



SAMBANDAM SPINNING MILLS LIMITED UNIT-I

Registered Office : P.B. No.1, Kamaraj Nagar Colony, Salem 636 014. Tamil Nadu
(P) +91 427 2240790 (F) +91 427 2240169 (E) corporate@sambandam.com
website : www.sambandam.com Corporate Identity No. L17111TZ1973PLC000675

Ref: 1170/ SSML/CS/ 2018-19

29th March 2019

To

The Listing Department,
Bombay Stock Exchange Ltd.,
Floor 25, P. J. Tower, Dalal Street,
Mumbai - 400 001.

Dear Sir/Madam,

Sub: Proceedings of voting results - Postal Ballot and e voting of the Company
Ref: Code No. 521240 (BSE) 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 and Disclosure Requirements) Regulations, 2015 we herewith have enclosed proceeding of voting results of the Postal ballot and e-voting of the Company closed at 5.00 pm on 27-03-2019.

Please take notice that Shareholders of the Company have approved the Special Resolution with respect to "Reappointment of Sri S. Gnanasekharan (DIN 06796817), non-executive independent Director, who has attained the age of 75 years, by way of Postal Ballot and e-voting, as per report of Scrutinizer i.e. Sri B. Kalyanasundaram, Practicing Company Secretary, M/s B.K.Sundaram & Associates, Company Secretaries, Trichy dated 29.03.2019, which has been declared at the Registered Office of the Company by Chairman today at 13.30 hours.

Agenda : Approval for continuing Sri S.Gnanasekaran as a Non Executive Independent Director

Item No.	Subject of Postal	Resolution Type	Mode of Voting	Remarks
1	Reappointment of Sri S.Gnanasekharan (DIN 06796817) Non-Executive Independent Director	Special	E-voting and Postal Ballot	The resolution was passed with requisite majority as a Special Resolution

We have also enclosed the Consolidated report of the Scrutinizer's Report on e-voting and Postal ballot results dated 29.03.2019.

The above results are also being uploaded on the Company's website.

Please take the above on record and acknowledge.

Yours faithfully

FOR **SAMBANDAM SPINNING MILLS LTD.**

(S. DEVARAJAN)
Chairman and Managing Director



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29.03.2019

DECLARATION OF VOTING RESULTS (THROUGH POSTAL BALLOT AND E-VOTING) BY THE CHAIRMAN FOR ALL THE RESOLUTIONS SET OUT IN THE POSTAL BALLOT NOTICE DT. 13.02.2019 BASED ON THE CONSOLIDATED REPORT OF THE SCRUTINIZER

Sl. No.	Resolutions	Type of Resolution	Declaration of Result
1.	Approval for continuation of Sri. S. Gnanasekharan as a Non-Executive Independent director	Special Resolution	Resolution passed with requisite majority as a Special Resolution

As per the consolidated report of scrutinizer on e-voting and postal ballot, all the resolutions set out in the postal ballot notice dated 13.02.2019 has been approved and considered as passed by the shareholders with requisite majority on 27.03.2019 and are deemed to be passed at a General meeting convened in this behalf.

FOR **SAMBANDAM SPINNING MILLS LTD.**

(S. DEVARAJAN)
Chairman and Managing Director

**B.K.SUNDARAM & ASSOCIATES
COMPANY SECRETARIES.**

**B.KALYANASUNDARAM,
B.Com.,ACMA.,ACS.,**

OFFICE:

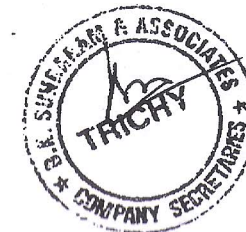
**29 & 30,PANDAMANGALAM
AGRAHARAM,
WORIUR,TRICHY-620003.
PHONE:- 0431- 2761590.
Email:- bkksoffice@gmail.com**

REPORT OF SCRUTINIZER

[pursuant to Sections 108 & 110 of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rules,2014 read with Clause 44 of the SEBI (LODR) Regulations, 2015]

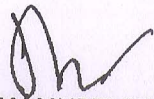
To
The Chairman
SAMBANDAM SPINNING MILLS LIMITED
Mill Premises, P.B.No.1, Kamaraj Nagar
Salem - 636014


I, B.KALYANASUNDARAM, PRACTISING COMPANY SECRETARY, (CP. NO. 2209 & M.NO. A672), Prop. of M/s. B.K.SUNDARAM & ASSOCIATES, COMPANY SECRETARIES have been appointed as scrutinizer by M/s. SAMBANDAM SPINNING MILLS LIMITED, (CIN: L17111TZ1973PLC000675) having its registered office at Mill Premises, P.B.No.1, Kamaraj Nagar, Salem - 636014 for the purpose of scrutinizing the process of e-voting & postal ballot in a fair and transparent manner and ascertaining the votes cast for and against through e-voting & postal ballot, as per Section 108 and 110 of the Companies Act,2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 and Clause 44 of the SEBI (LODR) Regulations, 2015, I submit my report as under:-



....2

1. All postal ballot forms received up to the close of working hours at 05.00 PM on 27th March 2019, the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.
2. The e-voting period remained open from 26th February 2019 (9.00 am) to 27th March 2019 (5.00 pm) through e-voting services provided by CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED (CDSL).
3. The e-votes were unblocked through the menu provided in the CDSL website on 27th March 2019 after the closing hour of 5.00 P.M. in the presence of two witnesses viz Mr. B.RAMAMURTHY and Mr. K. SANKARA SUBRAMANIAN who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


(B.RAMAMURTHY)


(K.SANKARA SUBRAMANIAN)

4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted electronically were downloaded from the e-voting website of CDSL (<https://www.evotingindia.com>). The valid e-votes cast 'For' and 'Against' were taken in to consideration while preparing the result of e-voting

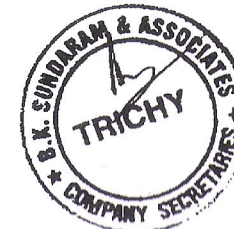


5. A summary of the Postal ballot forms received is given below:-

PARTICULARS	NO. OF POSTAL BALLOT FORMS
(a) Total postal ballot forms received	96
(b) Less: Invalid postal ballot forms	27
(c) Net Valid Postal ballot forms taken in to consideration while preparing the result of postal ballot	69

6. Based on the e-votes cast 'For' and 'Against' and based on the scrutiny of the valid postal ballot forms I furnish hereunder the result of the e-voting & postal ballot :-

Agenda Item No.	Particulars of the Agenda	Voted for				Voted against		
		Mode of Voting	No. of Members	No. of votes	Vote %	No. of Members	No. of Votes	Vote %
1	<u>SPECIAL BUSINESS:-</u> <u>Agenda item No.1:-</u> Approval for continuing Sri S. Gnanasekharan as a Non-Executive Independent Director	Postal ballot	66	6757		3	220	
		E-voting	32	2034641		3	105	
		TOTAL	98	2041398	99.98	6	325	0.02




The downloaded e-voting records, postal ballot forms and other connected papers relating to e-voting and postal ballot shall remain in my safe custody until the Chairman considers this report of Scrutinizer and announces the result on or before 29th March 2019 at the Registered Office of the Company and thereafter the same will be handed over to the Company Secretary of the Company for safe keeping.

PLACE : TRICHY
DATE : 29-03-2019



For B.K. SUNDARAM & ASSOCIATES
COMPANY SECRETARIES


B. KALYANASUNDARAM
PRACTISING COMPANY SECRETARY
CP: 2209.