



# Sri Lakshmi Saraswathi Textiles (Arni) Limited

"CIN : L17111TN1964PLC005183"

August 31, 2017

The Secretary  
Bombay Stock Exchange Limited  
25, Phiroze Jeejeebhoy Towers  
Dalal Street  
**MUMBAI 400 001**

Dear Sir,

Ref: Company Code – 521161  
ISIN – INE456D01010

Sub: Proceedings of Annual General Meeting held on 30.08.2017.

We submit herewith Minutes of the 53<sup>rd</sup> Annual General Meeting of the company held on 30<sup>th</sup> August 2017 at Rani Seethai Hall, 603 Mount Road, Chennai-600006 under Regulation 30 of the SEBI (Listing Obligation & Disclosure Requirements), Regulations, 2015.

Please take the above on record.

Thanking you,

Yours faithfully,  
for **SRI LAKSHMI SARASWATHI  
TEXTILES (ARNI) LIMITED**

*Geetha Sundararaghavan*  
**(GEETHA SUNDARARAGHAVAN)**  
COMPANY SECRETARY



**SRI LAKSHMI SARASWATHI TEXTILES (ARNI) LIMITED**

**MINUTES OF THE 53<sup>rd</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD AT 2.30 PM ON WEDNESDAY, AUGUST 30, 2017 AT RANI SEETHAI HALL, 603 MOUNT ROAD, CHENNAI 600006.**

<b>PRESENT</b>	
1) MEMBERS	IN PERSON : 69 IN PROXY : 2
2) DIRECTORS	SRI. BALAKRISHNA S SRI. R.PADMANABAN SRI. J M GROVER (CHAIRMAN OF AUDIT COMMITTEE & NOIMITATION AND REMUNERATION COMMITTEE)
3) AUDITORS	SRI.Chella K.Srinivasan, Chartered Accountant Partner, M/s.S.VISWANATHAN, LLP
4) SECRETARIAL AUDITORS	SRI. BALU SRIDHAR, M/s.A.K. JAIN AND ASSOCIATES

Sri Balakrishna S, duly elected by the Directors as Chairman, occupied the Chair.

The Chairman declared that the Quorum was present and the meeting commenced at 2.30 pm.

The Notice calling the Annual General Meeting was taken as read with the permission of the Members present at the Meeting.

The Chairman delivered his speech.

The qualification in the Secretarial Auditors' Report to the Shareholders was read out by Mrs.Geetha Sundararaghavan, Company Secretary.

The members raised some questions on the statement of accounts and operations of the company. The questions were answered by Sri Balakrishna S, Managing Director and Sri B.Sundaramoorthy.

The Chairman informed the shareholders that the company had provided e-voting facility through CDSL platform to shareholders. He further informed that the shareholders or proxies of shareholders who are present at the meeting and who have not cast their vote through e-voting, can cast their vote through the poll papers that are provided at the meeting.

The Chairman informed the shareholders that on receipt of the final report from the Scrutinizer, Sri Balu Sridhar, partner M/s.A.K.Jain and Associates, the final results will be declared and posted in the websites of the company, CDSL and Mumbai Stock Exchange.

The Chairman thanked all the members present for their active participation.

The Chairman declared the Meeting closed.

The meeting concluded at 3.15 pm

Place: Chennai

Date: August 30, 2017



**BALAKRISHNA.S  
CHAIRMAN**

The following resolutions stated in the Notice of Annual General Meeting were passed by shareholders through e-voting and physical voting by polling paper.

### ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet of the company as at 31st March 2017, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Directors and Auditors thereon.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution

“RESOLVED that the Audited Balance Sheet of the company as at 31st March 2017, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date alongwith the Reports of the Directors and Auditors thereon, be and are hereby approved and adopted”

No.of votes cast in favour : 1572571  
No.of votes cast against : 30

The resolution was passed with requisite majority.

2. To appoint a Director in the place of Sri R.Padmanaban (holding Din 00084579) who retires by rotation and being eligible, offers himself for reappointment.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution.

“RESOLVED that Sri R.Padmanaban, (holding DIN 00084579) as Director, who retires by rotation and being eligible for reappointment, be elected as a Director of the Company”.

No.of votes cast in favour : 1572571  
No.of votes cast against : 30

The resolution was passed with requisite majority.

3. To appoint Auditors and to fix their remuneration.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution.

“RESOLVED that M/s.B.Purushottam & Co, Chartered Accountants, be and are hereby appointed as Statutory Auditors of the Company to hold office for a term of five years from the conclusion of this 53<sup>rd</sup> Annual General Meeting till the conclusion of the 58<sup>th</sup> Annual General Meeting, subject to ratification in every subsequent Annual General Meetings.

RESOLVED FURTHER that the Statutory Auditors shall be paid for the financial year 2017-18 a remuneration of Rs.2,50,000/- (Rupees Two Lakhs Fifty Thousand Only) and government tax/ duty if any on the fee and traveling and out of pocket expenses on actual basis, whenever their services are required out of Chennai, over and above the remuneration.



RESOLVED FURTHER that for the financial years 2018-19, 2019-20, 2020-21, 2021-22 the Board of Directors are authorized to fix the remuneration based on the recommendation of the Audit Committee”

No.of votes cast in favour : 1572571  
No.of votes cast against : 30

The resolution was passed with requisite majority.

#### SPECIAL BUSINESS

4. To approve the remuneration of the Cost Auditor for the financial year ending March 31, 2018 and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED that pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and Rule 14 of Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration of Rs.75,000/- (Rupees Seventy Five Thousand Only) and government tax/ duty if any on the fee and traveling and out of pocket expenses on actual basis, whenever his services are required out of Chennai, payable to Sri R.Sankar, Cost Auditor, (Firm Registration No.102784) appointed as the Cost Auditor of the Company by the Board of Directors, for the financial year 2017-18 for conducting the audit of the Cost Records of the Company, be and is hereby ratified and confirmed."

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

No.of votes cast in favour : 1572571  
No.of votes cast against : 30

The resolution was passed with requisite majority.

Place: Chennai  
Date: August 30, 2017



  
BALAKRISHNA.S  
CHAIRMAN