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

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CIN: L17111TZ1987PLC002090

28.09.2023

To

BSE Limited (BSE) Corporate Relationship Department Phiroze Jeejeebhoy towers, 25<sup>th</sup> 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 35th Annual General Meeting. The e-voting facility was opened from 24.09.2023 (9.00 am) to 26.09.2023 (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 Ramchandar.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: 2023.09.28

Mohana priya .M **Company Secretary** 



Home Validate

Voting results				
Record date	20-09-2023			
Total number of shareholders on record date	7129			
No. of shareholders present in the meeting either in person or through proxy	1			
a) Promoters and Promoter group	0			
b) Public	(			
No. of shareholders attended the meeting through video conferencing				
a) Promoters and Promoter group	3			
b) Public	50			
No. of resolution passed in the meeting	4			
Disclosure of notes on voting results	Add Notes			

Prev

			Resc	olution (1)						
	Res	olution required: (Ord	inary / Special)	Ordinary						
Whether p	romoter/promoter group are	interested in the agen	da/resolution?	No						
		Description of resolut		To consider ar schedules, Report	nd adopt audited sta of the Board of Dire	ndalone and conso ctors and Auditors	lidated financial sta for the year ended	tements with 31st March, 2023		
Category	Mode of voting	No. of shares held	No. of votes   an outstanding		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		
	E-Voting		2031082	50.2083	2031082	0	100.0000	0.0000		
Promoter and	Poll	4045311								
Promoter Group	Postal Ballot (if applicable)				-,					
	Total	4045311	2031082	50.2083	2031082	0	100.0000	0.0000		
9	E-Voting		0	0	0	0	0.0000	0.0000		
Public-	Poll	0	0	0	0	0				
Institutions	Postal Ballot (if applicable)		. 0	0	0	0	0.0000			
	Total	0	0	0.0000	0	0	0.0000	0.0000		
	E-Voting	*	8233	0.3044	7631	602	92.6880	7.3120		
Public- Non	Poll	2704689								
Institutions	Postal Ballot (if applicable)									
	Total	2704689	8233	0.3044	7631	602				
	Total	6750000	2039315			602				
					Whether resolution			es		
					Disclosure of	notes on resolutior	Add	Notes		

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group					
Public Insitutions					
Public - Non Insitutions	(				

			Resc	olution (2)							
	Res	olution required: (Ord	inary / Special)	Ordinary							
Whether p	oromoter/promoter group are	interested in the agen	da/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 2023							
Category	Mode of voting	Mode of voting  No. of shares held  No. 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			
	E-Voting		2031082	50.2083	2031082	0	100.0000	0.0000			
Promoter and	Poll	4045311									
Promoter Group	Postal Ballot (if applicable)										
	Total	4045311	2031082	50.2083	2031082	0	100.0000	0.0000			
	E-Voting		0	0	0	0	0.0000	0.0000			
Public-	Poll	0	. 0	0	0	0	0.0000	0.0000			
Institutions	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000			
	Total	0	0	0.0000	0	0	0.0000	0.0000			
2	E-Voting		8233	0.3044	7631	602	92.6880	7.3120			
Public- Non	Poll	2704689									
Institutions	Postal Ballot (if applicable)	6	9								
	Total	2704689	8233	0.3044	7631	602	92.6880	7.3120			
	Total	6750000	2039315			602					
					Whether resolution	is Pass or Not.	)	es es			
,					Disclosure of I	notes on resolution	Add	Notes			

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group	0				
Public Insitutions	0				
Public - Non Insitutions	0				

			Resc	olution (3)						
	Res	olution required: (Ord	linary / Special)	Ordinary						
Whether p	oromoter/promoter group are	interested in the agen	nda/resolution?	No						
		Description of resolu	tion considered	To appoint a Direc	tor Sri. M.Moorthi (I f	DIN: 06801357) whor re-appointment		and being eligible		
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		
	E-Voting		2031082	50.2083	2031082	0	100.0000	0.0000		
Promoter and	Poll	4045311								
Promoter Group	Postal Ballot (if applicable)									
	Total	4045311	2031082	50.2083	2031082	0	100.0000	0.0000		
	E-Voting		0	0	0	0	0.0000	0.0000		
Public-	Poll	0	0	0	0	0	0.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000		
,	Total	0	0	0.0000	0	0	0.0000	0.0000		
	E-Voting		8233	0.3044	7631	602	92.6880	7.3120		
Public- Non	Poll	2704689								
Institutions	Postal Ballot (if applicable)									
	Total	2704689	8233	0.3044	7631	602	92.6880	7.3120		
	Total	6750000	2039315		2038713	602	99.9705			
					Whether resolution	is Pass or Not.	Y	es		
20					Disclosure of r	otes on resolution	Add	Notes		

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group					
Public Insitutions					
Public - Non Insitutions					

			Resc	olution (4)						
	Res	olution required: (Ord	inary / Special)	Ordinary						
Whether p	oromoter/promoter group are	interested in the agen	da/resolution?	No						
		Description of resolut		Ratification of Rer	nuneration payable on	to Cost Auditor M/ the period of 2023-		Mr. M.Nagarajan,		
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 (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)				
	E-Voting		2031082	50.2083	2031082	0	100.0000	0.0000		
Promoter and	Poll	4045311								
Promoter Group	Postal Ballot (if applicable)									
	Total	4045311	2031082	50.2083	2031082	0	100.0000	0.0000		
	E-Voting		0	0	0	0	0.0000	0.0000		
Public-	Poll	0	0	0	0	0	0.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000		
	Total	0	0	0.0000	0	0	0.0000	0.0000		
	E-Voting		8233	0.3044	7601	632	92.3236	7.6764		
Public- Non	Poll	2704689								
Institutions	Postal Ballot (if applicable)					=				
	Total	2704689	8233	0.3044	7601	632	92.3236	7.6764		
	Total	6750000	2039315			632				
					Whether resolution	is Pass or Not.	Y	es		
			3		Disclosure of r	notes on resolution	Add	Notes		

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group	0				
Public Insitutions	0				
Public - Non Insitutions	0				

### 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 Rule20 (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,

35<sup>th</sup> Annual General Meeting of the Members of

M/s. AMARJOTHI SPINNING MILLS LIMITED

CIN: L17111TZ1987PLC002090

Held on 27<sup>th</sup> September, 2023 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 35<sup>th</sup> Annual General Meeting of Amarjothi Spinning Mills Limited held on 27<sup>th</sup> September, 2023 through video conferencing (VC)/other audio visual means (OAVM) in accordance with the circulars dated 8<sup>th</sup> April 2020, 13<sup>th</sup> April 2020, 5<sup>th</sup> May 2020, 13<sup>th</sup> January 2021, 14<sup>th</sup> December 2021, 5<sup>th</sup> May 2022 and 28<sup>th</sup> 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 12<sup>th</sup> May 2020, 15<sup>th</sup> January 2021, 13<sup>th</sup> May 2022 and 5<sup>th</sup> January 2023 issued by the Securities and Exchange Board of India (SEBI).

Dear Sir/ Ma'am,

I, Mr. Ramchandar .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 35<sup>th</sup> Annual General Meeting of Amarjothi Spinning Mills Limited held on 27<sup>th</sup> September, 2023 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 27<sup>th</sup> September, 2023.

The notice dated 7<sup>th</sup> August, 2023 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 5<sup>th</sup> May 2020 read with circulars dated 8<sup>th</sup> April 2020, 13<sup>th</sup> April 2020, 5<sup>th</sup> May 2020, 13<sup>th</sup> January 2021, 14<sup>th</sup> December 2021, 5<sup>th</sup> May 2022 and 28<sup>th</sup> December 2022 issued by the Ministry of Corporate Affairs and Circulars dated 12<sup>th</sup> May 2020, 15<sup>th</sup> January 2021, 13<sup>th</sup> May 2022 and 5<sup>th</sup> January 2023 issued by the Securities and Exchange Board of India (SEBI)

The Company has availed the e-voting facility offered by Central Depositary 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 20<sup>th</sup> September, 2023 and the Central Depositary 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 Depositary Services Limited (CDSL) e-voting system.

I as Scrutinizer, unblocked the votes cast by the Shareholders of the Company through e-voting process, on 27<sup>th</sup> day of September 2023 at 01.08 P.M in the presence of Mr. D.Santhosh (under the witness No:1) and Ms. V. Vishalatchi (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

(D.Santhosh)

2. Jathah

(V. Vishalatchi)

V. Vishalardu



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	27 <sup>th</sup> September 2023, 35 <sup>th</sup> AGM
TOTAL NUMBER OF SHAREHOLDERS AS ON RECORD DATE	7129
NO.OF SHAREHOLDERS PRESENT IN THE MEETING EIGTHER IN PERSON (OR) THROUGH PROXY GROUP:	NIL
Promoters and promoter Group:	NIL
Public:	NIL
NO.OF SHAREHOLDERS ATTENDED THE MEETING THROUGH VIDEO CONFERENCING	53
Promoters and promoter Group:	3
Public:	50

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
		THE VE	FOR	AGAINST	FOR	AGAINST	FOR	AGAINST	
1.	Adoption of Audited financial Statements for the year ended 31 <sup>st</sup> March 2023, the report of the Board of Directors and the report of the Auditors thereon.	Ordinary	2032978	602	5735	0	2038713	602	PASSED
2.	Declaration of Final Dividend of Rs.2.20 per share for the financial year ended 31 <sup>st</sup> March 2023	Ordinary	2032978	602	5735	0	2038713	602	PASSED
3.	Appointment of Sri. M.Moorthi (DIN: 06801357), who retires by rotation and being eligible, offers himself for re- appointment.	Ordinary	2032978	602	5735	0	2038713	602	PASSED
4.	Ratification of Remuneration payable to Cost Auditors M/s. Nagarajan & Co., for the period of 2023- 24	Ordinary	2032948	632	5735	0	2038683	632	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 2023, 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	24	2032978	99.69	
E – Voting at AGM	44	5735	0.28	
Total Voting	68	2038713	99.97	

#### **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	602	0.03
E – Voting at AGM	0	0	0
Total Voting	2	602	0.03

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, 2023, and that the same be paid to the members whose names appeared in the Register of Members of the company as on 20th September 2023.

### **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	2032978	99.69
E – Voting at AGM	44	5735	0.28
Total Voting	68	2038713	99.97

### **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	602	0.03
E – Voting at AGM	0	0	0
Total Voting	2	602	0.03

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. M.Moorthi (DIN: 06801357) who retires by rotation and being eligible for reappointment 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	24	2032978	99.69
E – Voting at AGM	44	5735	0.28
Total Voting	68	2038713	99.97

# **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	602	0.03
E – Voting at AGM	0	0	0
Total Voting	2	602	0.03

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**

# 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 2023-24 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	23	2032948	99.69
E – Voting at AGM	44	5735	0.28
Total Voting	67	2038683	99.97

### **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	632	0.03
E – Voting at AGM	0	0	0
Total Voting	3	632	0.03

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: 28.09.2023

UDIN: F010097E001099548

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

CP 12240