



ASHNOOR TEXTILE MILLS LIMITED

Regd. Office & Works : BEHRAMPUR ROAD, KHANDSA VILLAGE, GURGAON, HARYANA
TEL. : 0124-4940550 □ FAX : 0124-4940555
□ email : atml_delhi@yahoo.com
Registration No. L17226HR1984PLC033384

October 1, 2015

The Manager
Department of Corporate Services
Bombay Stock Exchange Ltd.
25, Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai-400001

Subject: Outcome of 32st Annual General Meeting - Scrip Code No. : 507872

Dear Sir/Madam,

We wish to inform you that the members of the Company, at the 32nd Annual General Meeting of the Company held on Wednesday, September 30, 2015 at 9.30 a. m. at the registered office of the Company at Behrampur Road, Village Khandsa, District Gurgaon, Haryana-122001, have approved with requisite majority all the businesses as specified in the notice convening the said meeting viz.:-

1. To adopt the Audited Financial Statement of the Company for the financial year ended 31 March, 2015, the Report of the Board of Directors and Auditors thereon;
2. To appoint a Director in place of Mr. Abhinav Gupta (DIN : 02766867) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.
3. To ratify the appointment of M/s KSA & Co, Chartered Accountants as the Statutory Auditors of the company and to fix their remuneration.
4. To increase in remuneration payable to Mr. Suneel Gupta, Managing Director of the Company.
5. To increase in remuneration payable to Mrs. Sangeeta Gupta, Whole Time Director of the Company.
6. To make, Dr. (Mrs.) Sangeeta Gupta, liable to retire by rotation.
7. To appoint Mr. Anil Aggarwal as Independent Director for a period of 5 years.

A report including consolidated report of the scrutinizer in this respect is attached. Please take the above in your record.

Thanking you.

Yours Faithfully,
For **ASHNOOR TEXTILE MILLS LIMITED**


(SUNEEL GUPTA)
MANAGING DIRECTOR

Enclosed: as above

DEEPAK BANSAL & ASSOCIATES
COMPANY SECRETARIES



E-102/2, Naraina Vihar, New Delhi-110028
Telefax : 011-45141907 | Mobile : 9899167774
E-mail : deepakbansal.fcs@gmail.com, csdeepakbansal@gmail.com

October 1, 2015

To
The Chairman of 32nd Annual General Meeting of Equity Shareholders of
Ashnoor Textile Mills Limited

Sub: Scrutinizers' Report on passing of resolutions through e-Voting and poll conducted at 32nd Annual General Meeting of Ashnoor Textile Mills Limited held on 30th September, 2015.

Sir,

We, M/s Deepak Bansal & Associates, Company Secretaries, New Delhi appointed as Scrutinizer for the purpose of scrutinizing e-Voting and Poll in a fair and transparent manner in respect to the resolutions contained in the notice of 32nd Annual General Meeting of the equity shareholders of the company, held on Wednesday 30th September, 2015.

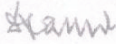
The e-voting period remained open from Saturday, 26th September, 2015 (10:00 A.M) and ended on Tuesday, 29th September, 2015 (05:00 P.M). Further, the Company facilitated the members present in the Annual General Meeting who could not exercise their votes through e-voting, to record their votes through poll process.

All the votes casted on e-voting and in poll were diligently scrutinized under our supervision and we are attaching herewith our following reports on the e-voting / poll conducted to enable you to declare result thereof:-

- i. Report on poll conducted at 32nd Annual General Meeting in the prescribed form MGT-13 as **Annexure - I**
- ii. A consolidated report on voting done on all the resolution through e-voting / poll as **Annexure - II**

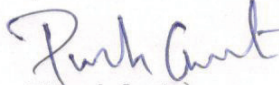
We further confirm, that a register has been maintained electronically to record the assent or dissent received mentioning the particulars of name, address, folio number or client Id of the shareholders, number of shares held by them, nominal value of such shares along with the data sheet, papers / registers relating to e-voting and poll.

Thanking You,
Yours faithfully
For **DEEPAK BANSAL & ASSOCIATES**
Company Secretaries -


DEEPAK BANSAL
Proprietor
FCS: 3736; CP:7433



Received and Countersigned by


(Piyush Gupta)
Chairman of the meeting

CONSOLIDATED REPORT ON e-VOTING / POLL

ASHNOOR TEXTILE MILLS LIMITED
32nd Annual General Meeting - 30th September, 2015

Item No.1 (Type of Resolution: Ordinary)

To consider and adopt the Audited Financial Statement of the Company for the financial year ended 31 March, 2015, the Report of the Board of Directors and Auditors thereon.

Particulars	No. of Voters			No of Votes			Percentage
	E-Voting (a)	Poll (b)	Total [c]	E-Voting (d)	Poll (e)	Total (f)	
Assent	1	50	51	100	58,63,454	58,63,554	100.00
Dissent	0	0	0	0	0	0	0.00
Total	1	50	51	100	58,63,454	58,63,554	100.00

Thus, the Ordinary Resolution as contained in Item No 1 is passed with requisite majority

Item No.2 (Type of Resolution: Ordinary)

To appoint a Director in place of Mr. Abhinav Gupta (DIN : 02766867) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Particulars	No. of Voters			No of Votes			Percentage
	E-Voting (a)	Poll (b)	Total [c]	E-Voting (d)	Poll (e)	Total (f)	
Assent	1	45	46	100	26310	26410	99.98
Dissent	0	1	1	0	5	5	0.02
Total	1	46	47	100	26315	26415	100.00

Thus, the Ordinary Resolution as contained in Item No 2 is passed with requisite majority



Item No.3 (Type of Resolution: Ordinary)

To ratify the appointment of M/s KSA & Co, Chartered Accountants as the Statutory Auditors of the company and to fix their remuneration.

Particulars	No. of Voters			No of Votes			Percentage
	E- Voting (a)	Poll (b)	Total [c]	E- Voting (d)	Poll (e)	Total (f)	
Assent	1	50	51	100	58,63,454	58,63,554	100.00
Dissent	0	0	0	0	0	0	0.00
Total	1	50	51	100	58,63,454	58,63,554	100.00

Thus, the Ordinary Resolution as contained in Item No 3 is passed with requisite majority

Item No.4 (Type of Resolution: Special)

To increase in remuneration payable to Mr. Suneel Gupta, Managing Director of the Company.

Particulars	No. of Voters			No of Votes			Percentage
	E- Voting (a)	Poll (b)	Total [c]	E- Voting (d)	Poll (e)	Total (f)	
Assent	1	42	43	100	26,205	26305	99.58
Dissent	0	4	4	0	110	110	0.42
Total	1	46	47	100	26315	26415	100.00

Thus, the Special Resolution as contained in Item No 4 is passed with requisite majority



Item No.5 (Type of Resolution: Special)

To increase in remuneration payable to Mrs. Sangeeta Gupta, Whole Time Director of the Company.

Particulars	No. of Voters			No of Votes			Percentage
	E- Voting (a)	Poll (b)	Total [c]	E- Voting (d)	Poll (e)	Total (f)	
Assent	1	43	44	100	26210	26310	99.60
Dissent	0	3	3	0	105	105	0.40
Total	1	46	47	100	26315	26415	100.00

Thus, the Special Resolution as contained in Item No 5 is passed with requisite majority

Item No.6 (Type of Resolution: Ordinary)

To make Mrs. Sangeeta Gupta, liable to retire by rotation.

Particulars	No. of Voters			No of Votes			Percentage
	E- Voting (a)	Poll (b)	Total [c]	E- Voting (d)	Poll (e)	Total (f)	
Assent	1	45	46	100	26290	26390	99.91
Dissent	0	1	1	0	25	25	0.09
Total	1	46	47	100	26315	26415	100.00

Thus, the Ordinary Resolution as contained in Item No 6 is passed with requisite majority

Item No.7 (Type of Resolution: Special)

To appoint.Mr. Anil Aggarwal as Independent Director for a period of 5 years.

Particulars	No. of Voters			No of Votes			Percentage
	E- Voting (a)	Poll (b)	Total [c]	E- Voting (d)	Poll (e)	Total (f)	
Assent	1	50	51	100	58,63,454	58,63,554	100.00
Dissent	0	0	0	0	0	0	0.00
Total	1	50	51	100	58,63,454	58,63,554	100.00

Thus, the Special Resolution as contained in Item No 7 is passed with requisite majority



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FORM NO. MGT- 13
Report of Scrutinizer(s)
[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To
The Chairman of 32th Annual General Meeting of the Equity Shareholders of ASHNOOR TEXTILE MILLS LIMITED (the company) held on Wednesday, 30th September, 2015 at 09:30 A.M at Behrampur Road, Village Khandsa, District Gurgaon, Haryana-122001.

Dear Sir,

We, M/s Deepak Bansal and Associates, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 32th Annual General Meeting of the Equity Shareholders of ASHNOOR TEXTILE MILLS LIMITED, held on 30th September, 2015 at Behrampur Road, Village Khandsa, District Gurgaon, Haryana-122001, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, One (1) ballot box kept for polling was locked in our presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. We did not find any poll papers invalid.
4. The result of the Poll is as under:

Item No.1 (Type of Resolution: Ordinary)

To consider and adopt the Audited Financial Statement of the Company for the financial year ended 31 March, 2015, the Report of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
50	58,63,454	100%

(ii) Voted Against the Resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total Number of members (in person or by Proxy) whose votes were declared in valid	Total number votes cast by them
Nil	Nil



Item No.2 (Type of Resolution: Ordinary)

To appoint a Director in place of Mr. Abhinav Gupta (DIN : 02766867) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
45	26,310	99.98%

(ii) Voted Against the Resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	5	0.02%

(iii) Invalid Votes:

Total Number of members (in person or by Proxy) whose votes were declared in valid	Total number votes cast by them
Nil	Nil

Item No.3 (Type of Resolution: Ordinary)

To ratify the appointment of M/s KSA & Co , Chartered Accountants as the Statutory Auditors of the company and to fix their remuneration.

(i) Voted in favour of the resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
50	58,63,454	100%

(ii) Voted Against the Resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total Number of members (in person or by Proxy) whose votes were declared in valid	Total number votes cast by them
Nil	Nil



Item No.4 (Type of Resolution: Special)

To increase in remuneration payable to Mr. Suneel Gupta, Managing Director of the Company.

(i) Voted in favour of the resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
42	26,205	99.58%

(ii) Voted Against the Resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
4	110	0.42%

(iii) Invalid Votes:

Total Number of members (in person or by Proxy) whose votes were declared in valid	Total number votes cast by them
Nil	Nil

Item No.5 (Type of Resolution: Special)

To increase in remuneration payable to Mrs. Sangeeta Gupta, Whole Time Director of the Company.

(i) Voted in favour of the resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
43	26,210	99.60%

(ii) Voted Against the Resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
3	105	0.40%

(iii) Invalid Votes:

Total Number of members (in person or by Proxy) whose votes were declared in valid.	Total number votes cast by them
Nil	Nil



Item No.6 (Type of Resolution: Ordinary)

To make, Mrs. Sangeeta Gupta liable to retire by rotation

(i) Voted in favour of the resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
45	26,290	99.90%

(ii) Voted Against the Resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	25	0.10%

(iii) Invalid Votes:

Total Number of members (in person or by Proxy) whose votes were declared in valid	Total number votes cast by them
Nil	Nil

Item No.7 (Type of Resolution: Special)

To appoint Mr. Anil Aggarwal as Independent Director for a period of 5 years

(i) Voted in favour of the resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
50	58,63,454	100%

(ii) Voted Against the Resolution:

Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total Number of members (in person or by Proxy) whose votes were declared in valid	Total number votes cast by them
Nil	Nil

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" for each resolution is enclosed.



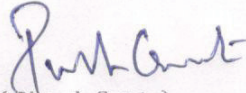
6. The poll papers and all other relevant records were sealed and handed over to the Director authorized by the Board for safe keeping.

For DEEPAK BANSAL & ASSOCIATES
Company Secretaries


DEEPAK BANSAL
Proprietor
FCS: 3736
CP: 7433

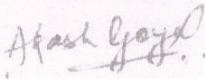


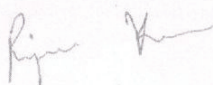
Received and countersigned by


(Piyush Gupta)
Chairman of the meeting

21-01-10-2015

Signature of Witnesses:

- 
Name → Atash Goyal
S/o → R.B. Goyal
Add → F-145, Prashant Vihar, Rohini-85

- 
Name: Rajeev Kumar
S/o - Gobind Chaudhary
Add → A-8/1, Nardana
Phase I New Delhi-110028