



Super Spinning Mills Limited

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



August 30, 2018

To

Listing Department
BSE Limited
25th Floor, PJ Towers, Dalal Street
Mumbai – 400 001

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1 Block G
BandraKurla Complex, Bandra, East
Mumbai - 400 051

Dear Sir,

Sub: Proceedings of 56th Annual General Meeting held on 29th August 2018

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 56th Annual General Meeting of the Company was duly held on Wednesday the 29th day of August, 2018 at 3.30 P.M at Ardra Convention Centre, "Kaanchan", No.9, North Huzur Road, Coimbatore-641018, Tamil Nadu, India.

Mr.Sumanth Ramamurthi, Chairman and Managing Director, Mr.C S K Prabhu, Mrs.Suguna Ravichandran, Mr.B Lakshminarayana and Mr.A R Balasundharam, Directors were present at the meeting.

Chairman of the Audit Committee & Nomination and Remuneration Committee and Chairman of the Stakeholders Relationship Committee were present.

M/s. Sethia, Prabhad Hegde & Co, Chartered Accountants, the Statutory Auditors of the Company and Mr.M.D.Selvaraj FCS, MDS & Associates, Secretarial Auditor and Scrutinizer were present at the meeting.

Mr.Sumanth Ramamurthi, Chairman and Managing Director, was elected as Chairman of the meeting and he chaired the 56th Annual General Meeting. The Chairman was informed that 35 Members are present in person and 3 members are present through proxies. Requisite quorum in accordance with Section 103 of the Companies Act, 2013 being present, the Chairman called the 56th Annual General Meeting to order and conducted the proceedings.

The Statutory Registers maintained under the Companies Act, 2013 were kept open for inspection during the meeting.

With the consent of the members present, the Notice convening the 56th Annual General Meeting and the Annual Report comprising of the Audited Financial Statements for the year ended 31.03.2018 having been already circulated, were taken as read.

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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Since there were no qualifications, with the consent of the members present, the Report of the Statutory Auditors for the year ended 31st March 2018 was taken as read.

Thereafter, Mr. A R Balasundharam, Director briefed the performance of the Company during the financial year ended 31st March 2018 and clarified the queries raised by the members present.

The Members were then informed that the Company has provided the Remote E-Voting facility to all those members (who were members on 22nd August 2018 being the cut-off date), on all the resolution(s) as set out in the Notice of the 56th AGM during the period from 26th August, 2018 (9:00 AM) to 28th August, 2018 (05:00 PM) in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended). He further informed that in accordance with Rule 20 (4) (iii) (B) of the Companies (Management and Administration) Rules, 2014 (as amended), the members attending the 56th AGM, who have not already cast their vote through Remote E-Voting facility, are provided with the option to exercise their right to vote at the venue of the 56th AGM by means of Poll Paper in the prescribed Form (Form No. MGT-12)

He further stated that Mr.M.D.Selvaraj, FCS., Proprietor of M/s.MDS & Associates, Company Secretaries, Coimbatore, have been appointed by the Board of Directors as the Scrutinizer to conduct both the remote E-Voting process and the poll process in a fair and transparent manner.

Accordingly, the following business item(s) set out under S No 1 to 7 in the notice convening the 56th Annual General Meeting were transacted.

1. Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March 2018 together with the Reports of the Board of Directors and the Auditors thereon. (Ordinary Resolution)
2. Re-appointment of Mr.Sumanth Ramamurthi (DIN 00002773) as a Director on retirement by rotation. (Ordinary Resolution)
3. Ratification of the remuneration payable to Mr. R.Krishnan (Membership No.7799), Cost Auditor of the Company for the financial year ending 31st March 2019. (Ordinary Resolution)
4. Approval of the remuneration payable to Mr. A.S.Thirumoorthy, (DIN. 03604474), Managing Director of the Company for a period of two months with effect from 1st April 2018 to 31st May 2018. (Ordinary Resolution)

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5. Approval of the remuneration payable to Mr. Sumanth Ramamurthi, Executive Chairman of the Company for a period of two years with effect from 1st April 2018. (Ordinary Resolution)
6. Appointment of Mr. A.R.Balasundharam (DIN.07802383) as a Director of the Company. (Ordinary Resolution)
7. Approval for the payment of consultancy fees to Mr. A.R.Balasundharam (DIN.07802383), Non- Executive, Non-Independent Director of the Company for a period of one year with effect from 1st June 2018. (Special Resolution)

The Company Secretary then requested the members to deposit the duly completed polling paper in the box kept for the purpose.

Members were further informed that the voting results will be declared within 48 hours, after considering both the Remote E-Voting process and the votes cast through Poll at the meeting and the results declared along with the Combined Scrutinizer's Report will be placed on the Company's website and on the Link Intime India Private Limited's (LIPL) website and the same will be communicated to the Stock Exchanges within the prescribed time.

The Meeting was declared as concluded at 4.00 PM with a vote of thanks to the Chair.

Thanking You
Yours faithfully

For Super Spinning Mills Ltd


Sumanth Ramamurthi
Chairman & Managing Director

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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

56th Annual General Meeting of the Equity Shareholders of

M/s. SUPER SPINNING MILLS LIMITED

(L17111TZ1962PLC001200)

Held on Wednesday the 29th day of August, 2018 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 56th Annual General Meeting of M/s. SUPER SPINNING
MILLS LIMITED held on 29th day of August 2018.

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 Sunday the 26th day of August, 2018 at 9:00 AM to Tuesday, the 28th day of August 2018 till 5:00 PM and for the poll taken at the 56th Annual General Meeting of the Company held on Wednesday the 29th day of August, 2018 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.7 in the Notice convening the said 56th Annual General Meeting dated 19th May, 2018.



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 56th Annual General Meeting dated 19th May, 2018.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the remote e-voting process and for the voting through poll at the 56th 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.7 in the Notice convening the 56th Annual General Meeting, based on the reports generated from the e-voting portal provided by the Link Intime India Private Limited (LIPL), the Authorised Agency engaged by the Company for providing the remote e-voting facility and also at the time of poll taken at the 56th Annual General Meeting.

I have already issued a separate Scrutinizer's Report dated 30th August, 2018 on the remote e-voting process and also a separate Scrutinizer's Report dated 30th August, 2018, in the prescribed Form No.MGT-13 on the Poll taken at the 56th 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 31st March 2018 together with the Reports of the Board of Directors and the 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	25	2,28,69,374	100.00
Poll	25	10,99,914	100.00
Total Voting	50	2,39,69,288	100.00

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
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	6	1,218
Total Voting	6	1,218



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	25	2,28,69,374	100.00
Poll	25	10,99,914	100.00
Total Voting	50	2,39,69,288	100.00

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
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	6	1,218
Total Voting	6	1,218



Special Business**Resolution No: 3****Ordinary resolution**

Ratification of the remuneration payable to Mr. R.Krishnan (Membership No.7799),
Cost Auditor of the Company for the financial year ending 31st March 2019.

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	25	2,28,69,374	100.00
Poll	25	10,99,914	100.00
Total Voting	50	2,39,69,288	100.00

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
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	6	1,218
Total Voting	6	1,218



Special Business

Resolution No: 4

Ordinary resolution

Approval of the remuneration payable to Mr. A.S.Thirumoorthy, (DIN. 03604474), Managing Director of the Company for a period of two months with effect from 1st April 2018 to 31st May 2018.

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	25	2,28,69,374	100.00
Poll	25	10,99,914	100.00
Total Voting	50	2,39,69,288	100.00

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
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	6	1,218
Total Voting	6	1,218



Special Business

Resolution No: 5

Ordinary resolution

Approval of the remuneration payable to Mr. Sumanth Ramamurthi, Executive Chairman of the Company for a period of two years with effect from 1st April 2018.

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	25	2,28,69,374	100.00
Poll	25	10,99,914	100.00
Total Voting	50	2,39,69,288	100.00

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
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	6	1,218
Total Voting	6	1,218



Special Business
Resolution No: 6
Ordinary resolution

Appointment of Mr. A.R.Balasundharam (DIN.07802383) as a Director of the Company.

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	25	2,28,69,374	100.00
Poll	25	10,99,914	100.00
Total Voting	50	2,39,69,288	100.00

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
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	6	1,218
Total Voting	6	1,218



Special Business

Resolution No: 7

Special resolution

Approval for the payment of consultancy fees to Mr. A.R.Balasundharam (DIN.07802383), Non- Executive, Non-Independent Director of the Company for a period of one year with effect from 1st June 2018.

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	25	2,28,69,374	100.00
Poll	25	10,99,914	100.00
Total Voting	50	2,39,69,288	100.00

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
Total Voting	0	0	0.00

INVALID VOTES

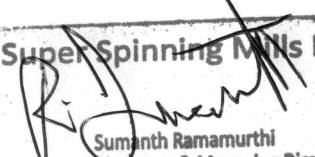
Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	6	1,218
Total Voting	6	1,218

Place : Coimbatore

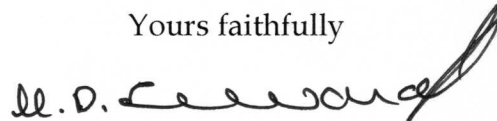
Date : 30th August, 2018

Based on the Scrutinizer's Report

Resolution nos 1- 7 have been passed unanimously

For Super Spinning Mills Ltd

Sumanth Ramamurthi
Chairman & Managing Director

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