



THE SRI GANAPATHY MILLS COMPANY LTD

CIN: L17111TN1946PLC002748

03rd October 2017

Listing Department
BSE Ltd. P J Towers, Dalal Street,
Mumbai - 400001, India

Dear sir,

Sub: Compliance with regulations 44(3) of SEBI (LODR) Regulations, 2015 – Reg

We wish to inform you that the 69th Annual General Meeting was held on 29th September 2017 at the registered office of the company which is situated at Madurai Road, Sankar Nagar, Tirunelveli – 627357.

As per the provisions of the Companies act 2013 and the SEBI (LODR) Regulations 2015, the company had provided e-voting facility to the share holders to enable them to cast their vote electronically on the resolutions proposed in the notice of the 69th AGM. The e-voting was began at 9.00 a.m on Tuesday, 26th September 2017 and ended at 5.00 p.m on Thursday, 28th September 2017.

The Board of Directors had appointed Mr. S.Muthuraju, Practicing Company Secretary, as the Scrutinizer for the e-voting and poll process at the AGM. Mr. S.Muthuraju has carried out the scrutiny of all the electronic votes received up to 5.00 p.m on Thursday, 28th September 2017 and poll conducted at the AGM and submitted his report on 29th September 2017.

Based on the consolidated report of the scrutinizer, all the ordinary resolutions set out in the notice of 69th AGM have been duly approved by the share holders of the company with requisite majority.

In this regard, we enclose herewith the following


- Disclosures pertaining to the voting results of the e-voting and poll conducted at AGM, pursuant to the provisions of regulation 44(3) of SEBI (LODR) regulation 2015, as annexure A
- Consolidated report of Scrutinizers dt. 29th September 2017, pursuant to section 108 and 109 of the Companies Act 2013 and rules made there under.

The e-voting results along with the scrutinizer's report are available at the registered office and website of the company and SKDC consultants, Coimbatore Registrar and Share Transfer Agents of the Company.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For THE SRI GANAPATHY MILLS CO., LTD


S.MADHAVAN, Compliance Officer

Sankar Nagar, Tirunelveli – 627 357

Ph. 91 - 462 - 2300334, 2301669, E-mail: sgm_tvl@yahoo.co.in



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Details of results of E-Voting and Poll pursuant to Regulation 44(3) of the SEBI (LODR) Regulations, 2015

S.No	Description					
A	Date of AGM	29-09-2017				
B	Book Closure date	23-09-2017 to 29-09-2017 (both days inclusive)				
	Record Date	22-09-2017				
C	Total Number of Share holders on Record Date	2774				
D	No of Shares holder's Present in the meeting either in person or through proxy	17				
	Share Holders	Present in Person	Present through Proxy	Total	Shares	% to Capital
	Promoter & Promoter Group	6	0	6	3319518	49.76%
	Public	9	2	11	4765	0.07%
	Total	15	2	17	3324283	49.83%
E	No of Shareholders attended the meeting through video conferencing : No Video Conferencing facility was available					

Sankar Nagar, Tirunelveli – 627 357

Ph. 91 - 462 - 2300334, 2301669, E-mail: sgm_tv1@yahoo.co.in

S.MUTHU RAJU B.Sc., F.C.A., A.C.S.,
COMPANY SECRETARY IN PRACTICE
C.P. No. : 4181

SCRUTINIZER'S REPORT

**[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20
of the Companies (Management and Administration) Rules, 2014 as amended]**

To,
The Chairman,
The Sri Ganapathy Mills Co., Ltd
Madurai Road, Sankar Nagar
Tirunelveli – 627 357
The Chairman,

Dear Sir,

I S. Muthuraju, a Company Secretary in practice, has been appointed by the Board of Directors of The Sri Ganapathy Mills Company Ltd, ("the company") as a Scrutinizer for the purpose of Scrutinizing the E-Voting process /Poll (Physical Voting) and ascertaining the requisite majority on Voting carried out as per the provisions of Sec. 108 of the Companies Act, 2013, read with rule 20 (4) (ix) of the Companies (Management & Administration) Rules, 2014 as amended, on the resolutions contained in the notice (hereinafter referred to as " the resolutions") of the 69th Annual General Meeting (AGM) of the members of the company held on 29th September 2017 (Friday) at the Registered Office of the Company, Madurai Road, Sankar Nagar, Tirunelveli – 627 357.

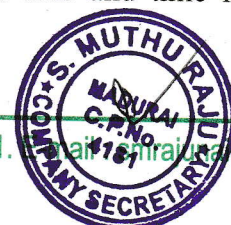
The notice dated 03rd August 2017 convening the 69th Annual General Meeting (AGM) of the Company along with statement setting out material facts under section 102 of the Companies Act, 2013 was sent to the Shareholders in respect of resolutions to be passed at the said AGM of the Company.

The report of Scrutinizers on E-Voting conducted from September 26,2017 to September 28, 2017 has been submitted to the Company on September 29,2016 and report (under Form MGT-13) on the physical voting conducted through poll at the Annual General Meeting of the Company has been submitted on September 29,2016 to the Chairman, under my signatures.

I submit this report for voting conducted through Electronic and Physical means as under:

The Company has provided E-Voting facility to all the shareholders and has sent the AGM Notice and Annual Report 2016-17 through post on September 4th 2017 and through E-Mail to shareholders whose E- Mail ID is registered with the company/depositories on September 4th 2017.

The E-voting period began at 9.00 A.M on Tuesday, 26th September 2017, and ended at 5.00 P.M on Thursday, 28th September 2017. The votes received electronically from the shareholders till Thursday, the 28th September 2017 up to 5.00 P.M, being the last date and time fixed by the



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COMPANY SECRETARY IN PRACTICE

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company for E-Voting and the votes received in the poll process (Physical Voting) on the date of Annual General Meeting, were considered for my Scrutiny.

Particulars of all votes received electronically from the members have been entered in a register separately maintained for the purpose.

The votes received electronically were duly scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company as on 22.09.2017

The empty polling box were locked in the presence of the members and proxies and subsequently at the end of the polling process, the polling boxes were opened by us in the presence of two witnesses viz., Mr. Loganathan and Mr. Arun.

The poll papers were diligently scrutinized and 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.

The poll papers, which were found defective because of signature mis-match, E-Voting and Non-Shareholding, have been treated as invalid and kept separately.

Thanking you,
Yours faithfully,

S.Muthuraju
(Scrutinizer)
Practising Company Secretary
(CP No: 4181)
Place: Tirunelveli
Date: 29th September, 2017


S. MUTHURAJU, B.Sc., F.C.A., ACS.,
Company Secretary in Practice
C.P. No: 4181
35, 2nd Floor, North Masi Street
Madurai-625 001
Ph: 0452-4506069, Mob: 99941 03021
Email: smrajunaidu@gmail.com

A summary of the Votes received electronically/Physical Voting are given below:

ORDINARY BUSINESS:

Resolution 1 – Ordinary Resolution

Adoption of Audited Balance Sheet as at 31.03.2017 and the profit and loss account made up to that date along with the report of the Directors ,Auditors and Secretarial Audit thereon.

Particulars	Particulars of Votes Cast					
	Electronic Voting		Physical Vote		Voting Result	
	Nos(A)	% of Valid Note	Nos(B)	% of Valid Note	Nos(A+B)	% of Total Valid Notes
Votes cast in Favour	34,37,540	100%	0	0	34,37,540	100%
Votes cast against	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0

Resolution 2 – Ordinary Resolution

Re-Appointment of Smt. Niranjani Kousigan as director who retire by rotation

Particulars	Particulars of Votes Cast					
	Electronic Voting		Physical Vote		Voting Result	
	Nos(A)	% of Valid Note	Nos(B)	% of Valid Note	Nos(A+B)	% of Total Valid Notes
Votes cast in Favour	34,37,540	100%	0	0	34,37,540	100%
Votes cast against	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0


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Resolution 3 – Ordinary Resolution

Re-Appointment of M/s Sridhar and Associates, Chartered Accountants as Statutory Auditors.

Particulars	Particulars of Votes Cast					
	Electronic Voting		Physical Vote		Voting Result	
	Nos(A)	% of Valid Note	Nos(B)	% of Valid Note	Nos(A+B)	% of Total Valid Notes
Votes cast in Favour	34,37,540	100%	0	0	34,37,540	100%
Votes cast against	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0

Resolution 4 – Ordinary Resolution

RE-appointment of Shri. K.Vee.Rajenthiran, Managing Director of the company for the period of five years.

Particulars	Particulars of Votes Cast					
	Electronic Voting		Physical Vote		Voting Result	
	Nos(A)	% of Valid Note	Nos(B)	% of Valid Note	Nos(A+B)	% of Total Valid Notes
Votes cast in Favour	34,37,540	100%	0	0	34,37,540	100%
Votes cast against	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0


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COMPANY SECRETARY IN PRACTICE

C.P. No. : 4181

SCRUTINIZER'S REPORT

To,
The Chairman,
The Sri Ganapathy Mills Co., Ltd
Madurai Road, Sankar Nagar
Tirunelveli – 627 357

Dear Sir,

I S.Muthuraju, Practicing Company Secretary (CP No: 4181) 35, II nd Floor, North Masi Street, Madurai - 625001, appointed as Scrutinizer for the purpose of poll taken on the below resolution(s), at the 69th Annual General Meeting of the Members of The Sri Ganapathy Mills Company Limited held on September 29th 2017 (Friday) at Registered Office of the Company, viz., Madurai Road, Sankar Nagar, Tirunelveli – 627 357 submit my report as under:

- The Company has provided E-Voting facility to all the shareholders and has sent the AGM Notice and Annual Report 2016-17 through post on September 04th 2017 and through E-Mail to shareholders whose E- Mail ID is registered with the company/depositories on 04th September 2017.
- The E-voting period began at 9.00 A.M on Tuesday, 26th September 2017, and ended at 5.00 P.M on Thursday, 28th September 2017. The votes received electronically from the shareholders till Thursday, the 28th September 2017 up to 5.00 P.M, being the last date and time fixed by the company for E-Voting were considered.
- Particulars of all votes received electronically from the members have been entered in a register separately maintained for the purpose.
- The votes received electronically were duly scrutinized and the shareholding was matched/confirmed with the Register of Members of the Company as on the cutoff date. i.e. 22.09.2017
- The votes are unblocked at Madurai on 29th September 2017 in the presence of Mr. Arun and Mr. Loganathan, who are not the employees of the company, and who have signed below as witness to the unblocking of votes.

A summary of the Votes received electronically are given below:

Resolution 1 – Ordinary Resolution

Adoption of Audited Balance Sheet as at 31.03.2017 and the profit and loss account made upto that date along with the report of the Directors and Auditors thereon

Particulars	No of Votes Cast	No. Of Shares	% of Total Paid up Capital
Total Votes polled through E-Voting	34,37,540	34,37,540	51.53%
Less Invalid Votes	-	-	-
Net Valid Votes Cast	34,37,540	34,37,540	51.53%

Votes in Favour of the Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
30	34,37,540	100%



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Votes against Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
0	0	0

Invalid Votes

Total Number of members whose votes are declared invalid	Total Number of Votes cast by them
0	0

Resolution 2 – Ordinary Resolution

Re-Appointment of Smt. Niranjani Kousigan as director who retire by rotation

Particulars	No of Votes Cast	No. Of Shares	% of Total Paid up Capital
Total Votes polled through E-Voting	34,37,540	34,37,540	51.53%
Less Invalid Votes	-	-	-
Net Valid Votes Cast	34,37,540	34,37,540	51.53%

Votes in Favour of the Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
30	34,37,540	100%

Votes against Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
0	0	0

Invalid Votes

Total Number of members whose votes are declared invalid	Total Number of Votes cast by them
0	0

Resolution 3 – Ordinary Resolution

Appointment of M/s Srithar and Associates, Chartered Accountants as Statutory Auditors

Particulars	No-of Votes Cast	No. Of Shares	% of Total Paid up Capital
Total Votes polled through E-Voting	34,37,540	34,37,540	51.53%
Less Invalid Votes	-	-	-
Net Valid Votes Cast	34,37,540	34,37,540	51.53%



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Votes in Favour of the Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
30	34,37,540	100%

Votes against Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
0	0	0

Invalid Votes

Total Number of members whose votes are declared invalid	Total Number of Votes cast by them
0	0

Resolution 4 – Ordinary Resolution

Reappointment of Mr. K.Vee.Rajenthiran Managing Director of the for a period of 2 years.

Particulars	No of Votes Cast	No. Of Shares	% of Total Paid up Capital
Total Votes polled through E-Voting	34,37,540	34,37,540	51.53%
Less Invalid Votes	-	-	-
Net Valid Votes Cast	34,37,540	34,37,540	51.53%

Votes in Favour of the Resolution

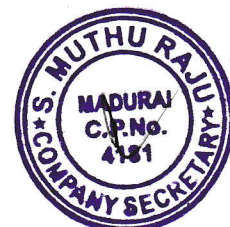
Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
30	34,37,540	100%

Votes against Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
0	0	0

Invalid Votes

Total Number of members whose votes are declared invalid	Total Number of Votes cast by them
0	0



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COMPANY SECRETARY IN PRACTICE
C.P. No. : 4181

You may accordingly declare the result of the voting through "Electronic Means"

All the relevant records of Electronic records will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 69th Annual General Meeting and the same shall be handed over thereafter to the Chairman /Company Secretary authorized by the Board for safe keeping.


Thanking you,
Yours faithfully,

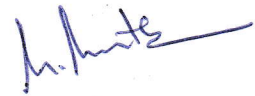
S.Muthuraju
(Scrutinizer)
Practising Company Secretary
(CP No: 4181)

Place: Tirunelveli
Date: 29th September 2017


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Email: smrajunaidu@gmail.com

We the undersigned witnesseth that the votes are unblocked from the E-Voting website of Central Depository Services (India) Limited in our presence at Madurai on September 29, 2017.

Signature 
Name: P. Arun Kumar
Address: 35, II nd Floor,
North Masi Street,
Madurai - 625001

Signature: 
Name: G. Loganathan
Address: 35, II nd Floor,
North Masi Street,
Madurai - 625001