

SUPER SUPER SPINNING MILLS LIMITED

(CIN: L17111TZ1962PLC001200)

Elgi Towers, PB 7113, Green Fields, 737-D, Puliakulam Road, Coimbatore - 641 045 Tamil Nadu, India

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POSTAL BALLOT FORM

1. Name of the member(s) [including joint holders, if any]	
2. Registered address of the sole/ first named member	
3. Registered Folio No./ DP ID No./ Client ID No.* *(applicable only to members holding equity shares in dematerialized form)	
4. Number of equity share(s) held	

I/ We hereby exercise my/ our votes in respect of the resolutions set out in the notice of the annual general meeting dated 28th May, 2014 by sending my/ our assent or dissent to the said resolutions by placing the tick (✓) mark at the appropriate box below:

S. No.	Description	No. of Shares	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
Ordinary Business				
1.	To receive consider and adopt the Balance Sheet as at 31st March 2014 and the Statement of Profit and Loss for the year ended on that date and the Report of the Directors and the Auditors thereon			
2.	To appoint a Director in the place of Mr. D Sarath Chandran, who retires by rotation, and being eligible, offers himself for reappointment			
3.	To reappoint M/s Reddy, Goud & Janardhan, Chartered Accountants as Auditors, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration			
Special Business				
4.	Appointment of Mr. A S Thirumoorthy as a Director			
5.	Appointment of Mr. Sumanth Ramamurthi as an Executive Chairman			
6.	Appointment of Mr. A S Thirumoorthy as a Managing Director			
7.	Appointment of Mr. B Vijayakumar as an Independent Director			
8.	Appointment of Mr. Sudarsan Varadaraj as an Independent Director			
9.	Appointment of Mr. Vijay Venkataswamy as an Independent Director			
10.	Appointment of Mr. C S K Prabhu as an Independent Director			
11.	Appointment of Mr. C G Kumar as an Independent Director			
12.	Appointment of Mrs. Suguna Ravichandran as an Independent Director			
13.	Alteration of the Articles of Association			
14.	To amend the Borrowing Powers of the Board of Directors under section 180 (1)(c) of the Companies Act, 2013			
15.	Authorising the Board of Directors to lease or mortgage or create charge and or hypothecate the whole or substantially the whole of the undertakings of the Company as per section 180 (1)(a) of the Companies Act, 2013			

Signature of Shareholder

INSTRUCTIONS

Process and manner for members opting to vote by using the postal ballot form:

1. Please complete and sign the ballot form and send it, so as to reach the scrutinizer appointed by the board of directors of the company, Mr. M.D. Selvaraj, Practicing Company Secretary, not later than the close of working hours (1700 hours) on 6th September 2014. For this purpose, a self-addressed prepaid envelope is enclosed and postage will be paid by the company, if posted in India. The envelope bears the name and address of the Scrutinizer. However, envelopes containing the Ballot Form(s), if deposited in person or sent by courier or registered/ speed post at the expense of the member, will also be accepted. Ballot forms received after 6th September, 2014 will be strictly treated as if the reply from the member has not been received.
2. The form should be signed by the member as per the specimen signature registered with the company/ depository participants. In case of joint holding, the form should be completed and signed by the first named member and in his/ her absence, by the next named joint holder. There will be one form for every Folio/ Client ID irrespective of the number of joint holders. A Power of Attorney (POA) holder may vote on behalf of a member, mentioning the registration number of the POA or enclosing an attested copy of the POA. Exercise of vote is not permitted through proxy.
3. For shares held by companies, bodies corporate, trusts, societies, etc. the duly completed form should be accompanied by a certified true copy of the board resolution/ authorization together with attested specimen signature(s) of the duly authorized signatory(ies).
4. Votes should be cast, in case of each resolution, either in favour or against by putting the tick (✓) mark in the column provided for assent/ dissent. Members may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/AGAINST" taken together should not exceed the member's total shareholding. If the shareholder does not indicate either "FOR" or "AGAINST" in case of any resolution, it will be treated as "ABSTAIN" for that resolution and the shares held will not be counted under either head.
5. The voting rights of the shareholders shall be in proportion to their shares of the paid-up equity share capital of the company as on 1st August, 2014 ("Cut off date") as per the register of members of the company and as informed to the company by the depositories in case of beneficial owners.
6. A member may request for a duplicate ballot form, if so required. However, the duly filled in and signed duplicate form should reach the Scrutinizer not later than the date specified at Sr. No. 1 above.
7. Unsigned, incomplete, improperly or incorrectly tick marked ballot forms will be rejected. A form will also be rejected if it is received torn, defaced or mutilated to an extent which makes it difficult for the Scrutinizer to identify either the member or the number of votes or as to whether the votes are in favour or against or if the signature cannot be verified.
8. The Scrutinizer's decision on the validity of a ballot will be final.
9. Members are requested not to send any other paper along with the ballot form in the enclosed self-addressed envelope and any other paper found in such envelope would be destroyed. Members are also requested not to write anything on the ballot form except giving their name, registered address, no. of shares, assent or dissent and putting their signature.
10. The results of the voting shall be declared on or after the annual general meeting of the company. The results declared, along with the Scrutinizer's report, shall be placed on the company's website www.superspinning.com and communicated to the stock exchange where the company is listed, viz. Bombay Stock Exchange Limited and National Stock Exchange of India Limited.

Notes:

1. This ballot form is provided for the benefit of members who do not have access to e-voting facility, to enable them to send their assent or dissent by post.
2. A member can opt for only one mode of voting, i.e. either by post or through e-voting. If a member casts votes by both modes, then voting done through e-voting shall prevail and physical ballot form of that member shall be treated as invalid.
3. For detailed instructions on e-voting, please refer to the notes appended to the annual general meeting notice.
4. The Scrutinizer will collate the votes downloaded from the e-voting system and votes received through post to declare the final result for each of the resolutions forming part of the annual general meeting notice.