



Super Spinning Mills Limited

Regd. & Central Office : "Elgi Towers" P.B. 7113, Green Fields, 737-D, Puliakulam Road, Coimbatore - 641 045.

9th September 2016

To

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|---|--|
| Listing Department BSE Limited 25 th Floor, PJ Towers, Dalal Street Mumbai – 400 001 Scrip Code : 521180 | Listing Department National Stock Exchange of India Limited Exchange Plaza, C-1 Block G BandraKurla Complex, Bandra, East Mumbai - 400 051 Scrip Code : SUPERSPIN |
|---|--|

Dear Sir

Sub: Proceedings of 54th Annual General Meeting of the Company held on 8th September 2016

Pursuant to the Regulation 30 read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the 54th Annual General Meeting of the Company was duly held on Thursday, 8th September 2016 at 3:30 PM at Ardra Convention Centre, "Kaanchan", No 9, North Huzur Road, Coimbatore 641 018, Tamilnadu, India.

The proper quorum was present and all the items of business as mentioned in the Annual General Meeting Notice dated 30th May 2016 were discussed and based on the report of the Scrutinizer, all the resolutions were declared as duly passed by remote e-voting and through poll at Annual General Meeting.

| | | |
|----|-------------------------------------|--|
| 1. | Detail of the Agenda: | Adoption of the Audited Financial Statements of the Company along with Consolidated Financial Statements for the financial year ended 31st March, 2016 together with the Reports of the Board of Directors and Auditors thereon. |
| | Resolution Required: | Ordinary Resolution. |
| | Result & Mode of voting: | Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM. |
| 2. | Detail of the Agenda: | Re-appointment of Mr.A S Thirumoorthy (DIN 03604474) as a Director on retirement by rotation. |
| | Resolution Required: | Ordinary Resolution. |
| | Result & Mode of voting: | Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM. |

RECOGNISED EXPORT - TRADING HOUSE

Phone : +91-422 - 2311711, Fax : 91 - 422 - 2311611, E-mail : super@ssh.saraelgi.com
CIN : L17111TZ1962PLC001200 Web : www.superspinning.com





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| | | |
|---|-------------------------------------|--|
| 3 | Detail of the Agenda: | Re-appointment of M/s. Reddy, Goud & Janardhan (Firm Registration No. 003254S) Chartered Accountants, as the Statutory Auditors of the Company for the financial year 2016-2017 and fixation of their remuneration. |
| | Resolution Required: | Ordinary Resolution. |
| | Result & Mode of voting: | Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM. |
| 4 | Detail of the Agenda: | Ratification of the appointment and the payment of remuneration to Cost Auditors of the Company for the financial year ending 31st March 2017. |
| | Resolution Required: | Ordinary Resolution. |
| | Result & Mode of voting: | Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM. |
| 5 | Detail of the Agenda: | Appointment of Mr. Vijay Venkataswamy (DIN 00002906) as an Independent Director of the Company for a period of one year with effect from 1st June 2016. |
| | Resolution Required: | Special Resolution. |
| | Result & Mode of voting: | Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM. |

A copy of the combined Scrutinizer Report on remote e-voting and poll conducted at the venue of the 54th Annual General Meeting is also attached.

Kindly take this intimation on record.

Thanking you

Yours faithfully

For Super Spinning Mills Ltd

Ramea Krishnakumar
Ramea Krishnakumar
Company Secretary

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COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND POLL
(Pursuant to Section(s) 108 and 109 of the Companies Act, 2013 read with Rule 20 and Rule
21 of the Companies (Management and Administration) Rules, 2014 - as amended)

To
The Chairman
54th Annual General Meeting of the Equity Shareholders of
M/s. SUPER SPINNING MILLS LIMITED
(L17111TZ1962PLC001200)
Held on Thursday the 8th day of September, 2016 at 3.30 PM at
Ardra Convention Centre, "Kaanchan",
No.9, North Huzur Road
Coimbatore - 641018.

Dear Sir,

Sub: Passing of Resolution through Remote E-voting Process and through Poll
conducted at the 54th Annual General Meeting of M/s. SUPER SPINNING
MILLS LIMITED held on 8th day of September.

I, M D Selvaraj, FCS Proprietor of M/s. MDS & Associates, Company Secretaries, Coimbatore have been appointed by the Board of Directors of M/s. SUPER SPINNING MILLS LIMITED ("the Company") as a Scrutinizer for the remote e-voting process held between Monday, the 5th day of September, 2016 at 9:00 AM to Wednesday, the 7th day of September 2016 till 5:00 PM and for the poll taken at the 54th Annual General Meeting of the Company held on Thursday the 8th day of September, 2016 at 3:30 PM at Ardra Convention Centre, "Kaanchan", No 9, North Huzur Road, Coimbatore 641 018, Tamilnadu, India on the Resolution(s) set out under Item No.1 to Item No.5 in the Notice convening the said 54th Annual General Meeting dated 30th May, 2016.



Responsibility of the Management

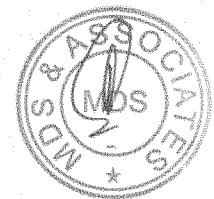
The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through remote e-voting process and through poll process, on the Resolution(s) as set out in the Notice convening the 54th Annual General Meeting dated 30th May, 2016.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the remote e-voting process and for the voting through poll at the 54th Annual General Meeting, is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution(s) set out under Item No.1 to Item No.5 in the Notice convening the 54th Annual General Meeting, based on the reports generated from the e-voting portal provided by the Central Depository Services (India) Limited (CDSL), the Authorised Agency engaged by the Company for providing the remote e-voting facility and also at the time of poll taken at the 54th Annual General Meeting.

I have already issued a separate Scrutinizer's Report dated 9th September, 2016 on the remote e-voting process and also a separate Scrutinizer's Report dated 9th September, 2016 in the prescribed Form No.MGT-13 on the Poll taken at the 54th Annual General Meeting of the Company.

In view of the above, I hereby submit my Consolidated Report on the Results of the Remote E-voting together with that of the Poll in respect of the said Resolution(s), as under;



Ordinary Business

Resolution No: 1

Ordinary resolution

Adoption of the Audited Financial Statements of the Company along with Consolidated Financial Statements for the financial year ended 31st March, 2016 together with the Reports of the Board of Directors and Auditors thereon.

VOTES CAST IN FAVOUR OF THE RESOLUTION

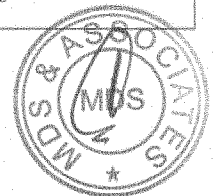
| Mode of Voting | Number of Members Voted through electronic means and Poll | Number of votes cast | Percentage of Total Number of valid votes cast |
|---------------------|---|----------------------|--|
| E-Voting | 28 | 2,26,11,484 ✓ | 100.00 |
| Poll | 34 | 8,18,396 ✓ | 100.00 |
| Total Voting | 62 | 2,34,29,880 | 100.00 |

VOTES CAST AGAINST THE RESOLUTION

| Mode of Voting | Number of Members Voted through electronic means and Poll | Number of votes cast | Percentage of Total Number of valid votes cast |
|---------------------|---|----------------------|--|
| E-Voting | 0 | 0 | 0.00 |
| Poll | 0 | 0 | 0.00 |
| Total Voting | 0 | 0 | 0.00 |

INVALID VOTES

| Mode of Voting | Number of Members whose votes were declared INVALID | Number of votes cast |
|---------------------|---|----------------------|
| E-voting | 0 | 0 |
| Poll | 4 | 540 |
| Total Voting | 4 | 540 |



Ordinary Business

Resolution No: 2

Ordinary resolution

Re-appointment of Mr.A S Thirumoorthy (DIN 03604474) as a Director on retirement by rotation.

VOTES CAST IN FAVOUR OF THE RESOLUTION

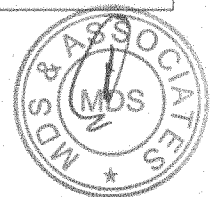
| Mode of Voting | Number of Members Voted through electronic means and Poll | Number of votes cast | Percentage of Total Number of valid votes cast |
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|---------------------|---|----------------------|--|
| E-Voting | 0 | 0 | 0.00 |
| Poll | 0 | 0 | 0.00 |
| Total Voting | 0 | 0 | 0.00 |

INVALID VOTES

| Mode of Voting | Number of Members whose votes were declared INVALID | Number of votes cast |
|---------------------|---|----------------------|
| E-voting | 0 | 0 |
| Poll | 4 | 540 |
| Total Voting | 4 | 540 |



Ordinary Business

Resolution No: 3

Ordinary resolution

Re-appointment of M/s. Reddy, Goud & Janardhan (Firm Registration No. 003254S) Chartered Accountants, as the Statutory Auditors of the Company for the financial year 2016-2017 and fixation of their remuneration.

VOTES CAST IN FAVOUR OF THE RESOLUTION

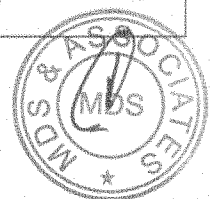
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| E-Voting | 28 | 2,26,11,484 | 100.00 |
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|---------------------|---|----------------------|--|
| E-Voting | 0 | 0 | 0.00 |
| Poll | 0 | 0 | 0.00 |
| Total Voting | 0 | 0 | 0.00 |

INVALID VOTES

| Mode of Voting | Number of Members whose votes were declared INVALID | Number of votes cast |
|---------------------|---|----------------------|
| E-voting | 0 | 0 |
| Poll | 4 | 540 |
| Total Voting | 4 | 540 |



Special Business

Resolution No: 4

Ordinary resolution

Ratification of the appointment and the payment of remuneration to Cost Auditors of the Company for the financial year ending 31st March 2017.

VOTES CAST IN FAVOUR OF THE RESOLUTION

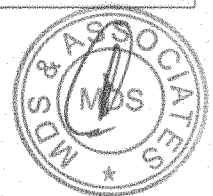
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|---------------------|---|----------------------|--|
| E-Voting | 0 | 0 | 0.00 |
| Poll | 0 | 0 | 0.00 |
| Total Voting | 0 | 0 | 0.00 |

INVALID VOTES

| Mode of Voting | Number of Members whose votes were declared INVALID | Number of votes cast |
|---------------------|---|----------------------|
| E-voting | 0 | 0 |
| Poll | 4 | 540 |
| Total Voting | 4 | 540 |



Special Business

Resolution No: 5

Special resolution

Appointment of Mr. Vijay Venkataswamy (DIN 00002906) as Independent Director of the Company for a period of one year with effect from 1st June 2016.

VOTES CAST IN FAVOUR OF THE RESOLUTION

| Mode of Voting | Number of Members Voted through electronic means and Poll | Number of votes cast | Percentage of Total Number of valid votes cast |
|---------------------|---|----------------------|--|
| E-Voting | 28 | 2,26,11,484 | 100.00 |
| Poll | 34 | 8,18,396 | 100.00 |
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| Total Voting | 4 | 540 |

Based on the Scrutinizer's report resolution nos. 1 to 5

Place : Coimbatore have been passed

Date : 9th September, 2016 unanimously.

Yours faithfully

M.D. Selvaraj

For Super Spinning Mills Ltd

Sumanth Ramprasad
Executive Chairman
DIN - 00002773

MDS & ASSOCIATES
Prop : M.D.SELVARAJ M.Com, MBA,FCS,
COMPANY SECRETARY IN PRACTICE
FCS - 960, CP - 411
"SURYA" 35, MAYFLOWER AVENUE
SOWRI PALAYAM ROAD, COIMBATORE - 641 029