

K. KARTHIKEYAN & CO
COST ACCOUNTANTS
CMA K. KARTHIKEYAN

OFFICE:

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REPORT OF SCRUTINIZER

[pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 02/2022, 10/2022 and 09/2023 issued by the Ministry of Corporate Affairs, New Delhi

To
The Chairman
M/s. Sambandam Spinning Mills Limited
Mill Premises, P.B.No.1, Kamaraj Nagar
Salem – 636014.

I, K.Karthikeyan, Practicing Cost Accountant, (M.NO.19549), Proprietor of M/s. K.KARTHIKEYAN & CO, COST ACCOUNTANTS have been appointed as a scrutinizer by M/s. Sambandam Spinning Mills Limited, (CIN: L17111TZ1973PLC000675) having its registered office at Mill Premises, P.B.No.1, Kamaraj Nagar, Salem – 636014 for the purpose of scrutinizing the process of e-voting [both remote e-voting & e-voting during the AGM] in a fair and transparent manner and ascertaining the votes cast FOR and AGAINST through e-voting as per Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 02/2022, 10/2022 and 09/2023 issued by the Ministry of Corporate Affairs, New Delhi. I submit my consolidated report (integrating the e-votes cast at the Meeting and through remote e-voting) as under:-



1. The Annual General Meeting of members of M/s. Sambandam Spinning Mills Limited was held on Saturday, the 21st September 2024 at 10.45 A.M. through video conferencing mode in accordance with the General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 02/2022, 10/2022 and 09/2023 issued by the Ministry of Corporate Affairs, New Delhi and the Company had provided the remote e-voting facility and e-voting during the AGM to the shareholders for casting their votes in respect of the resolutions mentioned in the Notice.
2. The remote e-voting period remained open from 17th September, 2024 to 20th September 2024 through e-voting services provided by National Securities Depository Limited (NSDL).
3. After the conclusion of the e-voting during the AGM on the 21st September 2024, the e-votes cast were unblocked by me through the menu provided in the NSDL website on 21st September 2024 in the presence of two witnesses viz Mr. G. SHYAM SUNDAR and Mr. B.RAMAMURTHY who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

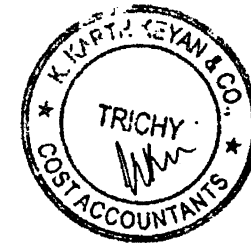
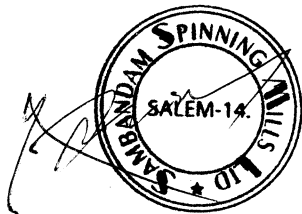


(G. SHYAM SUNDAR)



(B. RAMAMURTHY)

4. Thereafter, the information regarding list of the Members, who voted "For" and "Against" and such other requisite details on each of the resolutions that were put to vote, were derived from the report generated from the e-voting website of NSDL. No e-votes were cast by the members during the e-AGM.

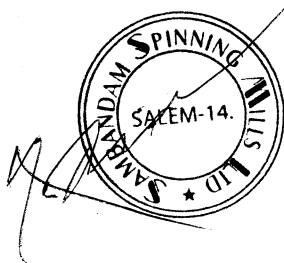


5. Based on the e-votes cast 'FOR' and 'AGAINST', I furnish hereunder the result of e-voting :-

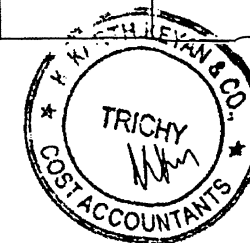
Sl. No.	Particulars of the Business	Voted for			Voted against		
		No. of Members	No. of votes	Vote %	No. of Members	No. of Votes	Vote %
	ORDINARY BUSINESS						
1	<u>Agenda item No.1:</u> <u>Ordinary Resolution:-</u> Adoption of Financial Statements	57	2211438	99.99%	2	65	0.01
2	<u>Agenda item No.2:</u> <u>Ordinary Resolution:</u> Remuneration of Statutory Auditors for FY 2024-2025	56	2211138	99.98%	3	365	0.02
3	<u>Agenda item No.3:</u> <u>Ordinary Resolution:</u> Re-Appointment of retiring Director-Mr. D. Sudharsan	54	2211132	99.98%	3	365	0.02



Sl. No.	Particulars of the Business	Voted for			Voted against		
		No. of Members	No. of votes	Vote %	No. of Members	No. of Votes	Vote %
	SPECIAL BUSINESS						
4	<u>Agenda item No.4:</u> <u>Ordinary Resolution:</u> Ratification of fees payable to Cost Auditor	56	2211138	99.98	3	365	0.02
5	<u>Agenda item No.5:</u> <u>Special Resolution:</u> Re-appointment of Sri. S. Devarajan, Chairman and Managing Director	56	2211138	99.98	3	365	0.02
6	<u>Agenda item No.6:</u> <u>Special Resolution:</u> Re-appointment of Sri. S. Jegarajan, Joint Managing Director	56	2211138	99.98	3	365	0.02
7	<u>Agenda item No.7:</u> <u>Special Resolution:</u> Re-appointment of Sri. S. Dinakaran, Joint Managing Director	56	2211138	99.98	3	365	0.02



Sl. No.	Particulars of the Business	Voted for			Voted against		
		No. of Members	No. of votes	Vote %	No. of Members	No. of Votes	Vote %
	SPECIAL BUSINESS						
8	<u>Agenda item No.8:</u> <u>Special Resolution:</u> Re-appointment of Sri. J. Sakthivel, Whole-time Director	56	2211138	99.98	3	365	0.02
9	<u>Agenda item No.9:</u> <u>Special Resolution:</u> Re-appointment of Sri. D.Niranjana Kumar, Whole-time Director	56	2211138	99.98	3	365	0.02
10	<u>Agenda item No.10:</u> <u>Special Resolution:</u> Re-appointment of Smt. Annapoorani Venugopalan as a Non-Executive Independent Director	56	2211138	99.98	3	365	0.02
11	<u>Agenda item No.11:</u> <u>Special Resolution:</u> Appointment of Sri. M. Gopalakrishnan as Independent Director	56	2211138	99.98	3	365	0.02



Sl. No.	Particulars of the Business	Voted for			Voted against		
		No. of Members	No. of votes	Vote %	No. of Members	No. of Votes	Vote %
	SPECIAL BUSINESS						
12	<u>Agenda item No.12:</u> <u>Special Resolution:</u> Appointment of Sri. T.Padmanabhan as Independent Director	56	2211138	99.98	3	365	0.02
13	<u>Agenda item No.13:</u> <u>Ordinary Resolutions</u> Acceptance of Fixed Deposits from Members of the Company	56	2211138	99.98	3	365	0.02

6. The downloaded e-voting records and other connected papers relating to e-voting shall remain in my safe custody until the Chairman considers this report of Scrutinizer and uploads / announces the result in their website (www.sambandam.com) and thereafter the same will be handed over to the Company Secretary of the Company for safe keeping.

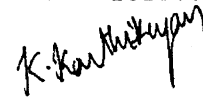
FOR **SAMBANDAM SPINNING MILLS LTD.**

Place: Trichy
Date: 21-09-2024


(S. DINAKARAN)
Joint Managing Director
DIN: 00001932



For K. KARTHIKEYAN & Co
COST ACCOUNTANTS
FRN 101030


(K. KARTHIKEYAN)
PRACTISING COST ACCOUNTANT
M. No. 19549
UDIN: 2419549A188J14PL97