



# Super Spinning Mills Limited

Regd. & Central Office : "Elgi Towers" PB. 7113, Green Fields, 737-D, Puliakulam Road, Coimbatore - 641 045.

## DECLARATION OF RESULTS OF THE VOTING ON RESOLUTION SET OUT IN THE POSTAL BALLOT NOTICE DATED 10<sup>TH</sup> AUGUST, 2015

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014, approval of the members was sought by Postal Ballot for passing the resolutions set out in the Notice for Postal Ballot dated 10<sup>th</sup> August, 2015.

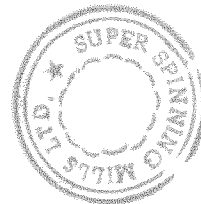
Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 (as amended) and Clause 35B of the Listing Agreement, the Company had also provided the members the facility to vote electronically.

The Board of Directors had appointed Mr. M.D.Selvaraj, FCS, Proprietor of MDS & Associates, Company Secretaries, Coimbatore, as scrutinizer to conduct the voting process in a fair and transparent manner. The scrutinizer has submitted his combined report on postal ballot and remote e-voting which is attached hereto.

Based on the above mentioned Scrutinizer's Report dated 21<sup>st</sup> September 2015, the result of the postal ballot and remote e-voting on the following resolution is declared as under.

### Item No.1 - Special Resolution

Authorising the Board of Directors to sell / transfer / lease / slump sale or otherwise dispose off the whole of the undertakings of its textile yarn manufacturing Unit Super C Situated at D-Gudalur, Karur, Dindigul District, Tamil Nadu.



RECOGNISED EXPORT - TRADING HOUSE

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

CIN : L17111TZ1962PLC001200 Web : www.superspinning.com





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Particulars	No. of Postal Ballot Forms/ E-Votes	No. of Shares	Percentage to valid votes
(a) Total Postal Ballot Forms / E-Votes Received	105	23851655	Not Applicable
(b) Less: Invalid Votes	6	4960	Not Applicable
(c) Net Valid Postal Ballot Forms / E-Votes	99	23846695	100.00
- Assent	95	23845535	100.00
- Dissent	4	1160	Negligible

Accordingly, the above Resolution has been carried as a Special Resolution with requisite majority.

Date: 22.09.2015

For Super Spinning Mills Ltd

  
Sumanth Ramamurthi  
Executive Chairman

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**SCRUTINIZER'S REPORT FOR POSTAL BALLOT AND REMOTE E-VOTING**  
**[Pursuant to Section 108 & 110 of the Companies Act, 2013 read with Rule 20 & 22**  
**of the Companies (Management and Administration) Rules, 2014 - as amended**  
**and Clause 35B of the Listing Agreement]**

To  
The Chairman  
**SUPER SPINNING MILLS LIMITED**  
(CIN: L17111TZ1962PLC001200)  
'Elgi Towers', P.B No:7113 Green Fields,  
Puliakulam Road,  
Coimbatore - 641045, Tamil Nadu

Dear Sir,

**Sub: Scrutinizer's Report on Postal ballot and remote e-voting conducted pursuant to the provisions of Section 108 & 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 - as amended and Clause 35B of the Listing Agreement**

I, M D Selvaraj, FCS, Proprietor of MDS & Associates, Company Secretaries, Coimbatore, have been appointed by the Board of Directors of **SUPER SPINNING MILLS LIMITED** ("the Company") as the Scrutinizer for the purpose of scrutinizing the e-voting process and to scrutinize the Postal Ballot forms received from the shareholders in a fair and transparent manner and ascertaining the requisite majority on the Postal Ballot and remote e-voting carried out in accordance with the provisions of Section 108 & 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended and Clause 35B of the Listing Agreement in respect of the Special Resolution as set out in the Postal ballot Notice dated 10<sup>th</sup> August, 2015.



### **Responsibility of the Management**

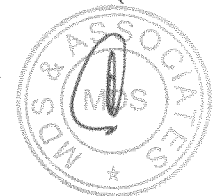
The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through Postal Ballot and electronic means on the Resolution as set out in the Postal ballot Notice dated 10<sup>th</sup> August, 2015.

### **Responsibility as a Scrutinizer**

My responsibility, as a Scrutinizer for the Postal Ballot and for the e-voting process is restricted to the preparation of the Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution set out in the Postal ballot Notice dated 10<sup>th</sup> August, 2015, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the Authorised Agency engaged by the Company for providing e-voting facilities and of the Postal Ballot forms received upto Saturday 19<sup>th</sup> September 2015.

Further in addition to the above, I submit my report as under:

- On 19<sup>th</sup> August 2015, the Company has, through its Registrar and Transfer agents viz., M/s. Link Intime India Private Limited, Coimbatore, completed the dispatch / sending of Postal ballot Notice dated 10<sup>th</sup> August, 2015 and the reply envelope by Indian Post/e-mail to its shareholders whose names appeared on the Register of Members / List of Beneficiaries as on 14<sup>th</sup> August, 2015.
- The shareholders of the Company holding shares as on the "cut-off" date of 14<sup>th</sup> August, 2015 were entitled to vote on the proposed resolution as set out in item no. 1 of the Postal ballot Notice.
- The voting period for remote e-voting commenced on Friday, 21<sup>st</sup> August, 2015 at 09:00 Hours and ended on Saturday, 19<sup>th</sup> September 2015 at 17:00 Hours. The Postal Ballot forms received upto 17:00 Hours on Saturday, 19<sup>th</sup> September 2015 were considered for my scrutiny.
- I, as the Scrutinizer, unblocked the votes cast, on Saturday, 19<sup>th</sup> September 2015 after 17:00 Hours in the presence of Ms. Perna Maheshwari (the



undersigned as Witness No.1) and Mr. A. Selten Jayaraj (the undersigned as Witness No.2), who are not in employment of the Company in accordance with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 - as amended.

**Witness No.1**



.....  
Name: Ms. Prerna Maheshwari

**Witness No.2**



.....  
Name: Mr. A. Selten Jayaraj

- I have scrutinized the postal ballot papers and remote e-voting and votes tendered therein and maintained register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 - as amended.

I now hereby submit my Consolidated Report on the Result of the Postal ballot together with that of the remote e-voting in respect of the said Resolution, as under:



**SPECIAL BUSINESS:**

**Resolution No.1**

**SPECIAL RESOLUTION:**

Authorising the Board of Directors to sell / transfer / lease / slump sale or otherwise dispose off the whole of the undertakings of its textile yarn manufacturing Unit Super C Situated at D-Gudalur, Karur, Dindigul District, Tamil Nadu

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Postal ballot	Number of Votes Cast	Percentage of Total Number of Valid Votes Cast
E-voting	37	2,33,58,512	100.00
Physical Postal ballot Form	58	4,87,023	100.00
<b>Total Voting</b>	<b>95</b>	<b>2,38,45,535</b>	<b>100.00</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Postal ballot	Number of Votes Cast	Percentage of Total Number of Valid Votes Cast
E-voting	4	1,160	0.00
Physical Postal ballot Form	0	0	0.00
<b>Total Voting</b>	<b>4</b>	<b>1,160</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
Physical Postal ballot Form	6	4,960
<b>Total Voting</b>	<b>6</b>	<b>4,960</b>

Date: 21<sup>st</sup> September, 2015

*M. D. Selvaraj*

**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