

15.03.2024

To

BSE Limited (BSE)
Corporate Relationship Department
Phiroze Jeejeebhoy towers,
25th Floor, Dalal Street
Mumbai- 400001

Dear Sir,

Scrip Code : 521097

Sub: Intimation of Postal Ballot Results pursuant to Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is in furtherance to our letter dated February 9, 2024, seeking the approval of the Members of the Company by way of Ordinary Resolutions through Remote E-Voting process for the following item as set out in the Postal ballot Notice.

Special Business:

1. To Consider and approve the Appointment of M/s. V.Narayanaswami & Co., Chartered Accountants, as Statutory Auditors to fill the Casual Vacancy until the conclusion of the ensuing Annual General Meeting of the Company. (Ordinary Resolution).

We wish to inform that above Resolution has been duly passed by the Members of the Company with requisite majority on Thursday, March 14, 2024, being the last date of the Remote E-Voting. In this regard, please find enclosed the following:

- i. Voting results through Remote E-Voting, under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
- ii. Scrutinizer's Report dated March 15, 2024 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

You are requested to take the same on your record.

Thanking you,
Yours faithfully,

For M/s. Amarjothi Spinning Mills Limited

M.Mohanapriya
Company Secretary.

R RAMCHANDAR & ASSOCIATES
COMPANY SECRETARIES

R RAMCHANDAR
90037 04124 / ramcsllb@gmail.com

21, ML Lund complex(3rd floor), VH Road, Coimbatore 641001
0422-4382898 / 94886 53103 / ramcsoffice@gmail.com

Scrutinizer Report

(Pursuant to section 108 of the Companies Act, 2013 and Rule 20 (xi) of the Companies (Management and Administration) Rules, 2014)- as amended and Regulation 44 of the SEBI (Listing and Obligations and Disclosure Requirements) Regulations, 2015

To:

The Chairman,

M/s. AMARJOTHI SPINNING MILLS LIMITED

CIN: L17111TZ1987PLC002090

Dear Sir,

Subject: Scrutinizer's Consolidated Report on the Postal Ballot process conducted through remote e-voting conducted pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) in respect of passing of resolution contained in the Postal ballot Notice dated 09.02.2024.

Dear Sir/ Ma'am,

I, Mr. Ramchandara.R, B.Com, FCS, LLB, Company Secretary in Practice, having office at 21, M.L. Lund complex, V.H. Road, Coimbatore – 641 001, Tamilnadu, India had been appointed as the Scrutinizer by the Board of Directors of M/s. AMARJOTHI SPINNING MILLS LIMITED (the Company) vide Resolution passed at the Board Meeting held on 09.02.2024, to scrutinize the postal ballot through voting by electronic means ("remote e-voting"), in a fair and transparent manner and ascertain the requisite majority on the said postal ballot carried out pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) ("Rules"), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India ("ICSI"), as amended from time to time, read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2022, 11/2022 dated December 28, 2022, 9/2023 dated September 25, 2023 and other relevant circulars issued by the Ministry of Corporate Affairs, Government of India ("MCA") (hereinafter collectively referred to as "MCA Circulars"). I hereby submit my report as under:



1. The postal ballot notice along with Explanatory statement under Section 102 of the Act was sent by electronic mode to those Members whose names appeared in the Register of Members as on **9thFebruary, 2024 (cut-off date)** and whose e-mail address was registered with the Company/ Depositories/Depository Participant(s)/RTA in compliance with the MCA circular dated 5th May 2020 read with circulars dated 8th April 2020, 13th April 2020, 5th May 2020, 13th January 2021, 14th December 2021, 5th May 2022 and 28th December 2022 issued by the Ministry of Corporate Affairs and Circulars dated 12th May 2020, 15th January 2021, 13th May 2022 and 5th January 2023 issued by the Securities and Exchange Board of India (SEBI). A copy of the notice is also available on the Company's website i.e. www.amarjothi.net and BSE website i.e. www.bseindia.com
2. The remote e – voting commenced on **9.00 A.M. (IST) on Wednesday, February 14, 2024** and ended at **5.00 P.M. (IST) on Thursday, March 14, 2024**. The e-voting services were provided by the Central Depository Services Limited (CDSL)
3. All the data of remote e – voting i.e., the results of e – voting along with the List of Shareholders who voted “For” and “Against” the Resolutions were downloaded from the e – voting portal of CDSL, by unblocking the remote e voting event on Thursday, 14th March 2024 at around 5.30 P.M.(IST) in the presence of two witnesses, viz, Mr. D.Santhosh, currently residing at 12/11A, Koundampalayam Road, Edayarpalayam, Coimbatore - 641025 and Mrs. Aparna.G, currently residing at 12/42, K.G.Layout, K.K.Pudur, Coimbatore – 641038.
4. All votes casted through remote e – voting up to 5.00 P.M. (IST) on Thursday, March 14, 2024, the last date and time fixed by the Company were considered for scrutiny.
5. The summary of the results of the Postal Ballot conducted through remote e – voting is as under:

I now submit my report as under on the result of the remote e-voting in respect of the resolution contained in the Notice of Postal Ballot:



SUMMARY RESULT OF REMOTE E – VOTING

R.NO	SUBJECT MATTER OF THE RESOLUTION	RESOLUTION REQUIREMENT	POSTAL BALLOT (REMOTE E – VOTING)		RESULT
			FOR	AGAINST	
1.	Appointment of M/s. V.Narayanaswami and Co., Chartered Accountants, as Statutory Auditors to fill the casual vacancy until the conclusion of the ensuing Annual General Meeting of the Company.	Ordinary	3925618	803	PASSED



Ordinary Business

Resolution No: 1

Special Resolution

Appointment of M/s. V.Narayanaswami & Co., Chartered Accountants, as Statutory Auditors to fill the casual vacancy until the conclusion of the ensuing Annual General Meeting of the Company.

“RESOLVED THAT pursuant to the provisions of Section 139 & 142 and other applicable provisions, if any, of the Companies Act, 2013 read with rules framed thereunder SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended from time to time including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force and upon recommendation of Audit Committee and the Board of Directors, M/s. V.Narayanaswami & Co., Chartered Accountants, Firm Registration No. 027417S issued by Institute of Chartered Accountants of India, having a Peer review Certificate issued by the Peer Review Board of ICAI, be and are hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of Mr.V.Narayanaswami, Chartered Accountants, (Membership No: 023661), for the current Financial Year 2023-24 w.e.f. February 09, 2024 to hold office until the conclusion of 36th Annual General Meeting to be held in the calendar year 2024, at a remuneration of Rs.2.06 lacs as Audit Fee, Certification Fee, Tax Audit Fee (excluding GST) plus reimbursement of out of pocket expenses.”.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to file, sign verify and execute all such e-forms, papers or documents, as may be required and do all such acts, deeds, matters and things as may be necessary or incidental for giving effect to this resolution and as may be considered desirable or expedient by the Board in the best interest of the Company and its Members.”



VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted	Number of votes cast	Percentage of Total Number of valid votes cast
Postal Ballot (Remote E – Voting)	61	3925618	99.98

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted	Number of votes cast	Percentage of Total Number of valid votes cast
Postal Ballot (Remote E – Voting)	4	803	0.02

INVALID VOTES

Mode of Voting	Number of Members Voted through Electronic means	Number of votes cast
Postal Ballot (Remote E – Voting)	0	0

- (a) The aforesaid resolution contained in the Notice is passed with requisite majority by the Members of the company.
- (b) The figures in percentage have been rounded off to 2 decimal points.
6. The electronic data and all other relevant records relating to remote e – voting shall remain in our safe custody and will be handed over to Mrs. Mohanapriya, Company Secretary and Compliance office, for safe keeping.
- 7. Restriction on Use:**

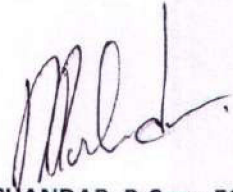
This report has been issued at the request of the company for (i) submission to Stock Exchanges, (ii) placing on website of the Company (iii) placing on the website of CDSL and (iv) for such purposes as required under various statutory and regulatory requirements. This report is not to be used for any other purpose or to be distributed by the Company to any other parties.



Accordingly, I do not accept or assume any liability or any duty of care or for any offer purpose or to any other party to whom it is shown or into whose hands it may come without any prior consent in writing.

Thanking you,

Yours Truly,

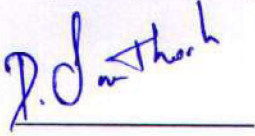


R.RAMCHANDAR, B.Com, FCS, LLB
C.P.No : 12240
M.No: 10097
Peer Review Cert no: 2401/2022


Place: Coimbatore
Date: 15.03.2024
UDIN : F010097E003587055

R. RAMCHANDAR B.Com., FCS., LLB.,
COMPANY SECRETARY IN PRACTICE
CP 12240

We the undersigned witnessed that the votes were unblocked from the e-voting website of central Depository Services (India) Limited ("CDSL") ([https:// www.evotingindia.com](https://www.evotingindia.com)) in our presence.



(D.Santhosh)



(Aparna.G)

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Import XML

General information about company

Scrip code	521097
NSE Symbol	
MSEI Symbol	
ISIN	INE484D01012
Name of the company	MARJOTHI SPINNING MILLS LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	14-03-2024
Start time of the meeting	
End time of the meeting	

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Scrutinizer Details	
Name of the Scrutinizer	R RAMCHANDAR
Firms Name	R. RAMCHANDAR & ASSOCIATES
Qualification	CS
Membership Number	10097
Date of Board Meeting in which appointed	09-02-2024
Date of Issuance of Report to the company	15-03-2024

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Voting results	
Record date	09-02-2024
Total number of shareholders on record date	7057
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolutions passed in the meeting	1
Disclosure of notes on voting results	Add Notes

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Valdate

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				1. To Consider and approve the Appointment of M/s. V. Narayanaswami & Co., Chartered Accountants, as Statutory Auditors to fill the Casual Vacancy until the conclusion of the ensuing Annual General Meeting of the Company. (Ordinary Resolution)				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4045311	3908691	96.6228	3908691	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		4045311	3908691	96.6228	3908691	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2704689	17730	0.6555	16927	803	95.4710	4.5290
	Poll							
	Postal Ballot (if applicable)							
	Total		2704689	17730	0.6555	16927	803	95.4710
Total		6750000	3926421	58.1692	3925618	803	99.9795	0.0205
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0