



# Kandagiri Spinning Mills Ltd.

Ref: KSML/CS/ 102/2018-19

29<sup>th</sup> March, 2019

To  
The Listing Department,  
Bombay Stock Exchange Limited,  
Floor 25, P.J.Towers,  
Dalal Street,  
Mumbai – 400 001.

Dear Sir,

**Sub: Results of Postal Ballot voting (includes e-voting)**  
**Ref: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

In accordance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we herewith enclosed the following:

1. Voting results (Postal Ballot and E-voting) declared by the Chairman for the resolutions set out in the Postal ballot notice dated 13.02.2019 based on the Scrutinizers Report.
2. Consolidated report of the Scrutinizer on e-voting and postal ballot voting results.

The above is also being uploaded on the Company's website.

Kindly take the same for your records.

Thanking you,

Yours faithfully,  
For Kandagiri Spinning Mills Limited

J. Asifa  
Company Secretary

Encl: a/a



CIN : L17111TZ1976PLC000762

Regd. Off: Mill Premises, Udayapatti (P.O), P.B.No.3, Salem – 636 140. Phone : Mill 0427-2244400

Fax:0427-2244422; Grams: SUPERSPINE: e-mail: sales @kandagirimills.com: Web.: www.kandagirimills.com





# Kandagiri Spinning Mills Ltd.

29.03.2019

**DECLARATION OF VOTING RESULTS (THROUGH POSTAL BALLOT AND E-VOTING) BY THE CHAIRMAN FOR ALL THE RESOLUTIONS SET OUT IN THE POSTAL BALLOT NOTICE DT. 13.02.2019 BASED ON THE CONSOLIDATED REPORT OF THE SCRUTINIZER**

Sl. No.	Resolutions	Type of Resolution	Declaration of Result
1.	Approval for continuation of Sri. S. Gnanasekharan as a Non-Executive Independent director	Special Resolution	Resolution passed with requisite majority as a Special Resolution
2.	Approval for Inter-Corporate Borrowings from related party	Ordinary Resolution	Resolution passed with requisite majority as an Ordinary Resolution
3.	Approval for accepting security from related party	Ordinary Resolution	Resolution passed with requisite majority as an Ordinary Resolution

As per the consolidated report of scrutinizer on e-voting and postal ballot, all the resolutions set out in the postal ballot notice dated 13.02.2019 has been approved and considered as passed by the shareholders with requisite majority on 27.03.2019 and are deemed to be passed at a General meeting convened in this behalf.

For Kandagiri Spinning Mills Limited

(S. Devarajan)  
Chairman



CIN : L1711TZ1976PLC000762

Regd. Off: Mill Premises, Udayapatti (P.O), P.B.No.3, Salem - 636 140. Phone : Mill 0427-2244400

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**B.K.SUNDARAM & ASSOCIATES  
COMPANY SECRETARIES.**

**OFFICE:  
29 & 30, PANDAMANGALAM  
AGRAHARAM,  
WORJUR, TRICHY-620003.  
PHONE:- 0431- 2761590.  
Email:- bkksoffice@gmail.com**

**B.KALYANASUNDARAM,  
B.Com.,ACMA.,ACS.,**

**REPORT OF SCRUTINIZER**

[pursuant to Sections 108 & 110 of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with Clause 44 of the SEBI (LODR) Regulations, 2015]

To  
The Chairman and Managing Director,  
KANDAGIRI SPINNING MILLS LIMITED,  
P.B. NO.3, UDAYAPATTI PO,  
SALEM - 636 140

I, B.KALYANASUNDARAM, PRACTISING COMPANY SECRETARY, (CP. NO. 2209 & M.NO. A672), Prop. of M/s. B.K.SUNDARAM & ASSOCIATES, COMPANY SECRETARIES have been appointed as scrutinizer by M/s KANDAGIRI SPINNING MILLS LIMITED, (CIN: L17111TZ1976PLC000762) having its registered office at P.B. NO.3, UDAYAPATTI PO, SALEM - 636 140 for the purpose of scrutinizing the process of e-voting & postal ballot in a fair and transparent manner and ascertaining the votes cast for and against through e-voting & postal ballot, as per Section 108 and 110 of the Companies Act, 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 and Clause 44 of the SEBI (LODR) Regulations, 2015, I submit my report as under:-



1. All postal ballot forms received up to the close of working hours at 05.00 PM on 27<sup>th</sup> March 2019, the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.
2. The e-voting period remained open from 26<sup>th</sup> February 2019 (9.00 am) to 27<sup>th</sup> March 2019 (5.00 pm) through e-voting services provided by CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED (CDSL).
3. The e-votes were unblocked through the menu provided in the CDSL website on 27<sup>th</sup> March 2019 after the closing hour of 5 P.M. in the presence of two witnesses viz Mr. B.RAMAMURTHY and Mr. K. SANKARA SUBRAMANIAN who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.
4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted electronically were downloaded from the e-voting website of CDSL (<https://www.evotingindia.com>). The valid e-votes cast 'For' and 'Against' were taken in to consideration while preparing the result of e-voting

  
(B.RAMAMURTHY)

  
(K.SANKARA SUBRAMANIAN)





5. A summary of the Postal ballot forms received is given below:-

PARTICULARS	NO. OF POSTAL BALLOT FORMS
(a) Total postal ballot forms received	59
(b) Less: Invalid postal ballot forms	9
(c) Net Valid Postal ballot forms taken in to consideration while preparing the result of postal ballot	50

7. Based on the e-votes cast 'For' and 'Against' and based on the scrutiny of the valid postal ballot forms I furnish hereunder the result of the e-voting & postal ballot :-

Agenda Item No.	Particulars of the Agenda	Voted for			Voted against		
		Mode of Voting	No. of Members	No. of votes	Vote %	No. of Members	No. of Votes
1	<b>SPECIAL BUSINESS:-</b> <b>Agenda Item No.1:-</b> Approval for continuation of Sri S. Gnanasekharan as a Non-Executive Independent Director		48	2401		2	10
		E-voting	43	2069564		4	1250
	<b>TOTAL</b>		<b>91</b>	<b>2071965</b>	<b>99.94</b>	<b>6</b>	<b>0.06</b>

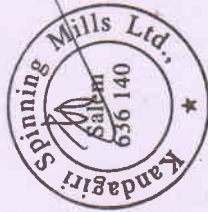


Agenda Item No.	Particulars of the Agenda	Voted for			Voted against			
		Mode of Voting	No. of Members	No. of votes	Vote %	No. of Members	No. of Votes	Vote %
2	<b>SPECIAL BUSINESS:-</b> <b>Agenda Item No.2:-</b> Approval for Inter-Corporate Borrowings from related party							
		Postal ballot	48	2401		2	10	
		E-voting	26	1666114		4	1250	
		<b>TOTAL</b>	<b>74</b>	<b>1668515</b>	<b>99.92</b>	<b>6</b>	<b>1260</b>	<b>0.08</b>
3	<b>SPECIAL BUSINESS:-</b> <b>Agenda Item No.3:-</b> Approval for accepting security from related party							
		Postal ballot	48	2401		2	10	
		E-voting	20	243352		4	1250	
		<b>TOTAL</b>	<b>68</b>	<b>245753</b>	<b>99.49</b>	<b>6</b>	<b>1260</b>	<b>0.51</b>



The downloaded e-voting records, postal ballot forms and other connected papers relating to e-voting and postal ballot shall remain in my safe custody until the chairman considers this report of Scrutinizer and announces the result on or before 29<sup>th</sup> March 2019 at the Registered Office of the Company and thereafter the same will be handed over to the Company Secretary of the Company for safe keeping.

PLACE : TRICHY  
DATE : 29-03-2019



for B.K.SUNDARAM & ASSOCIATES  
COMPANY SECRETARIES

B. KALYANASUNDARAM  
PRACTISING COMPANY SECRETARY  
CP: 2209.