



SAMBANDAM SPINNING MILLS LIMITED

Post Box No.1, Kamaraj Nagar Colony, Salem 636 014
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E mail: corporate@sambandam.com Website: www.sambandam.com

GIST OF PROCEEDINGS OF THE 45TH ANNUAL GENERAL MEETING OF SAMBANDAM SPINNING MILLS LIMITED HELD ON 11TH AUGUST 2019

1. Date, time and venue of the Meeting :

The Annual General Meeting (AGM) of the Company was held on Sunday, August 11, 2019 at 10.45 A.M. Venue for the AGM is the registered office of the Company situated at Kamaraj Nagar Colony, Salem – 636014.

2. Proceedings in brief :

- i) Mr. S. Devarajan, Chairman and Managing Director of the Company chaired the Meeting. The requisite quorum being present, the Chairman called the Meeting to order.
- ii) The Chairman welcomed the members present at the Meeting. He also assured that the Company had taken all the efforts feasible under the circumstances to enable the members to participate and vote on the items being considered in the meeting.
- iii) The Chairman enlightened the members that the e-voting period began at 9.15 a.m on 07.08.2019 and ended at 5.00 p.m on 10.08.2019
- iv) The following item of business as set out in the Notice convening the AGM were commended for members consideration and approval :

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.	REMUNERATION 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 Special Resolution
7.	RE-APPOINTMENT OF SRI KAMESHWAR M.BHAT AS NON EXECUTIVE INDEPENDENT DIRECTOR	Special Resolution	Resolution passed with requisite Majority as an Special Resolution
8.	RATIFICATION OF REMUNERATION PAYABLE TO THE COST AUDITORS	Ordinary Resolution	Resolution passed Unanimously as an Ordinary Resolution
9.	ACCEPTANCE OF FIXED DEPOSIT FROM MEMBERS OF THE COMPANY	Ordinary Resolution	Resolution passed with requisite Majority as an Ordinary Resolution





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The Company Secretary informed that members who did not vote earlier through remote e-voting may vote physical voting during the course of the meeting for which arrangements were made.

The Company Secretary informed that the Board had appointed Mr. B. Kalyanasundaram, Practicing Company Secretary, to act as the Scrutinizer to scrutinize the remote e-voting and the votes cast during the meeting in a fair and transparent manner and he will provide a consolidated report.

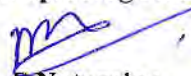
Clarifications were provided by the Chairman jointly with Mr. S. Dinakaran, Joint Managing Director, CS and CFO responded to the questions/queries of the members and provided clarifications. It was informed to the members that e-voting results will be declared within 48 hours from the conclusion of the meeting.

Voting by members

1. The Company had provided remote e-voting facility to its members to cast votes electronically, for the item of business set out in the notice.
2. Further, the facility to vote on resolution through physical voting system at the meeting hall was made available to the members who participated in the meeting and who had not cast their votes through remote e-voting.
3. The Company will separately intimate the results of e-voting to the stock exchanges and will be uploaded on the website of the Company.
4. The meeting concluded at 11.30 a.m on the same day.



For Sambandam Spinning Mills Limited


S. Natarajan
Company Secretary