



SOMA TEXTILES & INDUSTRIES LTD.

A GOVT. RECOGNISED EXPORT HOUSE

CIN : L51909WB1940PLC010070

REGD. OFFICE : 2, RED CROSS PLACE, KOLKATA - 700 001, INDIA

TEL : (033) 2248-7406/07, FAX : (033) 2248-7045

E-mail : rssharma@somatextiles.com / investors@somatextiles.com

Website : www.somatextiles.com

Date: 16th September, 2020

The Secretary,
The BSE Limited,
PhirozeJeejeebhoy Towers,
24th Floor, Dalal Street,
Mumbai - 400 001

The Secretary,
National Stock Exchange of India Limited
Exchange Plaza, BandraKurla, Complex (E)
Mumbai - 400 051

Dear Sirs,

Sub: Declaration of voting results of the 82nd Annual General Meeting
(AGM) of the Company held on Tuesday 15th September, 2020.

We are pleased to submit herewith the results of the votes declared at the Company's Registered Office at 2, Red Cross Place, Kolkata – 700 001 at 5:00 P.M., along with Scrutinizer's Report dated 16th September, 2020, in regard to businesses transacted at the 82nd Annual General Meeting of the Company held on Tuesday, the 15th day of September, 2020 at 3-00 P.M. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

Please take the same on your record.

Thanking you,

Yours faithfully,

For Soma Textiles & Industries Ltd.


(A. K. Mishra)

Company Secretary & Compliance Officer



Encl. as above



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DECLARATION OF VOTING RESULTS ON 15TH SEPTEMBER, 2020 AT 2, RED CROSS PLACE, KOLKATA -700001 AT 5:00 P.M. IN RESPECT OF RESOLUTIONS CONTAINED IN NOTICE DATED 30TH JUNE, 2020 OF THE 82ND ANNUAL GENERAL MEETING (AGM) OF SOMA TEXTILES & INDUSTRIES LIMITED (THE COMPANY) HELD ON TUESDAY, 15TH SEPTEMBER, 2020 AT 3:00 P.M. THROUGH VIDEO CONFERENCING ("VC") AND OTHER AUDIO VIDEO VISUAL MEANS ("OAVM")

To,
The Members of the Company,

I, A. K. Mishra, person authorized by the Chairman of the Company for declaration of the Results on Voting and on the basis of the Scrutinizer's Report dated 16th September, 2020, submitted by the Scrutinizer, Mr. Pravin Kumar Drolia, Practicing Company Secretary, (FCS:2366, CP:1362) Proprietor of M/s. Drolia & Company, Kolkata, appointed by the Board of Directors of the Company, do hereby announce the Voting Results cast by the Members of the Company **by means of remote e-voting prior to the AGM and remote e-voting during AGM on the platform of CDSL and Link Intime India Private Limited ('Link Intime')**, in respect of Resolutions set out under item nos. 1 to 3 of the AGM Notice dated 30th June 2020, whose names appeared on the Register of Members/ Record of Depositories as on the **cut-off date i.e. on Tuesday, 8th September, 2020** and the details of Resolutions passed and voting thereof in the manner as given below:-

Resolution No. as per Notice dated 03.05.19 sent to Members	Number of Members valid votes	Number of Valid Votes cast	No. of Members voted in favour	Valid Number of votes cast in favour of the resolution	% of valid votes in favour	No. of Members voted against	Valid Number of Votes cast against	% of valid votes against	% of votes cast in favour in respect of total Paid-up Capital of the Company	Carried/ Carried Unanimously
1	67	21147817	63	21147610	100%	3	198	0%	64.02%	Carried
2	67	21147817	63	21147610	100%	3	198	0%	64.02%	Carried
3	67	21147817	65	21147809	100%	2	188	0%	64.02%	Carried

I declare that the Resolutions contained in the Notice dated 30th June, 2020 convening the 82nd AGM of the Company are Carried with requisite majority on 15th September, 2020.

Yours faithfully,
For Soma Textiles & Industries Ltd.


(A. K. Mishra)
Company Secretary & Compliance Officer

Place: Kolkata
Date: 16th September, 2020

Head Office & Works : Rakhil Road, Ahmedabad - 380 023, India
Tel : (079) 2274-3285-8, Fax : (079) 2274 5653

Corporate Office : 6, Vaswani Mansion, Dinshaw Wachha Road, Backbay Reclamation, Mumbai - 400 020
Tel : (022) 2283 6519-20, 2282 6076-77, Fax : (022) 2285 1173



A SOMANY ENTERPRISE

DROLIA & COMPANY

(Company Secretaries)

9, Crooked Lane, Kolkata - 700069

Mobile: 9831196869; Email: droliapravin@yahoo.co.in

Form No. MGT-13

Report of Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Chairman,
**82nd ANNUAL GENERAL MEETING
OF SOMA TEXTILES & INDUSTRIES LIMITED,**
(CIN: L51909WB1940PLC010070)
2, Red Cross Place,
Kolkata-700 001.

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted on resolutions mentioned in the notice dated 30th June 2020 of 82nd Annual General Meeting (AGM) of SOMA TEXTILES & INDUSTRIES LIMITED held through video conferencing (VC)/other audio-visual means (OAVM) on Tuesday, the 15th September, 2020 at 3:00 P.M. (IST)

I, Pravin Kumar Drolia, (FCS No. 2366 & CP 1362) Proprietor of M/s. Drolia & Company, Company Secretaries, Kolkata, was appointed as the Scrutinizer, by the Board of Directors of **SOMANY TEXTILES & INDUSTRIES LIMITED** ("the Company") at their meeting held on 30th June, 2020 in terms of the provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by Companies (Management & Administration) Amendment Rules 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) for the purpose of Scrutinizing and ascertaining the results of voting by electronic means i.e. remote e-voting conducted on the following resolutions mentioned in the notice dated 30th June, 2020 passed by the Members at the 82nd AGM of the Company held **through video conferencing(VC)/other audio visual means (OAVM) on Tuesday, the 15th September 2020 at 3:00 P.M.** in a fair and transparent manner.

Resolution Number	Type of Resolution	Particulars
ORDINARY BUSINESS:		
1.	Ordinary Resolution	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 st March, 2020 (both Standalone and Consolidated basis), together with the Reports of the Auditors and the Board of Directors thereon.
2.	Ordinary Resolution	To appoint a Director in place of Shri S. B. Bhat (DIN: 00650380), who retires by rotation and being eligible, offers himself for re-appointment.
SPECIAL BUSINESS:		
3.	Ordinary Resolution	To ratify the remuneration of the Cost Auditors for the financial year ending 31 st March, 2021.

PRAVIN Digitally signed
by PRAVIN
KUMAR KUMAR DROLIA
DROLIA Date: 2020.09.16
15:05:45 +05'30'

- 1.1. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to the passing of resolutions set out in notice dated 30th June, 2020 as provided under General Circular No 17/2020 dated 13 April 2020 and General Circular No 20/2020 dated 5 May 2020 (MCA Circulars) issued by the MCA in view of the current extra ordinary circumstances due to COVID -19 pandemic requiring social distancing and have advised the Companies to take all decisions requiring Members approval, other than items of ordinary business or businesses where any person has a right to heard, through the mechanism of postal ballot / e voting in accordance with the provisions of the Companies Act 2013 without holding a general meeting that requires physical presence of Members at a common venue. My responsibility, as a scrutinizer for e-voting process is restricted to the extent of ascertaining requisite votes casted i.e. “in Favour” and “Against” the resolutions mentioned in the said notice by the Members after taking the effect of “invalid” and “abstained” votes in respect of the resolutions set forth in the notice of the said AGM of the Company. The deemed venue for the AGM shall be the Registered Office of the Company.
2. I submit my report as under:
- 2.1. As per information provided, the Company had completed the dispatch of notice of AGM dated 30th June, 2020 inter-alia containing User ID, password and Annual Report for the financial year 2019-2020 through electronic mode only on 21st August 2020 to those Members whose names appeared in the Register of Members/List of beneficiaries as on 14th August, 2020 being the cut-off date for dispatch of notice along with other necessary information and whose email address were registered with the Company and Registrar and Transfer Agents (RTA) in terms of MCA Circulars. As per provisions of the Companies Act, 2013, the numbers of votes cast in respect of each resolution have been counted according to the number of shares held by the concerned Shareholders. One share held is equal to one vote.
- 2.2. The Members holding shares in physical mode or not having email ID registered with their Depository Participants or Registrar & Share Transfer Agent were given special facility to get their email ID registered either with RTA or with the Company to receive the notice of AGM electronically and participate in remote e-voting process. The Company through public notices published on 19th August 2020 and 23rd August 2020 (both days) in “Financial Express, Kolkata” (English Edition) and “Ekdin, Kolkata” (Bengali Edition) informing the Members about update their credentials with Company and RTA, completion of dispatch of notice electronically, along with other information as specified in the rules as prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rule 2014 as amended and read with above mentioned Circulars of MCA.
- 2.3. In compliance with provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended read with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company has arranged remote e-voting facility through Central Depository Services Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company on AGM resolutions. The Board of the Company had fixed 8th September, 2020 as cut-off date for determining the names of Members, who were eligible to cast their vote through remote e-voting. The Company had also provided electronic voting facility through Link Intime India Private Limited (‘Link Intime’) platform to the Shareholders during the course of the Annual General Meeting, who had attended the meeting through above process and did not vote on resolutions by means of remote e-voting prior to the AGM. Members attended this meeting through VC or OAVM had been counted for the purpose of reckoning the requisite quorum under section 103 of the Companies Act 2013.

- 2.4. The e-voting period was commenced on Saturday, 12th September, 2020 from 09:00 A.M. (IST) and concluded on Monday, 14th September, 2020 at 5:00 P.M. (IST). The Shareholders who were holding shares of the Company as on the "cut-off" date i.e., 8th September, 2020, fixed by the Company, were entitled to vote on the resolutions set out in the notice of AGM of the Company by electronic mode only.
- 2.5. At the meeting of the Board of Directors of the Company held on 30rd June, 2020, Mr. Abhishek Kumar Mishra, Company Secretary and Compliance Officer, was made responsible for conducting the entire e-voting process and was authorized to do all things and to take all incidental and necessary steps for conducting the AGM through VC/OAVM.
- 2.6. The votes cast through remote e-voting facility were unblocked after the conclusion of AGM at 4.00 P.M approx. in the presence of Two (2) witnesses, Ms. Aanchal Tauparia of 378, P A Saha Road, Kolkata 700068 and Mr. Naveen Saraf of 58/35, Prince Anwar Saha Road, Kolkata 700045 who were not in the employment of the Company. The votes cast by the Shareholders were scrutinized by verifying it using the Scrutinizer's login on the CDSL e-voting website. The details of vote cast by the attending Members during the course of AGM were provided by RTA Link Intime India Private Limited ('Link Intime')
- 2.7. The report inter alia containing details such as list of equity shareholders, who voted "for" and "against", on each of the resolutions that were put to vote and whose votes became invalid or who abstained from voting, in respect of resolutions set out in the notice dated 30th June, 2020 of the said AGM were generated from the e-voting website of CDSL i.e. <https://www.evotingindia.com> in respect of remote e-voting and details provided to me by the RTA of the Company in respect of vote cast during the course of AGM .
- 2.8. The result of consolidated voting on the resolutions through electronic means is as per “Annexure - A” attached herewith.

RESULTS:

There are 10839 numbers of eligible Members holding total 33033000 no(s) of Shares, who are entitled to vote electronically as on cut-off date i.e. 8th September, 2020. All the resolutions mentioned in the notice of Annual General Meeting as per details given above stand carried under remote e voting with requisite majority. I further report that the Chairman of the meeting or any other person as authorized by him in this regard may declare and confirm the above results of voting at the registered office of the Company latest by 17th September, 2020 in respect of the resolutions referred hereinabove.

I hereby also confirm that I am maintaining the register electronically in respect of details of vote cast through remote e voting downloaded from CDSL portal and details of vote cast during the course of AGM by the attending members provided by RTA and will be handed over to the Company Secretary of the Company for safe keeping.

Thanking You,

Yours faithfully,

FOR DROLIA & COMPANY

(Company Secretaries)

PRAVIN Digitally signed
by PRAVIN
KUMAR KUMAR DROLIA
Date: 2020.09.16
DROLIA 15:06:38 +05'30'

Proprietor

F.C.S No.2366, CP 1362

UDIN: F002366B000718433

Place: Kolkata

Date: 16/09/2020

Consolidated Scrutinizer(s) Report of remote e -voting on the resolutions passed as contained in Annual General Meeting Notice dated 30th June, 2020 of Soma Textiles & Industries Limited

Total No. of Shareholder as on record date i.e. 8th September, 2020 = 10,839
 Total No. of paid up Shares as on 8th September, 2020 = 3,30,33,000

SL No.	Resolution	Mode	No. of folios/ Ballots Received	Total no. of Shares held	Valid votes			Invalid votes			Vote cast in favour of resolutions		% of Valid Votes in favour of the resolutions	Vote cast against the resolutions		% of Valid votes against the resolutions	Abstain	
					No. of folios/ No. of Ballots received	Votes	% of Valid votes	No. of folios/ No. of Ballots received	Votes	% of Invalid votes	No. of folios/ No. of Ballots	Votes		No. of folios/ no. of Ballots	Votes		No. of folios/ no. of Ballots	Votes
1	1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2020 (both Standalone and Consolidated basis), together with the Reports of the Auditors and the Board of Directors thereon.(passed as an ordinary resolution)	Remote E-Voting	64	21119544	63	21119535	100.00	0	0	0.00	60	21119337	100.00	3	198	0.00	1	9
		E-voting during AGM	3	28273	3	28273	100.00	0	0	0.00	3	28273	100.00	0	0	0.00	0	0
		TOTAL	67	21147817	66	21147808	100.00	0	0	0.00	63	21147610	100.00	3	198	0.00	1	9
2	2. To appoint a Director in place of Shri S. B. Bhat (DIN: 00650380), who retires by rotation and being eligible, offers himself for re-appointment. (passed as an ordinary resolution)	Remote E-Voting	64	21119544	63	21119535	100.00	0	0	0.00	60	21119337	100.00	3	198	0.00	1	9
		E-voting during AGM	3	28273	3	28273	100.00	0	0	0.00	3	28273	100.00	0	0	0.00	0	0
		TOTAL	67	21147817	66	21147808	100.00	0	0	0.00	63	21147610	100.00	3	198	0.00	1	9
3	To ratify the remuneration of the Cost Auditor for the financial year ending 31st March, 2021. (passed as an ordinary resolution)	Remote E-Voting	64	21119544	64	21119544	100.00	0	0	0.00	62	21119536	100.00	2	188	0.00	0	0
		E-voting during AGM	3	28273	3	28273	100.00	0	0	0.00	3	28273	100.00	0	0	0.00	0	0
		TOTAL	67	21147817	67	21147817	100.00	0	0	0.00	65	21147809	100.00	2	188	0.00	0	0

FOR DROLIA & COMPANY

(Company Secretaries)

PRAVIN
KUMAR
DROLIA
Proprietor

Digitally signed by
PRAVIN KUMAR
DROLIA
Date: 2020.09.16
11:43:23 +05'30'

F.C.S No.2366, C P 1362
UDIN: F002366B000718433
Place: Kolkata
Date: 16th September, 2020