

# SURYALAKSHMI COTTON MILLS LTD

(AN IS/ISO 9001 : 2015 & ISO 14001 : 2015 CERTIFIED COMPANY)

July 30, 2022.

|   |   |
|---|---|
| To<br><br>National Stock Exchange of India Limited<br>"Exchange Plaza"<br>Bandra-Kurla Complex<br>Bandra (East)<br><b>MUMBAI - 400 051</b><br><br>Scrip Code : SURYALAXMI | To<br><br>Department of Corporate Services,<br>BSE Limited,<br>1 <sup>st</sup> floor, New Trading Ring,<br>Rotunda Building, P.J. Towers,<br>Dalal street, Fort,<br><b>MUMBAI 400 001.</b><br><br>Scrip No.: 521200 |
|---|---|

Dear Sir,

Reg.: Reg. 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - details of voting results at the 59<sup>th</sup> Annual General Meeting of the Company held on July 30, 2022 through Video Conferencing.

Pursuant to Reg. 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, details of Voting Results at the 59<sup>th</sup> Annual General Meeting of the Company held on Saturday, 30<sup>th</sup> July, 2022 through Video Conferencing and the same have been uploaded in the prescribed XBRL format.

Further, we are also enclosing the Consolidated Scrutinizer's Report of E-Voting at Annual General Meeting.

The above are also uploaded on the Company's website.

This is for your information and records.

Thanking you,

Yours faithfully,  
for SURYALAKSHMI COTTON MILLS LIMITED

  
**E.V.S.V.SARMA**  
COMPANY SECRETARY

GOVERNMENT RECOGNISED EXPORT HOUSE

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**K. V. CHALAMA REDDY**

*B.Sc., LL.B., F.C.S.,*  
COMPANY SECRETARY  
M.No.: F 9268, C.P.No.5451

Plot No. 8-2-603/23/3 & 8-2-603/23, 15,  
02<sup>nd</sup> Floor, HSR Summit, Banjara Hills,  
Road No. 10, Hyderabad -500034  
Ph: 9848014503  
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**REPORT OF SCRUTINIZER**

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rule, 2014)

To,  
**Sri. L.N. Agarwal,**  
**The Chairman of 59th Annual General Meeting of the Members of Suryalakshmi Cotton Mills Limited**

**SUB: The 59<sup>th</sup> Annual General Meeting of ("AGM") of the members of the Company held on Saturday, the 30<sup>th</sup> Day of July, 2022 at 10.30 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").**

Dear Sir,

I, K.V. Chalama Reddy, Practicing Company Secretary having office at Plot No. 8-2 603/23/3 & 8-2-603/23, 15, 2nd Floor, HSR Summit, Banjara Hills, Road No. 10, beside No. 1 News Channel office, Hyderabad - 500034, appointed as the Scrutinizer by the Board of Directors of **Suryalakshmi Cotton Mills Limited** ("The Company") for the purpose of scrutinizing e-voting process (remote- e-voting) and electronic voting (e-voting) during the Annual General Meeting pursuant to section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 and (Amendment Rules, 2015) and in compliance with General Circular No.14/2020,17/2020,22/2020 and 03/2022 issued by Ministry of Corporate Affairs (MCA Circulars) in respect of the below resolutions proposed at the AGM of the Shareholders of the Company held on Saturday , the 30<sup>th</sup> day of July , 2022 10:30 A.M through VC, submit my report as under:

1. The compliance with the provisions of Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by shareholders on the resolutions proposed in the Notice of the AGM of the company responsibility of the management. My responsibility as a scrutiner is to ensure that the voting process means (by remote e-voting) and by electronic voting (e-voting) at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions.



*[Handwritten Signature]*

2. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting during the AGM by electronics means (e-voting) was provided by M/s. KFin Technologies Private Limited ("KFinTech").
3. In accordance with the Notice of the Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20 (4) (v) of the Companies (Management and Administration) Rules 2014, (Amendment Rules 2015) on July 10, 2022 the remote e-voting opened at 9.00 A.M. on Monday, the 25<sup>th</sup> July 2022 and remained open up to 05.00 P.M. on Friday, the 29<sup>th</sup> July, 2022.
4. After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through e-voting facility provided by "KFinTech" at the AGM
5. The equity shareholders holding shares as on Friday, the 22<sup>nd</sup> July 2022, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the AGM of the Company.
6. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by "KFinTech" had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through instapoll (e-voting) system during the AGM.
7. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of "KFinTech" (<https://www.evoting.Karvy.com>) in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of KFinTech were scrutinized and reviewed, the votes were counted, and the results are as under.

**Resolution 1: To receive, consider and adopt the audited statement of Profit and Loss for the year ended 31st March, 2022 and audited Balance Sheet as on that date and the reports of the Directors and Auditors thereon by an Ordinary Resolution**

i) Voted **in favour** of the resolution

| Mode of Voting  | Number of members voted | Number of votes cast by them in terms of equity shares | % of total number of valid votes cast |
|-----------------|-------------------------|--|---------------------------------------|
| Remote e-voting | 76                      | 7546266  | 83.65                                 |
| instapoll       | 26                      | 1474449  | 16.35                                 |
| <b>Total</b>    | <b>102</b>              | <b>9020715</b>   | <b>100.00</b>                         |



ii) Voted **against** the resolution

| Mode of Voting  | Number of members voted | Number of votes cast by them in terms of equity shares | % of total number of valid votes cast |
|-----------------|-------------------------|--|---------------------------------------|
| Remote e-voting | 0                       | 0  | 0                                     |
| instapoll       | 0                       | 0  | 0                                     |
| <b>Total</b>    | <b>0</b>                | <b>0</b>   | <b>0</b>                              |

iii) **Invalid** Votes

| Total number of members whose votes were declared invalid | Total number of votes cast by them in terms of equity shares |
|---|--|
| 0   | 0  |

**Resolution 2: To appoint a Director in place of Smt. Aruna Prasad, Director (DIN: 07164087) who retires by rotation and being eligible, offer herself for re-appointment by an ordinary Resolution**

i) Voted **in favour** of the resolution

| Mode of Voting  | Number of members voted | Number of votes cast by them in terms of equity shares | % of total number of valid votes cast |
|-----------------|-------------------------|--|---------------------------------------|
| Remote e-voting | 76                      | 7546266  | 83.65                                 |
| instapoll       | 26                      | 1474449  | 16.35                                 |
| <b>Total</b>    | <b>102</b>              | <b>9020715</b>   | <b>100.00</b>                         |

ii) Voted **against** the resolution

| Mode of Voting  | Number of members voted | Number of votes cast by them in terms of equity shares | % of total number of valid votes cast |
|-----------------|-------------------------|--|---------------------------------------|
| Remote e-voting | 0                       | 0  | 0                                     |
| instapoll       | 0                       | 0  | 0                                     |
| <b>Total</b>    | <b>0</b>                | <b>0</b>   | <b>0</b>                              |



iii) **Invalid Votes**

| Total number of members whose votes were declared invalid | Total number of votes cast by them in terms of equity shares |
|---|--|
| 0   | 0  |

**Resolution 3: To Appoint M/S. Brahmayya & Co., Chartered Accountants as Statutory Auditors of the Company and to fix their Remuneration by an Ordinary resolution**

i) Voted **in favour** of the resolution

| Mode of Voting  | Number of members voted | Number of votes cast by them in terms of equity shares | % of total number of valid votes cast |
|-----------------|-------------------------|--|---------------------------------------|
| Remote e-voting | 76                      | 7546266  | 83.65                                 |
| instapoll       | 26                      | 1474449  | 16.35                                 |
| <b>Total</b>    | <b>102</b>              | <b>9020715</b>   | <b>100.00</b>                         |

ii) Voted **against** the resolution

| Mode of Voting  | Number of members voted | Number of votes cast by them in terms of equity shares | % of total number of valid votes cast |
|-----------------|-------------------------|--|---------------------------------------|
| Remote e-voting | 0                       | 0  | 0                                     |
| instapoll       | 0                       | 0  | 0                                     |
| <b>Total</b>    | <b>0</b>                | <b>0</b>   | <b>0</b>                              |

iii) **Invalid Votes**

| Total number of members whose votes were declared invalid | Total number of votes cast by them in terms of equity shares |
|---|--|
| 0   | 0  |



**Resolution 4: Approval for borrowings limits by the Board of Directors("Board") of the Company pursuant to provisions of Section 180(1)(c) of the Companies Act, 2013 as a Special Resolution**

i) Voted **in favour** of the resolution

| Mode of Voting  | Number of members voted | Number of votes cast by them in terms of equity shares | % of total number of valid votes cast |
|-----------------|-------------------------|--|---------------------------------------|
| Remote e-voting | 76                      | 7546266  | 83.65                                 |
| instapoll       | 26                      | 1474449  | 16.35                                 |
| <b>Total</b>    | <b>102</b>              | <b>9020715</b>   | <b>100.00</b>                         |

ii) Voted **against** the resolution

| Mode of Voting  | Number of members voted | Number of votes cast by them in terms of equity shares | % of total number of valid votes cast |
|-----------------|-------------------------|--|---------------------------------------|
| Remote e-voting | 0                       | 0  | 0                                     |
| instapoll       | 0                       | 0  | 0                                     |
| <b>Total</b>    | <b>0</b>                | <b>0</b>   | <b>0</b>                              |

iii) **Invalid** Votes

| Total number of members whose votes were declared invalid | Total number of votes cast by them in terms of equity shares |
|---|--|
| 0   | 0  |

**Resolution 5: To ratify the remuneration of the Cost Auditors for the financial year ended 31<sup>st</sup> March, 2023 as a Special resolution**

i) Voted **in favour** of the resolution

| Mode of Voting  | Number of members voted | Number of votes cast by them in terms of equity shares | % of total number of valid votes cast |
|-----------------|-------------------------|--|---------------------------------------|
| Remote e-voting | 76                      | 7546266  | 83.65                                 |
| instapoll       | 26                      | 1474449  | 16.35                                 |
| <b>Total</b>    | <b>102</b>              | <b>9020715</b>   | <b>100.00</b>                         |



ii) Voted **against** the resolution

| <b>Mode of Voting</b> | <b>Number of members voted</b> | <b>Number of votes cast by them in terms of equity shares</b> | <b>% of total number of valid votes cast</b> |
|-----------------------|--------------------------------|---|--|
| Remote e-voting       | 0                              | 0   | 0  |
| instapoll             | 0                              | 0   | 0  |
| <b>Total</b>          | <b>0</b>                       | <b>0</b>  | <b>0</b>                                     |

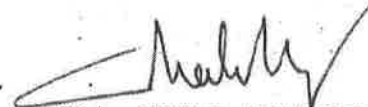
iii) **Invalid** Votes

| <b>Total number of members whose votes were declared invalid</b> | <b>Total number of votes cast by them in terms of equity shares</b> |
|--|---|
| 0  | 0   |

8. The electronic data and relevant records of voting will remain in my custody until the Chairman consider, approves and signs the minutes of the AGM and same shall be handed over thereafter to the Chairman / Company Secretary for safe keeping.  
All the resolutions voted through under remote e-voting and instapoll (e-voting) during the AGM were passed with requisite majority.

Place: Hyderabad  
Date : 30/07/2022  
PR No.2301/2022  
UDIN number:  
F009268D000714940



  
**K.V. CHALAMA REDDY**  
**Practicing Company Secretary**  
**C.P.No.:5451, M No.: F9268**