

SRI NACHAMMAI COTTON MILLS LIMITED,

Registered Office :
Door No. 181, 'VASANTHAM', 4th Cross Street, New Fairlands,
SALEM - 636 016.

Our Ref : _____

Dated : _____ 23.09.2024

To
The Listing Centre,
Bombay Stock Exchange Limited,
PhirozeJeejeebhoy Towers,
Dalal Street,
MUMBAI 400 001.

Dear Sir,

Sub: Proceedings and Voting Results of 44th 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 Disclosure Requirements) Regulations, 2015, we herewith enclosed Proceedings and Voting Results of the 44th Annual General Meeting of the Company held on 23rd September 2024 at 10.15A.M through video conferencing.

We have also enclosed the Scrutinizer Report on e-voting and ballot voting (AGM Venue Voting) results.

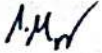
The above are being uploaded on the Company's website www.sncmindia.com.

Kindly take the same for your records.

Thanking you,

Yours faithfully,

For SRI NACHAMMAI COTTON MILLS LIMITED



P.Palaniappan
Managing Director
DIN:01577805

e-mail : sncm@rediffmail.com
Telephone : (0427) 2330847 & 2330466
Fax : (0427) 2331951
Cell : 98427 - 27766
Website : www.sncmindia.com

*

Sales Tax Internal Area Code No. 149
GSTIN : 33AACCS9491G1Z4
CST. RC. No. 425497 dated 01-08-1993
E.C.C.No. AACCS9491GXM003
CIN : L17115TZ1980PLC000916

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PROCEEDINGS OF THE ANNUAL GENERAL MEETING

The 44th Annual General Meeting of the members was held on Monday, 23rd September, 2024 at 10.15A.M (IST) through video conferencing.

Shri P.Palaniappan, Managing Director was appointed as the Chairman of the meeting. 20 Members attended the meeting. The requisite quorum being present the meeting was declared open. The Chairman along with his welcome address answered all the queries asked by the shareholders via mail.

With the consent of the members, the Director Report for the year ending 31.03.2024 was taken as read.

At the request of the members the Independent Auditors' Report for the year ended 31st March, 2024 was taken as read.

CS M.Harish, Company Secretary cum Compliance Officer read the resolutions in detail.

The host of the meeting explained the procedure for live e-voting.

Chairman provided a time of 15 Mins to cast Vote through live e-voting. The Shareholders also casted their votes by the way of live e-voting.

The company provided its members the facility to cast their votes by electronic mode ("e -Voting") for all resolutions. The e-voting period commenced on 20th September 2024 (9.00 a. m) and ended on 22nd September, 2024 (5.00 p.m).

A Q&A session happened for the shareholders registered as speakers the Company Secretary answered their queries.

CS M.R.L. Narasimha, Company Secretary in practice who was appointed as the Scrutinizer for remote e-voting and live e-voting.

| | |
|--|------------|
| Date of AGM | 23.09.2024 |
| Total number of Shareholder on Record Date | 3667 |
| Promoters and Promoter Group | 7 |
| Public | 13 |
| No. of Shareholders attended in the meeting Video Conferencing Promoters, Promoter Group and Pubic | 20 Members |

The Company Secretary thereafter declared the proceedings of the 44th AGM as closed at 11.00A.M with vote of thanks.

For SRI NACHAMMAI COTTON MILLS LIMITED



P.Palaniappan
Managing Director
DIN:01577805

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Our Ref : _____

Dated : _____

DECLARATION OF RESULTS BY THE CHAIRMAN FOR THE RESOLUTIONS CONTAINED IN THE NOTICE OF THE 44th ANNUAL GENERAL MEETING OF THE COMPANY BASED ON CONSOLIDATED REPORT OF THE SCRUTINIZER

| Sl.No. | Resolutions | Type of Resolution | Result |
|--------|--|---------------------|---|
| 1 | To consider and adopt the Audited Balance Sheet, Profit & Loss Account and Cash Flow statement for the year ended 31 st March, 2024 and Reports of Directors and Auditors thereon | Ordinary Resolution | Resolution passed as an Ordinary Resolution |
| 2 | Appointment Smt.C.Renuka, Director retiring by rotation | Ordinary Resolution | Resolution passed as an Ordinary Resolution |
| 3 | To ratify the Remuneration paid to Cost Auditor | Ordinary Resolution | Resolution passed as an Ordinary Resolution |

For SRI NACHAMMAI COTTON MILLS LIMITED


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Managing Director
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SALEM - 636 016.

Our Ref: _____

Dated : _____
SRI NACHAMMAI COTTON MILLS LIMITED, SALEM - 636016.
AGENDA WISE RESOLUTION

Resolution-1

| Particulars | Remote E-Voting and E-Voting at the AGM | | Percentage |
|-------------|---|-----------------|------------|
| | No of Folios | Number of Votes | |
| Assent | 20 | 2395777 | 99.999% |
| Dissent | 7 | 13 | 0.001% |
| Total | 27 | 2395790 | 100% |

Resolution-2

| Particulars | Remote E-Voting and E-Voting at the AGM | | Percentage |
|-------------|---|-----------------|------------|
| | No of Folios | Number of Votes | |
| Assent | 20 | 2395777 | 99.999% |
| Dissent | 7 | 13 | 0.001% |
| Total | 27 | 2395790 | 100% |

Resolution-3

| Particulars | Remote E-Voting and E-Voting at the AGM | | Percentage |
|-------------|---|-----------------|------------|
| | No of Folios | Number of Votes | |
| Assent | 20 | 2395777 | 99.999% |
| Dissent | 7 | 13 | 0.001% |
| Total | 27 | 2395790 | 100% |

For SRI NACHAMMAI COTTON MILLS LIMITED



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Managing Director
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REPORT OF SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014)

To, The Chairman,

44th (Forty Fourth) Annual General Meeting (AGM) of the Equity Shareholders of Sri Nachammai Cotton Mills Limited held on Monday, September 23, 2024, at 10:15 a.m. through Video Conferencing (VC) or Other Audio-Visual Means (OAVM).

Dear Sir,

I, M.R.L. Narasimha, Practicing Company Secretary, residing at 'LOTUS' 370-A Alagesan Road SB Mission Post Coimbatore 641-011, appointed as Scrutinizer by the Board of Directors of Sri Nachammai Cotton Mills Limited (the Company) for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 44th Annual General Meeting of the Equity Shareholders of the Company held on Monday, September 23, 2024 at 10:15 a.m. through VC, submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by the shareholders on the resolutions proposed in the Notice of the 44th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through e-voting (remote e-voting) and by electronic voting (e-voting) at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favor or against if any, to the Chairman on the resolutions.
2. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by Central Depository Services (India) Limited (CDSL)



3. In accordance with the Notice of the 44th Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on August 24, 2024, the remote e-voting opened at 9:00 AM on September 20, 2024 and remained open up to 5:00 PM on September 22, 2024.
4. After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through e-voting facility provided by CDSL at the AGM.
5. The Equity Shareholders holding shares as on September 16, 2024, "cut off date", were entitled to vote electronically on the resolutions stated in the Notice of the 44th Annual General Meeting of the Company. For any person who acquired shares after the cut-off day, special instructions were given in the Notice dt 08-08-2024, with regards to the procedures to be performed for e-voting
6. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of Central Depository Services Limited ([https:// www.evotingindia.com](https://www.evotingindia.com)) . The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted. The report was finalized at 11.03 AM on September 23, 2024.
8. Based on the data downloaded from CDSL e-voting system, the total votes cast in favor or against all the resolutions proposed in the Notice of the AGM are as under :



a) **Resolution-1: Ordinary Resolution**

To consider and adopt the audited Annual Financial Statements including Balance Sheet as at 31st March, 2024, the Statement of Profit and Loss Account and Cash Flow Statement for the year ended as on that date and the Report of the Board of Directors and Auditors thereon.

| Particulars | Remote E-Voting and E-Voting at the AGM | | Percentage |
|--------------|---|------------------|------------|
| | No of Folios | Number of Votes | |
| Assent | 20 | 23,95,777 | 99.999 |
| Dissent | 7 | 13 | 0.001 |
| Abstain | - | - | - |
| Rejections | - | - | - |
| Total | 27 | 23,95,790 | 100 |

MR

b) Resolution-2: Ordinary Resolution

Ms.C.Renuka (DIN. 02209915) Director retires by rotation and being eligible, offers herself for re-appointment

| Particulars | Remote E-Voting and E-Voting at the AGM | | Percentage |
|--------------|---|------------------|------------|
| | No of Folios | Number of Votes | |
| Assent | 20 | 23,95,777 | 99.999 |
| Dissent | 7 | 13 | 0.001 |
| Abstain | - | - | - |
| Rejections | - | - | - |
| Total | 27 | 23,95,790 | 100 |



c) **Resolution-3: Ordinary Resolution**

Ratification of remuneration of Cost Auditors for the Financial Year 2024-2025

| Particulars | Remote E-Voting and E-Voting at the AGM | | Percentage |
|--------------|---|------------------|------------|
| | No of Folios | Number of Votes | |
| Assent | 20 | 23,95,777 | 99.999 |
| Dissent | 7 | 13 | 0.001 |
| Abstain | - | - | - |
| Rejections | - | - | - |
| Total | 27 | 23,95,790 | 100 |

Mr. R. L. Narasimha

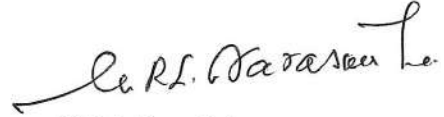
M. R. L. Narasimha BCom, FCS
PRACTISING COMPANY SECRETARY

9. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 44th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Place:- Coimbatore

Date:- 23-09-2024

UDIN:- F002851F001291699



M.R.L. Narasimha

Practising Company Secretary

FCS:- 2851

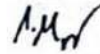
COP:- 799

PRC:-1420/2021

M.R.L. NARASIMHA. B.Com.,FCS
Practising Company Secretary
M.No: 2851 C. P. 799, PR. No. 1420/2021
'Lotus' 370-A, Alagesan Rd, SB Mission Post,
Coimbatore - 641 011

All resolutions stand passed under E-Voting as Ordinary Resolution with requisite majority as specified under the Companies Act 2013

For SRI NACHAMMAI COTTON MILLS LIMITED



P.Palaniappan
Managing Director
DIN:01577805

CHAIRMAN