



# SAMBANDAM SPINNING MILLS LIMITED UNIT-1

Registered Office : P.B. No.1, Kamaraj Nagar Colony, Salem 636 014, Tamil Nadu  
(P) +91 427 2240790 (F) +91 427 2240169 (E) corporate@sambandam.com  
website : www.sambandam.com Corporate Identity No. L17111TZ1973PLC000675

Ref: 1290 /SSML/CS/2015-16

29<sup>th</sup> September 2015

The DGM Listing,  
The Bombay Stock Exchange Ltd,  
Floor No. 25, P.J.Towers Dalal Street,  
MUMBAI – 400 001.

Dear Sir,

## Result of E-voting, Postal Ballot and Poll at the 41<sup>st</sup> AGM held on 27-09-2015

We are pleased to inform you that the 41<sup>st</sup> Annual General Meeting of our Company has been successfully conducted on Sunday 27-09-2015 at the appointed time at the Registered office of our Company in Salem and all the ten Resolutions stated in the Notice of that AGM have been duly passed.

We enclose a copy of the Report of the Scrutinizer Sri B. Kalyanasundaram, Practising Company Secretary, Trichy appointed by our Board for that purpose and our Chairman's Report on declaration of Results on voting of the Resolutions placed before the members at the AGM.


We are obliged to point out that, as stated in the AGM Notice and the Resolution at item No.2, declaration and payment of Dividend is subject to the approval of our Company's Bankers. The Dividend @ 20% ( Rs.2 per equity share of Rs.10 each fully paid up ) recommended by our Board and declared by members at the 41<sup>st</sup> AGM would be payable only if the proposal is approved by our Bankers which we are yet to receive. Our Company's request for approval of the Dividend proposal is under the active consideration of our Bankers and we hope to get their approval shortly. As soon as we get our Banker's approval, we will inform you about payment of the dividend and proceed with the payment.

By a copy of this letter we are requesting our RTA and CDSL to upload the attached reports on their website. We are also uploading our Chairman Report on declaration of results on the resolutions placed before the members at the AGM together with the scrutinizers report dated 28-09-2015 in our Company's website www.sambandam.com

Receipt of this letter may please be acknowledged.

Thanking you

Yours faithfully,  
for Sambandam Spinning Mills Limited

  
( R.S. Shanmugam )  
Company Secretary

CC : Sri A.R. Vaasudevan, |  
Central Depository Services (India) Ltd, |  
No:4, "Vijaya Towers" 3<sup>rd</sup> Floor, |  
Kodambakkam High Road, |  
Chennai – 600 034. |

... .. With a request to upload the attached reports on the  
result of voting at our AGM in CDSL website

CC: Cameo Corporate Services Ltd, |  
V Floor, Subramaniam Building, |  
No.1, Club House Road, Chennai 600 002. |



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DECLARATION OF RESULTS BY THE CHAIRMAN AT THE 41<sup>ST</sup> ANNUAL  
GENERAL MEETING HELD ON SUNDAY 27-09-2015  
· BASED ON THE SCRUTINIZER'S REPORT DATED 28-09-2015

Sl No.	Resolutions	Type of Resolution	Declaration of Result
1.	ADOPTION OF FINANCIAL STATEMENTS	Ordinary Resolution	Resolution passed with requisite Majority as an Ordinary Resolution
2.	DECLARATION OF DIVIDEND	Ordinary Resolution	Resolution passed Unanimously
3.	APPOINTMENT OF SRI S.JEGARAJAN, DIRECTOR RETIRING BY ROTATION	Ordinary Resolution	Resolution passed Unanimously
4.	APPOINTMENT OF STATUTORY AUDITORS	Ordinary Resolution	Resolution passed with requisite Majority as an Ordinary Resolution
5.	RATIFICATION OF REMUNERATION PAYABLE TO THE COST AUDITORS	Ordinary Resolution	Resolution passed with requisite Majority as an Ordinary Resolution
6.	REAPPOINTMENT OF SRI S.DEVARAJAN, CHAIRMAN AND MANAGING DIRECTOR	Special Resolution	Resolution passed with requisite Majority as Special Resolution
7.	REAPPOINTMENT OF SRI S.JEGARAJAN, JOINT MANAGING DIRECTOR	Special Resolution	Resolution passed with requisite Majority as Special Resolution
8.	REAPPOINTMENT OF SRI S.DINAKARAN, JOINT MANAGING DIRECTOR	Special Resolution	Resolution passed with requisite Majority as Special Resolution
9.	ACCEPTANCE OF DEPOSITS FROM MEMBERS OF THE COMPANY	Ordinary Resolution	Resolution passed Unanimously
10	REISSUE OF 21800 FORFEITED EQUITY SHARES	Ordinary Resolution	Resolution passed Unanimously

PLACE : SALEM  
DATE : 28-09-2015



For Sambandam Spinning Mills Ltd.

(S. DEVARAJAN)  
Chairman and Managing Director

**B.K.SUNDARAM & ASSOCIATES  
COMPANY SECRETARIES.**

**B.KALYANASUNDARAM,  
B.Com.,AICWA.,ACS.,**

**OFFICE:**

**29 & 30, PANDAMANGALAM  
AGRAHARAM,**

**WORIUR, TRICHY-620003.**

**PHONE:- 0431- 2761590.**

**Email:- bksundaram@gmail.com**

### **REPORT OF SCRUTINIZER**

[pursuant to Sections 108, 109 & 110 of the Companies Act, 2013 and Rules 20(3)(xi), 21 (1) (I) and 22 (9) of the Companies (Management and Administration) Rules, 2014 read with Clause 35B of the Listing Agreement]

To

The Chairman and Managing Director,  
SAMBANDAM SPINNING MILLS LIMITED,  
P.B. NO.1, KAMARAJ NAGAR COLONY,  
SALEM - 636 014

I, B.KALYANASUNDARAM, PRACTISING COMPANY SECRETARY, (CP. NO.2209 & M.NO.A672), Prop of M/S B.K.SUNDARAM & ASSOCIATES, COMPANY SECRETARIES have been appointed as a scrutinizer by M/s SAMBANDAM SPINNING MILLS LIMITED, (CIN: L17111TZ1973PLC000675) having its registered office at P.B. NO.1, KAMARAJ NAGAR COLONY, SALEM - 636 014 for the purpose of scrutinizing the process of e-voting, postal ballot and voting by use of polling paper at the meeting (Voting at AGM) in a fair and transparent manner and ascertaining the requisite majority on e-voting, postal ballot and voting by use of polling paper at the meeting (Voting at AGM), as per Section 108, 109 and 110 of the Companies Act, 2013 read with Rules 20, 21 & 22 of the Companies (Management and Administration) Rules, 2014 and read with Clause 35B of the Listing Agreement on the below mentioned resolutions, I submit my report as under:-



For Sambandam Spinning Mills Ltd. ....2



(S. DEVARAJAN)

Chairman and Managing Director

1. All postal ballot forms received up to the close of working hours at 05.00 PM on 25-09-2015, the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.
2. The e-voting period remained open from 23<sup>rd</sup> September 2015 to 26<sup>th</sup> September 2015 through e-voting services provided by CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED (CDSL).
3. The votes cast through ballot paper at the venue of the Annual General Meeting (AGM) held on 27<sup>th</sup> September 2015 were considered for my scrutiny and counted. A report in the prescribed Form No. MGT 13 under Rule 21 of the Companies (Management and Administration) Rules, 2014 has been furnished separately to the Chairman of the meeting.
4. The e-votes were unblocked through the menu provided in the CDSL website on 27<sup>th</sup> September 2015 after the conclusion of the AGM in the presence of two witnesses viz Mr.B. RAMAMURTHY and Mr. K. KARTHIKEYAN who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.
5. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted electronically were downloaded from the e-voting website of CDSL (<https://www.evotingindia.com>). The valid e-votes cast 'For' and 'Against' were taken in to consideration while preparing the result of e-voting.

  
(B. RAMAMURTHY )

  
( K. KARTHIKEYAN )



For Sambandam Spinning Mills Ltd.



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(S. DEVARAJAN)  
Chairman and Managing Director

6. A summary of the Postal ballot forms received is given below:-

PARTICULARS	NO. OF POSTAL BALLOT FORMS
(a) Total postal ballot forms received	20
(b) Less: Invalid postal ballot forms	2
(c) Net Valid Postal ballot forms taken in to consideration while preparing the result of postal ballot	18

7. Based on the counting of valid votes cast thro' e-voting, valid votes cast thro' Postal Ballots and valid votes cast thro' polling papers at the AGM venue, I furnish hereunder the consolidated result :-

Sl.No..	Particulars of the Business	Voted for			Voted against		
		No. of Members	No. of votes	Vote %	No. of Members	No. of Votes	Vote %
1	<b>ORDINARY BUSINESS</b>						
	<b>Agenda item No.1:-</b> Adoption of Financial Statements	5	220		0	0	
	E-voting	31	2067885		0	0	
	Postal ballot	17	91400		1	100	
	<b>Total</b>	<b>53</b>	<b>2159505</b>	<b>100</b>	<b>1</b>	<b>100</b>	<b>0</b>
2	<b>Agenda item No.2:-</b> Declaration of Dividend	5	220		0	0	
	E-voting	31	2067885		0	0	
	Postal ballot	18	91500		0	0	
	<b>Total</b>	<b>54</b>	<b>2159605</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>



For Sambandam Spinning Mills Ltd.

(S. DEVARAJAN)  
Chairman and Managing Director



3	<b>Agenda item No.3:-</b> Appointment of Mr. S. JEGARAJAN retiring Director	Poll E-voting Postal ballot	5 31 18	220 2067885 91500		0 0 0	0 0 0	0
	<b>Total</b>		<b>54</b>	<b>2159605</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>
4	<b>Agenda item No.4:-</b> Appointment of Statutory Auditors	Poll E-voting Postal ballot	5 31 17	220 2067885 91400		0 0 1	0 0 100	
	<b>Total</b>		<b>53</b>	<b>2159505</b>	<b>100</b>	<b>1</b>	<b>100</b>	<b>0</b>
	<b>SPECIAL BUSINESS</b>							
5	<b>Agenda item No.5:-</b> Ratification of remuneration payable to the Cost Auditors	Poll E-voting Postal ballot	5 31 17	220 2067885 91400		0 0 1	0 0 100	
	<b>Total</b>		<b>53</b>	<b>2159505</b>	<b>100</b>	<b>1</b>	<b>100</b>	<b>0</b>
6	<b>Agenda item No.6:-</b> Reappointment of Mr.S.DEVARAJAN, CMD	Poll E-voting Postal ballot	5 31 17	220 2067885 91400		0 0 1	0 0 100	
	<b>Total</b>		<b>53</b>	<b>2159505</b>	<b>100</b>	<b>1</b>	<b>100</b>	<b>0</b>



For Sambandam Spinning Mills Ltd.

(S. DEVARAJAN)  
Chairman and Managing Director

7	<b>Agenda Item No.7:-</b> Reappointment of Mr.S.JEGARAJAN, JMD	Poll E-voting Postal ballot	5 31 17	220 2067885 91400		0 0 1	0 0 100	0 0 0
	<b>Total</b>		<b>53</b>	<b>2159505</b>	<b>100</b>	<b>1</b>	<b>100</b>	<b>0</b>
8	<b>Agenda Item No.8:-</b> Reappointment of Mr.S.DINAKARAN, JMD	Poll E-voting Postal ballot	5 31 17	220 2067885 91400		0 0 1	0 0 100	0 0 0
	<b>Total</b>		<b>53</b>	<b>2159505</b>	<b>100</b>	<b>1</b>	<b>100</b>	<b>0</b>
9	<b>Agenda Item No.9:-</b> Acceptance of deposits from members	Poll E-voting Postal ballot	5 31 18	220 2067885 91500		0 0 0	0 0 0	0 0 0
	<b>Total</b>		<b>54</b>	<b>2159605</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>
10	<b>Agenda Item No.10:-</b> Reissue of 21800 forfeited equity shares	Poll E-voting Postal ballot	5 31 18	220 2067885 91500		0 0 0	0 0 0	0 0 0
	<b>Total</b>		<b>54</b>	<b>2159605</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>



For Sambandam Spinning Mills Ltd.

*(S. DEVARAJAN)*

Chairman and Managing Director

The downloaded e-voting records, postal ballot forms, ballot forms and other connected papers relating to e-voting, postal ballot and voting at the AGM shall remain in my safe custody until the chairman considers this report of Scrutinizer and announces the result on 29<sup>TH</sup> September 2015 at the Registered Office of the Company and thereafter the same will be handed over to the COMPANY SECRETARY of the Company for safe keeping.

PLACE: TRICHY  
DATE : 28-09-2015



For S.K. SUNDARAM & ASSOCIATES  
COMPANY SECRETARIES

B. KALANIVASUNDARAM  
PUBLIC COMPANY SECRETARY  
CP: 2209.

For Sambandam Spinning Mills Ltd.



(S. DEVARAJAN)  
Chairman and Managing Director