

Amarjothi House T + 91 421 4311600  
157, Kumaran Road F + 91 421 4326694  
Tirupur 641601 info@amarjothi.net  
Tamil Nadu, India www.amarjothi.net



■ ISO 9001 : 2008 | GOTS-OE | OEKO TEX CERTIFIED

30<sup>th</sup> September , 2016

The Bombay Stock Exchange Ltd  
Department of Corporate Services – Listing  
Rotunda Building  
Mumbai – 400 001

Dear sir,

**Sub: Submission of Voting and E-voting results under Regulation 44 of SEBI (LODR) Regulation, 2015**

**Scrip code: 521097 / AMARJOTHI SPINNING MILLS LIMITED**

Please find enclosed the voting on E-voting result of 28<sup>th</sup> Annual General Meeting pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

Kindly take the above on record.

Thanking You,

Yours truly

For AMARJOTHI SPINNING MILLS LIMITED

A handwritten signature in blue ink, appearing to read "Shri. N. Rajan".

Shri.N.Rajan

Chairman,

Encl : as above



**R RAMCHANDAR** B.Com., ACS., LLB  
COMPANY SECRETARY

No.21, 3rd Floor, M.L. Lund Complex, Variety Hall Road, Coimbatore 641 001. Ph. : 0422 – 4332398  
Mob. : 90037 04124, 94886 53103 E-mail : ramchandraracsllb@gmail.com ramcsllb@gmail.com

## Scrutinizer Report

(Pursuant to section 108 of the Companies Act, 2013 and Rule20(xi) of the Companies (Management and Administration) Rules, 2014)

To:

The Chairman,

28<sup>th</sup> Annual General Meeting of the Members of

M/s. AMARJOTHI SPINNING MILLS LIMITED

CIN: L17111TZ1987PLC002090

Held on 28<sup>th</sup> September, 2016 at 11.00 AM at Hall of Gayathri Hotel, Kangayam Road,

Tirupur -641604.

Dear Sir,

I, R.Ramchandrar, Bcom , ACS, LLB, Company Secretary in Practice, having office at 21, M.L. Lund complex, V.H. Road, Coimbatore – 641 001, Tamilnadu, India have been appointed as a Scrutinizer by the Board of Directors of M/s. AMARJOTHI SPINNING MILLS LIMITED (the Company) for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the Provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Sub Rule(xi) of Rule 20 of the Companies (Management and Administration) Rules, 2014 and amended rules 2015 on the resolutions contained in the Notice to the 28<sup>TH</sup> Annual General Meeting (AGM) of the Members of the Company, held on 28<sup>th</sup> September,2016 at Hall of Gayathri Hotel, Kanagayam Road, Tirupur – 641604.

The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and poll on the resolutions proposed in the Notice of the 28<sup>th</sup> Annual General Meeting of the company is the responsibility of the management. My





responsibility as a scrutinizer is to ensure that the voting process both through electronic means and by use of ballots by poll at the meeting are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system

Provided by the Central Depository Services Limited (CDSL) and voting at the AGM by poll.

1. The e-voting period remained open from 25<sup>th</sup> September, 2016 (09.00 a.m.) to 27<sup>th</sup> September, 2016 (05.00 p.m.)
2. The Shareholders holding shares as on the "Cut-off" date i.e. 21<sup>st</sup> September, 2016 were entitled to vote on the proposed resolutions (item No 1 to 8 as set out in the Notice to the 28<sup>th</sup> Annual General Meeting of AMARJOTHI SPINNING MILLS LIMITED)
3. The votes were unblocked on 28<sup>th</sup> September, 2016 around 05.00 p.m. in presence of two witnesses,

1. Mr. R.Navneethakrishnan, Residing at, 16, Balamurugan illam, VOC Nagar, Tirupur – 641601.
2. Mr.M.John Kamal Royal, Residing at, 17, Sripathy Nagar 4<sup>th</sup> Street, Nanjundapuram Road, Ramanathapuram,Coimbatore – 641036.

Who are not in employment of the Company. They have signed below in conformation of votes being unblocked in their presence.

  
R.Navneethakrishnan

  
M.John Kamal Royal

4. Thereafter, the details containing, inter-alia, list of shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com>)
5. After the time fixed for closing of the poll by the Chairman, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
6. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the company/Registrar and Transfer agents of the company and the authorizations/proxies lodged by the company.
7. The Company has not received any proxy forms to attend the meeting.
8. The consolidated results are as under.



**Format for voting results**

<b>Date of the AGM</b>	<b>28<sup>TH</sup> September 2016, 28<sup>th</sup> AGM</b>
<b>TOTAL NUMBER OF SHAREHOLDERS AS ON RECORD DATE</b>	<b>7276</b>
<b>NO.OF SHAREHOLDERS PRESENT IN THE MEETING EIGHTER IN PERSON (OR) THROUGH PROXY GROUP:</b>	<b>35</b>
Promoters and promoter Group:	<b>2</b>
Public:	<b>33</b>
<b>NO.OF SHAREHOLDERS ATTENDED THE MEETING THROUGH VIDEO CONFERENCING</b>	<b>NIL</b>
Promoters and promoter Group:	<b>NIL</b>
Public:	<b>NIL</b>

**Agenda-wise disclosure ( to be disclosed separately for each agenda item)**

**1.To consider and adopt audited standalone and consolidated financial statements with schedules, Report of the Board of Directors and Auditors for the year ended 31<sup>st</sup> March,2016.**

<b>Resolution required:(ordinary/special)</b>				Ordinary				
<b>Whether promoter/ promoter group are interest in the agenda/ resolution</b>				NA				
<b>Category</b>	<b>Mode of voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled(2)</b>	<b>% of votes polled on outstanding shares(3)= [(2)/(1)]*100</b>	<b>No. of votes in favour (4)</b>	<b>No. of votes against (5)</b>	<b>% of votes in favour on votes polled(6) =[(4)/(2)]*100</b>	<b>% of votes against on votes polled(7) =[(5)/(2)]*100</b>
Promoter And Promoter Group	E-voting	4140379	4136834	99.92%	4136834	NIL	100.00%	0.00
	poll		0	0	0	0	0	0
	Postal ballot*(if applicable)		0	0	0	0	0	0
	<b>Sub Total</b>		<b>4140379</b>	<b>4136834</b>	<b>99.92%</b>	<b>4136834</b>	<b>NIL</b>	<b>100.00%</b>
Public institutions	E-voting	100	0	0	0	0	0	0
	Poll		0	0	0	0	0	0





	Postal ballot ( if applicable)		0	0	0	0	0	0
	<b>Sub Total</b>		0	0	0	0	0	0
Public Non-institutions	E-Voting	2609521	525	0.02%	525	NIL	100.00%	0.00
	Poll		3100	0.12%	3100	NIL	100.00%	0.00
	Postal ballot (if applicable)		0	0	0	0	0	0
	<b>Sub Total</b>		3625	0.14%	3625	NIL	100.00%	0.00
<b>Grand Total</b>		6750000	4140459	61.34%	4140459	NIL	100.00%	0.00

2. Declaration the Final Dividend of Rs.2.00 per share, which is recommended by Board of Directors of the Company on 27<sup>th</sup> May 2016.

Resolution required:(ordinary/special)			Ordinary					
Whether promoter/ promoter group are interest in the agenda/ resolution			NA					
Category	Mode of voting	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	E-voting	4140379	4136834	99.92%	4136834	NIL	100.00%	0.00
	poll		0	0	0	0	0	0
	Postal ballot*(if applicable)		0	0	0	0	0	0
	<b>Sub Total</b>		4140379	4136834	99.92%	4136834	NIL	100.00%
Public institutions	E-voting	100	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal ballot ( if applicable)		0	0	0	0	0	0
	<b>Sub Total</b>		0	0	0	0	0	0
Public Non-institutions	E-Voting	2609521	525	0.02%	525	NIL	100.00%	0.00
	Poll		3100	0.12%	3100	NIL	100.00%	0.00
	Postal ballot (if applicable)							



	Sub Total		3625	0.14%	3625	NIL	100.00%	0.00
Grand Total		6750000	4140459	61.34%	4140459	NIL	100.00%	0.00

3. To appoint a Director in place of Mr. N. Radhakrishnan ( DIN:00390913), Who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required:(ordinary/special)			Ordinary					
Whether promoter/ promoter group are interest in the agenda/ resolution			NA					
Category	Mode of voting	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	E-voting	4140379	4136834	99.92%	4136834	NIL	100.00%	0.00
	poll		0	0	0	0	0	0
	Postal ballot*(if applicable)		0	0	0	0	0	0
	Sub Total		4140379	4136834	99.92%	4136834	NIL	100.00%
Public institutions	E-voting	100	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal ballot ( if applicable)		0	0	0	0	0	0
	Sub Total		0	0	0	0	0	0
Public Non-institutions	E-Voting	2609521	525	0.02%	525	NIL	100.00%	0.00
	Poll		3100	0.12%	3100	NIL	100.00%	0.00
	Postal ballot (if applicable)		0	0	0	0	0	0
	Sub Total		3625	0.14%	3625	NIL	100.00%	0.00
Grand Total		6750000	4140459	61.34%	4140459	NIL	100.00%	0.00

4. Re-appointment of Mr.Narayanaswamy, Chartered Accountant (Membership No. 023661) as Statutory Auditors of the company and to fix remuneration.

Resolution required:(ordinary/special)	Ordinary
--	----------





Whether promoter/ promoter group are interest in the agenda/ resolution				NA				
Category	Mode of voting	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	E-voting	4140379	4136834	99.92%	4136834	NIL	100.00%	0.00
	poll		0	0	0	0	0	0
	Postal ballot*(if applicable)		0	0	0	0	0	0
	<b>Sub Total</b>		<b>4140379</b>	<b>4136834</b>	<b>99.92%</b>	<b>4136834</b>	<b>NIL</b>	<b>100.00%</b>
Public institutions	E-voting	100	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal ballot ( if applicable)		0	0	0	0	0	0
	<b>Sub Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non-institutions	E-Voting	2609521	525	0.02%	525	NIL	100.00%	0.00
	Poll		3100	0.12%	3100	NIL	100.00%	0.00
	Postal ballot (if applicable)		0	0	0	0	0	0
	<b>Sub Total</b>		<b>3625</b>	<b>0.14%</b>	<b>3625</b>	<b>NIL</b>	<b>100.00%</b>	<b>0.00</b>
<b>Grand Total</b>		<b>6750000</b>	<b>4140459</b>	<b>61.34%</b>	<b>4140459</b>	<b>NIL</b>	<b>100.00%</b>	<b>0.00</b>

**SPECIAL BUSINESS:**

**5. Reappointment of Mr. R. Premchander as Managing Director for next 5 years term with effect from 01.09.2016**

Resolution required:(ordinary/special)				Ordinary				
Whether promoter/ promoter group are interest in the agenda/ resolution				YES				
Category	Mode of voting	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	E-voting	4140379	4136834	99.92%	4136834	NIL	100.00%	0:00
	poll		0	0	0	0	0	0



Group	Postal ballot*(if applicable)		0	0	0	0	0	0
	<b>Sub Total</b>	<b>4140379</b>	<b>4136834</b>	<b>99.92%</b>	<b>4136834</b>	<b>NIL</b>	<b>100.00%</b>	<b>0.00</b>
Public institutions	E-voting	<b>100</b>	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal ballot ( if applicable)		0	0	0	0	0	0
	<b>Sub Total</b>		0	0	0	0	0	0
Public Non-institutions	E-Voting	<b>2609521</b>	525	0.02%	525	NIL	100.00%	0.00
	Poll		3100	0.12%	3100	NIL	100.00%	0.00
	Postal ballot (if applicable)		0	0	0	0	0	0
	<b>Sub Total</b>		3625	0.14%	3625	NIL	100.00%	0.00
<b>Grand Total</b>		<b>6750000</b>	<b>4140459</b>	<b>61.34%</b>	<b>4140459</b>	<b>NIL</b>	<b>100.00%</b>	<b>0.00</b>

**6. Reappointment of Mr. R. Jaichander as Joint Managing Director for next 5 years term with effect from 01.12.2016**

<b>Resolution required:(ordinary/special)</b>				Ordinary				
<b>Whether promoter/ promoter group are interest in the agenda/ resolution</b>				YES				
Category	Mode of voting	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	E-voting	<b>4140379</b>	4136834	99.92%	4136834	NIL	100.00%	0.00
	poll		0	0	0	0	0	0
	Postal ballot*(if applicable)		0	0	0	0	0	0
	<b>Sub Total</b>		<b>4140379</b>	<b>4136834</b>	<b>99.92%</b>	<b>4136834</b>	<b>NIL</b>	<b>100.00%</b>
Public institutions	E-voting	<b>100</b>	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal ballot ( if applicable)		0	0	0	0	0	0





	<b>Sub Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non-institutions	E-Voting	2609521	525	0.02%	525	NIL	100.00%	0.00
	Poll		3100	0.12%	3100	NIL	100.00%	0.00
	Postal ballot (if applicable)		0	0	0	0	0	0
	<b>Sub Total</b>			<b>3625</b>	<b>0.14%</b>	<b>3625</b>	<b>NIL</b>	<b>100.00%</b>
<b>Grand Total</b>		<b>6750000</b>	<b>4140459</b>	<b>61.34%</b>	<b>4140459</b>	<b>NIL</b>	<b>100.00%</b>	<b>0.00</b>

**7. To Fix the Remuneration to Mr. N. Rajan (Chairman of the Company) for next 5 Year Term with effect 01.04.2016**

<b>Resolution required:(ordinary/special)</b>				Ordinary				
<b>Whether promoter/ promoter group are interest in the agenda/ resolution</b>				YES				
<b>Category</b>	<b>Mode of voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled(2)</b>	<b>% of votes polled on outstanding shares(3)= [(2)/(1)]*100</b>	<b>No. of votes in favour (4)</b>	<b>No. of votes against (5)</b>	<b>% of votes in favour on votes polled(6) =[(4)/(2)]*100</b>	<b>% of votes against on votes polled(7) =[(5)/(2)]*100</b>
Promoter And Promoter Group	E-voting	4140379	4136834	99.92%	4136834	NIL	100.00%	0.00
	poll		0	0	0	0	0	0
	Postal ballot*(if applicable)		0	0	0	0	0	0
	<b>Sub Total</b>			<b>4136834</b>	<b>99.92%</b>	<b>4136834</b>	<b>NIL</b>	<b>100.00%</b>
Public institutions	E-voting	100	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal ballot ( if applicable)		0	0	0	0	0	0
	<b>Sub Total</b>			<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non-institutions	E-Voting	2609521	525	0.02%	525	NIL	100.00%	0.00
	Poll		3100	0.12%	3100	NIL	100.00%	0.00
	Postal ballot (if applicable)		0	0	0	0	0	0
	<b>Sub Total</b>			<b>3625</b>	<b>0.14%</b>	<b>3625</b>	<b>NIL</b>	<b>100.00%</b>
<b>Grand Total</b>		<b>6750000</b>	<b>4140459</b>	<b>61.34%</b>	<b>4140459</b>	<b>NIL</b>	<b>100.00%</b>	<b>0.00</b>



**8. Ratification of Remuneration payable to Cost Auditors M/S. Nagarajan & Co for the period of 2016-17.**

Resolution required:(ordinary/special)				Ordinary				
Whether promoter/ promoter group are interest in the agenda/ resolution				NA				
Category	Mode of voting	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	E-voting	4140379	4136834	99.92%	4136834	NIL	100.00%	0.00
	poll		0	0	0	0	0	0
	Postal ballot*(if applicable)		0	0	0	0	0	0
	<b>Sub Total</b>		<b>4140379</b>	<b>4136834</b>	<b>99.92%</b>	<b>4136834</b>	<b>NIL</b>	<b>100.00%</b>
Public institutions	E-voting	100	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal ballot ( if applicable)		0	0	0	0	0	0
	<b>Sub Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non-institutions	E-Voting	2609521	525	0.02%	525	NIL	100.00%	0.00
	Poll		3100	0.12%	3100	NIL	100.00%	0.00
	Postal ballot (if applicable)		0	0	0	0	0	0
	<b>Sub Total</b>		<b>3625</b>	<b>0.14%</b>	<b>3625</b>	<b>NIL</b>	<b>100.00%</b>	<b>0.00</b>
<b>Grand Total</b>		<b>6750000</b>	<b>4140459</b>	<b>61.34%</b>	<b>4140459</b>	<b>NIL</b>	<b>100.00%</b>	<b>0.00</b>






1. All the relevant records of the electronic voting will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 28<sup>th</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.
2. The poll papers and all other relevant records were sealed and handed over to the Chairman/Company Secretary for safe keeping.
3. List of equity share holders who voted for, against and those who voted declared invalid/abstain for each resolutions are handed over to the Chairman/Company Secretary.

Thanking you,

Yours Truly,



R.RAMCHANDAR B.Com, ACS, LLB

C.P. No : 12240

Place: Coimbatore

Date: 30.09.2016

