



# Super Spinning Mills Limited

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



07 August, 2020

<p>Listing Department <b>BSE Ltd</b> Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400 001 Scrip Code: - 521180</p>	<p>Listing Department <b>National Stock Exchange of India Limited</b> "Exchange Plaza", C-1, Block G Bandra - Kurla Complex, Bandra (E) Mumbai - 400 051 Scrip Code: - SUPERSPIN</p>
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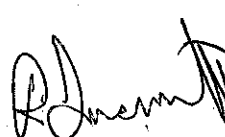

Dear Sir(s),

## DECLARATION OF RESULTS OF THE VOTING ON RESOLUTIONS SET OUT IN THE POSTAL BALLOT NOTICE DATED 27<sup>TH</sup> JUNE 2020

Pursuant to Sections 108, 110 of the Companies Act, 2013 ('the Act'), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") (including any statutory modification or re-enactment thereof for the time being in force) and other applicable provisions of the Act and Rules made thereunder, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the General Circulars No.14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020 and No. 22/2020 dated June 15, 2020, issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars"), as amended from time to time, consent of the Members of the Company was sought, for passing the Resolutions set out in the Postal Ballot Notice dated 27<sup>th</sup> June 2020, by means of voting through electronic means (e-voting).

Postal Ballot Notice containing the resolutions together with the statements setting out material facts concerning each of the resolution set out in the Notice was sent to all the Members and the Company had provided the members, the facility to vote through electronic means. The last date for voting through electronic means was Wednesday, 5<sup>th</sup> August 2020. The Board of Directors at their meeting held on 27<sup>th</sup> June 2020 had appointed Mr. M. D. Selvaraj, FCS of MDS & Associates, Company Secretaries, Coimbatore, as scrutinizer to conduct the voting in a fair and transparent manner.

The scrutinizer has submitted his report on remote e-voting and based on his report, it is hereby declared, that Resolution Nos. 1 and 2 set out in the Postal Ballot Notice dated 27<sup>th</sup> June

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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2020, have been duly passed by the members of the Company with requisite majority. Report of Scrutinizer dated 6<sup>th</sup> August 2020, is attached hereto.

The details of the voting results of the Resolutions passed through Postal Ballot process including e-voting are given hereunder:

1.	Date of declaration of Postal Ballot Results	Friday, 7 <sup>th</sup> August 2020
2.	Total number of Members as on Cut-off date for ascertaining the list of shareholders to whom the notice of Postal Ballot was sent and also for reckoning voting rights	10,359
3.	No. of shareholders in the meeting either in person or through proxy: Promoters and Promoter Group: Public	Not Applicable
4.	No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public	Not Applicable

## ITEM NO. 1 – SPECIAL RESOLUTION

Sale of undertaking under Section 180 (1) (a) of the Companies Act, 2013.

Particulars	No. of Ballot Forms/E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	24	2,21,18,811	Not Applicable
(b) Less: Invalid	0	0	Not Applicable
(c) Net Valid E-Votes	24	2,21,18,811	100.00
- Assent	22	2,21,13,246	99.97
- Dissent	2	5,565	0.03

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



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## ITEM NO. 2 – ORDINARY RESOLUTION

Appoint Mr. Sanjay Krishna Ramamurthi, (DIN 08730627) as Director of the Company.

Particulars	No. of Ballot Forms/E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	24	2,21,18,811	Not Applicable
(b) Less: Invalid	0	0	Not Applicable
(c) Net Valid E-Votes	24	2,21,18,811	100.00
- Assent	23	2,21,13,256	99.97
- Dissent	1	5,555	0.03

Accordingly, the above Resolution has been passed with requisite majority as an **Ordinary Resolution**.

For SUPER SPINNING MILLS LIMITED

Chairman & Managing Director

DIN: 00002773

Date: 07.08.2020

Place: Coimbatore

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



**MDS & Associates**

Company Secretaries in Practice

**M.D. Selvaraj** M Com MBA FCS

"SURYA", 35, Mayflower Avenue, Sowripalayam Road, Coimbatore 641028.

Phone : 0422-2318780, 2316755, Fax : 0422-2314792, E-mail : mds@mdsassociates.in, Web : www.mdsservices.in

**SCRUTINIZER'S REPORT**

**On the Postal Ballot conducted pursuant to the Notice dated 27<sup>th</sup> June 2020**

Date: 6<sup>th</sup> August 2020

To

The Chairman and Managing Director  
M/s. SUPER SPINNING MILLS LIMITED  
(L17111TZ1962PLC001200)  
'Elgi Towers', P.B No: 7113 Green Fields,  
Puliakulam Road,  
Coimbatore - 641 045,

Dear Sir,

**Sub: Scrutinizer's Report on Postal Ballot for Remote E-voting conducted pursuant to the provisions of Sections 108, 110 of the Companies Act, 2013 ('the Act'), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

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 the Scrutinizer for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner and for ascertaining the requisite majority on the Remote E-voting for postal ballot carried out in accordance with the provisions of Sections 108, 110 of the Companies Act, 2013 ('the Act'), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") and other applicable provisions of the Act and Rules made thereunder, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the General Circulars No.14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020 and No. 22/2020 dated June 15, 2020, issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars") in respect of the Ordinary / Special Resolution as set out in the Postal ballot Notice dated 27<sup>th</sup> June 2020.



**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 electronic means on the Resolution(s) as set out in the Postal ballot Notice dated 27<sup>th</sup> June 2020.

**Responsibility as a Scrutinizer**

My responsibility, as a Scrutinizer for the Remote E-voting for postal ballot process is restricted to the preparation of the Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions as set out in Item No.1 & 2 of the Postal Ballot Notice dated 27<sup>th</sup> June 2020, based on the reports generated from the e-voting system provided by the Link Intime India Private Limited ("LI IPL"), the Authorised Agency engaged by the Company for providing Remote e-voting facilities.

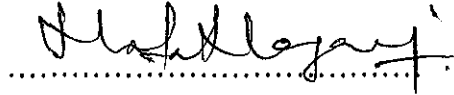
Further in addition to the above, I submit my report as under:

- The Postal Ballot notice dated 27<sup>th</sup> June 2020 along with necessary statement setting out the material facts under Section 102 of the Companies Act, 2013 were sent on Monday, 6<sup>th</sup> July 2020 by Registrar & Share transfer agent viz Link Intime India Private Limited through electronic mail to those members whose names appeared in the Register of Members / List of Beneficiaries as on Friday, 3<sup>rd</sup> July, 2020, and who had registered their email ID with the Company / Depositories in compliance with the MCA Circulars. The Company has also placed the notice of the Postal Ballot on the website of the Company.
- The shareholders of the Company holding shares as on the "cut-off" date of Friday, 3<sup>rd</sup> July, 2020 were entitled to vote on the proposed resolutions as set out in Item No. 1 & 2 of the Postal Ballot Notice.
- The remote e-voting period remained open from Tuesday, 7<sup>th</sup> July 2020, 9:00 AM to Wednesday, 5<sup>th</sup> August 2020, 5:00 PM. During the period, the members of the Company, holding shares in physical and / or in dematerialized form, as on the cut-off date i.e. 3<sup>rd</sup> July, 2020 were entitled to vote on the resolutions set out in the Notice of Postal ballot.
- The e-voting module of Link Intime India Private Limited ("LI IPL") was disabled on Wednesday, 5<sup>th</sup> August 2020 at 5:00 PM and I, as the Scrutinizer, unblocked the votes cast, on Wednesday, 5<sup>th</sup> August 2020 at 5:19 PM in the presence of Mr. A Selten Jayaraj (the undersigned as Witness No.1) and Ms.Monika Nagaraj (the undersigned as Witness No.2), who are not in employment of the Company in accordance with Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014 (as amended).





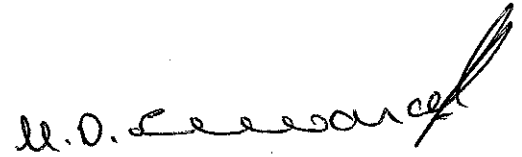
Name: Mr. A Selten Jayaraj



Name: Ms. Monika Nagaraj

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

I now hereby submit my Report on the Result of the remote e-voting in respect of the said resolutions, as under:



**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

**SPECIAL BUSINESS**

**Resolution No: 1**

**Special Resolution**

Sale of undertaking under Section 180 (1) (a) of the Companies Act, 2013.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

<b>Number of Members Voted through electronic voting system</b>	<b>Number of votes cast in favour the Resolution</b>	<b>Percentage of Total Number of votes cast</b>
22	2,21,13,246	99.97

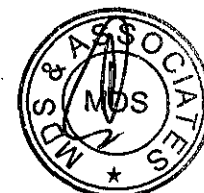
**VOTES CAST AGAINST THE RESOLUTION**

<b>Number of Members Voted through electronic voting system</b>	<b>Number of votes cast against The Resolution</b>	<b>Percentage of Total Number of votes cast</b>
2	5,565	0.03

**INVALID VOTES**

<b>Total number of Members whose votes were declared invalid</b>	<b>Total number of invalid votes cast by them</b>
0	0

*Note: Thus, the Special Resolution as given in item no 1 may be considered as passed with requisite majority.*



**SPECIAL BUSINESS****Resolution No: 2****Ordinary Resolution**

Appoint Mr. Sanjay Krishna Ramamurthi, (DIN 08730627) as Director of the Company.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Number of Members Voted through electronic voting system	Number of votes cast in favour the Resolution	Percentage of Total Number of votes cast
23	2,21,13,256	99.97

**VOTES CAST AGAINST THE RESOLUTION**

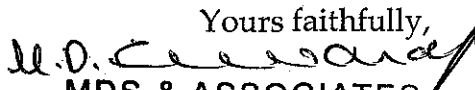
Number of Members Voted through electronic voting system	Number of votes cast against The Resolution	Percentage of Total Number of votes cast
1	5,555	0.03

**INVALID VOTES**

Total number of Members whose votes were declared invalid	Total number of invalid votes cast by them
0	0

*Note: Thus, the Ordinary Resolution as given in item no 2 may be considered as passed with requisite majority.*

*Based on the Scrutinizer's Report Resolutions No 1 & 2 have been passed with requisite majority and is effective from 5<sup>th</sup> August 2020*

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

UDIN: F000960B000554799