

SALONA COTSPIN LIMITED

Voting details for the business transacted at the Annual General meeting held on 23rd September, 2015

	Promoter/ Public	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
Resolution No 1 - Ordinary Resolution								
Adoption of the audited Statement of Accounts together with report of Board of Directors and Auditors for the year ended 31st March, 2015.	Promoter and Promoter Group	3336381	2884380	86.452	2884380	0	100.000	
	Public - Institutional holders	0						
	Public - Others	1926019	383016	19.886	383016	0	100.000	
	Grand Total	5262400	3267396	62.089	3267396	0	100.000	0.000
Resolution No 2 - Ordinary Resolution	Promoter/ Public	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
Re-appointment of Sri Dulichand Pansari, who retires by rotation, as Director.	Promoter and Promoter Group	3336381	2884380	86.452	2884380	0	100.000	
	Public - Institutional holders	0						
	Public - Others	1926019	383016	19.886	383016	0	100.000	
	Grand Total	5262400	3267396	62.089	3267396	0	100.000	0.000
Resolution No 3 - Ordinary Resolution	Promoter/ Public	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
Appointment of Statutory Auditors and fixing their remuneration.	Promoter and Promoter Group	3336381	2884380	86.452	2884380	0	100.000	
	Public - Institutional holders	0						
	Public - Others	1926019	383016	19.886	383016	0	100.000	
	Grand Total	5262400	3267396	62.089	3267396	0	100.000	0.000

Resolution No 4 - Ordinary Resolution	Promoter/ Public	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
Appointment of Mrs. Meenakumari-Additional Director, retires at the AGM seeking re-appointment as Independent Director.	Promoter and Promoter Group	3336381	2884380	86.452	2884380	0	100.000	
	Public - Institutional holders	0						
	Public - Others	1926019	383016	19.886	383016	0	100.000	
	Grand Total	5262400	3267396	62.089	3267396	0	100.000	0.000
Resolution No 5 - Ordinary Resolution	Promoter/ Public	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
	Promoter and Promoter Group	3336381	2884380	86.452	2884380	0	100.000	
	Public - Institutional holders	0						
	Public - Others	1926019	383016	19.886	383016	0	100.000	
Grand Total	5262400	3267396	62.089	3267396	0	100.000	0.000	
Resolution No 6 - Special Resolution	Promoter/ Public	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
	Promoter and Promoter Group	3336381	2884380	86.452	2884380	0	100.000	
	Public - Institutional holders	0						
	Public - Others	1926019	383016	19.886	383016	0	100.000	
Grand Total	5262400	3267396	62.089	3267396	0	100.000	0.000	
Re-appointment of Shyamal Agarwala as Managing Director of the Company and fixing his remuneration.	Promoter and Promoter Group	3336381	2884380	86.452	2884380	0	100.000	
	Public - Institutional holders	0						
	Public - Others	1926019	383016	19.886	383016	0	100.000	
	Grand Total	5262400	3267396	62.089	3267396	0	100.000	0.000

B. Krishnamoorthi B.Sc., F.C.A.
Chartered Accountant

September 24, 2015

REPORT OF SCRUTINIZER

[Pursuant to the section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015]

To

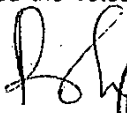
The Chairman
Salona Cotspin Limited
S.F.No.74/12 & 75/3, Sathy Road,
Pungampalli Village,
Sathyamangalam - 638402

Dear Sir,

I, B. Krishnamoorthi, BSc, FCA Practicing Chartered Accountant, Coimbatore was appointed as Scrutinizer for the 21st (Twenty First) Annual General Meeting of the Equity Shareholders of "Salona Cotspin Limited" held on 23rd September 2015 at 10.00 am at the registered office of the Company at : S.F.No.74/12 & 75/3, Sathy Road, Pungampalli Village, Sathyamangalam - 638402 for the purpose of scrutinizing the E-Voting process and Physical Ballot voting at the venue in a fair and transparent manner and ascertaining the requisite majority on E-Voting and Physical Ballot voting at venue carried out as per section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015 on the resolutions referred to in this report.

I submit my report as under:

1. The Notice was sent to all the Members, whose names appeared in the Register of Members as on 21st August, 2015 to vote on the proposed 6 (Six) Resolutions as mentioned in the Notice of the Annual General Meeting of "Salona Cotspin Limited" (Item No.1 (One) to 6 (Six) of the Notice of Annual General Meeting of Salona Cotspin Limited. The Members holding equity shares as on the cut-off date i.e. 16th September, 2015 were only considered for e-voting and for voting at the meeting venue.
2. The E-Voting period remained open from 09.00 AM on Saturday 19th September, 2015 up to 05.00 PM on Tuesday 22nd September, 2015.
3. The Chairman, at the Annual General Meeting, at the end of discussions on the Resolutions contained in the Notice, allowed voting at the venue of the Annual General Meeting on the Ballot Forms provided at the Meeting venue to all those members who were present at the Meeting but have not cast their votes by availing the remote e-voting.
4. After the conclusion of the Meeting, the Ballot Boxes were opened in my presence and the physical ballot forms were diligently scrutinized and reconciled with the records maintained by the Registrar and Transfer Agents of the Company. I thereafter first counted the votes cast at the Meeting through these Ballot Forms.



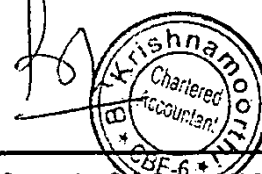

Office: 'Kanapathy Towers' III Floor, No. 1391/A-1, Sathy Road, Kanapathy, Coimbatore 641 006
Phone : 0422 4039900 Fax : 0422 - 2536673 E-mail : bkca@bkc@gmail.com

Resi: "Shreekara" No. 9, Right House, Rajarajeshwari Estates, Mulla Nagar, Marudhamalai Road, Coimbatore 641 041. Phone : 0422 4512371

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5. The Votes cast through E-Voting were unblocked on 23rd September, 2015 around 11.00 am in the presence of two witnesses, namely Mr.K.Marimuthu and Mr.R.Sasidharan, who are not in employment of the Company.
6. In tune with the Instructions contained in the instructions given for e-voting sent along with the Notice dated 22nd May, 2015, in respect of members who have voted in both modes (i.e. E-Voting and Physical Ballot form voted at the venue), I have considered only E-Voting by not reckoning the voting done through Ballot Form.
7. No Ballot Forms were incomplete and/ or were otherwise defective.
8. I have collated the votes received through E-Voting process and Physical Ballot forms voted at venue and the same have been furnished hereunder.

	Resolution	Mode	For			Against		
			No.of Members	No.of Votes	%	No.of Members	No.of Votes	%
1	Adoption of the audited Statement of Accounts together with report of Board of Directors and Auditors for the year ended 31 st March, 2015. (Ordinary resolution)	E-Voting	16	897114	100.000	0	0	0.000
		Ballot form at the AGM	29	2370282	100.000	0	0	0.000
		Total	45	3267396	100.000	0	0	0.000
2	Re-appointment of Sri Dulichand Pansari, who retires by rotation, as Director. (Ordinary resolution)	E-Voting	16	897114	100.000	0	0	0.000
		Ballot form at the AGM	29	2370282	100.000	0	0	0.000
		Total	45	3267396	100.000	0	0	0.000
3	Appointment of Statutory Auditors and fixing their remuneration. (Ordinary resolution)	E-Voting	16	897114	100.000	0	0	0.000
		Ballot form at the AGM	29	2370282	100.000	0	0	0.000
		Total	45	3267396	100.000	0	0	0.000
4	Appointment of Mrs.Meenakumari-Additional Director, retires at the AGM seeking re-appointment as Independent Director. (Ordinary resolution)	E-Voting	16	897114	100.000	0	0	0.000
		Ballot form at the AGM	29	2370282	100.000	0	0	0.000
		Total	45	3267396	100.000	0	0	0.000
5	Ratification of remuneration to Cost Auditor Sri B.Venkateswar (Ordinary resolution)	E-Voting	16	897114	100.000	0	0	0.000
		Ballot form at the AGM	29	2370282	100.000	0	0	0.000
		Total	45	3267396	100.000	0	0	0.000



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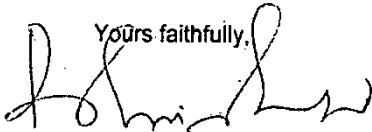
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6	Re-appointment of Shyamal Agarwala as Managing Director of the Company and fixing his remuneration. (Special resolution)	E-Voting	16	897114	100.000	0	0	0.000
		Ballot form at the AGM	29	2370282	100.000	0	0	0.000
		Total	45	3267396	100.000	0	0	0.000

9. All relevant records of electronic voting and ballot forms will remain in my custody until the Chairman considers, approves and signs the minutes of the 21st Annual General Meeting and thereafter the said records will be handed over to the Company Secretary of Salona Cotspin Limited, for safe custody.

Thanking you,

Yours faithfully,



(B. KRISHNAMOORTHI)
SCRUTINIZER

B. KRISHNAMOORTHI, F.C.A.,
Chartered Accountant
Membership No: 20438

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