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Tamil Nadu, India

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ISO 9001 : 2008 | GOTS-OE | OEKO TEX CERTIFIED
GST : 33AAFCA7082C1ZO

CIN: L17111TZ1987PLC002090

24.09.2021

To

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

Dear Sir,

Name : M/s. Amarjothi Spinning Mills Limited
Scrip Code : 521097

Sub: Submission of Voting and E-voting results under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir / Madam,

As per the provisions of Companies Act, 2013 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 the Company had provided facility for remote e - voting to the shareholders to cast their vote electronically on the resolutions proposed in the Notice of 33rd Annual General Meeting. The e-voting facility was opened from 20.09.2021 (9.00 am) to 22.09.2021 (5.00 pm).

The Company had also provided facility for e - voting for the shareholders present at the meeting and who had not cast their vote through remote e-voting.

The Board of Directors had appointed Sri Ramchandrar.R, Practicing Company Secretary, Coimbatore as the scrutiniser for overseeing remote e-voting and e-voting at the AGM.

The Scrutiniser's Report is enclosed herewith for your records.

Kindly take the same on your records.

Thanking you

Yours Faithfully,

For M/s. Amarjothi Spinning Mills Limited

A handwritten signature in black ink, appearing to read 'M. Mohana priya .M', is written over a light blue circular stamp.

Mohana priya .M
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,

33rd Annual General Meeting of the Members of

M/s. AMARJOTHI SPINNING MILLS LIMITED

CIN: L17111TZ1987PLC002090

Held on 23rd September, 2021 at 11.00 A.M

Through Video Conferencing (VC)/ Other Audio- Visual Means (OAVM)

Dear Sir,

Subject: Scrutinizer's Consolidated Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) for the 33rd Annual General Meeting of Amarjothi Spinning Mills Limited held on 23rd September, 2021 through video conferencing (VC)/ other audio visual means (OAVM) in accordance with the circulars dated 5th May 2020 read with circulars dated 8th April 2020, 13th April 2020, 15th June 2020, 28th September 2020, 31st December 2020 and 13th January 2021 issued by the Ministry of Corporate Affairs and Circulars dated 12th may 2020 and 15th January 2021 issued by the Securities and Exchange Board of India (SEBI) .

Dear Sir/ Ma'am,

I, Mr. Ramchandar .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) pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended to conduct remote e-voting process in respect of the below mentioned resolution proposed at the 33rd Annual General Meeting of Amarjothi Spinning Mills Limited held on 23rd September, 2021 through video conferencing (VC)/ other audio visual means (OAVM).

I was also appointed as Scrutinizer to scrutinize the voting processed at the said AGM held on 23rd September, 2021.



The notice dated 12th August, 2021 as confirmed by the Company was sent to the Share holders in respect of the below mentioned resolutions, passed at the AGM of the Company through electronic mode to those Members whose email address are registered with the Company/ Depositories, in compliance with the MCA circular dated 5th May 2020 read with circulars dated 8th April 2020, 13th April 2020, 15th June 2020, 28th September 2020, 31st December 2020 and 13th January 2021 issued by the Ministry of Corporate Affairs and Circulars dated 12th may 2020 and 15th January 2021 issued by the Securities and Exchange Board of India (SEBI)

The Company has availed the e-voting facility offered by Central Depository Services Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company.

The shareholders of the Company holding shares as on the 'cut -off' date of 16th September, 2021 and the Central Depository Services Limited (CDSL) e-voting platform was blocked thereafter. The Company had also provided remote e-voting facility to the Shareholders present at the AGM through VC/ OAVM and who has not cast their vote earlier.

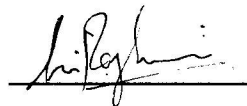
After the closure of the remote e-voting at the AGM, the report on voting done at the meeting and the votes cast under remote e-voting prior and during the AGM were unblocked and were counted.

I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes tendered therein based on the data downloaded from the Central Depository Services Limited (CDSL) e-voting system.

I as Scrutinizer, unblocked the votes cast by the Shareholders of the Company through e-voting process, on 24th day of September 2021 at 10.13 A.M in the presence of Mr. Srinivasa Raghavan (under the witness No:1) and Mrs. Latha Maheshwari (under the witness No:2), who are not in the employment of the company in accordance with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 as amended.

Witness No:1

Witness No:2



(Srinivasa Raghavan.S)



(Latha Maheshwari)



I now submit my report as under on the result of the remote e-voting in respect of the said resolutions:

Format for voting results

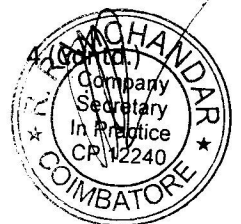
Date of the AGM	23rd September 2021, 33rd AGM
TOTAL NUMBER OF SHAREHOLDERS AS ON RECORD DATE	8518
NO.OF SHAREHOLDERS PRESENT IN THE MEETING EIGHTER IN PERSON (OR) THROUGH PROXY GROUP:	NIL
Promoters and promoter Group:	NIL
Public:	NIL
NO.OF SHAREHOLDERS ATTENDED THE MEETING THROUGH VIDEO CONFERENCING	56
Promoters and promoter Group:	3
Public:	53

Agenda-wise disclosure (to be disclosed separately for each agenda item)



SUMMARY RESULT OF REMOTE E – VOTING AND E - VOTING AT AGM

R.NO	SUBJECT MATTER OF THE RESOLUTION	RESOLUTION REQUIREMENT	REMOTE E – VOTING		E - VOTING AT AGM		TOTAL		RESULT
			FOR	AGAINST	FOR	AGAINST	FOR	AGAINST	
1.	Adoption of Audited financial Statements for the year ended 31 st March 2021, the report of the Board of Directors and the report of the Auditors thereon.	Ordinary	3741571	1100	4525	02	3746096	1102	PASSED
2.	Declaration of Final Dividend of Rs.2.10 per share for the financial year ended 31 st March 2021	Ordinary	3741571	1100	4525	02	3746096	1102	PASSED
3.	Appointment of Sri. M.Moorthi, (DIN: 06801357), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	3741496	1175	4525	02	3746021	1177	PASSED
4.	To re-appoint Sri.R.Premchander (DIN: 00390795) as Managing Director of the Company	Ordinary	3741571	1100	4525	02	3746096	1102	PASSED
5.	To re-appoint Sri.R.Jaichander (DIN:00390836) as Joint Managing Director of the Company	Ordinary	3741546	1125	4525	02	3746071	1127	PASSED
6.	Ratification of Remuneration payable to Cost Auditors M/s. Nagarajan & Co., for the period of 2021-22	Ordinary	3741446	1200	4525	02	3745971	1202	PASSED



Ordinary Business

Resolution No: 1

Ordinary Resolution

To consider and adopt the audited Standalone financial statements of the Company for the year ended 31st March, 2021, including the audited Standalone Balance Sheet as at 31st March, 2021, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors (the Board) and Auditors thereon

The audited consolidated financial statements of the Company for the year ended 31st March, 2021, including the audited Consolidated Balance Sheet as at 31st March, 2021 and the Statement of Consolidated Profit and Loss for the year ended on that date and the report of Auditors thereon.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through Electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E – Voting	28	3741571	99.97
E – Voting at AGM	43	4525	99.96
Total Voting	71	3746096	99.97

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through Electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E – Voting	2	1100	0.03
E – Voting at AGM	1	02	0.04
Total Voting	3	1102	0.03

INVALID VOTES

Mode of Voting	Number of Members Voted through Electronic means	Number of votes cast
Remote E – Voting	0	0
E – Voting at AGM	0	0
Total Voting	0	0



Ordinary Business

Resolution No: 2

Ordinary Resolution

To declare dividend for the financial year ended 31st March 2021

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through Electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E – Voting	28	3741571	99.97
E – Voting at AGM	43	4525	99.96
Total Voting	71	3746096	99.97

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through Electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E – Voting	2	1100	0.03
E – Voting at AGM	1	02	0.04
Total Voting	3	1102	0.03

INVALID VOTES

Mode of Voting	Number of Members Voted through Electronic means	Number of votes cast
Remote E – Voting	0	0
E – Voting at AGM	0	0
Total Voting	0	0



Ordinary Business

Resolution No: 3

Ordinary Resolution

To appoint a Director in the place of Sri. M.Moorthi (DIN: 06801357), who retires by rotation and being eligible, offers himself for re-appointment.

VOTES CAST IN FAVOUR OF THE RESOLUTION

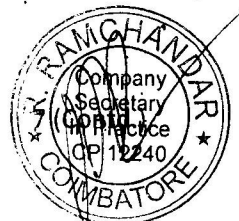
Mode of Voting	Number of Members Voted through Electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E – Voting	26	3741496	99.97
E – Voting at AGM	43	4525	99.96
Total Voting	69	3746021	99.97

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through Electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E – Voting	4	1175	0.03
E – Voting at AGM	1	02	0.04
Total Voting	5	1177	0.03

INVALID VOTES

Mode of Voting	Number of Members Voted through Electronic means	Number of votes cast
Remote E – Voting	0	0
E – Voting at AGM	0	0
Total Voting	0	0



Special Business

Resolution No: 4

Ordinary Resolution

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 203, Schedule V and other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the Articles of Association of the Company, the consent of the Shareholders of the Company, be and is hereby accorded to the re-appointment of Sri.R.Premchander as Managing Director of the Company for a further period of 5(Five) years with effect from 01.09.2021, on the following terms and conditions, as recommended by the Nomination and Remuneration Committee and approved by the Audit Committee and the Board of Directors at their meeting held on 12.08.2021.

VOTES CAST IN FAVOUR OF THE RESOLUTION

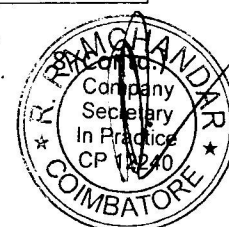
Mode of Voting	Number of Members Voted through Electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E – Voting	28	3741571	99.97
E – Voting at AGM	43	4525	99.96
Total Voting	71	3746096	97.97

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through Electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E – Voting	2	1100	0.03
E – Voting at AGM	1	02	0.04
Total Voting	3	1102	0.03

INVALID VOTES

Mode of Voting	Number of Members Voted through Electronic means	Number of votes cast
Remote E – Voting	0	0
E – Voting at AGM	0	0
Total Voting	0	0



Special Business

Resolution No: 5

Ordinary Resolution

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 203, Schedule V and other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the Articles of Association of the Company, the consent of the Shareholders of the Company, be and is hereby accorded to the re-appointment of Sri.R.Jaichander as Joint Managing Director of the Company for a further period of 5(Five) years with effect from 01.12.2021, on the following terms and conditions, as recommended by the Nomination and Remuneration Committee and approved by the Audit Committee and the Board of Directors at their meeting held on 12.08.2021.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through Electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E – Voting	27	3741546	99.97
E – Voting at AGM	43	4525	99.96
Total Voting	70	3746071	99.97

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through Electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E – Voting	3	1125	0.03
E – Voting at AGM	1	02	0.04
Total Voting	4	1127	0.03

INVALID VOTES

Mode of Voting	Number of Members Voted through Electronic means	Number of votes cast
Remote E – Voting	0	0
E – Voting at AGM	0	0
Total Voting	0	0



Special Business

Resolution No: 6

Ordinary Resolution

Sri. M.Nagarajan, Practicing Cost Accountant (Firm No: 000088), who was appointed as Cost Auditor by the Board of Directors of the Company on the recommendation of the Audit Committee, to conduct the audit of the cost accounting records of the Company for the financial year 2021-22 on a remuneration of Rs. 40,000/- (Rupees Forty Thousand Only) as also the payment of service tax as applicable be and is hereby ratified and confirmed.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through Electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E – Voting	26	3741446	99.97
E – Voting at AGM	43	4525	99.96
Total Voting	69	3745971	99.97

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through Electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E – Voting	3	1200	0.03
E – Voting at AGM	1	02	0.04
Total Voting	4	1202	0.03

INVALID VOTES

Mode of Voting	Number of Members Voted through Electronic means	Number of votes cast
Remote E – Voting	1	0
E – Voting at AGM	0	0
Total Voting	1	0



Thanking you,

Yours Truly,



R.RAMCHANDAR B.Com, FCS, LLB

C.P. No : 12240

M.No: 10097

Place: Coimbatore

Date: 24.09.2021

UDIN : F010097C000999569

R. RAMCHANDAR B.Com., FCS., LLB.,

COMPANY SECRETARY IN PRACTICE

CP 12240