



01st October , 2019

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
Managing Director
DIN: 00041892

Encl: as above

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 40th Annual General Meeting ("AGM") of the Equity Shareholders of the Company, held on Monday, 30th September, 2019 at 10:00 A.M. at Gayatri Gardens, Survey No. 26, Sikh Village, Near Diamond Point Hotel, Secunderabad - 500009, Telangana, 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 40th 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 Karvy Computershare Private Limited (KCPL) and voting by use of poll paper at the meeting.
2. In accordance with the Notice of the 40th 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 27th September 2019 and remained open upto 5:00 PM on 29th September 2019.
3. The Equity Shareholders holding shares as on the cut-off date i.e., 20th September 2019, were entitled to vote on the resolutions stated in the Notice of the 40th 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 10:15 A.M in the presence of two witnesses, Ms. Nikitha Sarda and Mr. Prince Pandey, who are not the employees of



reconciled with the records maintained by Karvy Computershare Private Limited (KCPL), 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 KCPL 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 Ms. Nikitha Sarda and Mr. Prince Pandey, 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 KCPL (<http://evoting.karvy.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 40th AGM and the same shall be handed over thereafter to the Chairman for safe keeping.

Thanking you.

**For R & A Associates
Company Secretaries**



Rashida Adenwala
Partner

FCS: 4020, CP No. 2224

Place: Hyderabad

Date: 30th September 2019



NAME: SURYAVANSHI SPINNING MILLS LIMITED

SLNO	DESCRIPTION					
A	DATE OF AGM		30-09-2019			
B	BOOK CLOSURE DATE		23-09-2019 TO 30-09-2019 (BOTH DAYS INCLUSIVE)			
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE		6368			
D	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY		31			
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP ()	3	0	3	2850500	58.07183
	PUBLIC	28	0	28	537100	10.94207
	TOTAL	31	0	31	3387600	69.01390
E	No. of shareholders attended the meeting through Video conferencing , No video conferencing facility was made available.					



	SURYAVANSHI SPINNING MILLS LIMITED
Date of the AGM/EGM	30-09-2019
Total number of shareholders on record date	6368
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	3
Public:	28
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1										
Resolution required: (Ordinary/ Special)	SPECIAL - To Authorise the Board to Sell, Lease or otherwise dispose undertaking of Company Pursuant to Section 1801a										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	2,850,500	0	0.0000	0	0	0.0000	0.0000	0	0	
	Poll		2,850,500	100.0000	2,850,500	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		2,850,500	100.0000	2,850,500	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	683	0	0.0000	0	0	0.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		0	0	0	0	0.0000	0.0000	0	0	
Public- Non Institutions	E-Voting	2,057,393	4,807	0.2336	1	4,806	0.0208	99.9791	0	0	
	Poll		536,799	26.0912	536,799	0	100.0000	0.0000	301	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		541,606	26.3248	536,800	4,806	99.1126	0.8874	301	0	
Total	4,908,576	3,392,106	69.1057	3,387,300	4,806	99.8583	0.1417	301	0		

Resolution No.	2										
Resolution required: (Ordinary/ Special)	SPECIAL - Alteration of the Object Clause of the Memorandum of Association of the Company										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	2,850,500	0	0.0000	0	0	0.0000	0.0000	0	0	
	Poll		2,850,500	100.0000	2,850,500	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		2,850,500	100.0000	2,850,500	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	683	0	0.0000	0	0	0.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		0	0	0	0	0.0000	0.0000	0	0	
Public- Non Institutions	E-Voting	2,057,393	4,807	0.2336	90	4,717	1.8722	98.1277	0	0	
	Poll		536,799	26.0912	536,799	0	100.0000	0.0000	301	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		541,606	26.3248	536,889	4,717	99.1291	0.8709	301	0	
Total	4,908,576	3,392,106	69.1057	3,387,389	4,717	99.8509	0.1391	301	0		



Resolution No.		3								
Resolution required: (Ordinary/ Special)		SPECIAL - Alteration in the Liability Clause of the Memorandum of Association of the Company								
Whether promoter/ promoter group are interested in the agenda/resolution?		No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	2,850,500	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		2,850,500	100.0000	2,850,500	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,850,500	100.0000	2,850,500	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	683	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0.0000	0	0	0.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	2,057,393	4,807	0.2336	90	4,717	1.8722	98.1277	0	0
	Poll		536,799	26.0912	536,799	0	100.0000	0.0000	301	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		541,606	26.3248	536,889	4,717	99.1291	0.8709	301	0
Total		4,908,576	3,392,106	69.1057	3,387,389	4,717	99.8609	0.1391	301	0

Resolution No.		4								
Resolution required: (Ordinary/ Special)		SPECIAL - Adoption of Articles of association as per the provisions of the Companies Act, 2013								
Whether promoter/ promoter group are interested in the agenda/resolution?		No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	2,850,500	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		2,850,500	100.0000	2,850,500	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,850,500	100.0000	2,850,500	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	683	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0.0000	0	0	0.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	2,057,393	4,807	0.2336	90	4,717	1.8722	98.1277	0	0
	Poll		536,799	26.0912	536,799	0	100.0000	0.0000	301	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		541,606	26.3248	536,889	4,717	99.1291	0.8709	301	0
Total		4,908,576	3,392,106	69.1057	3,387,389	4,717	99.8609	0.1391	301	0



Resolution No.	5									
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March 2019 and the Reports of the Directors and Auditors thereon.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	2,850,500	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		2,850,500	100.0000	2,850,500	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,850,500	100.0000	2,850,500	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	683	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	2,057,393	4,807	0.2336	90	4,717	1.8722	98.1277	0	0
	Poll		536,799	26.0912	536,799	0	100.0000	0.0000	301	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		541,606	26.3248	536,889	4,717	99.1291	0.8709	301	0
Total		4,908,576	3,392,106	69.1057	3,367,389	4,717	99.8609	0.1391	301	0

Resolution No.	6									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a director in place of Sri. Rajender Kumar Agarwal, who retires by rotation and, being eligible, offers himself for reappointment.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	2,850,500	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		2,850,500	100.0000	2,850,500	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,850,500	100.0000	2,850,500	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	683	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	2,057,393	4,807	0.2336	90	4,717	1.8722	98.1277	0	0
	Poll		536,799	26.0912	536,799	0	100.0000	0.0000	301	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		541,606	26.3248	536,889	4,717	99.1291	0.8709	301	0
Total		4,908,576	3,392,106	69.1057	3,367,389	4,717	99.8609	0.1391	301	0

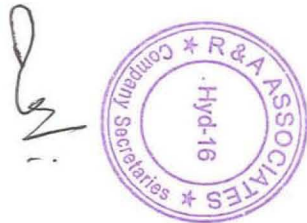


SURYAVANSHI SPINNING MILLS LIMITED-30/09/2019-GAYATRI GARDENS, SURVEY NO.26, SIKH Evoting

Sri	Resolution	Ballots		Favour			Against			Invalid		Abstain		Less Voted
		Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	Ballots	Votes	
1	To Authorise the Board to Sell, Lease or otherwise dispose undertaking of Company Pursuant to Section 1801a	4	4807	1	1	0.0208	3	4806	99.9792	0	0	0	0	0
2	Alteration of the Object Clause of the Memorandum of Association of the Company	4	4807	2	90	1.8723	2	4717	98.1277	0	0	0	0	0
3	Alteration in the Liability Clause of the Memorandum of Association of the Company	4	4807	2	90	1.8723	2	4717	98.1277	0	0	0	0	0
4	Adoption of Articles of association as per the provisions of the Companies Act, 2013	4	4807	2	90	1.8723	2	4717	98.1277	0	0	0	0	0
5	To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March 2019 and the Reports of the Directors and Auditors thereon.	4	4807	2	90	1.8723	2	4717	98.1277	0	0	0	0	0
6	To appoint a director in place of Sri. Rajender Kumar Agarwal, who retires by rotation and, being eligible, offers himself for reappointment.	4	4807	2	90	1.8723	2	4717	98.1277	0	0	0	0	0

SURYAVANSHI SPINNING MILLS LIMITED-30/09/2019-GAYATRI GARDENS, SURVEY NO.26, SIKH Instapoll

Sri	Resolution	Ballots		Favour			Against			Invalid		Abstain		Less Voted
		Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	Ballots	Votes	
1	To Authorise the Board to Sell, Lease or otherwise dispose undertaking of Company Pursuant to Section 1801a	29	3387299	29	3387299	100	0	0	0	2	301	0	0	0
2	Alteration of the Object Clause of the Memorandum of Association of the Company	29	3387299	29	3387299	100	0	0	0	2	301	0	0	0
3	Alteration in the Liability Clause of the Memorandum of Association of the Company	29	3387299	29	3387299	100	0	0	0	2	301	0	0	0
4	Adoption of Articles of association as per the provisions of the Companies Act, 2013	29	3387299	29	3387299	100	0	0	0	2	301	0	0	0
5	To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March 2019 and the Reports of the Directors and Auditors thereon.	29	3387299	29	3387299	100	0	0	0	2	301	0	0	0
6	To appoint a director in place of Sri. Rajender Kumar Agarwal, who retires by rotation and, being eligible, offers himself for reappointment.	29	3387299	29	3387299	100	0	0	0	2	301	0	0	0



SURYAVANSHI SPINNING MILLS LIMITED-30/09/2019-GAYATRI GARDENS, SURVEY NO.26, SIKH eVoting and Instapoll

Srl	Resolution	Ballots		Favour			Against			Invalid		Abstain		Less Voted
		Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	Ballots	Votes	
1	To Authorise the Board to Sell, Lease or otherwise dispose undertaking of Company Pursuant to Section 1801a	33	3392106	30	3387300	99.8583	3	4806	0.1417	2	301	0	0	0
2	Alteration of the Object Clause of the Memorandum of Association of the Company	33	3392106	31	3387389	99.8609	2	4717	0.1391	2	301	0	0	0
3	Alteration in the Liability Clause of the Memorandum of Association of the Company	33	3392106	31	3387389	99.8609	2	4717	0.1391	2	301	0	0	0
4	Adoption of Articles of association as per the provisions of the Companies Act, 2013	33	3392106	31	3387389	99.8609	2	4717	0.1391	2	301	0	0	0
5	To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March 2019 and the Reports of the Directors and Auditors thereon.	33	3392106	31	3387389	99.8609	2	4717	0.1391	2	301	0	0	0
6	To appoint a director in place of Sri. Rajender Kumar Agarwal, who retires by rotation and, being eligible, offers himself for reappointment.	33	3392106	31	3387389	99.8609	2	4717	0.1391	2	301	0	0	0

