



DECLARATION OF RESULTS BY THE CHAIRMAN AT THE 40<sup>th</sup> ANNUAL  
GENERAL MEETING HELD ON SUNDAY 28-09-2014

Sl No.	Resolutions	Type of Resolution	Declaration of Result
1.	ADOPTION OF FINANCIAL STATEMENTS	Ordinary Resolution	Resolution passed Unanimously
2.	DECLARATION OF DIVIDEND	Ordinary Resolution	Resolution passed Unanimously
3.	APPOINTMENT OF SRI D.SUDHARSAN, DIRECTOR RETIRING BY ROTATION	Ordinary Resolution	Resolution passed Unanimously
4.	APPOINTMENT OF STATUTORY AUDITORS	Ordinary Resolution	Resolution passed Unanimously
5.	RATIFICATION OF REMUNERATION PAYABLE TO THE COST AUDITORS	Ordinary Resolution	Resolution passed Unanimously
6.	APPOINTMENT OF SRI P.S.ANANTHANARAYANAN, INDEPENDENT DIRECTOR	Ordinary Resolution	Resolution passed Unanimously
7.	APPOINTMENT OF Dr.V.GOPALAN, INDEPENDENT DIRECTOR	Ordinary Resolution	Resolution passed Unanimously
8.	APPOINTMENT OF SRI N.ASOKA, INDEPENDENT DIRECTOR	Ordinary Resolution	Resolution passed Unanimously
9.	APPOINTMENT OF SRI S.GNANASEKHARAN, INDEPENDENT DIRECTOR	Ordinary Resolution	Resolution passed Unanimously

For Sambandam Spinning Mills Ltd.

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(S. DEVARAJAN)

Chairman and Managing Director





Sl No.	Resolutions	Type of Resolution	Declaration of Result
10.	APPOINTMENT OF SRI KAMESHWAR M.BHAT, INDEPENDENT DIRECTOR	Ordinary Resolution	Resolution passed Unanimously
11.	APPOINTMENT OF SMT.S.ABIRAMI, NON-EXECUTIVE & NON-INDEPENDENT DIRECTOR	Ordinary Resolution	Resolution passed Unanimously
12.	APPOINTMENT OF SRI A.R.ANNAMALAI, NON-EXECUTIVE DIRECTOR	Ordinary Resolution	Resolution passed Unanimously
13.	APPROVAL OF BORROWING LIMITS OF THE COMPANY	Special Resolution	Resolution passed with requisite Majority as Special Resolution
14.	CREATION OF SECURITY ON THE PROPERTIES OF THE COMPANY	Special Resolution	Resolution passed with requisite Majority as Special Resolution
15.	AMENDMENT OF MEMORANDUM OF ASSOCIATION OF THE COMPANY	Special Resolution	Resolution passed Unanimously
16.	AMENDMENT OF ARTICLES OF ASSOCIATION OF THE COMPANY	Special Resolution	Resolution passed Unanimously
17.	ACCEPTANCE OF DEPOSITS FROM MEMBERS OF THE COMPANY	Ordinary Resolution	Resolution passed Unanimously



*For Sambandam Spinning Mills Ltd.*

  
(S. DEVARAJAN)  
Chairman and Managing Director

To

The Chairman  
40<sup>th</sup> Annual General Meeting of the Shareholders of Sambandam Spinning Mills  
Limited,  
(AGM on 28.09.2014)  
Kamaraj Colony,  
Salem - 636 014

Dear Sir,

**Report of the Scrutinizer pursuant to the Sections 108 and 110 of the Companies Act, 2013 and Rules 20 (3) (xi) and 22 (9) of the Companies (Management and Administration) Rules, 2014.**

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I, S. Solaiyappan, Practising Company Secretary, having office at No 25/11-A4, Guru Raghavendra Nagar, Yerikkarai Road, Reddiyur, Salem 636 004 being appointed as the Scrutinizer by the Board of Directors of Sambandam Spinning Mills Limited., (the Company) for the purpose of scrutinizing voting process in a fair and transparent manner in respect of the below mentioned Resolutions proposed at the 40<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company to be held on 28<sup>th</sup> September 2014 at 10.30 A.M. at the Registered Office of the Company, Kamaraj Nagar Colony, Salem - 636 014, submit my report as under:

1. In accordance with the Notice of the 40<sup>th</sup> Annual General Meeting of the Company dated 13/08/2014 sent to the Shareholders, the E-voting opened on 22<sup>nd</sup> September 2014 at 9.15 A.M. and remained open up to 6.30 P.M. on 24<sup>th</sup> September 2014. The Equity Shareholders holding shares as on 14<sup>th</sup> August 2014, "cut - off date" were entitled to vote on the Resolutions stated in the Notice of the 40<sup>th</sup> Annual General Meeting of the Company.
2. The Company has also provided to the Shareholders, who do not have access to the e - voting facility, to send their assent or dissent in writing on a Postal Ballot, in terms of the mandatory provisions of Clause 35 B of the Listing Agreement. The Postal Ballot Forms were dispatched to the shareholders along with the Notice of the 40<sup>th</sup> Annual General Meeting of the Company. Voting rights reckoned on the shareholding as on the above mentioned cut-off date i.e. 14.08.2014. The last date for receipt of the physical Ballot Forms was on 24.09.2014 at 6.30 P.M.



3. The 'Advertisement' was published pursuant to the Rule 20 (3) (V) and Rule 22 (3) of the Companies (Management and Administration) Rules, 2014 on 28/08/2014 in "Trinity Mirror" in English and "Makkal Kural" in Tamil.
4. The votes polled through Electronic Voting system were unblocked /considered on 24.09.2014 at 19.09 hours in the presence of Mr. K. Meivannan and Mr. M. Solaiyappan who are not employees of the Company and who have signed below as witnesses to the unblocking of the votes. The e-voting details (voted "For and Against") were downloaded from the e - voting website of Central Depository Services (India) Limited (CDSL) (<http://www.evotingindia.com>) and the same is attached herewith.
5. The Ballot Box was opened in my presence and the Ballot Forms were diligently scrutinized and reconciled with the records maintained by the Company. They were subsequently considered and counted and a statement furnishing the votes polled in the Postal Ballot process is attached.
6. In respect of members who have voted in both modes (i.e Physical Form and through E-voting), I have considered only e-voting by not reckoning the voting done through Physical Ballot Form. The number of such case come to One (1).
7. All Postal Ballot Forms are complete in all respects and found in order and therefore they are treated as valid except. I have considered all the votes polled through Electronic Voting and taken into account and nothing were rejected under Electronic Voting process.
8. I have collated the votes received through E-voting and through Postal Ballot Process and the same has been furnished hereunder.

The result of the e-voting and the ballot forms (received by post/hand delivery) are as under:

S. No.	Resolution	Mode	Votes in		Total Shares	Votes Casted	
			Favour	Against		% For	% Against
1.	Adoption of Financial Statments (Ordinary Resolution)	E-voting	23,79,210	0	23,79,210	100	0
		Ballot	37,964	0	37,964	100	0
		Total	24,17,174	0	24,17,174	100	0



2.	Declaration of Dividend (Ordinary Resolution)	E-voting	23,79,210	0	23,79,210	100	0
		Ballot	37,964	0	37,964	100	0
		Total	24,17,174	0	24,17,174	100	0
3.	Appointment of Sri. D. Sudharsan, Director Retiring by Rotation (Ordinary Resolution)	E-voting	23,79,210	0	23,79,210	100	0
		Ballot	37,964	0	37,964	100	0
		Total	24,17,174	0	24,17,174	100	0
4.	Appointment of Statutory Auditors (Ordinary Resolution)	E-voting	23,79,210	0	23,79,210	100	0
		Ballot	37,964	0	37,964		0
		Total		0	24,17,174	100	0
5.	Ratification of Remuneration Payable to the Cost Auditors (Ordinary Resolution)	E-voting	23,79,210	0	23,79,210	100	0
		Ballot	37,964	0	37,964	100	0
		Total	24,17,174	0	24,17,174	100	0
6.	Appointment of Sri. P. S. Anthanarayanan, Independent Director (Ordinary Resolution)	E-voting	23,79,210	0	23,79,210	100	0
		Ballot	37,964	0	37,964	100	0
		Total	24,17,174	0	24,17,174	100	0
7.	Appointment of Dr. V. Gopalan, Independent Director (Ordinary Resolution)	E-voting	23,79,210	0	23,79,210	100	0
		Ballot	37,964	0	37,964	100	0
		Total	24,17,174	0	24,17,174	100	0
8.	Appointment of Sri N. Asoka, Independent Director (Ordinary Resolution)	E-voting	23,79,210	0	23,79,210	100	0
		Ballot	37,964	0	37,964	100	0
		Total	24,17,174	0	24,17,174	100	0
9.	Appointment of Sri S. Gnanasekharan, Independent Director (Ordinary Resolution)	E-voting	23,79,210	0	23,79,210	100	0
		Ballot	37,964	0	37,964	100	0
		Total	24,17,174	0	24,17,174	100	0
10.	Appointment of Sri Kameshwar M. Bhat, Independent Director (Ordinary Resolution)	E-voting	23,79,210	0	23,79,210	100	0
		Ballot	37,964	0	37,964	100	0
		Total	24,17,174	0	24,17,174	100	0



11.	Appointment of Smt. S. Abirami, Non-Executive & Non-Independent Director (Ordinary Resolution)	E-voting	23,79,210	0	23,79,210	100	0
		Ballot	37,964	0	37,964	100	0
		Total	24,17,174	0	24,17,174	100	0
12.	Appointment of Sri.A.R. Annamalai, Non-Executive Director (Ordinary Resolution)	E-voting	23,79,210	0	23,79,210	100	0
		Ballot	37,964	0	37,964	100	0
		Total	24,17,174	0	24,17,174	100	0
13.	Approval of Borrowing Limits of the Company (Special Resolution)	E-voting	23,76,710	2500	23,79,210	99.90	0.10
		Ballot	37,964	0	37,964	100	0
		Total	24,14,674	2500	24,17,174	99.90	0.10
14.	Creation of Security on the Properties of the Company (Special Resolution)	E-voting	23,76,710	2500	23,79,210	99.90	0.10
		Ballot	37,964	0	37,964	100	0
		Total	24,14,674	2500	24,17,174	99.90	0.10
15.	Amendment of Memorandum of Association of the Company (Special Resolution)	E-voting	23,79,210	0	23,79,210	100	0
		Ballot	37,964	0	37,964	100	0
		Total	24,17,174	0	24,17,174	100	0
16.	Amendment of Articles of Association of the Company (Special Resolution)	E-voting	23,79,210	0	23,79,210	100	0
		Ballot	37,964	0	37,964	100	0
		Total	24,17,174	0	24,17,174	100	0
17.	Acceptance of Deposit from Members of the Company (Ordinary Resolution)	E-voting	23,79,210	0	23,79,210	100	0
		Ballot	37,964	0	37,964	100	0
		Total	24,17,174	0	24,17,174	100	0

9. All relevant records of electronics voting and ballot forms will remain in my custody until the Chairman considers, approves and signs the Minutes of the 40<sup>th</sup> Annual General Meeting and thereafter the said records will be handed over to the Managing Director of the Company for safe custody.

Thanking You,

Yours faithfully



(S. SOLAIYAPPAN)

SCRUTINIZER

27.09.2014


**S. SOLAIYAPPAN**  
PRACTISING COMPANY SECRETARY  
ACS 1573 CP 3573  
25/11A4, Guru Raghavendra Nagar,  
Yerikkarai Road, Reddiyur,  
SALEM - 636 004.

We the undersigned witnesseth that the votes were unblocked/ considered from the e-voting website of Central Depository Services (India) Limited (CDSL) (<http://www.evotingindia.com>) in our presence at 19.09 hours on 24<sup>th</sup> September 2014 at the office of the Scrutinizer at Salem and also for the Postal Ballot system.

1. Signature: 

Name & Address:

K. Meivannan,  
25/11a-4, Guru Raghavendra Nagar,  
Yerikkarai Road, Reddiyur,  
Salem - 636004.

2. Signature: 

Name & Address:

M. Solaiyappan,  
25/11a-4, Guru Raghavendra Nagar,  
Yerikkarai Road, Reddiyur,  
Salem - 636004.

- Manage Users
- Allocate Functional Users
- EVSN**
- Entry
- Upload
- Check File Status
- Ballot Details
- Finalise Voting
- Report
- Report - Electronic Voting
- Report - Disapprove Voting
- Report - Final Voting
- Vote Verification
- Change Password

You will be redirected to a new page after 1800 seconds of inactivity. Welcome admin [Logout](#)

## Ballot Details

Voting Result as of today.

**EVSN** 140902015 for SAMBANDAM SPINNING MILLS LIMITED  
**ISIN** INE304D01012 SAMBANDAM SPINNING MILLS LIMITED  
**Nominal Value** 10  
**Voting Rights** 1  
**Total Folios Voted** 34

Res No				Total
1	2379210 (55.79%)	0 (0.00%)		2379210
2	2379210 (55.79%)	0 (0.00%)		2379210
3	2379210 (55.79%)	0 (0.00%)		2379210
4	2379210 (55.79%)	0 (0.00%)		2379210
5	2379210 (55.79%)	0 (0.00%)		2379210
6	2379210 (55.79%)	0 (0.00%)		2379210
7	2379210 (55.79%)	0 (0.00%)		2379210
8	2379210 (55.79%)	0 (0.00%)		2379210
9	2379210 (55.79%)	0 (0.00%)		2379210
10	2379210 (55.79%)	0 (0.00%)		2379210
11	2379210 (55.79%)	0 (0.00%)		2379210
12	2379210 (55.79%)	0 (0.00%)		2379210
13	2376710 (55.73%)	2500 (0.06%)		2379210
14	2376710 (55.73%)	2500 (0.06%)		2379210
15	2379210 (55.79%)	0 (0.00%)		2379210
16	2379210 (55.79%)	0 (0.00%)		2379210
17	2379210 (55.79%)	0 (0.00%)		2379210

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# Sambandam Spinning Mills Limited., - Postal Ballot

Resolution No.	For	Against
1	37964	0
2	37964	0
3	37964	0
4	37964	0
5	37964	0
6	37964	0
7	37964	0
8	37964	0
9	37964	0
10	37964	0
11	37964	0
12	37964	0
13	37964	0
14	37964	0
15	37964	0
16	37964	0



**SAMBANDAM SPINNING MILLS LIMITED**  
**KAMARAJ COLONY,**  
**SALEM - 636 014.**

**DETAILS OF POSTAL BALLOT VOTING**

Resolution No.	Details of Resolution	Votes Cast		Total
		Favour	Against	
1.	Adoption of Financial Statments (Ordinary Resolution)	37964	0	37964
2.	Declaration of Dividend (Ordinary Resolution)	37964	0	37964
3.	Appointment of Sri. D. Sudharsan, Director Retiring by Rotation (Ordinary Resolution)	37964	0	37964
4.	Appointment of Statutory Auditors (Ordinary Resolution)	37964	0	37964
5.	Ratification of Remuneration Payable to the Cost Auditors (Ordinary Resolution)	37964	0	37964
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7.	Appointment of Dr. V. Gopalan, Independent Director (Ordinary Resolution)	37964	0	37964
8.	Appointment of Sri N. Asoka, Independent Director (Ordinary Resolution)	37964	0	37964
9.	Appointment of Sri S. Gnanasekharan, Independent Director (Ordinary Resolution)	37964	0	37964
10.	Appointment of Sri Kameshwar M. Bhat , Independent Director (Ordinary Resolution)	37964	0	37964
11.	Appointment of Smt. S. Abirami, Non-Executive & Non-Independent Director (Ordinary Resolution)	37964	0	37964
12.	Appointment of Sri.A.R. Annamalai, Non-Executive Director (Ordinary Resolution)	37964	0	37964
	Approval of Borrowing Limits of the Company (Special Resolution)	37964	0	37964



14.	Creation of Security on the Properties of the Company (Special Resolution)	37964	0	37964
15.	Amendment of Memorandum of Association of the Company (Special Resolution)	37964	0	37964
16.	Amendment of Articles of Association of the Company (Special Resolution)	37964	0	37964
17.	Acceptance of Deposit from Members of the Company (Ordinary Resolution)	37964	0	37964

