



Super Spinning Mills Limited

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



29th August, 2019

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 57th Annual General Meeting held on 28th August 2019**

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 57th Annual General Meeting of the Company was duly held on Wednesday the 28th day of August, 2019 at 3.30 P.M at Ardra Convention Centre, "Kaanchan", No.9, North Huzur Road, Coimbatore-641018, Tamil Nadu, India.

Mr.Sumanth Ramamurthi, Chairman & Managing Director, Mrs.Suguna Ravichandran, Mr.Lakshminarayana and Mr.A R Balasundharam, Directors were present at the meeting.

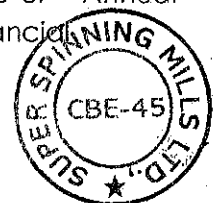
Chairman of the Audit Committee & Nomination and Remuneration Committee and Chairman of the Stakeholders Relationship Committee were present.

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 & Managing Director, chaired the 57th Annual General Meeting. The Chairman was informed that 70 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 57th 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 57th Annual General Meeting and the Annual Report comprising of the Audited Financial



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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Statements for the year ended 31.03.2019 having been already circulated, were taken as read.

Since there were no qualifications, with the consent of the members present, the Report of the Statutory Auditors for the year ended 31st March 2019 was taken as read.

Thereafter, Mr. A R Balasundharam, Director briefed the performance of the Company during the financial year ended 31st March 2019 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 21st August 2019 being the cut-off date), on all the resolution(s) as set out in the Notice of the 57th AGM during the period from 25th August, 2019 (9:00 AM) to 27th August, 2019 (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 57th 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 57th AGM by means of Poll Paper in the prescribed Form (Form No. MGT-12)

The Members were then informed 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 Sl No 1 to 8 in the notice convening the 57th Annual General Meeting were transacted.

1. Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March 2019 together with the Reports of the Board of Directors and the Auditors thereon. (Ordinary Resolution)
2. Re-appointment of Mr. A R Balasundharam (DIN 07802383) 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 2020. (Ordinary Resolution)



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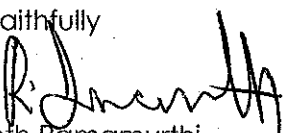
4. Re-appointment of Mr. Sumanth Ramamurthi, as Chairman and Managing Director of the Company for a further period of 3 (Three) years with effect from 1st April, 2020. (Ordinary Resolution)
5. Re-appointment of Mr. Coimbatore Gopal Kumar (DIN: 02823567), as an Independent Director of the Company for the second term of 5 consecutive years, with effect from 1st June 2019. (Special Resolution)
6. Re-appointment of Mr. Sudarsan Varadaraj (DIN: 00133533), as an Independent Director of the Company for the second term of 5 consecutive years, with effect from 1st June 2019. (Special Resolution)
7. Re-appointment of Mrs. Suguna Ravichandran (DIN: 00170190), as an Independent Director of the Company for the second term of 5 consecutive years, with effect from 1st June 2019. (Special Resolution)
8. Approval for the payment of consultancy fees to Mr.A.R.Balasundharam (DIN: 07802383) Non-Executive Director of the Company for a period of one year with effect from 1st June 2019. (Special Resolution)

The Chairman & Managing Director 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 4.30 PM with a vote of thanks to the Chair.

Thanking You
Yours faithfully


Sumanth Ramamurthi
(DIN: 00002773)
Chairman and Managing Director

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CIN : L17111TZ1962PLC001200



29th August 2019

To

Bombay Stock Exchange Ltd 25 th Floor, P J Towers Dalal Street, Fort, Mumbai - 400 001 Scrip Code: 521180	National Stock Exchange of India Limited "Exchange Plaza", C-1, Block G Bandra - Kurla Complex Bandra (E), Mumbai - 400 051 Scrip Code: SUPERSPIN
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Dear Sir/Madam,

Sub: Disclosure of Scrutinizer Report – 57th Annual General Meeting

Please find enclosed the Combined Scrutinizer's Report for the remote e-voting and Ballot at the AGM venue for the business transacted in the 57th Annual General Meeting of the Company.

We request you to kindly take the same on record.

Thanking you,

Yours truly

For Super Spinning Mills Ltd

Narmatha G K
Narmatha G K
Company Secretary

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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

57th Annual General Meeting of the Equity Shareholders of

M/s. SUPER SPINNING MILLS LIMITED

(L17111TZ1962PLC001200)

Held on Wednesday the 28th day of August, 2019 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 57th Annual General Meeting of M/s. SUPER SPINNING
MILLS LIMITED held on 28th day of August 2019.

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 25th day of August, 2019 at 9:00 AM to Tuesday, the 27th day of August 2019 till 5:00 PM and for the poll taken at the 57th Annual General Meeting of the Company held on Wednesday the 28th day of August, 2019 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.8 in the Notice convening the said 57th Annual General Meeting dated 30th May, 2019.



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 57th Annual General Meeting dated 30th May, 2019.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the remote e-voting process and for the voting through poll at the 57th 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.8 in the Notice convening the 57th 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 57th Annual General Meeting.

I have already issued a separate Scrutinizer's Report dated 29th August, 2019 on the remote e-voting process and also a separate Scrutinizer's Report dated 29th August, 2019, in the prescribed Form No.MGT-13 on the Poll taken at the 57th 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 2019 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	23	2,20,69,374	100.00
Poll	43	20,59,356	100.00
Total Voting	66	2,41,28,730	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	3	3	Negligible
Total Voting	3	3	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	3	71
Total Voting	3	71



Ordinary Business

Resolution No: 2

Ordinary resolution

Re-appointment of Mr. A R Balasundharam (DIN 07802383) 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	23	2,20,69,374	100.00
Poll	43	20,59,356	100.00
Total Voting	66	2,41,28,730	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	3	3	Negligible
Total Voting	3	3	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	3	71
Total Voting	3	71



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 2020.

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	23	2,20,69,374	100.00
Poll	43	20,59,356	100.00
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Poll	3	3	Negligible
Total Voting	3	3	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	3	71
Total Voting	3	71



Special Business**Resolution No: 4****Ordinary resolution**

Re-appointment of Mr. Sumanth Ramamurthi, as Chairman and Managing Director of the Company for a further period of 3 (Three) years with effect from 1st April, 2020.

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	23	2,20,69,374	100.00
Poll	43	20,59,356	100.00
Total Voting	66	2,41,28,730	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
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Poll	3	3	Negligible
Total Voting	3	3	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	3	71
Total Voting	3	71



Special Business**Resolution No: 5****Special resolution**

Re-appointment of Mr. Coimbatore Gopal Kumar (DIN: 02823567), as an Independent Director of the Company for the second term of 5 consecutive years, with effect from 1st June 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	23	2,20,69,374	100.00
Poll	43	20,59,356	100.00
Total Voting	66	2,41,28,730	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	3	3	Negligible
Total Voting	3	3	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	3	71
Total Voting	3	71



Special Business**Resolution No: 6****Special resolution**

Re-appointment of Mr. Sudarsan Varadaraj (DIN: 00133533), as an Independent Director of the Company for the second term of 5 consecutive years, with effect from 1st June 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	23	2,20,69,374	100.00
Poll	43	20,59,356	100.00
Total Voting	66	2,41,28,730	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	3	3	Negligible
Total Voting	3	3	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	3	71
Total Voting	3	71



Special Business**Resolution No: 7****Special resolution**

Re-appointment of Mrs. Suguna Ravichandran (DIN: 00170190), as an Independent Director of the Company for the second term of 5 consecutive years, with effect from 1st June 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	23	2,20,69,374	100.00
Poll	43	20,59,356	100.00
Total Voting	66	2,41,28,730	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	3	3	Negligible
Total Voting	3	3	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	3	71
Total Voting	3	71



Special Business**Resolution No: 8****Special resolution**

Approval for the payment of consultancy fees to Mr.A.R.Balasundharam (DIN: 07802383) Non-Executive Director of the Company for a period of one year with effect from 1st June 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	23	2,20,69,374	100.00
Poll	43	20,59,356	100.00
Total Voting	66	2,41,28,730	100.00

VOTES CAST AGAINST THE RESOLUTION

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Poll	3	3	Negligible
Total Voting	3	3	Negligible

INVALID VOTES

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E-voting	0	0
Poll	3	71
Total Voting	3	71

Place : Coimbatore

Date : 29th August, 2019

Based on the Scrutinizer's Report
Resolution nos 1- 8 have been passed

For Super Spinning Mills Ltd

R. J. Ramamurthi
Chairman & Managing Director

Yours faithfully

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