E-voting and Ballot:

Resolution 1: To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2014 the Profit and Loss account for the period ended on that date and the Report of the Board of Directors' and the Auditors thereon.

Resolution Required: Ordinary

Promoter/ Public	No of Shares Held	No of 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
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)[(4)/(2)]*1 00	(7)=[(5)/(2)]*10 0
Promoter & Promoter Group	1343180	0	0.00	0	0	0.00	0.00
Public Institutional Holders	14700	0	0.00	0	0	0.00	0.00
Public Others	3762120	336862	8.95	336862	0	100.00	0.00
Total	5120000	336862	8.95	336862	0	100.00	0.00

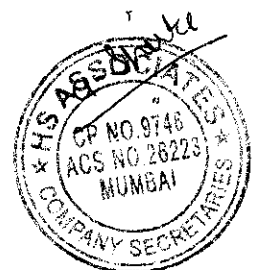


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Resolution 2: To appoint a Director in place of Mr. Navinchandra Shah (DIN 05178793) who retires by rotation & being eligible offers himself for re-appointment.

Resolution Required: Ordinary

Promoter/ Public	No of Shares Held	No of 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
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	1343180	0	0.00	0	0	0.00	0.00
Public Institutional Holders	14700	0	0.00	0	0	0.00	0.00
Public – Others	3762120	336862	8.95	336862	0	100.00	0.00
Total	5120000	336862	8.95	336862	0	100.00	0.00

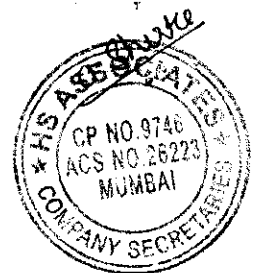


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Resolution 3: Appointment of Statutory Auditor.

Resolution Required: Ordinary

Promoter / Public	No of Shares Held	No of 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
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	1343180	0	0	0	0	0.00	0.00
Public Institutional Holders	0	0	0	0	0	0.00	0.00
Public – Others	3762120	336862	8.95	336862	0	100.00	0.00
Total	5120000	336862	8.95	336862	0	100.00	0.00

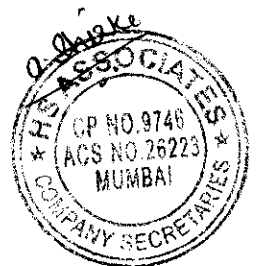


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Resolution 4: Appointment of Mr. Om Prakash Madhogarhia (DIN-05330865) as an Independent Director of the Company.

Resolution Required: Ordinary

Promoter / Public	No of Shares Held	No of 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
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	1343180	0	0.00	0	0	0.00	0.00
Public Institutional Holders	0	0	0.00	0	0	0.00	0.00
Public – Others	3762120	336862	8.95	336862	0	100.00	0.00
Total	5120000	336862	8.95	336862	0	100.00	0.00

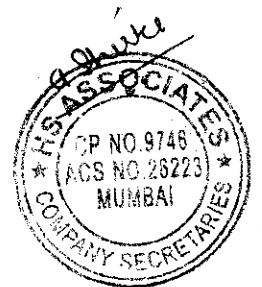


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Resolution 5: Appointment of Mr. Ganeshbhai Sahebraobhai Sengadani (DIN- 06647090) as an Independent Director of the Company.

Resolution Required: Ordinary

Promoter / Public	No of Shares Held	No of 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
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	1343180	0	0.00	0	0	0.00	0.00
Public Institutional Holders	0	0	0.00	0	0	0.00	0.00
Public – Others	3762120	336862	8.95	336862	0	100.00	0.00
Total	5120000	336862	8.95	336862	0	100.00	0.00

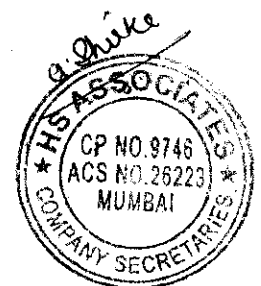


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Resolution 6: Approval of mortgaging and/or charging the movable and/or immovable assets and properties of the Company pursuant to Section 180 (1) (a) of the Companies Act, 2013.

Resolution Required: Special

Promoter / Public	No of Shares Held	No of 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
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	1343180	0	0.00	0	0	0.00	0.00
Public Institutional Holders	0	0	0.00	0	0	0.00	0.00
Public – Others	3762120	336862	8.95	336862	0	100.00	0.00
Total	5120000	336862	8.95	336862	0	100.00	0.00

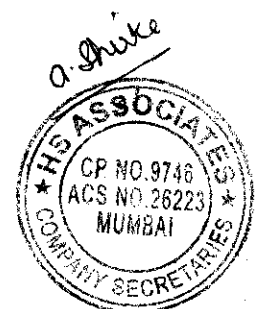


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Resolution 7: Approval of borrowing from time to time, for the purpose of the Company's business pursuant to Section 180 (1) (c) of the Companies Act, 2013

Resolution Required: Special

Promoter / Public	No of Shares Held	No of 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
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	1343180	0	0.00	0	0	0.00	0.00
Public Institutional Holders	0	0	0.00	0	0	0.00	0.00
Public – Others	3762120	336862	8.95	336862	0	100.00	0.00
Total	5120000	336862	8.95	336862	0	100.00	0.00



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Resolution 8: Appointment of Mr. Arun Kumar Sharma as an Executive Director of the Company for a period of 5 years w.e.f 14th November, 2013.

Resolution Required: Special

Promoter / Public	No of Shares Held	No of 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
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	1343180	0	0.00	0	0	0.00	0.00
Public Institutional Holders	0	0	0.00	0	0	0.00	0.00
Public – Others	3762120	336862	8.95	336862	0	100.00	0.00
Total	5120000	336862	8.95	336862	0	100.00	0.00

Note:

All the aforesaid resolutions were passed with requisite majority.

Place: Mumbai
Date: 2nd October, 2014

