

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

T + 91 421 4311600
info@amarjothi.net
www.amarjothi.net



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

CIN: L17111TZ1987PLC002090

29.09.2020

To

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

Dear Sir,

Sub: Submission of Voting and E-voting results under Regulation 44 of SEBI (LODR) Regulation, 2015

Scrip code: 521097 / AMARJOTHI SPINNING MILLS LIMITED

Dear Sirs,

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 32nd Annual General Meeting. The e-voting facility was opened from 25.09.2020 (9.00 am) to 27.09.2020 (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 evoting.

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

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

Kindly take the above on record.

Thanking You,

Yours truly

For AMARJOTHI SPINNING MILLS LIMITED

Mohana priya.M
Company Secretary

Encl: as above



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,

32nd Annual General Meeting of the Members of

M/s. AMARJOTHI SPINNING MILLS LIMITED

CIN: L17111TZ1987PLC002090

Held on 28th September, 2020 at 12.00 P.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 32nd Annual General Meeting of Amarjothi Spinning Mills Limited held on 28th September, 2020 through video conferencing (VC)/ other audio visual means (OAVM) in accordance with the MCA circular dated May 5, 2020.

Dear Sir/ Ma'am,

I, Mr. Ramchandrar .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 32nd Annual General Meeting of Amarjothi Spinning Mills Limited held on 28th September, 2020 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 28th September, 2020

The notice dated 21st August, 2020 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 May 5, 2020 read with circular dated April 8, 2020 and April 13, 2020 and SEBI circular dated 12 May 2020.

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.

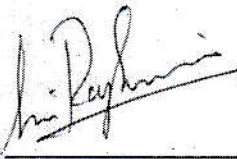
The shareholders of the Company holding shares as on the 'cut-off' date of 21st September, 2020 and the Central Depository Services Limited (CDSL) e-voting platform was blocked thereafter. The Company had also provided remote e-voting facility to the Shareholders present at the AGM through VC/ OAVM and 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.

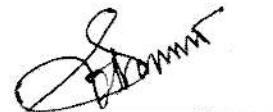
I as Scrutinizer, unblocked the votes cast by the Shareholders of the Company through e-voting process, on 28th day of September 2020 at 03:38 P.M in the presence of Mr. Srinivasa Raghavan (under the witness No:1) and Mrs. Latha Maheshwari (under the witness No:2), who are not in the employment of the company in accordance with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 as amended.

Witness No:1



(Srinivasa Raghavan.S)

Witness No:2



(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	28 th September 2020, 32 nd AGM
TOTAL NUMBER OF SHAREHOLDERS AS ON RECORD DATE	7404
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	60
Promoters and promoter Group:	2
Public:	58

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 2020, the report of the Board of Directors and the report of the Auditors thereon.	Ordinary	3718608	7376	17704	64617	3736312	71993	PASSED
2.	Declaration of Final Dividend of Rs.2.00 per share for the financial year ended 31 st March 2020	Ordinary	3724582	1402	82321	0	3806903	1402	PASSED
3.	Appointment of Sri.N.Radhakrishnan, (DIN: 00390913), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	3718608	7376	4500	77821	3723108	85197	PASSED
4.	Ratification of Remuneration payable to Cost Auditors M/s. Nagarajan & Co., for the period of 2020-21	Ordinary	3724582	1402	4500	77821	3729082	79223	PASSED
5.	To appoint Independent Director Smt. M.Amutha (DIN: 07137884) for another term of 5 years	Special	3718608	7376	4500	77821	3723108	85197	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, 2020, including the audited Standalone Balance Sheet as at 31st March, 2020, 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, 2020, including the audited Consolidated Balance Sheet as at 31st March, 2020 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	24	3718608	99.80
E – Voting at AGM	35	17704	21.51
Total Voting	59	3736312	98.11

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	7376	0.20
E – Voting at AGM	1	64617	78.49
Total Voting	5	71993	1.89

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 2020

VOTES CAST IN FAVOUR OF THE RESOLUTION

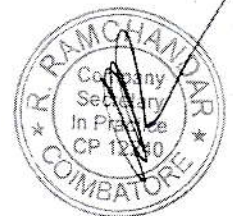
Mode of Voting	Number of Members Voted through Electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E – Voting	25	3724582	99.96
E – Voting at AGM	36	82321	100
Total Voting	61	3806903	99.96

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	1402	0.04
E – Voting at AGM	0	0	0
Total Voting	3	1402	0.04

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. N.Radhakrishnan (DIN: 00390913), 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	24	3718608	99.80
E – Voting at AGM	34	4500	5.47
Total Voting	59	3723108	97.76

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	7376	0.20
E – Voting at AGM	2	77821	94.53
Total Voting	6	85197	2.24

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

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 2020-21 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	25	3724582	99.96
E - Voting at AGM	34	4500	5.47
Total Voting	59	3729082	97.92

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	1402	0.04
E - Voting at AGM	2	77821	94.53
Total Voting	5	79223	2.08

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

Special Resolution

RESOLVED THAT pursuant to the provisions of Sections 149,152,160 and any other applicable provisions of the Companies Act, 2013 and the Rules made there under read with Schedule IV to the Act, (including any statutory modification(s) or re-enactment thereof for the time being in force), the relevant provisions of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015, (SEBI LODR) as amended and as per the recommendations of the Nomination and Remuneration Committee, the approval of the members of the Company be and is hereby accorded for reappointment of Smt. M.Amutha (DIN: 07137884) whose current period of office is expiring on 25th September 2020 and who has submitted a declaration confirming the criteria of Independence under Section 149(6) of the Companies Act, 2013 read with SEBI LODR, as amended from time to time, and who is eligible for reappointment for a second term under the provisions of the Companies Act, 2013, Rules made there under and Listing Regulations and in respect of whom the Company has received a notice in writing from a Member proposing her candidature for the office of Director pursuant to Section 160 of the Companies Act,2013, as an Independent Non-Executive Director of the Company, whose term shall not be subject to retirement by rotation, to hold office for 5 (Five) consecutive years on the Board of the Company for a term w.e.f. 26th September 2020 to 25th September 2025.

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	24	3718608	99.80
E – Voting at AGM	34	4500	5.47
Total Voting	58	3723108	97.76

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	7376	0.20
E – Voting at AGM	2	77821	94.53
Total Voting	6	85197	2.24

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

Place: Coimbatore
Date: 28.09.2020
UDIN : F010097B000796951

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