



SURYALATA SPINNING MILLS LIMITED

CIN-L18100TG1983PLC003962 - GST No : 36AADCS0823M1ZA

(An ISO 9001 : 2008 Certified Company)



March 28, 2019

SLSML/2018-19/483

The General Manager
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai-400 001

Dear Sir/ Madam,

Sub: Compliance of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Results of Postal Ballot – Reg.
Ref: Scrip Code: 514138

With reference to the above stated subject, we bring to your kind notice that the Shareholders of the Company have approved the following Special Resolutions through Postal ballot on March 27, 2019:

S No	Particulars
1)	To continue the appointment of Sri R. Surender Reddy as Independent Director for the remaining period of the current term and reappointment for a second term of 5(Five) years
2)	To continue the appointment of Sri Lakshmi Kanth Reddy Konda as Independent Director for the remaining period of the current term and reappointment for a second term of 5(Five) years
3)	To re-appoint Sri Suresh Reddy Kethireddy as Independent Director for a second term of 5(Five) years

We hereby affirm that none of the aforesaid Directors of the Company are debarred from holding the office of Director by virtue of any SEBI order or any other such authority.

In this connection, please find enclosed herewith the Report issued by M/s. VCAN & Associates, Practising Company Secretaries, Scrutinizer for postal ballot at **Annexure – I**.


Also find enclosed herewith the details of Results of the Postal Ballot in the format prescribed under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 at **Annexure – II**.

The profile of the aforesaid Directors is attached as **Annexure - III**.

This is for your information and record.

Thanking you,

Yours faithfully,
for Suryalata Spinning Mills Limited


Vithaldas Agarwal
Managing Director
DIN: 00012774





SCRUTINIZER'S REPORT

March 28, 2019

The Chairman,
Suryalata Spinning Mills Limited
Surya Towers, I floor, 105,
Sardar Patel Road,
Secunderabad, Telangana-500003.

Dear Sir,

SUB: Report on the Postal Ballot and e-voting- Suryalata Spinning Mills Limited- Reg.
REF: Notice of Postal Ballot dated **February 12, 2019**

1. The Board of Directors of Suryalata Spinning Mills Limited ("Company") had vide resolution passed at the Board Meeting held on February 12, 2019 appointed me as "Scrutinizer" for conducting the Postal ballot voting and e-voting process in pursuance of provisions of Section 110 and 108 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) regulations, 2015, to seek the approval of the Shareholders for passing of the Special Resolutions.
2. I have completed the scrutiny of e-voting and Postal Ballot forms received and submit my report as under:
 - a) The Company has completed on February 20, 2019, the dispatch of Notice along with Postal ballot Forms and a self addressed postage prepaid business reply envelope to its members through courier, whose email ID was not registered with the Company or its Registrar and Transfer Agent and sent Postal Ballot notice through email along with the details of Login ID and password to its members whose email ID was registered with the Company or the Registrar and Transfer Agent or Depository Participant.
 - b) The e-voting had commenced from February 25, 2019 at 10.00 A.M and ended on March 27, 2019 at 5.00 P.M.
 - c) The Shareholders of the Company had an option to vote on resolutions either through the postal ballot forms or through the e-voting facility. Shareholders opting for e-voting facility to cast their votes on the designated website <https://evoting.karvy.com>.
 - d) The particulars of all postal ballot forms received from the members as well as details of e-voting as recorded through online platform provided by **Karvy Fintech Private Limited** have been consolidated.
 - e) The postal ballot forms were duly scrutinized and the Shareholding was matched/confirmed with the Register of Shareholder(s) of the Company.

- f) All the postal ballot forms received either in physical or by casting of votes electronically through **Karvy Fintech Private Limited** portal up to the close of working hours i.e., 05.00 P.M on March 27, 2019, the last date and time fixed by the Company for receipt of the forms were considered for my scrutiny.
- g) The Postal ballot forms which were incomplete and which were otherwise found defective have been treated as invalid and kept separately.
- h) Postal Ballot forms received after 5.00 P.M on March 27, 2019, were not considered for my scrutiny.
- i) I did not find any defaced or mutilated ballot paper.
3. In accordance with the Basis of Acceptance and Basis of Rejection and on proper scrutiny of all the Ballot papers, I report the result of the Postal Ballot as under:

Item No.1: To continue the appointment of Sri R. Surender Reddy as Independent Director for the remaining period of the current term and reappointment for a second term of 5(Five) years:

PHYSICAL BALLOTS		
1	Total No. of Members responded	25
2	Total No. of Votes / Shares received	1933
3	Total No. of Valid Votes/Shares	1861
4	Resolution Voting:	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
1858(99.84%)	3(0.16%)	72
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
15	2	8
E-VOTING		
1	Total No. of Members responded	11
2	Total No. of Votes / Shares received	3005028
3	Total No. of Valid Votes/Shares	3005028
4	Resolution Voting:	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
3004748(99.99%)	280(0.01%)	0
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
10	1	0



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CONSOLIDATED		
1	Total No. of Members responded	36
2	Total No. of Votes / Shares received	3006961
3	Total No. of Valid Votes/Shares	3006889
4	Resolution Voting:	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
3006606(99.99%)	283(0.01%)	72
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
25	3	8

Item No.2: To continue the appointment of Sri Lakshmi Kanth Reddy Konda as Independent Director for the remaining period of the current term and reappointment for a second term of 5(Five) years:

PHYSICAL BALLOTS

1	Total No. of Members responded	25
2	Total No. of Votes / Shares received	1933
3	Total No. of Valid Votes/Shares	1861
4	Resolution Voting:	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
1860(99.95%)	1(0.05%)	72
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
16	1	8

E-VOTING

1	Total No. of Members responded	11
2	Total No. of Votes / Shares received	3005028
3	Total No. of Valid Votes/Shares	3005028
4	Resolution Voting:	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
3004748(99.99%)	280(0.01%)	0
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
10	1	0



CONSOLIDATED

1	Total No. of Members responded	36
2	Total No. of Votes / Shares received	3006961
3	Total No. of Valid Votes/Shares	3006889
4	Resolution Voting:	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
3006608(99.99%)	281(0.01%)	72
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
26	2	8

Item No.3: To re-appoint Sri Suresh Reddy Kethireddy as Independent Director for a second term of 5(Five) years:

PHYSICAL BALLOTS

1	Total No. of Members responded	25
2	Total No. of Votes / Shares received	1933
3	Total No. of Valid Votes/Shares	1661
4	Resolution Voting:	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
1660(99.94%)	1(0.06%)	272
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
15	1	9

E-VOTING

1	Total No. of Members responded	11
2	Total No. of Votes / Shares received	3005028
3	Total No. of Valid Votes/Shares	3005028
4	Resolution Voting:	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
3004748(99.99%)	280(0.01%)	0
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
10	1	0



CONSOLIDATED

1	Total No. of Members responded	36
2	Total No. of Votes / Shares received	3006961
3	Total No. of Valid Votes/Shares	3006689
4	Resolution Voting:	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
3006408(99.99%)	281(0.01%)	272
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
25	2	9

On the basis of the above results, I report that the members have approved the Item No. 1, 2 & 3 of the Postal ballot Notice dated February 12, 2019 through Special Resolution.

Accordingly, you may declare the result of the Voting by postal ballot and e-voting.

We further confirm that the Registers and records generated from the remote e-voting platform of Service Provider including the Registers maintained by us in respect of the votes casted through Electronic and Postal Ballot means are being maintained in electronic form.

The Registers and all other records/papers relating to e-voting and Postal Ballot voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes and thereafter the same shall be returned to the Company.

Date: March 28, 2019
Place: Hyderabad


for VCAN & Associates
Practising Company Secretaries
Ajay Naga Chowdary Vemuri
M. No: A36089
C.P. No: 15460

SURYALATA SPINNING MILLS LIMITED

Regd. Off: Surya Towers, 1st Floor, 105, Sardar Patel Road, Secundrabad, Telangana-500 003. Ph.No.040-27774200; Fax: 040-27846859

Email:mail@suryalata.com; Website: www.suryalata.com; CIN: L18100TG1983PLC003962

Postal Ballot - The Details of Results of Voting (E-voting and Postal Ballot)

Declaration of Postal Ballot Results	28-Mar-19
Number of shareholders on record date (Cut-off date i.e., February 15, 2019)	2,932
Shareholders present in the meeting either in person or through proxy	
Directors and Promoter Group:	4
Public Institutions:	2,928
Shareholders attended the meeting through Video Conferencing	
Directors and Promoter Group:	NA
Public Institutions:	NA

Item NO.1 : To continue the appointment of Sri R. Surender Reddy as Independent Director for the remaining period of the current term and appointment for a second term of 5(Five) years

Resolution required: (Ordinary/ Special)					Special Resolution			
Are Director/ promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3002310	3002310	100	3002310	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0.00	0	0	0	0
	Total		3002310	100	3002310	0	100	0
Public- Institutions	E-Voting	996	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	1263694	2718	0.22	2438	280	89.70	10.30
	Poll		0	0	0	0	0	0
	Postal Ballot		1933	0.15	1858	3	96.12	0.16
	Total		4651	0.37	4296	283	92.37	6.08
Total		4267000	3006961	70.47	3006606	283	99.99	0.01

Result: On the basis of the above results, the Chairperson declared that the Special Resolution as set out in the Item No.1 of the notice dated February 12, 2019 has been duly passed by the members with the requisite majority.

Details of Invalid Votes - Item No.1	
Category	No. of Votes
Promoter and Promoter Group	0
Public- Institutions	0
Public- Non Institutions	72



NO.2 : To continue the appointment of Sri Lakshmi Kanth Reddy Konda as Independent Director for the remaining period of the current and reappointment for a second term of 5(Five) years

tion required: (Ordinary/ Special)					Special Resolution			
er promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3002310	3002310	100	3002310	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		3002310	100	3002310	0	100	0
Public- Institutions	E-Voting	996	0	0	00	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	1263694	2718	0.22	2438	280	89.70	10.30
	Poll		0	0	0	0	0	
	Postal Ballot		1933	0.15	1860	1	96.22	0.05
	Total		4651	0.37	4298	281	92.41	6.04
		4267000	3006961	70.47	3006608	281	99.99	0.01

Result: On the basis of the above results, the Chairperson declared that the Special Resolution as set out in the Item No.2 of the notice dated February 12, 2019 has been duly passed by the members with the requisite majority.

Details of Invalid Votes - Item No.2	
Category	No. of Votes
Promoter and Promoter Group	0
Public- Institutions	0
Public- Non Institutions	72



NO.3 : To re-appoint Sri Suresh Reddy Kethireddy as Independent Director for a second term of 5(Five) years

Action required: (Ordinary/ Special)					Special Resolution			
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3002310	3002310	100	3002310	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		3002310	100	3002310	0	100	0
Public- Institutions	E-Voting	996	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		0	0	0	0	0	
Public- Non Institutions	E-Voting	1263694	2718	0.22	2438	280	89.70	10.30
	Poll		0	0	0	0	0	
	Postal Ballot		1733	0.14	1660	1	95.79	0.06
	Total		4451	0.35	4098	281	185.49	10.36
		4267000	3006761	70.47	3006408	281	99.99	0.01

Result: On the basis of the above results, the Chairperson declared that the Special Resolution as set out in the Item No.2 of the notice dated February 12, 2019 has been duly passed by the

No. of Invalid Votes - Item No.3	
Category	No. of Votes
Promoter and Promoter Group	0
Public- Institutions	0
Public- Non Institutions	72



Brief Profiles of the Directors

I. Sri R. Surender Reddy

Sri R. Surender Reddy has rich experience in Business and Politics. He was a Member of Parliament and a member of Andhra Pradesh Legislative Assembly for four terms each. Previously he was on the Boards of Andhra Bank and A.P. State Financial Corporation. He has been the Chairman of Hyderabad Race Club for several years and is very well known in corporate circles.

Sri R. Surender Reddy holds 3600 equity shares in the Company and he is not related to any Director of the Company.

II. Sri lakshmikanth Reddy Konda

Sri Lakshmi Kanth Reddy Konda is an advocate by Profession. He has pursued law from Osmania University. He has been associated with several social, cultural and educational institutions. He was assistant Govt. Pleader at the High Court of Andhra Pradesh and Member, Managing Committee of Nizam Club, Hyderabad. He is presently practicing as an Advocate at the High Court, Telangana.

Sri Lakshmi Kanth Reddy Kond holds 200 equity shares in the Company and he is not related to any Director of the Company.

III. Sri. Suresh Reddy Kethireddy

Sri. Suresh Reddy Kethireddy is a graduate from Nizam College, Hyderabad and he was member of Andhra Pradesh Legislative Assembly from 1989-2009 and served as the speaker of Andhra Pradesh Legislative Assembly for a full term of five year from 2004-2009.

Sri. Suresh Reddy Kethireddy is not holding any equity shares of the Company and he is not related to any Director of the Company.

