



# SURYALATA SPINNING MILLS LIMITED

(An ISO 9001 : 2008 Certified Company)

CIN-L18100TG1983PLC003962



## **Gist of the Proceedings of the 32<sup>nd</sup> Annual General Meeting of Suryalata Spinning Mills Limited held on Monday, 21<sup>st</sup> September, 2015.**

The 32<sup>nd</sup> Annual General Meeting of the Members of the Company was held on 21<sup>st</sup> September, 2015 at 10.30 a.m., at Kamat Lingapur Hotel, Chikoti Gardens, Begumpet, Hyderabad – 500 016.

Smt. Prameela Rani M, Company Secretary extended warm welcome to the share holders and invited the Members of the Board, Chief financial officer & Statutory Auditors on to the dais.

Sri R Surender Reddy, Chairman chaired the proceedings of the meeting.

Total 462 Members (including proxies) attended the Meeting as per the attendance records.

The Chairman requested the shareholders to observe a minute silence in condolence for the sad demise of Executive Director Sri Yash Agarwal and his spouse Smt. Pankhuri Agarwal.

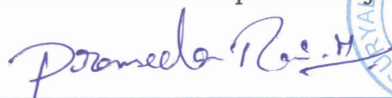
The Chairman gave an overview of the financial performance of the Company for the financial year ended 31<sup>st</sup> March, 2015 and its future outlook. The printed copy of the chairman speech was also circulated among the Members attended the meeting.

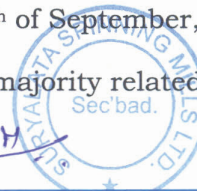
The Chairman informed the Members that pursuant to the provisions of the Companies Act, 2013, Rules made thereunder and the Listing Agreement, the Company had extended the remote e-voting facility to the Shareholders of the Company in respect of the resolutions to be passed at the meeting. The remote e-voting commenced on 9.00 a.m., on 18<sup>th</sup> September, 2015 and ended at 5.00 p.m., on 20<sup>th</sup> September, 2015. Sri R Ramakrishna Gupta, Practicing Company Secretary, partner R & A Associates, Company Secretaries, Hyderabad was appointed as the Scrutinizer by the Board for Scrutinizing the e-voting process in fair & transparent manner.

Further the Chairman informed the Members that pursuant to the provisions of section 109 of the Companies Act, 2013 and rules made thereunder and Secretarial standard - 2 of Institute of Company Secretaries of India (ICSI) the Company has arranged for poll on all the resolutions as per the notice of the meeting. On the invitation by chairman, several members gave their suggestions and sought clarifications on the Company's accounts and businesses.

Thereafter, the Chairman ordered for poll to be taken at the Meeting and appointed Sri R Ramakrishna Gupta, Practicing Company Secretary as the Scrutinizer for the poll process and orderly conduct of the voting. The Chairman announced that the combined result of e-voting and poll will be put on Company's website by 24<sup>th</sup> of September, 2015

The Resolutions passed by the Members with requisite majority related to the following:

  
Sec'bad.





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## ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial year ended 31<sup>st</sup> March, 2015, together with the reports of the Board of Directors and the Auditors thereon.
2. To declare dividend on Cumulative Redeemable Preference Shares for the financial year ended 31<sup>st</sup> March, 2015.
3. To declare dividend on Equity Shares of the Company for the financial year ended 31<sup>st</sup> March, 2015.
4. To appoint a director in place of Sri Mahender Kumar Agarwal, (DIN: 00012807) Joint Managing Director of the Company who retires by rotation and being eligible, offers himself for re-appointment.
5. Appointment of Statutory Auditors.

## SPECIAL BUSINESS:

6. Ratify the appointment of Smt. Madhavi Agarwal, Whole-Time Director of the Company.
7. Re-appointment Sri Mahender Kumar Agarwal, Joint Managing Director of the Company for a further period of 5 years.
8. Further issue of Preference Shares of the Company on Private Placement basis.
9. Alteration of Articles of Association.
10. Ratify the Remuneration of Cost Auditor.
11. Change in Address of Registrar & Transfer Agents.

The Consolidated Scrutinizer's report was uploaded on the website of the Company and the results in prescribed format were notified to the Stock Exchange under Clause 35A of the Listing Agreement.

*Pramod Rao*  
Sec'bad.  
SURYALATA SPINNING MILLS LTD.