



# Super Spinning Mills Limited

Regd. & Central Office : "Elgi Towers" P.B. 7113, Green Fields, 737-D, Pulliakulam Road, Coimbatore - 641 045.  
CIN : L17111TZ1962PLC001200



24<sup>th</sup> September 2020

Listing Department <b>BSE Ltd</b> Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400 001  <b>Scrip Code: - 521180</b>	Listing Department <b>National Stock Exchange of India Limited</b> "Exchange Plaza", C-1, Block G Bandra - Kurla Complex, Bandra (E) Mumbai - 400 051  <b>Scrip Code: - SUPERSPIN</b>
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Dear Sir

## Sub: Reg. Proceedings of the AGM

The 58th AGM of the Members of the Company was held on 23rd September, 2020 at 02:30 p.m. through Video Conferencing / Other Audio Visual Means (VC/OAVM) in compliance with the applicable provisions of the Companies Act, 2013 read with rules made thereunder as amended and Circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) to transact the businesses as stated in the notice dated 29th August, 2020, convening the AGM.

Summary of the proceedings of the AGM as required under Regulation 30 read with Part A of Schedule - III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations') is as attached



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## Proceedings of the 58<sup>th</sup> Annual General Meeting of the Company held on Wednesday the 23<sup>rd</sup> day of September, 2020 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

Pursuant to Regulation 30 read with para A of Part A of Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the 58<sup>th</sup> Annual General Meeting of the Company was duly held on Wednesday the 23<sup>rd</sup> day of September, 2020 at 02:30 PM (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circular No. 20/2020 dated 5<sup>th</sup> May 2020 read with Circular No. 14/2020 dated 8<sup>th</sup> April 2020 and Circular No. 17/2020 dated 13<sup>th</sup> April 2020 issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular dated 12<sup>th</sup> May, 2020 issued by the SEBI and the proceedings of the said meeting is given hereunder:

### Present:

The following Directors were present at the 58<sup>th</sup> Annual General Meeting through Video Conferencing (VC) / Other Audio Visual Means (OAVM):

Name of the Director	Category / Designation
Mr. Sumanth Ramamurthi	Chairman & Managing Director. Member of the Stakeholders Relationship Committee
Mr. Sudarsan Varadaraj	Independent Director. Member of the Nomination and Remuneration Committee
Mr. C G Kumar	Independent Director. Member of the Audit Committee and Member of the Nomination and Remuneration Committee
Mrs. Suguna Ravichandran	Independent Director. Chairman of the Audit Committee and Chairman of Stakeholders Relationship Committee
Mr. B Lakshmi Narayana	Independent Director. Chairman of the Nomination and Remuneration Committee and Member of the Audit & Stakeholders Relationship Committee
Mr. Sanjay Krishna Ramamurthi	Non- Independent Director

### In-attendance

Mrs. Narmatha G K, Company Secretary and  
Mr. B Sathyanarayana Reddy, Chief Financial Officer (CFO)



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Mr. Timmayya Hegde of M/s. Sethia, Prabhada Hegde & Co., Statutory Auditor and Mr. M D Selvaraj, FCS, of MDS & Associates, Secretarial Auditor and Scrutinizer for the meeting were also present at the 58<sup>th</sup> Annual General Meeting through VC/OAVM.

A total of 44 members representing 2,37,17,863 equity shares had attended the meeting through the video conferencing / other audio-visual means.

Mrs. Narmatha G K, Company Secretary, welcomed all the members and informed that the 58<sup>th</sup> Annual General Meeting of Super Spinning Mills Limited was held through Video Conferencing / Other Audio Visual Means ("VC/OAVM") facility.

Thereafter, the Company Secretary briefed certain procedural and technical information regarding the participation of the members through video conferencing / other audio visual means. She also informed, that the Company has received requests from members to register them as speakers during the meeting and accordingly, the floor would be open to such registered speaker shareholders to raise their questions or express their views once the Chairman opens the floor for questions.

She further informed to members that, based on the reasons of business exigency, the Board of directors of the company has decided that the Special Business items included in the notice convening the meeting was unavoidable, hence was being considered.

Then she invited Mr. Sumanth Ramamurthi, Chairman of the meeting to conduct the 58<sup>th</sup> Annual General Meeting.

The Chairman welcomed all the members for the AGM and stated that the proceedings of this Annual General Meeting were being recorded and that the recorded video would be posted on the website of the Company.

He then introduced the Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee and other Directors / Statutory Auditor / Secretarial Auditor / Scrutiniser / and the Key Executives present in the meeting through VC/OAVM facility.

Mr. Sumanth Ramamurthi, Chairman of the meeting informed that members attending the AGM through Video Conferencing shall be counted for the purpose of reckoning the quorum, and since the requisite quorum was present, he called the meeting to order.

He further mentioned that, since AGM was held through Video Conferencing, the physical attendance of Members and the requirement for appointment of proxy and its related compliances was not applicable.

He also stated that he was satisfied with the facilities provided to the members of the Company for participating in the AGM through Video Conference.



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Thereafter, the Chairman informed that the registers as required under the Companies Act, 2013 was available electronically for inspection by the members during the AGM and that the members interested can mail at [investors@ssh.saraelgi.com](mailto:investors@ssh.saraelgi.com) and view the same.

The Chairman further informed that since the notice of the AGM along with the audited financial statements and the Directors' report were already circulated to all the members, the same was taken as read. Further, since there were no qualifications or comments or remarks in the Statutory Auditors Report and the Secretarial Auditor's Report for the financial year ended 31<sup>st</sup> March, 2020, the same was also taken as read.

Thereafter the Chairman briefed the members about the performance of the Company. Then, he asked the Company secretary to explain the voting process at the AGM.

The Company Secretary informed that the Company had provided to the Shareholders, the facility to cast their vote electronically on all resolutions set forth in the Notice of the AGM through remote e-voting facility provided by the Link Intime India Private Limited (LIPL), which had commenced on Sunday, 20<sup>th</sup> September, 2020 at 9:00 AM and ended on Tuesday, 22<sup>nd</sup> September, 2020 at 5:00 PM (IST). She informed that the shareholders, who are present at the AGM and had not cast their vote through remote e-voting, has been provided an opportunity to cast their votes through e-voting at the meeting.

She further informed that, the Board of Directors had appointed Mr.M.D.Selvaraj, FCS, of M/s. MDS & Associates, Company Secretaries, Coimbatore as the Scrutinizer to conduct the remote e-voting and e-voting process at the 58<sup>th</sup> AGM in a fair and transparent manner and to ascertain the requisite majority.

She also conveyed to the members that, since the AGM was held through Video Conference and the resolutions in the Notice were already put to vote through e-voting, there was no proposing and seconding of resolutions and also there was no voting by show of hands.

The Chairman then read the summary of the resolutions set out in the agenda Item No.1 to 3 of the Notice of the 58<sup>th</sup> Annual General Meeting dated 29<sup>th</sup> August, 2020 as follows;

## Ordinary Business:

1. Adoption of the audited financial statements of the company for the financial year ended 31<sup>st</sup> March, 2020, together with the reports of the Board of Directors and the Auditors thereon.

Since he was interested in the agenda Item No.2 of the Notice of the 58<sup>th</sup> Annual General Meeting dated 29<sup>th</sup> August, 2020, he vacated the Chair and Mrs. Suguna Ravichandran, Independent Director, took the Chair and read the summary of the resolution set out in the agenda Item No.2 of the Notice as follows;



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2. Re-appointment of Mr. Sumanth Ramamurthi (DIN 00002773) as Director, who retires by rotation.

After transacting the resolution set out in the agenda Item No.2 of the Notice, Mrs. Suguna Ravichandran invited Mr. Sumanth Ramamurthi, Chairman and Managing Director to take the Chair and accordingly, the Chairman and Managing Director took the Chair and read the summary of the resolution set out in the agenda Item No.3 of the Notice as follows;

## Special Business:

3. Ratification of the appointment and the payment of remuneration to Mr.R.Krishnan, Cost Accountant (Membership No.7799), for the financial year 2020-21.

The Chairman then opened the floor for the registered speaker shareholders to raise their queries and requested the Company Secretary to explain to the shareholders about the procedure to be followed by them.

The Company Secretary briefed the procedure to be followed by the speakers after which Mr. Abhishek who have registered as speakers, raised some questions. Chairman clarified the queries raised by the member and then Mr. Jaichand who had also registered as speakers, raised some questions which was again duly clarified by the Chairman. There were also queries received through the chat facility which was also read out and answered.

The Chairman informed that the e-voting facility provided by the Link Intime India Private Limited (LIPL) would remain open for the next 15 minutes to enable the shareholders, who are present at the meeting and had not cast their votes through remote e-voting, to cast their votes electronically. He informed further that the results of the voting shall be declared within the prescribed time and the consolidated scrutinizer's report along with the voting results would be submitted to the Link India Private Limited (<https://instavote.linkintime.co.in>), Bombay Stock Exchange Limited, National Stock Exchange of India Limited and would also be placed on the Company's website ([www.superspinnig.com](http://www.superspinnig.com)).

The Chairman then thanked all the shareholders / Directors / Auditors / Scrutiniser, who have joined the 58<sup>th</sup> Annual General Meeting through video conferencing facility/other audio visual means.

The 58<sup>th</sup> AGM was concluded at 03:15 PM.

Kindly take the above on record.

Thanking you,

Yours faithfully,

For Super Spinning Mills Ltd

Narmatha G K  
Company Secretary

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