



Aditya Spinners Limited

6-3-668/10/66, Durganagar Colony,
Punjagutta, Hyderabad - 500 082.
Telangana State, India
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CIN : L18100AP1991PLC012337

24th September, 2018

To,
The Manager – CRD
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

Dear Sir,

Scrip Code:521141

Sub: Proceedings of 26th Annual General Meeting held on Saturday, the 22nd September, 2018 at the Registered Office of the company located at factory site.

Pursuant to the provisions of Regulation-30 read with the Schedule-III, Part A, ParaA(13) of the Listing Regulations, 2015 we hereby furnish the proceedings of the 26th Annual General Meeting of the Company held on Saturday, 22nd September, 2018 at 11.30 a.m. at the Registered Office of the company located at Factory Site, Perindesam Village, KVB Puram Mandal, Near Srikalahasti, Chittoor District, Andhra Pradesh – 517 643.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, the Company provided e-voting and poll facility to all the members to vote on the matters to be transacted at the Annual General Meeting. CS. K. Swamy of M/s. K.Swamy&Co., Company Secretary in Practice, Secunderabad was appointed as the Scrutinizer for the E-voting process and Poll at the meeting. We attach herewith copy of the Scrutinizer report dated 24th September, 2018.

The Annual General Meeting was attended by requisite quorum and following business were transacted:

1. APPROVED FINANCIAL STATEMENTS FOR THE YEAR 2017-18:

The members approved the Audited Balance Sheet as at 31st March, 2018 and the Statement of Profit and Loss for the year ended as on that date together with Reports of the Board of Directors' and Auditors' thereon by passing Ordinary Resolution by majority through e-voting and poll process.

2. APPROVED RE-APPOINTMENT OF MR. R. SHIV KUMAR, DIRECTOR WHO RETIRES BY ROTATION

The members re-appointed Mr. R. Shiv Kumar as a Director of the Company, who retired by rotation and being eligible offered himself for re-appointment by passing Ordinary Resolution by majority through e-voting and poll process.

3. APPROVED RE-APPOINTMENT OF MRS. K.V.NAGALALITHA, DIRECTOR WHO RETIRES BY ROTATION

The members re-appointed Mrs. K.V.Nagalalitha as a Director of the Company, who retired by rotation and being eligible offered herself for re-appointment by passing Ordinary Resolution by majority through e-voting and poll process.

4. APPROVED BY RATIFICATION OF THE APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY FOR THE YEAR 2018-19:


The members ratified the appointment of M/s. Lakshmi & Associates, Chartered Accountants, Hyderabad (FRN: 012482S) as Statutory Auditors of the Company, to hold the office for the current year 2018-19, who are appointed for a term of five consecutive years at the 25th Annual General Meeting to hold office upto the conclusion of the 30th Annual General Meeting of the Company and authorized the Board of Directors to fix their remuneration by passing Ordinary Resolution by majority.

Please take the same on your record and acknowledge the receipt.

Thanking you,

Yours faithfully,

For Aditya Spinners Limited


P RAJENDRA BABU
COMPANY SECRETARY



**REPORT OF SCRUTINIZER-COMBINED
(ON E-VOTING & POLL)**

{Pursuant to Section-108 and 109 of the Companies Act, 2013 and Rule-20 and 21 of the Companies
(Management and Administration) Rules, 2014 as amended to date}

To
The Chairman/Managing Director of
M/s Aditya Spinners Limited,
Corporate Office : 6-3-668/10/66,
Durganagar Colony, Punjagutta,
Hyderabad-500 082.

Ref: Report on resolutions passed through e-voting system and the poll conducted at the
26th Annual General Meeting (AGM) of the members of M/s Aditya Spinners Limited held on
Saturday, the 22nd of September, 2018 at 11.30 A.M., at the Registered Office of the company
located at Factory Site, Perindesam Village, K.V.B. Puram Mandal, Near Srikalahasti, Chittoor
District-517643, Andhra Pradesh

Dear Sir,

I, K. Swamy, Company Secretary in Practice, have been appointed as Scrutinizer by :

- (1) The Board of Directors of M/s Aditya Spinners Limited vide resolution dated 07.08.2018 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.
- (2) The company has provided evoting facility to the members using the Central Depository Services Limited (CDSL) platform conducting the electronic voting process between 19th September, 2018 at 9.00 A.M., to 21st September, 2018 at 5.00 P.M.
- (3) The Chairman of the 26th Annual General Meeting (AGM) held on 22nd of September, 2018 had allowed Poll at the meeting hall pursuant to the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014.



- (4) The Company has provided e-voting facility to all the shareholders of the company with the support of M/s Central Depository Services Limited (CDSL) enabling the shareholders to e-vote on shareholders' resolutions and the shareholders have availed of the facility.
- (5) The company has made available the facility for voting, either through electronic voting system or ballot or polling paper at the meeting and the members who have not already cast their vote by remote evoting were allowed to exercise their right at the meeting.
- (6) At the time of poll at the AGM Venue, adequate care was taken by the company so that no member who has already cast his vote by remote evoting prior to the meeting is allowed to cast vote again at the AGM venue.

Based on the data downloaded from the official website of the CDSL-evoting System and the poll papers collected in a ballot box from the AGM Venue, I now submit combined report (E-voting and Poll) on the shareholders' resolutions as per the Items of Ordinary and Special business in the order as set out in the Notice of 26th AGM as under:

ITEM NO.01:

ORDINARY RESOLUTION FOR ADOPTION OF STATEMENT OF PROFIT AND LOSS, BALANCE SHEET, REPORT OF DIRECTORS AND AUDITORS FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2018:

(i) Voted in favour of the Resolution :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
15	11112819	19	40300	11153119	99.98

(ii) Voted against the Resolution :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
1	2603	0	0	2603	0.02



(iii) Invalid votes :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll
0	0	0	0	0

RESULT

As the number of votes cast in favour of the resolution is more than the votes cast against, I report that the Ordinary Resolution with regard to Item No.01 as set out in the Notice of AGM is passed by majority.

ITEM NO.02:

ORDINARY RESOLUTION FOR RE-APPOINTMENT OF SRI. R SHIV KUMAR, DIRECTOR WHO RETIRES BY ROTATION :

(i) Voted in favour of the Resolution :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
14	11112659	23	40300	11152959	99.98

(ii) Voted <u>against</u> the Resolution :19Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
2	2763	0	0	2763	0.02



(iii) Invalid votes :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll
0	0	0	0	0

RESULT

As the number of votes cast in favour of the resolution is more than the votes cast against, I report that the Ordinary Resolution with regard to Item No.02 as set out in the Notice of AGM is passed by majority.

ITEM NO.03:

ORDINARY RESOLUTION FOR RE-APPOINTMENT OF SMT. K.V.NAGALALITHA, DIRECTOR WHO RETIRES BY ROTATION :

(i) Voted in favour of the Resolution :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
14	11112659	23	40300	11152959	99.98

(ii) Voted <u>against</u> the Resolution :19Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
2	2763	0	0	2763	0.02



(iii) Invalid votes :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll
0	0	0	0	0

RESULT

As the number of votes cast in favour of the resolution is more than the votes cast against, I report that the Ordinary Resolution with regard to Item No.03 as set out in the Notice of AGM is passed by majority.

ITEM NO.04:

ORDINARY RESOLUTION FOR RATIFICATION OF APPOINTMENT OF M/S LAKSHMI & ASSOCIATES, CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS FOR THE YEAR 2018-19:

(i) Voted in favour of the Resolution :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
14	11112659	23	40300	11152959	99.98

(ii) Voted <u>against</u> the Resolution :19Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
2	2763	0	0	2763	0.02



(iii) Invalid votes :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll
0	0	0	0	0

RESULT

As the number of votes cast in favour of the resolution is more than the votes cast against, I report that the Ordinary Resolution with regard to Item No.04 as set out in the Notice of AGM is passed by majority.

In accordance with the provisions of Rule-20 of the Companies (Management and Administration) Amendment Rules, 2015, I am to inform that the relevant records relating to E-Voting and Poll were sealed and the same will be handed over to the Company Secretary immediately after approval and signing of the minutes of the 26th Annual General Meeting.

For K SWAMY & CO.,
Company Secretaries



(K. Swamy)
Proprietor
C.P.No.2013
FCS No.3743



Place: Secunderabad,
Date : 24th September, 2018


CHAIRMAN / MANAGING DIRECTOR

