

Amarjothi House
157, Kumaran Road,
Tirupur 641601
Tamil Nadu, India

T + 91 421 4311600
mill@amarjothi.net
www.amarjothi.net
Fax No : +91 421 4326694



ISO 9001 : 2008 | GOTS OE | OEKO TEX CERTIFIED
GST : 33AAFCA7082C1Z0
CIN : L17111TZ1987PLC002090

04.09.2024

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 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 36th Annual General Meeting. The e-voting facility was opened from 31.08.2024 (9.00 am) to 02.09.2024 (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 and voting results is enclosed herewith for your records.

Kindly take the same on your records.

Thanking you

Yours Faithfully,

For M/s. Amarjothi Spinning Mills Limited

Mohana
Priya M

Digitally signed by
Mohana Priya M
Date: 2024.09.04
14:37:59 +05'30'

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,

36th Annual General Meeting of the Members of

M/s. AMARJOTHI SPINNING MILLS LIMITED

CIN: L17111TZ1987PLC002090

Held on 3rd September, 2024 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 36th Annual General Meeting of Amarjothi Spinning Mills Limited held on 3rd September, 2024 through video conferencing (VC)/ other audio visual means (OAVM) in accordance with the 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, Secretarial Standards -2 on General Meetings issued by the Institute of Company Secretaries of India 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) .

Dear Sir/ Ma'am,

I, R. Ramchandar, 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 36th Annual General Meeting of Amarjothi Spinning Mills Limited held on 3rd September, 2024 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 3rd September, 2024.

The notice dated 2nd August, 2024 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, 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)

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 27th August, 2024 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 3rd day of September 2024 at 03.41 P.M in the presence of Mrs. Aparna.G (under the witness No:1) and Mrs. Pritika Priyadarsi (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

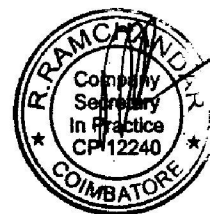
Witness No:2

Aparna. G

(Aparna.G)

S. Pritika Priyadarsi

(Pritika Priyadarsi)

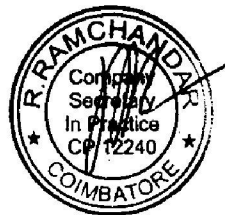


I now submit my report as under on the result of the remote e-voting in respect of the said resolutions:

Format for voting results

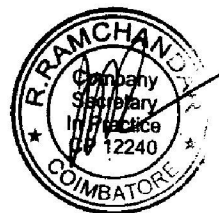
Date of the AGM	3rd September 2024, 36th AGM
TOTAL NUMBER OF SHAREHOLDERS AS ON RECORD DATE	7565
NO.OF SHAREHOLDERS PRESENT IN THE MEETING EIGHTER IN PERSON (OR) THROUGH PROXY GROUP:	NIL
Promoters and promoter Group:	NIL
Public:	NIL
NO.OF SHAREHOLDERS ATTENDED THE MEETING THROUGH VIDEO CONFERENCING	75
Promoters and promoter Group:	6
Public:	69

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

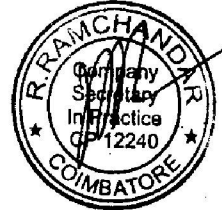


SUMMARY RESULT OF REMOTE E – VOTING AND E - VOTING AT AGM

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 2024, the report of the Board of Directors and the report of the Auditors thereon.	Ordinary	4058198	0	25	0	4058223	0	PASSED
2.	Declaration of Final Dividend of Rs.2.20 per share for the financial year ended 31 st March 2024	Ordinary	4058198	0	25	0	4058223	0	PASSED
3.	Appointment of Sri. N.Radhakrishnan (DIN: 00390913), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	4058197	1	25	0	4058222	1	PASSED
4.	Appointment of Statutory Auditors M/s. V.Narayanaswami & Co for the Financial Years 2024-25, 2025-26,2026-27 and 2027-28	Ordinary	4058197	1	25	0	4058222	1	PASSED
5.	Ratification of Remuneration payable to Cost Auditors M/s. Nagarajan & Co., for the period of 2024-25	Ordinary	4058161	37	25	0	4058186	37	PASSED
6.	Appointment of Smt.ISWARIYA SIDHARTHAN (DIN-09707870) as an Independent Director of the	Special	4058162	36	25	0	4058187	36	PASSED



	Company								
7.	Appointment of Smt. RAMASAMY PRIYANKA (DIN-10652216) as an Independent Director of the Company	Special	4058162	36	25	0	4058187	36	PASSED
8.	Appointment of Smt. MEGALA (DIN-10696852) as an Independent Director of the Company	Special	4058162	36	25	0	4058187	36	PASSED
9.	Appointment of Ms. MANONMANI SIVASAMY (DIN-10715570) as an Independent Director of the Company	Special	4058162	36	25	0	4058187	36	PASSED



Ordinary Business

Resolution No: 1

Ordinary Resolution

Adoption of Audited Financial Statements, Reports of the Board of Directors and Auditors thereon

RESOLVED that the standalone and consolidated Annual Financial Statements including Statement of Profit and Loss (including Other Comprehensive Income), along with the Statement of Cash Flows and the Statement of Changes in Equity for the financial year ended 31st March 2024, the Balance Sheet as at that date, the Report of the Board of Directors and the Auditors thereon as circulated to the members be and are hereby adopted.

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	91	4058198	100.00
E – Voting at AGM	1	25	100.00
Total Voting	92	4058223	100.00

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	0	0	0
E – Voting at AGM	0	0	0
Total Voting	0	0	0

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

Declaration of Dividend

RESOLVED that a final dividend of Rs.2.20/- per share (22% on the face value of Rs.10/-), as recommended by the Board of Directors be and is hereby declared on 67,50,000 equity shares of Rs.10/- each for the year ended March 31, 2024, and that the same be paid to the members whose names appeared in the Register of Members of the company as on 27th August 2024.

VOTES CAST IN FAVOUR OF THE RESOLUTION

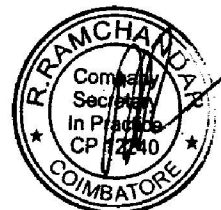
Mode of Voting	Number of Members Voted through Electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E – Voting	91	4058198	100.00
E – Voting at AGM	1	25	100.00
Total Voting	92	4058223	100.00

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	0	0	0
E – Voting at AGM	0	0	0
Total Voting	0	0	0

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

Appointment of Director who retires by rotation

RESOLVED that Sri. N.Radhakrishnan (DIN: 00390913) who retires by rotation and being eligible for re-appointment be and is hereby re-appointed as Director of the Company.

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	90	4058197	100
E – Voting at AGM	1	25	100
Total Voting	91	4058222	100

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	1	1	0
E – Voting at AGM	0	0	0
Total Voting	1	1	0

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: 4

Ordinary Resolution

Appointment of Statutory Auditor 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 or amendment thereto or reenactment thereof for the time being in force M/s. V.Narayanaswami & Co., Chartered Accountants, Firm Registration No. 027417S, Coimbatore with the Institute of Chartered Accountants of India (ICAI) having a Peer review Certificate No.17361 issued by the Peer Review Board of ICAI, be and are hereby appointed as Statutory Auditors of the Company for four consecutive Financial Year ie. for 2024-25, 2025-26,2026-27 and 2027-28 to hold office from the conclusion of this 36th meeting till the conclusion of 40th Annual General Meeting to be held in the calendar year 2028, at such remuneration, as mentioned in explanatory statement plus applicable taxes, out-of-pocket expenses etc , as may be mutually agreed between the Board of Directors and the Auditors."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to finalize their terms of engagement according to the scope of their services as Statutory Auditors and other permissible assignments, if any, in line with prevailing rules and regulations made in this regard including their terms of appointment as per the provisions of Clause 6(A) and 6(B) of SEBI Circular No. CIR/CFD/CMD1/114/2019 dated 18th October, 2019."

"RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution."

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	90	4058197	100.00
E -- Voting at AGM	1	25	100.00
Total Voting	91	4058222	100.00

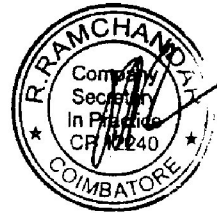


VOTES CAST AGAINST THE RESOLUTION

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	1	1	0
E – Voting at AGM	0	0	0
Total Voting	0	0	0

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

Ratification of Remuneration payable to Cost Auditor

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification or re-enactment thereof, for the time being in force), 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 records of the Company for the financial year 2024-25 on a remuneration of Rs.40, 000/- (Rupees Forty Thousand Only) as also the payment of Goods and Services tax as applicable be and is hereby ratified and confirmed."

VOTES CAST IN FAVOUR OF THE RESOLUTION

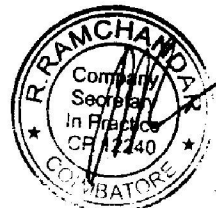
Mode of Voting	Number of Members Voted through Electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E – Voting	88	4058161	100.00
E – Voting at AGM	1	25	100.00
Total Voting	89	4058186	100.00

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	37	0
E – Voting at AGM	0	0	0
Total Voting	3	37	0

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

Special Resolution

Appointment of Smt.ISWARIYA SIDHARTHAN (DIN- 09707870) as an Independent Director of the Company

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (the 'Act'), and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof), applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), and any other applicable law for the time being in force, based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors, Smt.ISWARIYA SIDHARTHAN (DIN- 09707870) , approval of the Members be and is hereby accorded to appoint Smt.ISWARIYA SIDHARTHAN (DIN- 09707870) who meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and who has submitted declaration to that effect, and in respect of whom the Company has received a notice in writing in terms of Section 160 of the Act, as an Independent Director of the Company not liable to retire by rotation, for a term of five consecutive years with effect from September 03, 2024 to September 02,2029, on such remuneration including fees and commission, as may be approved by the members from time to time, within the limits prescribed under the Act or any other applicable law.

RESOLVED FURTHER THAT the Board of Directors, including a Committee thereof or any other of its delegate, be and are hereby authorized to do all such acts, deeds and things as may be deemed appropriate in this connection and to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

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	89	4058162	100.00
E – Voting at AGM	1	25	100.00
Total Voting	90	4058187	100.00



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	36	0
E – Voting at AGM	0	0	0
Total Voting	2	36	0

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: 7

Special Resolution

Appointment of Smt. RAMASAMY PRIYANKA (DIN- 10652216) as an Independent Director of the Company

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (the 'Act'), and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof), applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), and any other applicable law for the time being in force, based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors, Smt. RAMASAMY PRIYANKA (DIN- 10652216), approval of the Members be and is hereby accorded to appoint Smt. RAMASAMY PRIYANKA (DIN- 10652216) who meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and who has submitted declaration to that effect, and in respect of whom the Company has received a notice in writing in terms of Section 160 of the Act, as an Independent Director of the Company not liable to retire by rotation, for a term of five consecutive years with effect from September 03, 2024 to September 02, 2029, on such remuneration including fees and commission, as may be approved by the Board of Directors or its Committee from time to time, within the limits prescribed under the Act or any other applicable law.

RESOLVED FURTHER THAT the Board of Directors, including a Committee thereof or any other of its delegate, be and are hereby authorized to do all such acts, deeds and things as may be deemed appropriate in this connection and to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

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	89	4058162	100.00
E – Voting at AGM	1	25	100.00
Total Voting	90	4058187	100.00



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	36	0
E – Voting at AGM	0	0	0
Total Voting	2	36	0

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: 8

Special Resolution

Appointment of Smt. MEGALA (DIN- 10696852) as an Independent Director of the Company

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (the 'Act'), and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof), applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), and any other applicable law for the time being in force, based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors, Smt. MEGALA (DIN- 10696852), approval of the Members be and is hereby accorded to appoint Smt. MEGALA (DIN- 10696852) who meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and who has submitted declaration to that effect, and in respect of whom the Company has received a notice in writing in terms of Section 160 of the Act, as an Independent Director of the Company not liable to retire by rotation, for a term of five consecutive years with effect from September 03, 2024 to September 02, 2029, on such remuneration including fees and commission, as may be approved by the Board of Directors or its Committee from time to time, within the limits prescribed under the Act or any other applicable law.

RESOLVED FURTHER THAT the Board of Directors, including a Committee thereof or any other of its delegate, be and are hereby authorized to do all such acts, deeds and things as may be deemed appropriate in this connection and to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

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	89	4058162	100.00
E – Voting at AGM	1	25	100.00
Total Voting	90	4058187	100.00



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	36	0
E – Voting at AGM	0	0	0
Total Voting	2	36	0

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: 9

Special Resolution

Appointment of Ms. MANONMANI SIVASAMY (DIN- 10715570) as an Independent Director of the Company

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (the 'Act'), and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof), applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), and any other applicable law for the time being in force, based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors, Ms. MANONMANI SIVASAMY (DIN- 10715570), approval of the Members be and is hereby accorded to appoint Ms. MANONMANI SIVASAMY (DIN- 10715570) who meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and who has submitted declaration to that effect, and in respect of whom the Company has received a notice in writing in terms of Section 160 of the Act, as an Independent Director of the Company not liable to retire by rotation, for a term of five consecutive years with effect from September 03, 2024 to September 02, 2029, on such remuneration including fees and commission, as may be approved by the Board of Directors or its Committee from time to time, within the limits prescribed under the Act or any other applicable law.

RESOLVED FURTHER THAT the Board of Directors, including a Committee thereof or any other of its delegate, be and are hereby authorized to do all such acts, deeds and things as may be deemed appropriate in this connection and to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

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	89	4058162	100.00
E – Voting at AGM	1	25	100.00
Total Voting	90	4058187	100.00



VOTES CAST AGAINST THE RESOLUTION

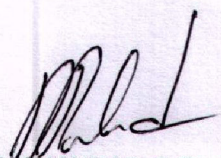
Mode of Voting	Number of Members Voted through Electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E – Voting	2	36	0
E – Voting at AGM	0	0	0
Total Voting	2	36	0

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

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: 04.09.2024
UDIN : F010097F001127048

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

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Voting results	
Record date	27-08-2024
Total number of shareholders on record date	7565
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	6
b) Public	69
No. of resolution passed in the meeting	9
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and adopt audited standalone and consolidated financial statements with schedules, Report of the Board of Directors and Auditors for the year ended 31st March, 2024.				
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	4055606	4045311	99.7462	4045311	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		4055606	4045311	99.7462	4045311	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	2694394	12912	0.4792	12912	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		2694394	12912	0.4792	12912	0	100.0000
Total		6750000	4058223	60.1218	4058223	0	100.0000	0.0000
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

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Declaration of the Final Dividend of Rs.2.20 per share, which is recommended by Board of Directors of the Company on 29th May 2024				
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	4055606	4045311	99.7462	4045311	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		4045311	99.7462	4045311	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2694394	12912	0.4792	12912	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		12912	0.4792	12912	0	100.0000	0.0000
Total		6750000	4058223	60.1218	4058223	0	100.0000	0.0000
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

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Sri. N.Ragunakrishnan (DIN: 00390913), who retires by rotation and being eligible, offers himself for re-appointment.				
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	99.7462	4045311	0	100.0000	0.0000
	Poll	4055606						
	Postal Ballot (if applicable)							
	Total	4055606	4045311	99.7462	4045311	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		12912	0.4792	12911	1	99.9923	0.0077
	Poll	2694394						
	Postal Ballot (if applicable)							
	Total	2694394	12912	0.4792	12911	1	99.9923	0.0077
Total		6750000	4058223	60.1218	4058222	1	100.0000	0.0000
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

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Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Statutory Auditors M/s. V.Narayanawami & Co for the Financial Years 2024-25, 2025-26,2026-27 and 2027-28				
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	99.7462	4045311	0	100.0000	0.0000
	Poll	4055606						
	Postal Ballot (if applicable)							
	Total	4055606	4045311	99.7462	4045311	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0						
	Postal Ballot (if applicable)							
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		12912	0.4792	12911	1	99.9923	0.0077
	Poll	2694394						
	Postal Ballot (if applicable)							
	Total	2694394	12912	0.4792	12911	1	99.9923	0.0077
Total		6750000	4058223	60.1218	4058222	1	100.0000	0.0000
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

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Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of Remuneration payable to Cost Auditors M/s. Nagarajan & Co., for the period of 2024-25				
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	4055606	4045311	99.7462	4045311	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		4055606	4045311	99.7462	4045311	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2694394	12912	0.4792	12875	37	99.7134	0.2866
	Poll							
	Postal Ballot (if applicable)							
	Total		2694394	12912	0.4792	12875	37	99.7134
Total		6750000	4058223	60.1218	4058186	37	99.9991	0.0009
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

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Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Smt.ISWARIYA SIDHARTHAN (DIN- 09707870) as an Independent Director of the Company				
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	4055606	4045311	99.7462	4045311	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		4055606	4045311	99.7462	4045311	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2694394	12912	0.4792	12876	36	99.7212	0.2788
	Poll							
	Postal Ballot (if applicable)							
	Total		2694394	12912	0.4792	12876	36	99.7212
Total		6750000	4058223	60.1218	4058187	36	99.9991	0.0009
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

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Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Smt. KAMASAVIT PRITYANKA (DIN- 10652216) as an independent Director of the Company				
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	4055606	4045311	99.7462	4045311	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		4045311	99.7462	4045311	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2694394	12912	0.4792	12876	36	99.7212	0.2788
	Poll							
	Postal Ballot (if applicable)							
	Total		12912	0.4792	12876	36	99.7212	0.2788
Total		6750000	4058223	60.1218	4058187	36	99.9991	0.0009
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

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Resolution (8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Smt. MEGALA (DIN- 10696852) as an independent Director of the Company				
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	4055606	4045311	99.7462	4045311	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		4045311	99.7462	4045311	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2694394	12912	0.4792	12876	36	99.7212	0.2788
	Poll							
	Postal Ballot (if applicable)							
	Total		12912	0.4792	12876	36	99.7212	0.2788
Total		6750000	4058223	60.1218	4058187	36	99.9991	0.0009
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

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Resolution (9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of M/s. MANONJANI SIVASAMY (DIN- 10715570) as an Independent Director of the Company				
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	4055606	4045311	99.7462	4045311	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		4055606	4045311	99.7462	4045311	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2694394	12912	0.4792	12876	36	99.7212	0.2788
	Poll							
	Postal Ballot (if applicable)							
	Total		2694394	12912	0.4792	12876	36	99.7212
Total		6750000	4058223	60.1218	4058187	36	99.9991	0.0009
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