



# SAMBANDAM SPINNING MILLS LIMITED UNIT-I

Registered Office : P.B. No.1, Kamaraj Nagar Colony, Salem 636 014. Tamil Nadu  
(P) +91 427 2240790 (F) +91 427 2240169 (E) corporate@sambandam.com  
website : www.sambandam.com Corporate Identity No. L17111TZ1973PLC000675

Ref: 361/ SSML/CS/2019-20

13<sup>th</sup> August 2019

To  
The Listing Department,  
Bombay Stock Exchange Limited,  
Floor 25, P.J.Towers,  
Dalal Street,  
Mumbai – 400 001.

Dear Sir,

**Sub: Proceedings and Voting results of 45<sup>th</sup> Annual General Meeting of the Company**

**Ref: Regulation 30 and 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

In accordance with Regulation 30 and 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we have herewith enclosed Proceedings and voting results of the 45<sup>th</sup> Annual General Meeting of the Company held on 11.08.2019 at 10.45 a.m. at the Mill Premises of Sambandam Spinning Mills Limited at Kamaraj Nagar Colony, Salem – 636014.

We have also enclosed the Consolidated report of the Scrutinizer on results of voting.

The above are also being uploaded on the Company's website.

Kindly take the same for your records.

Thanking you,

Yours faithfully,  
For Sambandam Spinning Mills Limited

  
S.Natarajan  
Company Secretary

Encl: a/a



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## PROCEEDINGS OF THE 45<sup>th</sup> ANNUAL GENERAL MEETING

<b>Date of the AGM/EGM</b>	<b>11.08.2019</b>
<b>Total number of shareholders on record date</b>	<b>3373</b>
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group: Public:	<b>7</b> <b>332</b>
<b>No. of Shareholders attended the meeting through Video Conferencing</b> Promoters and Promoter Group: Public:	<b>NOT APPLICABLE</b>



For Sambandam Spinning Mills Limited

(S.Devarajan)

Chairman and Managing Director





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**DECLARATION OF RESULTS BY THE CHAIRMAN FOR THE RESOLUTIONS  
CONTAINED IN THE NOTICE OF THE 45<sup>th</sup> ANNUAL GENERAL MEETING OF  
THE COMPANY BASED ON THE CONSOLIDATED REPORT OF THE SCRUTINIZER**

Sl. No.	Resolutions	Type of Resolution	Declaration of Result
1.	ADOPTION OF FINANCIAL STATEMENTS	Ordinary Resolution	Resolution passed Unanimously as an Ordinary Resolution
2.	DECLARATION OF DIVIDEND	Ordinary Resolution	Resolution passed with requisite Majority as an Ordinary Resolution
3.	APPOINTMENT OF STATUTORY AUDITORS	Ordinary Resolution	Resolution passed Unanimously as an Ordinary Resolution
4.	APPOINTMENT OF SRI D.SUDHARSAN , DIRECTOR RETIRING BY ROTATION	Ordinary Resolution	Resolution passed with requisite Majority as an Ordinary Resolution
5.	APPOINTMENT OF MRS ANNAPOORANI VENUGOPALAN AS NON EXECUTIVE INDEPENDENT WOMAN DIRECTOR	Ordinary Resolution	Resolution passed with requisite Majority as an Ordinary Resolution
6.	RE-APPOINTMENT OF SRI S.GNANASEKHARAN AS NON EXECUTIVE INDEPENDENT DIRECTOR	Special Resolution	Resolution passed with requisite Majority as an Ordinary Resolution
7.	RE-APPOINTMENT OF SRI KAMESHWAR M.BHAT AS NON EXECUTIVE INDEPENDENT DIRECTOR	Special Resolution	Resolution passed with requisite Majority as an Ordinary Resolution
8.	RATIFICATION OF REMUNERATION PAYABLE TO THE COST AUDITORS	Ordinary Resolution	Resolution passed Unanimously as an Ordinary Resolution
9.	ACCEPTANCE OF FIXED DEPOSITIS FROM MEMBERS OF THE COMPANY	Ordinary Resolution	Resolution passed with requisite Majority as an Ordinary Resolution

For Sambandam Spinning Mills Limited



(S. Devarajan)  
Chairman and Managing Director



**B.K.SUNDARAM & ASSOCIATES  
COMPANY SECRETARIES.**

**B.KALYANASUNDARAM,  
B.Com.,ACMA.,ACS.,**

**OFFICE:  
29 & 30, PANDAMANGALAM  
AGRAHARAM,  
WORIUR, TRICHY-620003.  
PHONE:- 0431- 2761590.  
Email:- [bksundaram@gmail.com](mailto:bksundaram@gmail.com)**

**REPORT OF SCRUTINIZER**

*[pursuant to Sections 108 and 109 of the Companies Act, 2013 read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014]*

To  
The Chairman  
M/s. Sambandam Spinning Mills Limited  
Mill Premises, P.B.No.1, Kamaraj Nagar  
Salem - 636014


I, B. Kalyanasundaram, Practising Company Secretary, (CP. NO.2209 & M.NO.A672), Proprietor of M/s. B. K. SUNDARAM & ASSOCIATES, COMPANY SECRETARIES have been appointed as a scrutinizer by M/s. Sambandam Spinning Mills Limited, (CIN: L17111TZ1973PLC000675) having its registered office at Mill Premises, P.B.No.1, Kamaraj Nagar, Salem - 636014 for the purpose of scrutinizing the process of e-voting and voting by use of ballot at the meeting (Voting at AGM) in a fair and transparent manner and ascertaining the votes cast FOR and AGAINST through e-voting and voting by use of ballot at the meeting (Voting at AGM), as per Section 108 and 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions, I submit my report as under:


1. The e-voting period remained open from 7<sup>th</sup> August, 2019 (9.15 am) to 10<sup>th</sup> August, 2019 (05.00 pm) through e-voting services provided by Central Depository Services (India) Limited (CDSL).



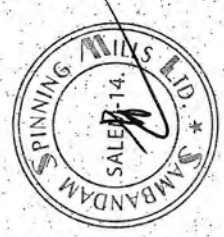


2. There were no votes cast through ballot paper at the venue of the Annual General Meeting (AGM) held on 11<sup>th</sup> August, 2019.
3. The e-votes were unblocked through the menu provided in the CDSL website on 11<sup>th</sup> August, 2019 after the conclusion of the AGM in the presence of two witnesses viz Mr. K. Karthikeyan and Mr. B.Ramamurthy who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.
 

  
 (K. KARTHIKEYAN)

  
 (B.RAMAMURTHY)
4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted electronically were downloaded from the e-voting website of CDSL (<https://www.evotingindia.com>). The valid e-votes cast 'For' and 'Against' were taken in to consideration while preparing the result of e-voting.
5. Based on the e-votes cast 'FOR' and 'AGAINST', I furnish hereunder the result of e-voting:

Sl. No.	Particulars of the Business	Voted for			Voted against		
		No. of Members	No. of votes	Vote %	No. of Members	No. of Votes	Vote %
1.	<b>ORDINARY BUSINESS</b> <b>Agenda item No.1:</b> Adoption of Financial Statements	32	2068605	<b>100%</b>	0	0	0





Sl. No.	Particulars of the Business	Voted for				Voted against		
		No. of Members	No. of votes	Vote %	No. of Members	No. of Votes	Vote %	
	<b>ORDINARY BUSINESS</b>							
2.	<b>Agenda item No.2:</b> Declaration of Dividend	29	2068445	99.99	3	160	0.01	
3.	<b>Agenda item No.3:</b> Remuneration to Statutory Auditor	32	2068605	100%	0	0	0	
4.	<b>Agenda item No.4:</b> Appointment of retiring Director	29	2068445	99.99	3	160	0.01	
	<b>SPECIAL BUSINESS</b>							
5.	<b>Agenda item No.5:</b> Appointment of Mrs. Annapoorani Venugopalan as Non-Executive Independent Woman Director	29	2068445	99.99	3	160	0.01	
6.	<b>Agenda item No.6:</b> Re-appointment of Sri. S. Gnanasekharan as Non-Executive Independent Director	29	2068445	99.99	3	160	0.01	





7.	<b>Agenda item No.7:</b> Re-appointment of Sri. Kameshwar M. Bhat as Non-Executive Independent Director	E-voting	29	2068445	99.99	3	160	0.01
8.	<b>Agenda item No.8:</b> Ratification of fees payable to Cost Auditor	E-voting	32	2068605	100%	0	0	0
9.	<b>Agenda item No.9:</b> Acceptance of Fixed Deposits from Members of the Company	E-voting	30	2068475	99.99	2	130	0.01

6. The downloaded e-voting records and other connected papers relating to e-voting shall remain in my safe custody until the Chairman considers this report of Scrutinizer and uploads / announces the result in their website ([www.sambandam.com](http://www.sambandam.com)) and thereafter the same will be handed over to the Company Secretary of the Company for safe keeping.

Place : Trichy  
Date : 12-08-2019



For **SAMBANDAM SPINNING MILLS LTD.**

*(Signature)*

(S.DEVARAJAN)  
Chairman and Managing Director



For **B.K.SUNDARAM & ASSOCIATES**  
COMPANY SECRETARIES

*(Signature)*  
**B.KALYANASUNDARAM**  
PRACTISING COMPANY SECRETARY  
CP. 2209.