



# Super Spinning Mills Limited

Regd. & Central Office : "Elgi Towers" P.B. 7113; Green Fields, 737-D, Puliakulam Road, Coimbatore - 641 045.  
CIN : L17111TZ1962PLC001200

2<sup>nd</sup> December 2017

To

Listing Department BSE Limited 25 <sup>th</sup> 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
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Dear Sir

**Sub: Proceedings of 55<sup>th</sup> Annual General Meeting of the Company held on 1<sup>st</sup> December 2017**

Pursuant to the Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the 55<sup>th</sup> Annual General Meeting of the Company was duly held on Friday, 1<sup>st</sup> December 2017 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 23<sup>rd</sup> October 2017 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.	<b>Detail of the Agenda:</b>	<b>Adoption of the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2017 together with the Reports of the Board of Directors and Auditors thereon.</b>
	<b>Resolution Required:</b>	Ordinary Resolution.
	<b>Result &amp; Mode of voting:</b>	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM.
2.	<b>Detail of the Agenda:</b>	<b>Re-appointment of Mr.Sumanth Ramamurthi (DIN 00002773) as a Director on retirement by rotation.</b>
	<b>Resolution Required:</b>	Ordinary Resolution.
	<b>Result &amp; Mode of voting:</b>	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM.
3.	<b>Detail of the Agenda:</b>	<b>Appointment of M/s. Sethia, Prabhada Hegde &amp; Co., (Firm Registration No. 0133675), Chartered Accountants as Statutory Auditors of the Company in place of retiring Auditors, M/s. Reddy, Goud &amp; Janardhan, Chartered Accountants, for a period of Five years.</b>



RECOGNISED EXPORT - TRADING HOUSE

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



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	<b>Resolution Required:</b>	Ordinary Resolution.
	<b>Result &amp; Mode of voting:</b>	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM.
4	<b>Detail of the Agenda:</b>	<b>Ratification of the payment of remuneration to Cost Auditors of the Company for the financial year 2017-2018.</b>
	<b>Resolution Required:</b>	Ordinary Resolution.
	<b>Result &amp; Mode of voting:</b>	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM.
5	<b>Detail of the Agenda:</b>	<b>Re-appointment of Mr.Sumanth Ramamurthi (DIN 00002773) as an Executive Chairman of the Company and approval of his remuneration.</b>
	<b>Resolution Required:</b>	Ordinary Resolution.
	<b>Result &amp; Mode of voting:</b>	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM.
6	<b>Detail of the Agenda:</b>	<b>Re-appointment of Mr. A S Thirumoorthy (DIN 03604474) as Managing Director of the Company and approval of his remuneration.</b>
	<b>Resolution Required:</b>	Ordinary Resolution.
	<b>Result &amp; Mode of voting:</b>	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM.
7	<b>Detail of the Agenda:</b>	<b>Appointment of Mr. B Lakshmi Narayana (DIN 00504396) as an Independent Director of the Company for a period of 5 years.</b>
	<b>Resolution Required:</b>	Ordinary Resolution.
	<b>Result &amp; Mode of voting:</b>	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM.
8	<b>Detail of the Agenda:</b>	<b>Appointment of Mr. A R Balasundharam (DIN 07802383) as an Independent Director of the Company for a period of 5 years.</b>
	<b>Resolution Required:</b>	Ordinary Resolution.
	<b>Result &amp; Mode of voting:</b>	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM.

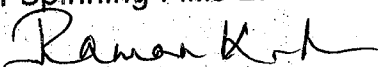
A copy of the combined Scrutinizer Report on remote e-voting and poll conducted at the venue of the 55<sup>th</sup> Annual General Meeting is also attached.

Kindly take this intimation on record.

Thanking you

Yours faithfully

For Super Spinning Mills Ltd

  
Ramaa Krishnakumar  
Company Secretary

RECOGNISED EXPORT - TRADING HOUSE

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



**MDS & Associates**  
Company Secretaries in Practice

**M.D. Selvaraj** M Com MBA FCS

"SURYA", 35, Mayflower Avenue, Sowripalayam Road, Coimbatore 641028.

Phone : 0422-2318780, 2316755, Fax : 0422-2314792, E-mail : mds@mdsservices.in, Web : www.mdsservices.in

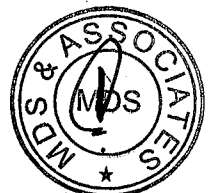
**COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND POLL**  
**(Pursuant to Section(s) 108 and 109 of the Companies Act, 2013 read with Rule 20 and Rule**  
**21 of the Companies (Management and Administration) Rules, 2014 - as amended)**

To  
The Chairman  
55<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
**M/s. SUPER SPINNING MILLS LIMITED**  
(L17111TZ1962PLC001200)  
Held on Friday the 1<sup>st</sup> day of December, 2017 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 55<sup>th</sup> Annual General Meeting of M/s. SUPER SPINNING**  
**MILLS LIMITED held on 1<sup>st</sup> day of December 2017.**

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 Tuesday the 28<sup>th</sup> day of November, 2017 at 9:00 AM to Thursday, the 30<sup>th</sup> day of November 2017 till 5:00 PM and for the poll taken at the 55<sup>th</sup> Annual General Meeting of the Company held on Friday the 1<sup>st</sup> day of December, 2017 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.8 in the Notice convening the said 55<sup>th</sup> Annual General Meeting dated 23<sup>rd</sup> October, 2017.



**Responsibility of the Management**

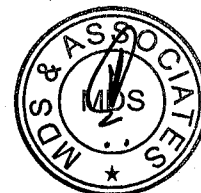
The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through remote e-voting process and through poll process, on the Resolution(s) as set out in the Notice convening the 55<sup>th</sup> Annual General Meeting dated 23<sup>rd</sup> October 2017.

**Responsibility as a Scrutinizer**

My responsibility, as a Scrutinizer for the remote e-voting process and for the voting through poll at the 55<sup>th</sup> 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.8 in the Notice convening the 55<sup>th</sup> 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 55<sup>th</sup> Annual General Meeting.

I have already issued a separate Scrutinizer's Report dated 2<sup>nd</sup> December, 2017 on the remote e-voting process and also a separate Scrutinizer's Report dated 2<sup>nd</sup> December, 2017 in the prescribed Form No.MGT-13 on the Poll taken at the 55<sup>th</sup> 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 for the financial year ended 31<sup>st</sup> March, 2017 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	24	2,34,10,004	100.00
Poll	14	1,754	100.00
<b>Total Voting</b>	<b>38</b>	<b>2,34,11,758</b>	<b>100.00</b>

**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
<b>Total Voting</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	1	100
<b>Total Voting</b>	<b>1</b>	<b>100</b>



**Ordinary Business**

**Resolution No: 2**

**Ordinary resolution**

Re-appointment of Mr.Sumanth Ramamurthi (DIN 00002773) as a Director on retirement by rotation.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

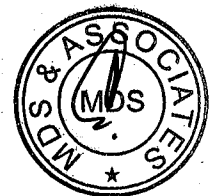
Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	24	2,34,10,004	100.00
Poll	14	1,754	100.00
<b>Total Voting</b>	<b>38</b>	<b>2,34,11,758</b>	<b>100.00</b>

**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
<b>Total Voting</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	1	100
<b>Total Voting</b>	<b>1</b>	<b>100</b>



Ordinary Business

Resolution No: 3

**Ordinary resolution**

Appointment of M/s. Sethia, Prabhada Hegde & Co., (Firm Registration No. 013367S), Chartered Accountants as Statutory Auditors of the Company in place of retiring Auditors, M/s. Reddy, Goud & Janardhan, Chartered Accountants, for a period of Five years.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

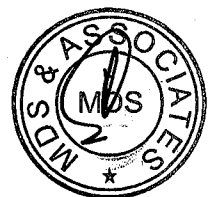
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E-Voting	24	2,34,10,004	100.00
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**VOTES CAST AGAINST THE RESOLUTION**

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
<b>Total Voting</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	1	100
<b>Total Voting</b>	<b>1</b>	<b>100</b>



**Special Business**

**Resolution No: 4**

**Ordinary resolution**

Ratification of the payment of remuneration to Cost Auditors of the Company for the financial year 2017-2018.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

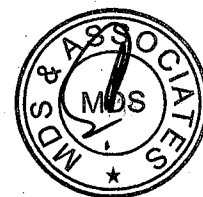
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E-Voting	24	2,34,10,004	100.00
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Poll	0	0	0.00
<b>Total Voting</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	1	100
<b>Total Voting</b>	<b>1</b>	<b>100</b>





**Special Business****Resolution No: 5****Ordinary resolution**

Re-appointment of Mr.Sumanth Ramamurthi (DIN 00002773) as an Executive Chairman of the Company and approval of his remuneration.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

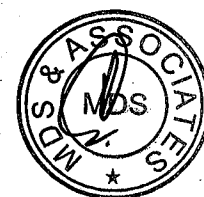
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Poll	14	1,754	100.00
<b>Total Voting</b>	<b>38</b>	<b>2,34,11,758</b>	<b>100.00</b>

**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
<b>Total Voting</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	1	100
<b>Total Voting</b>	<b>1</b>	<b>100</b>



**Special Business**

**Resolution No: 6**

**Ordinary resolution**

Re-appointment of Mr. A S Thirumoorthy (DIN 03604474) as Managing Director of the Company and approval of his remuneration.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

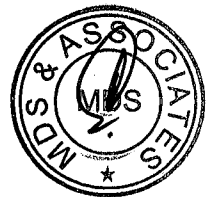
Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	24	2,34,10,004	100.00
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**VOTES CAST AGAINST THE RESOLUTION**

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E-Voting	0	0	0.00
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<b>Total Voting</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	1	100
<b>Total Voting</b>	<b>1</b>	<b>100</b>



**Special Business**

**Resolution No: 7**

**Ordinary resolution**

Appointment of Mr. B Lakshmi Narayana (DIN 00504396) as an Independent Director of the Company for a period of 5 years.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

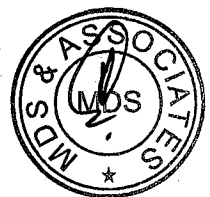
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Poll	14	1,754	100.00
<b>Total Voting</b>	<b>38</b>	<b>2,34,11,758</b>	<b>100.00</b>

**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
<b>Total Voting</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	1	100
<b>Total Voting</b>	<b>1</b>	<b>100</b>



**Special Business****Resolution No: 8****Ordinary resolution**

Appointment of Mr. A R Balasundharam (DIN 07802383) as an Independent Director of the Company for a period of 5 years.

**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	24	2,34,10,004	100.00
Poll	14	1,754	100.00
<b>Total Voting</b>	<b>38</b>	<b>2,34,11,758</b>	<b>100.00</b>

**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
<b>Total Voting</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	1	100
<b>Total Voting</b>	<b>1</b>	<b>100</b>

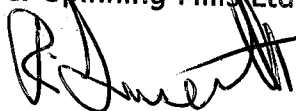
Place : Coimbatore

Date : 2<sup>nd</sup> December, 2017

Based on the Scrutinizer's Report

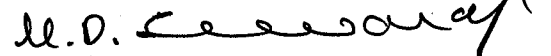
Resolution nos 1- 8 have been passed unanimously

For Super Spinning Mills Ltd



Sumanth Ramamurthi  
Executive Chairman

Yours faithfully



**MDS & ASSOCIATES**

Prop : M.D.SELVARAJ M.Com, MBA,FCS,  
COMPANY SECRETARY IN PRACTICE

FCS - 960, CP - 411

"SURYA" 35, MAYFLOWER AVENUE  
SOWRIPALAYAM ROAD, COIMBATORE - 641 028