



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

3rd September, 2019

The Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers
1st Floor, New Trading Ring
Rotunda, Dalal Street,
Mumbai – 400 001

The Secretary,
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
Bandra Kurla, Complex (E)
Mumbai - 400 051

Dear Sirs,

Sub: Summary of Proceedings of the 81st Annual General Meeting of the Company held on 2nd September, 2019, pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [Listing Regulations]

Pursuant to Regulation 30(6) of the Listing Regulations read with Para A of Part A of Schedule III to the said Listing Regulations, we are submitting herewith a Summary of proceedings of the 81st Annual General Meeting of the Company, marked as '**Annexure A**', duly convened on Monday, the 2nd September, 2019, at Somany Conference Hall, MCC Chamber of Commerce & Industry, 15B, Hemanta Basu Sarani, 2nd Floor, Kolkata – 700 001 at 3-00 P.M. and the Meeting was concluded on 4-50 P.M.

It is hereby informed that the voting results in the format prescribed under Regulation 44 of the said Listing Regulations are being filed with NSE and BSE separately.

Please take the above on your record.

Kindly acknowledge receipt.

For Soma Textiles & Industries Limited


(A. K. Mishra)
Company Secretary
Mem. No.: 047060



Encl: As above

Head Office & Works : Rakhial 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



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Annexure A

Summary of Proceedings of the 81st Annual General Meeting of Soma Textiles & Industries Limited held on Monday, the 2nd September, 2019, at Somany Conference Hall, MCC Chamber of Commerce & Industry, 15B, Hemanta Basu Sarani, 2nd Floor, Kolkata – 700 001 at 3-00 P.M.

Mr. S. K. Somany, Chairman of the Company, took the Chair in accordance with Article 67 of the Articles of Association of the Company and the requisite quorum being present, the meeting was called to order. Necessary registers and reports were placed before the meeting and made accessible to the Members present at the meeting.

With the permission of the Shareholders present at the meeting, the Chairman had taken the Notice dated 30th May, 2019 as read. He further informed the Members that there were no qualification remarks reported by the Statutory Auditors and Secretarial Auditors of the Company in their respective Reports.

The Chairman briefed the Members on the workings of the Company and objectives for passing of the resolutions as stated in the Notice dated 30th May, 2019. He also provided an overview of the financial performance of the Company for the financial year ended 31st March, 2019 and future prospects of the Company. Thereafter, Members present in person were invited to make observations and comments, if any on performance of the Company. Observations and comments made by the Members and the queries put forth and clarifications sought for by them were answered by the Chairman, suitably.

Thereafter, Members were explained the procedure of voting on the resolutions as mentioned in the Notice dated 30th May, 2019. They were informed that the remote e-voting facilities had been arranged by the Company, through a platform provided by Central Depository Services (India) Limited (CDSL), pursuant to Section 108 of the Companies Act, 2013 ("Act") 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 which commenced on and from **Friday, the 30th August, 2019 from 9.00 a.m. (IST) and ended on Sunday, the 1st September, 2019 at 5.00 p.m. (IST)**. He further informed the Members present, that the facility to vote by means of Physical Ballot Papers at the Annual General Meeting (AGM) of the Company was also made available for those members who had not casted their vote by means of remote e-voting facility made available for them. The Shareholders presents in the Meeting, thereafter, cast their votes by means of Physical Ballot Papers.

The Chairman also informed the Members that Mr. Pravin Kumar Drolia, Practicing Company Secretaries, (FCS.: 2366, CP: 1362) was appointed as the Scrutinizer for scrutinizing the remote e-voting process and physical ballot process at the said meeting in a fair and transparent manner.

Thereafter, the following items of business as per Notice of the AGM dated 30th May, 2019, were transacted at the meeting:

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2019 (both Standalone and Consolidated basis), together with the Reports of the Auditors and the Board of Directors thereon **(As an Ordinary Resolution)**;

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2. To appoint a Director in place of Shri S. K. Somany (DIN: 00001131), who retires by rotation and being eligible, offers himself for re-appointment **(As an Ordinary Resolution)**;

Special Business:

3. Continuation of Directorship of Shri S. K. Somany **(As a Special Resolution)**;
4. Continuation of Directorship of Shri B. K. Hurkat **(As a Special Resolution)**;
5. Appointment of Shri B. K. Hurkat, as Independent Director **(As a Special Resolution)**;
6. Appointment of Shri M. H. Shah, as an Independent Director **(As a Special Resolution)**;
7. Appointment of Mrs. N. Singh, as an Independent Director **(As a Special Resolution)**;
8. Re-appointment of Shri A. K. Somany (DIN:00024903), as Managing Director, being a Key Managerial Personnel **(As a Special Resolution)**;
9. To ratify the remuneration of the Cost Auditors for the financial year ending 31st March, 2020 **(As an Ordinary Resolution)**.

The Members were also informed that the results on the resolutions transacted at the meeting shall deemed to be passed and approved on the date of the AGM, i.e. 2nd September, 2019, and shall be declared by Mr. A. K. Mishra, Company Secretary of the Company, duly authorized by the Chairman of the Meeting, after receipt of the Consolidated Scrutinizer's Report within 48 hours of conclusion of the 81st AGM. The Report by the Chairman along with the Consolidated Scrutinizer' Report shall be placed on the website of the Company and CDSL and shall also simultaneously be forwarded to National Stock Exchange of India Limited (NSE) and BSE Limited (BSE), where the shares of the Company are presently listed.

The meeting thereafter concluded at 4-50 P.M. with a vote of thanks to the Chair.

This is for your information and record.

For Soma Textiles & Industries Limited



(A. K. Mishra)

Company Secretary

Mem. No.: 047060



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