



03rd December 2020

To

The Department of Corporate Services
BSE Limited
P J Towers, Dalal Street, Mumbai – 400001
Maharashtra, India.

Dear Sir/Madam,

Sub: Scrutiniser's Report pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

Ref: Scrip Code - 514140

With reference to the above captioned subject, we are herewith enclosing the following:

1. Attached Scrutiniser's Report pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

We request you to take the same on record.

Thanking you,

Yours faithfully

For Suryavanshi Spinning Mills Limited

Rajender
Kumar Agarwal
Rajender Kumar Agarwal
Managing Director
DIN: 00041892

Digitally signed by Rajender Kumar Agarwal
DN: cn=Rajender Kumar Agarwal, o=Suryavanshi Spinning Mills Limited, email=rajender@suryspinningsmills.com, c=India
Date: 2020.12.03 11:48:42 +05'30'

Encl: as above

www.suryavanshi.com

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Surya Towers, 6th Floor, 105, S.P Road
Secunderabad – 500 003, Telangana, India
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FORM NO. MGT.13

Report of Scrutinizer(s)

[Pursuant to section 108 & 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
Suryavanshi Spinning Mills Limited ("the Company")

Dear Sir,

I, Rashida Adenwala, Practicing Company Secretary (FCS: 4020, CP No. 2224), Partner of R&A Associates, Company Secretaries, Hyderabad was appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing e-voting process, remote e-voting and voting by use of poll paper at the meeting pursuant to 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, on the resolutions contained in the notice to the 41st Annual General Meeting ("AGM") of the Equity Shareholders of the Company, held on Wednesday, 2nd December, 2020 at 9:30 A.M. at Incredible One Hotel, 1-2-40, 41 & 43, Park Lane, Sandhu Apartment, Kalasiguda, Secunderabad, Telangana-500003, India, submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting by use of poll paper by the shareholders on the resolutions proposed in the Notice of the 41st AGM of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the meeting are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, based on the reports generated from the electronic voting system provided by KFIN Technologies Private Limited and voting by use of poll paper at the meeting.
2. In accordance with the Notice of the 41st AGM sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(V) of the Companies (Management and Administration) Rules, 2014, the remote e-voting commenced at 9:00 AM on 29th November 2020 and remained open upto 5:00 PM on 1st December 2020.
3. The Equity Shareholders holding shares as on the cut-off date i.e., 25th November 2020, were entitled to vote on the resolutions stated in the Notice of the 41st AGM of the Company.
4. After declaration of voting by use of ballot by the Chairman at the meeting, ballot box was locked and kept for voting duly marked by identification mark placed on them. The ballot box subsequently was opened at 11:15 A.M in the presence of two witnesses, Mr. Akash Tiwari and Ms. Nidhi Kalantri, who are not the employees of

the Company, and ballots received were serially numbered, sorted, signatures verified and were scrutinized and initialed by the scrutinizer. The ballots were reconciled with the records maintained by KFIN Technologies Private Limited, Registrar and Transfer Agents (RTA) of the Company and the authorizations/proxies lodged with the Company. The voters were also scrutinized for the purpose of eliminating duplicate voting i.e. on remote e-voting as well as by use of ballot. As per the information given by the Company, the names of the shareholders who had voted on e-voting through KFIN Technologies Private Limited facility had been blocked and ballots duly numbered serially by print were issued only to those members who were present at the AGM and who had not voted on remote e-voting.

5. The ballots, which were incomplete, and/or which were otherwise found defective have been treated as invalid and kept separately. The votes cast by use of ballots at the meeting were first counted.
6. The votes on remote e-voting were unblocked after conclusion of voting at the AGM at 11:45 AM in the presence of two witnesses Mr. Akash Tiwari and Ms. Nidhi Kalantri, who are not the employees of the Company and the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of KFIN Technologies Private Limited (<https://evoting.kfintech.com>).
7. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are annexed herewith (**Annexure A**).
8. All the resolutions stand passed based on combined result (e-voting and Poll) with the requisite majority.
9. All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 41st AGM and the same shall be handed over thereafter to the Chairman for safe keeping.

Thanking you,

For R&A Associates
Company Secretaries



A handwritten signature in black ink, appearing to read "Rashida Adenwala".

Rashida Adenwala
Partner

FCS: 4020, CP No. 2224

UDIN: F004020B001392473

Place: Hyderabad
Date: 3rd December 2020

RESULTS OF E-VOTING											Annexure-A
Resolution Nos & Type of Resolution	Resolutions	Total no. of votes cast	Votes in favour of the resolution			Votes against the resolution			Invalid / Abstained votes*		
			No. of members voted through evoting system	No. of votes cast in favour of resolution	% of total number of valid votes cast	No. of members voted through evoting system	No. of votes cast against the resolution	% of total number of valid votes cast	No. of members voted through evoting system	No. of invalid	% of total number of invalid
			1	2	3	4 = (3)/(1)%	5	6	7 = (6)/(1)%	8	9
1 - Ordinary Resolution (Ordinary Business)	Adoption of Financial Statements for the financial year ended 31st March 2020	367	4	50	13.6240%	5	317	86.3760%	-	-	-
2 - Ordinary Resolution (Ordinary Business)	Appointment of director in place of Sri Rajender Kumar Agarwal, who retires by rotation and, being eligible, offers himself for reappointment	367	4	50	13.6240%	5	317	86.3760%	-	-	-
3 - Special Resolution (Special Business)	Re-appointment of Mr. Rajender Kumar Agarwal as Managing Director of the Company	367	4	50	13.6240%	5	317	86.3760%	-	-	-
4 - Special Resolution (Special Business)	Re-appointment of Smt Sushma Gupta as an Independent Director	367	4	50	13.6240%	5	317	86.3760%	-	-	-
5 - Special Resolution (Special Business)	Appointment of Mr. Manish Gupta as an Independent Director	367	4	50	13.6240%	5	317	86.3760%	-	-	-
6 - Special Resolution (Special Business)	Appoint of Mr. Uttam Gupta as an Independent Director	367	4	50	13.6240%	5	317	86.3760%	-	-	-
7 - Special Resolution (Special Business)	Authorize the Board to Sell, lease or otherwise dispose Undertaking of Company	367	4	50	13.6240%	5	317	86.3760%	-	-	-



Suryavanshi Spinning Mills Limited - 41st Annual General Meeting held on 2nd December 2020

RESULTS OF POLL

Annexure-A

1 Ordinary Resolution (Ordinary Business) : Item No.1

Adoption of Financial Statements for the financial year ended 31st March 2020

Particulars		Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i)	Voted in favour of the resolution	66	3370986	100.00
(ii)	Voted against the resolution	0	0	0.00
(iii)	Invalid Votes	Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them	
		0	0	

2 Ordinary Resolution (Ordinary Business) : Item No. 2

Appointment of director in place of Sri Rajender Kumar Agarwal, who retires by rotation and, being

Particulars		Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i)	Voted in favour of the resolution	66	3370986	100.00
(ii)	Voted against the resolution	0	0	0.00
(iii)	Invalid Votes	Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them	
		0	0	

3 Special Resolution (Special Business) : Item No. 3

Re-appointment of Mr. Rajender Kumar Agarwal as Managing Director of the Company

Particulars		Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i)	Voted in favour of the resolution	66	3370986	100.00
(ii)	Voted against the resolution	0	0	0.00



(iii)	Invalid Votes	Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
		0	0

4 Special Resolution (Special Business) : Item No. 4
Re-appointment of Smt Sushma Gupta as an Independent Director

Particulars		Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i)	Voted in favour of the resolution	66	3370986	100.00
(ii)	Voted against the resolution	0	0	0.00
(iii)	Invalid Votes	Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them	
		0	0	

5 Special Resolution(Special Business) : Item No. 5
Appointment of Mr. Manish Gupta as an Independent Director

Particulars		Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i)	Voted in favour of the resolution	66	3370986	100.00
(ii)	Voted against the resolution	0	0	0.00
(iii)	Invalid Votes	Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them	
		0	0	

6 Special Resolution (Special Business) : Item No. 6
Appoint of Mr. Uttam Gupta as an Independent Director

Particulars		Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i)	Voted in favour of the resolution	66	3370986	100.00



(ii)	Voted against the resolution	0	0	0.00
(iii)	Invalid Votes	Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them	
		0	0	

7 Special Resolution (Special Business) : Item No. 7

Authorize the Board to Sell, lease or otherwise dispose Undertaking of Company

Particulars		Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i)	Voted in favour of the resolution	66	3370986	100.00
(ii)	Voted against the resolution	0	0	0.00
(iii)	Invalid Votes	Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them	
		0	0	



Suryavanshi Spinning Mills Limited - 41st Annual General Meeting held on 2nd December 2020								
Combined Results (E-Voting and Poll)							Annexure-A	
Item number of Notice and type of resolution	Description	Particulars of Business	Total no. of votes cast	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
				No's	% age of valid votes cast	No's	% age of valid votes cast	No's
1 - Ordinary Resolution (Ordinary Business)	Adoption of Financial Statements for the financial year ended 31st March 2020	E-voting	367	50	13.62	317	86.38	-
		Poll	3,370,986	3,370,986	100.00	-	-	-
		Total	3,371,353	3,371,036	99.99	317	0.01	-
2 - Ordinary Resolution (Ordinary Business)	Appointment of director in place of Sri Rajender Kumar Agarwal, who retires by rotation and, being eligible, offers himself for re-appointment	E-voting	367	50	13.62	317	86.38	-
		Poll	3,370,986	3,370,986	100.00	-	-	-
		Total	3,371,353	3,371,036	99.99	317	0.01	-
3 - Special Resolution (Special Business)	Re-appointment of Mr. Rajender Kumar Agarwal as Managing Director of the Company	E-voting	367	50	13.62	317	86.38	-
		Poll	3,370,986	3,370,986	100.00	-	-	-
		Total	3,371,353	3,371,036	99.99	317	0.01	-
4 - Special Resolution (Special Business)	Re-appointment of Smt Sushma Gupta as an Independent Director	E-voting	367	50	13.62	317	86.38	-
		Poll	3,370,986	3,370,986	100.00	-	-	-
		Total	3,371,353	3,371,036	99.99	317	0.01	-
5 - Special Resolution (Special Business)	Appointment of Mr. Manish Gupta as an Independent Director	E-voting	367	50	13.62	317	86.38	-
		Poll	3,370,986	3,370,986	100.00	-	-	-
		Total	3,371,353	3,371,036	99.99	317	0.01	-
6 - Special Resolution (Special Business)	Appoint of Mr. Uttam Gupta as an Independent Director	E-voting	367	50	13.62	317	86.38	-
		Poll	3,370,986	3,370,986	100.00	-	-	-
		Total	3,371,353	3,371,036	99.99	317	0.01	-
7 - Special Resolution (Special Business)	Authorize the Board to Sell, lease or otherwise dispose Undertaking of Company	E-voting	367	50	13.62	317	86.38	-
		Poll	3,370,986	3,370,986	100.00	-	-	-
		Total	3,371,353	3,371,036	99.99	317	0.01	-



Voting Results	
Date of AGM	2nd December 2020
Total Number of shareholders on record date	6368
No. of shareholders present in the meeting either in person or through proxy:	72
i. Promoter and Promoter Group:	3
ii. Public:	69
Conferencing	NA

Resolution No. 1		Adoption of Financial Statements for the financial year ended 31st March 2020						
Resolution required:		Ordinary						
Whether promoter/ promoter group are interested in		No						
Promoter / Public	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		0	0	0	0	0	0
	Poll	2850500	2850500	0	2850500	0	100	0
	Total	2850500	2850500	0	2850500	0	100	0
Public – Institutional holders	E-voting		0	0	0	0	0	0
	Poll	609	0	0	0	0	0	0
	Total	609	0	0	0	0	0	0
Public-Others	E-voting		367	0.02	50	317	13.62	86.38
	Poll	2057467	520486	25.30	520486	0	100	0
	Total	2057467	520853	25.31525415	520536	317	99.94	0.06
Total		4908576	3371353	68.68291333	3371036	317	99.99	0.01

Resolution No. 2		Appointment of director in place of SriRajender Kumar Agarwal who retires by rotation and, being eligible, offers						
Resolution required:		Ordinary						
Whether promoter/ promoter group are interested in		Yes						
Promoter / Public	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		0	0	0	0	0	0
	Poll	2850500	2850500	0	2850500	0	100	0
	Total	2850500	2850500	0	2850500	0	100	0
Public – Institutional holders	E-voting		0	0	0	0	0	0
	Poll	609	0	0	0	0	0	0
	Total	609	0	0	0	0	0	0
Public-Others	E-voting		367	0.02	50	317	13.62	86.38
	Poll	2057467	520486	25.30	520486	0	100	0
	Total	2057467	520853	25.31525415	520536	317	99.94	0.06



Total	4908576	3371353	68.68291333	3371036	317	99.99	0.01
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Resolution No. 3		Re-appointment of Mr. Rajender Kumar Agarwal as the Managing Director of Company						
Resolution required:				Special				
Whether promoter/ promoter group are interested in				No				
Promoter / Public	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	2850500	0	0	0	0	0	0
	Poll		2850500	0	2850500	0	100	0
	Total		2850500	2850500	0	2850500	0	100
Public – Institutional holders	E-voting	609	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		609	0	0	0	0	0
Public-Others	E-voting	2057467	367	0.02	50	317	13.62	86.38
	Poll		520486	25.30	520486	0	100	0
	Total		2057467	520853	25.31525415	520536	317	99.94
Total		4908576	3371353	68.68291333	3371036	317	99.99	0.01

Resolution No. 4		Re-appointment of Smt Sushma Gupta as an Independent Director						
Resolution required:				Special				
Whether promoter/ promoter group are interested in				Yes				
Promoter / Public	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	2850500	0	0	0	0	0	0
	Poll		2850500	0	2850500	0	100	0
	Total		2850500	2850500	0	2850500	0	100
Public – Institutional holders	E-voting	609	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		609	0	0	0	0	0
Public-Others	E-voting	2057467	367	0.02	50	317	13.62	86.38
	Poll		520486	25.30	520486	0	100	0
	Total		2057467	520853	25.31525415	520536	317	99.94
Total		4908576	3371353	68.68291333	3371036	317	99.99	0.01

Resolution No. 5		Appointment of Appoint Mr. Manish Gupta as an Independent Director						
Resolution required:				Special				
Whether promoter/ promoter group are interested in				No				
Promoter / Public	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)=	(4)	(5)	(6)=	(7)=



				[(2)/(1)]*100		[(4)/(2)]*100	[(5)/(2)]*100	
Promoter and Promoter Group	E-voting	2850500	0	0	0	0	0	
	Poll		2850500	0	2850500	0	100	0
	Total		2850500	2850500	0	2850500	0	100
Public – Institutional holders	E-voting	609	0	0	0	0	0	
	Poll		0	0	0	0	0	0
	Total		609	0	0	0	0	0
Public-Others	E-voting	2057467	367	0.02	50	317	13.62	86.38
	Poll		520486	25.30	520486	0	100	0
	Total		2057467	520853	25.31525415	520536	317	99.94
Total		4908576	3371353	68.68291333	3371036	317	99.99	0.01

Resolution No. 6		Appointment of Mr. Uttam Gupta as an Independent Director						
Resolution required:				Special				
Whether promoter/ promoter group are interested in				No				
Promoter / Public	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	2850500	0	0	0	0	0	0
	Poll		2850500	0	2850500	0	100	0
	Total		2850500	2850500	0	2850500	0	100
Public – Institutional holders	E-voting	609	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		609	0	0	0	0	0
Public-Others	E-voting	2057467	367	0.02	50	317	13.62	86.38
	Poll		520486	25.30	520486	0	100	0
	Total		2057467	520853	25.31525415	520536	317	99.94
Total		4908576	3371353	68.68291333	3371036	317	99.99	0.01

Resolution No. 7		Authorize the Board to Sell, lease or otherwise dispose Undertaking of Company pursuant to Section 180(1)(a)the						
Resolution required:				Special				
Whether promoter/ promoter group are interested in				No				
Promoter / Public	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	2850500	0	0	0	0	0	0
	Poll		2850500	0	2850500	0	100	0
	Total		2850500	2850500	0	2850500	0	100
Public – Institutional holders	E-voting	609	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		609	0	0	0	0	0
Public-Others	E-voting	2057467	367	0.02	50	317	13.62	86.38
	Poll		520486	25.30	520486	0	100	0
	Total		2057467	520853	25.31525415	520536	317	99.94
Total		4908576	3371353	68.68291333	3371036	317	99.99	0.01

