

SAMBANDAM

LIMITED

Registered Office : Kaimaraj Nagar Colony, 2nd Fl. No 1, Salem- 636 914, Tamil Nadu
(P) +91 427 2240790 (F) +91 427 2240169 (E) corporate@sambandam.com
website: www.sambandam.com Corporate Identity No. L17111TZ1973PLC000476



28th September 2014

To

Sri S. Gnanasekharan ... Member of Audit Committee
3/107, T.Kailasampalam Post,
Tiruchengode,
Namakkal Dt.

Dear Sir,

**Your appointment as an Independent Director
on our Board for five years from 28-9-2014**

I am pleased to inform you that in accordance with the provisions of Sec.149 read with Schedule IV of the Companies Act 2013, Board of Directors of our Company having formed an opinion that you are a person of integrity and possess relevant experience and expertise as stated in clause (a) of Sec.149(6) of that Act and having recommended, at the Board Meeting held on 13.8.2014, to the shareholders of the Company to approve your appointment as an Independent Director for a period of five years from the date of approval of the members of the Company, your appointment has been approved by passing the requisite resolution stated in item No.9 of the Notice of the 40th Annual General Meeting of our Company to hold office as an Independent Director of our Company for a period of five consecutive years from 28th September 2014 till the conclusion of the 45th AGM of our Company.

Your appointment as an Independent Director is in accordance with the provisions of the Companies Act 2013 and you shall abide by the code for Independent Directors stated in Schedule IV, a copy of which is attached for your reference. Further, your appointment as an Independent Director of our Company is also subject to the Regulations as may be prescribed by the Securities and Exchange Board of India and the Listing Agreement with the Stock Exchanges which include the following :-

- 1) You can serve as an independent director only for a maximum of seven Listed Companies.
- 2) If you happen to serve as a whole time director in any Listed Company you can be an independent director of only three listed Companies.
- 3) You will ensure that neither you nor any of your relatives
 - a) enter into any pecuniary relationship with our Company or with any of our Associate Companies viz., SPMH Health Care Services Private Limited
 - b) hold 2% or more voting power of our Company or our Associate Company Shares held in your name and that your relatives are to be reckoned for this purpose.
 - c) render any professional service as an Auditor, Company Secretary in practice or Cost Auditor or any legal service to our Company or to our Associate Company.
 - d) be a material supplier, service provider, customer or lessor or lessee of our Company.

Accepted

[Signature]

SAMBANDAM

LIMITED

Registered Office : Kamaraj Nagar Colony, P.H. No 1, Salem 636 014, Tamil Nadu
(P) +91 427 2240790 (F) +91 427 2240169 (E) incorporated@sambandam.com
website : www.sambandam.com Corporate Identity No. L17111TZ1873PLC000675



- 2 -

- 4) Our board is confident that with your knowledge, experience and expertise our Company can scale new heights and you can feel proud about your participation in the management in ensuring good corporate governance maintaining confidentiality, transparency and accountability for all the decisions of the Board and the Committees.

Our Board is also pleased to appoint you to be a member on the Audit Committee of our Company.

It is the expectation of our Board that your active participation in all our Company's Board Meetings and the Committee Meetings will enhance our Company's future prospects.

As decided by our Board, the fees payable to our directors including the Independent Directors for attending meetings of our Board and other Committees are as under:

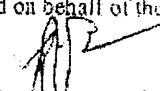
- | | | |
|--|---|-------------------------|
| 1) Board Meeting | - | Rs.15,000/- per Meeting |
| 2) Audit Committee Meeting | - | Rs.25,000/- per Meeting |
| 3) Nomination and Remuneration Committee Meeting | - | Rs.15,000/- per Meeting |
| 4) Stakeholders Relationship Committee Meeting | - | NIL |
| 5) Finance Committee Meeting | - | NIL |
| 6) Share Transfer Committee Meeting | - | NIL |
| 7) 'CSR' Committee Meeting | - | NIL |

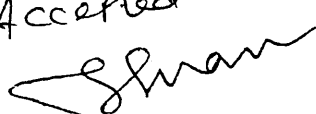
The above fees are in addition to reimbursement of expenses incurred for attending the Meetings of our Company.

Receipt of this letter may kindly be acknowledged.

Thank you.

For and on behalf of the Board


(S. Devarajan)
Chairman

Accepted


PROFILE OF MR. S.GNANASEKHARAN

Name : S.Gnanasekharan

Date of Birth : 29-05-1938

Father's Name : P. Subramaniam

Qualification : A C S - Associate Member of the Institute of Company Secretaries of India, New Delhi since 2000 F 7503

Occupation : Practising Company Secretary

Other Activities : Vice Chairman of the Salem Chapter of the Institute of Company Secretaries of India

Counsellor of the Institute of Company Secretaries of India, New Delhi for Namakkal District since 2004 to serve the student community who pursue the company secretaryship course.

Sales Tax Practitioner since 2002

Experience : Worked in a corporate body, a listed Company viz India Cements Limited, Chennai in their plant at Sankari, Salem Dist for 35 years under various capacities and retired as Senior Asst. Manager, Finance & Accounts .



28th September 2014

To

Sri Kameshwar M Bhat
G-3, Architha III, 18th Cross,
Ideal Home Township, Rajarajeshwari nagar,
Bangalore – 560 098.

Dear Sir,

**Your appointment as an Independent Director
on our Board for five years from 28-9-2014**

I am pleased to inform you that in accordance with the provisions of Sec.149 read with Schedule IV of the Companies Act 2013, Board of Directors of our Company having formed an opinion that you are a person of integrity and possess relevant experience and expertise as stated in clause (a) of Sec.149(6) of that Act and having recommended, at the Board Meeting held on 13.8.2014, to the shareholders of the Company to approve your appointment as an Independent Director for a period of five years from the date of approval of the members of the Company, your appointment has been approved by passing the requisite resolution stated in item No.10 of the Notice of the 40th Annual General Meeting of our Company to hold office as an Independent Director of our Company for a period of five consecutive years from 28th September 2014 till the conclusion of the 45th AGM of our Company.

Your appointment as an Independent Director is in accordance with the provisions of the Companies Act 2013 and you shall abide by the code for Independent Directors stated in Schedule IV, a copy of which is attached for your reference. Further, your appointment as an Independent Director of our Company is also subject to the Regulations as may be prescribed by the Securities and Exchange Board of India and the Listing Agreement with the Stock Exchanges which include the following :-

- 1) You can serve as an independent director only for a maximum of seven Listed Companies.
- 2) If you happen to serve as a whole time director in any Listed Company you can be an independent director of only three listed Companies.
- 3) You will ensure that neither you nor any of your relatives
 - a) enter into any pecuniary relationship with our Company or with any of our Associate Companies viz., SPMM Health Care Services Private Limited
 - b) hold 2% or more voting power of our Company or our Associate Company - Shares held in your name and that your relatives are to be reckoned for this purpose.
 - c) render any professional service as an Auditor, Company Secretary in practice or Cost Auditor or any legal service to our Company or to our Associate Company.
 - d) be a material supplier, service provider, customer or lessor or lessee of our Company.

....2/-



- 2 -

- 4) Our board is confident that with your knowledge, experience and expertise our Company can scale new heights and you can feel proud about your participation in the management in ensuring good corporate governance maintaining confidentiality, transparency and accountability for all the decisions of the Board and the Committees on which you may be appointed by the Board.

It is the expectation of our Board that your active participation in all our Company's Board Meetings and the Committee Meetings will enhance our Company's future prospects.

As decided by our Board, the fees payable to our directors including the Independent Directors for attending the meetings of our Board and other Committees are as under:


- | | |
|--|---------------------------|
| 1) Board Meeting | - Rs.15,000/- per Meeting |
| 2) Audit Committee Meeting | - Rs.25,000/- per Meeting |
| 3) Nomination and Remuneration Committee Meeting | - Rs.15,000/- per Meeting |
| 4) Stakeholders Relationship Committee Meeting | - NIL |
| 5) Finance Committee Meeting | - NIL |
| 6) Share Transfer Committee Meeting | - NIL |
| 7) 'CSR' Committee Meeting | - NIL |


The above fees are in addition to reimbursement of expenses incurred for attending the Meetings of our Company.

Receipt of this letter may kindly be acknowledged.

Thank you,

For and on behalf of the Board


(S. Devarajan)
Chairman


K.M. Bhat

PROFILE OF MR. KAMESHWAR BHAT

Banking, Financial Services, and Retail Operations Management Executive with 25 plus years of industry experience and stellar track record of exceeding business goals

AREAS OF EXPERTISE

Profit & Loss Management
Client Relationship Management
Business Process Optimization
Team Building & Leadership

Sales & Operations Management
Strategic Planning & Vision
Change Management
Deal Structuring

CAREER PATH

MAIYAS BEVERAGES AND FOODS PVT LTD

Executive Officer

Bangalore, India (Apr 2013 – Present)

Company is among the market leaders in Indian processed food industry. Being Executive Officer responsible for providing financial, strategic and operational leadership to improve the operating results.

Key Responsibilities

- Responsible for the complete operations and business results of Beverages and Food business

Key Achievements

- Spearheaded the fund raising activity of the company
 - Raised **INR 100 crore** from Bangalore-based **private equity** fund.
- Developed and implemented the **go-to-market strategy** for packaged food retail chain *Maiyas-Express*
 - Grew the business across Bangalore by increasing 5 outlets in one year across

KARNATAKA BANK LTD

Asst General Manager (AGM)

Pan India (Mar 1990 – Apr 2013)

23 years of Banking Services experience; played multiple roles at varied capacities; started as Agricultural Field Officer and organically promoted to the position of Assistant General Manager in very short time

Key Responsibilities

- As AGM and Region head, responsible for the business performance of the bank in the region (North).
- As Branch Manager in 6 branches, responsible for all round development of the branch that includes top-line & bottom-line responsibility, business development, service delivery, operations etc

Key Achievements

- Member of the **Prestigious Chairman/MD's club** for the record number of **12 times** based on the stellar business performance
- **Turned around 4 NPA** (non-performing assets) branches to **nil NPA's** by strategic initiatives, financial controls and process improvements
 - **Transformed 2nd highest NPA branch** among all the branches of the bank to nil NPA in 3 years
- **Best Branch Award** (Silver rolling Trophy) for the record number of **FOUR times** (Only one more Branch Head is successful to bag this trophy more than once i.e. Two times).
- Member of **Insurance Club** for the record number of **7 times** – solely based on the aggressive target achievement
- Only person in the bank to qualify for all the R & R programme of Metlife India Ins. Co Ltd.
- The customers Introduced to the Bank are enjoying around **INR 500 crores** of advances which constitute more than 2% of advances of the Bank (NPA addition is NIL)
- Bagged maiden **Best AFO award**, when introduced in 1993.

Education : M.Sc (Agri), CAIIB, PGDM

Date of Birth : 21-07-1964

Father's Name : Mahabaleshwar Bhat



To

Dr. V. Sekar
147, Royapettah High Road,
Mylapore,
Chennai-600 004

Dear Sir,

Sub: Your appointment as Additional Independent Director of the Company

I am pleased to inform you that upon the recommendation of the Nomination and Remuneration Committee, the Board of Directors of our Company at their Meeting held on 25.03.2017 appointed you as an Additional Independent Director of the Company with effect from 25.03.2017 and you will hold office upto the ensuing Annual General Meeting of the Company. Your appointment as Independent Director of the Company is subject to approval of the shareholders and the term of office shall be decided by the shareholders at the ensuing Annual General Meeting of the Company and as an Independent director you will not be liable to retire by rotation.

Your appointment as an Independent Director is in accordance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and you shall abide by the code for Independent Directors stated in Schedule IV and obligations specified in regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. A copy of the referred provisions is attached for your ready reference.

Our board is confident that with your knowledge, experience and expertise our Company can scale new heights and you can feel proud about your participation in the management in ensuring good corporate governance maintaining confidentiality, transparency and accountability for all the decisions of the Board and the Committees.

Our Board is also pleased to appoint you as Member of the Audit Committee of our Company.

It is the expectation of our Board that your active participation in all our Company's Board Meetings and the Committee Meetings will enhance our Company's future prospects.

Contd...2



As decided by our Board, the fees payable to our directors including the Independent Directors for attending the meetings of our Board and other Committees are as under:

1) Board Meeting	- Rs.15,000/- per Meeting
2) Audit Committee Meeting	- Rs.25,000/- per Meeting
3) Nomination and Remuneration Committee Meeting	- Rs.15,000/- per Meeting
4) Stakeholders Relationship Committee Meeting	- NIL
5) Finance Committee Meeting	- NIL
6) Share Transfer Committee Meeting	- NIL
7) 'CSR' Committee Meeting	- NIL

The above fees are in addition to reimbursement of expenses incurred for attending the Meetings of our Company.

Receipt of this letter may kindly be acknowledged.

Thanking you,

**For and on behalf of the Board of
Sambandam Spinning Mills Limited**


(S. Devarajan)
Chairman

Encl:

1. Relevant provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 stating compliance requirements of Independent Director.
2. Code for Independent Directors – Schedule IV of Companies Act, 2013.

Accepted 

Profile of Dr.V.Sekar

Area of Eminence : 8 years Board level experience as Director & 36 years experience in Industrial Finance, banking/Law/Industrial Management & Industrial Administration.

Total Experience in Bank/Financial Institution/Finance Sector/Legal Department/ Director on the Board/Faculty : 36 years

Present Occupation : **Director,**
Rathinam Institute of Management RathinamTechzone,
Eachanari,
Coimbatore : 21

Publications

Published the following Articles in National & International Journals.

- i) Strategic approach to Management of NPAs-A study with reference to Lakshmi Vilas Bank Ltd, Karur, Tamilnadu.
- ii) Managing NPAs in a phased manner.
- iii) Asset Quality of Indian Banks in 2013-14 - A Big challenge.
- iv) Societal changes due to empowerment of women in Tamilnadu.
- v) Implementation of SARFAESI Act-some issues

Achievement/work experience

SI No.	Name & address of employees & designation	Period of service	Nature of duties/Exp.	Remarks/ any other information relevant for the post
1.	<u>IFCI Ltd:</u> Assistant Manager, Manager (Regular)	1980-2002	Credit Management	Sanction & Disbursement of loan for New Industrial Projects
2.	<u>Lakshmi Vilas Bank Ltd, H.O., Karur, TN:</u> Asstt. General Manager (Regular)	2003-2006	Credit Management, Recovery, Legal & Faculty	Credit Management Recovery , Legal and Faculty
3.	<u>Lakshmi Vilas Bank Ltd, H.O.:</u> Dy. General Manager (Regular)	2006-2010	Credit Management, Recovery, Legal & Faculty	Country Head of Credit Management Recovery & Faculty
4.	Hindustan Insecticides Ltd, New Delhi, Director(Finance) (Regular)	24.6.2010 to 29.02.2016	Head of Finance, Personnel, Admn., Technical, Legal, Corporate	Whole time Director (Finance)

Personal Attributes :

- Senior Banker/Corporate Finance professional with 36 years rich experience in Financial Institution/Commercial Bank & Central Public Sector Enterprises (CPSE) in the area of Industrial Finance, Corporate Finance, Banking Law, Industrial Management, Recovery, Rehabilitation & Restructuring BIFR/AAIFR/CDR.
- Member in all Top Management Committee of HIL.
- Thorough Experience in leading the Bank into profitability and excellent exposure in Credit, NPA, Legal, Planning, Bank assurance, Inspection, Asset Liability Management (ALM) etc.
- Very good knowledge in Chemical, Textile, Sugar, Engineering, Telecom, Automobile & Infrastructure Projects.
- Consistent Performance in LVB which is making profits continuously for the last 2 decades.
- Consistent performance in HIL which is also making profits for the last 6 years.
- Possess Good Leadership skills, Interpersonal Relationship and Communication skills with integrity, ability and standing and capable of handling any crisis situation.

Professional Affiliations:

- Certified Associate of the Indian Institute of Bankers (CAIIB), Mumbai.
- Master of Philosophy in Management (M.Phil), Alagapa University.
- Member of Finance Committee, SCOPE.
- Guest Faculty in MDI, Gurgaon, NIBM Pune, Lakshmi Vilas Bank Staff Training College.

Professional Training Programmes Attended:

- Attended many advanced training programmes, Seminars & Conference at Management Development Institute (MDI), Gurgaon.
- National Institute of Bank Management (NIBM), Pune.
- Administrative Staff College of India, Hyderabad.
- Industrial Development of Bank of India, Mumbai.
- Institute of Public Enterprise, Hyderabad.
- Institute of Cost Accountant of India, New Delhi.
- IDBI Mutual Fund, Mumbai.

Faculty support/professional teaching Provided faculty support with in and outside (IFCI, MDI, LVB) on project appraisals, Follow-up, Rehabilitation of Sick units, Ratio analysis, NPA Management, Personality Development etc.

Social activities Active member in the Karur Rotary Club and done many projects viz. Artificial limbs Rotary Youth Leadership Awards (RYLA) and held the post of Honorary Chairman of Karur Rotary Medical Centre & Human Resources Development Committee for 8 years (2002 to 2010). Presently active member of Delhi Mayur Vihar Rotary Club.

**MILLS
LIMITED**

Registered Office : P.B. No.1, Kamaraj Nagar Colony, Salem 636 014, Tamil Nadu
(P) +91 427 2240790 (F) +91 427 2240169 (E) corporate@sambandam.com
website : www.sambandam.com Corporate Identity No. L17111TZ1973PLC000675

Date: 06.05.2017

To

Dr. R.Ramarathnam,
926, TVS Colony, 1st Main Road,
Annanagar West Extension,
Chennai – 600 101.

Dear Sir,

Sub: Your appointment as Additional Independent Director of the Company

I am pleased to inform you that upon the recommendation of the Nomination and Remuneration Committee, the Board of Directors of our Company at their Meeting held on 06.05.2017 appointed you as an Additional Independent Director of the Company with effect from 06.05.2017 and you will hold office upto the ensuing Annual General Meeting of the Company. Your appointment as Independent Director of the Company is subject to approval of the shareholders and the term of office shall be decided by the shareholders at the ensuing Annual General Meeting of the Company and as an Independent director you will not be liable to retire by rotation.

Your appointment as an Independent Director is in accordance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and you shall abide by the code for Independent Directors stated in Schedule IV and obligations specified in regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. A copy of the referred provisions is attached for your ready reference.

Our board is confident that with your knowledge, experience and expertise our Company can scale new heights and you can feel proud about your participation in the management in ensuring good corporate governance maintaining confidentiality, transparency and accountability for all the decisions of the Board and the Committees.

Our Board is also pleased to appoint you as Member of the Audit Committee of our Company.

It is the expectation of our Board that your active participation in all our Company's Board Meetings and the Committee Meetings will enhance our Company's future prospects.

Contd....2



: 2 :

As decided by our Board, the fees payable to our directors including the Independent Directors for attending the meetings of our Board and other Committees are as under :


1) Board Meeting	- Rs.15,000/- per Meeting
2) Audit Committee Meeting	- Rs.25,000/- per Meeting
3) Nomination and Remuneration Committee Meeting	- Rs.15,000/- per Meeting
4) Stakeholders Relationship Committee Meeting	- NIL
5) Finance Committee Meeting	- NIL
6) Share Transfer Committee Meeting	- NIL
7) 'CSR' Committee Meeting	- NIL

The above fees are in addition to reimbursement of expenses incurred for attending the Meetings of our Company.

Receipt of this letter may kindly be acknowledged.


Thanking you,

**For and on behalf of the Board of
Sambandam Spinning Mills Limited**


(S. Devarajan)
Chairman

Encl:

1. Relevant provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 stating compliance requirements of Independent Director.
2. Code for Independent Directors – Schedule IV of Companies Act, 2013.

Accepted

6/5/2017

Dr. R. RAMARATHNAM

EDUCATIONAL QUALIFICATIONS:

B.Tech (EE) from I.I.T., Madras (1967)

M.Tech (EE) (1969) and Ph.D (1974). from I.I.T., Bombay

PRESENT OCCUPATION:

Executive Chairman, Basil Energetics Private Ltd., Chennai.

Chairman, Westcott Electricals (P) Ltd., Chennai

MAJOR ASSIGNMENTS HANDLED:

Research, Design & Development:

Presently focussing on Embedded Controls for Electrical Machines, mainly for Energy Conservation, Renewable Energy, Power Conditioning & Measurement. Developed solutions for AC, Brushless DC, Brushless Synchronous & Switched Reluctance motors. Focussing on Energy Conservation in select verticals like Appliances, Automotive, Fluid Handling Systems, Textile Spinning Machinery Drives, Portable Electric Tools, Controls for Generators in Renewable Energy Systems and Solar Submersible Pumps, Fans, Air Conditioners, Refrigerators, Power Conversion for Solar/UPS, etc..

A total and novel solution for rooftop solar systems for homes & offices has been developed by this company and introduced in the market recently. Combining the three ideologies that are in vogue presently amongst Electrical Engineers in the world, viz., Distributed Generation, Smart Grid and LVDC (Low Voltage DC) appliances, the company has come out with a 'Smart Micro Grid using Hybrid Appliances'. Amongst the key features of this technology is the drastic reduction in Power Plant rating and roof top area requirements.

Earlier promoted ELECTRODYN, Chennai. Was the key supplier of appliance motors for leading Indian & MNC brands for Mixi, Vacuum Cleaner, Washing M/C, etc. Developed and marketed several innovative motors like Vibrator Motors, Torque Motors, Actuator Motors, High Frequency Motors to leading companies in India. Established automated winding lines for mass production of stators & rotors for the above motors and designed and developed the entire range of machines indigenously. Established ISO 9001 in early nineties. Millions of motors were produced by the company for home appliances in the period mid Eighties & Nineties. Several import substitution items were developed for Defence and Public Sector Companies like BEL, BHEL, DRDO, Hindustan Shipyard, Mazogaon Docks, et.al. by this company.

Earlier worked in Jay Engineering Works Ltd., at their Hyderabad R & D as development manager (electrical). Introduced new designs for fans and machine winding for stators.

Commenced career with Jyoti Ltd., Vadodara after post graduation. Reached the position of Senior Development Engineer in charge of Electric Motor Development including HT motors. Was the leader of the team for commissioning Primary coolant pump set & moderator pump set for the nuclear power plant at Kota, Rajasthan. Has handled several innovative projects in the R & D, the chief among them being Computerisation of Electrical Machine Design.

Engineering and R & D Management:

Has been managing successfully for the last 40 years a well-knit team of Electrical, Electronics and Mechanical Engineers. Has handled and successfully concluded several product developments, right from design stage to mass production stage. Also well versed in Quality management including TQM techniques and ISO 9000 certification. Vast experience in handling the total operations of a light engineering company in all its aspects like Design & Development, Production Engineering, Supply Chain Management, Production, Quality Assurance, Marketing & After market support.

GLOBAL DESIGN PARTNER: for RENESAS, Japan, MICROCHIP and CYPRESS, USA.

PUBLICATIONS: Has published several papers in National/International Journals & Conferences, including 2 in Transactions in IEEE, USA.

PATENTS

1. A Multi-speed Motor Controller: Granted in USA, EU & India
2. A Portable Electric Tool: Granted in USA, EU & India
3. 3 more are in the patenting process in Textile Drives, Generator Controls & Kitchen Appliance.

PROFESSIONAL ASSOCIATION:

- Senior Member of the Institute of Electrical & Electronic Engineers (IEEE), New York, USA including their Power Engineering Society, Power Electronics Society, Industrial Electronics Society, Industrial Applications Society and Computer Society.
- Partner, REEEP (Renewable Energy & Energy Efficiency Program), United Nations Industrial Development Organisation, Vienna, Austria.

HONOURS: Listed in Marquis' Who is Who in Science & Engineering.

AWARDS:

- Best Innovation Award by Madras Management Association & CavinKare Ltd., September 2016
- Best Impact on Environment by TiE & ISB Hyderabad for the energy saving products. November 2016
- Action For India: Entrepreneur with a Social Consciousness, AFI Conference, January 2015



Date: 06.05.2017

To

Sri D. Balasundaram,
122, Tank Road,
Sivananda Colony,
Tatabad,
Coimbatore - 641 012.

Dear Sir,

Sub: Your appointment as Additional Independent Director of the Company

I am pleased to inform you that upon the recommendation of the Nomination and Remuneration Committee, the Board of Directors of our Company at their Meeting held on 06.05.2017 appointed you as an Additional Independent Director of the Company with effect from 06.05.2017 and you will hold office upto the ensuing Annual General Meeting of the Company. Your appointment as Independent Director of the Company is subject to approval of the shareholders and the term of office shall be decided by the shareholders at the ensuing Annual General Meeting of the Company and as an Independent director you will not be liable to retire by rotation.

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6) Share Transfer Committee Meeting	- NIL
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The above fees are in addition to reimbursement of expenses incurred for attending the Meetings of our Company.

Receipt of this letter may kindly be acknowledged.

Thanking you,

**For and on behalf of the Board of
Sambandam Spinning Mills Limited**

**(S. Devarajan)
Chairman**

Encl:

1. Relevant provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 stating compliance requirements of Independent Director.
2. Code for Independent Directors – Schedule IV of Companies Act, 2013.

*Accepted
S. Devarajan
6/5/2017*

1. Name;- **BALASUNDARAM DORAISAMI**

MTECH (TEXTILES)

2. Qualification IN DETAIL ;- B.Tech textiles 1982 batch, M.tech textiles 1985 batch from P.S.G .college of technology Coimbatore.

TOTALLY 35 YEARS EXPERIENCE IN TEXTILE SPINNING DIVISIONS BOTH COTTON, COTTON BLENDS & SYNTHETIC BLENDS SPINNING , EXPOSURE WORLD CLASS MANAGEMENT SYSTEMS ETC.

13. experience 1982 to 1996 13 years The Lakshmi mills company limited worked in various capacities from QC HEAD, ASST MANAGER FACTORIES

4. FROM 1996 TO 2017 IN ADITYABIRLA GROUP INDONESIA 600,000 SPINDLES OF FIVE UNITS WORKED IN VARIOUS POSITIONS LIKE

Maintenance manager, spinning superintendent, general manager , vicepresident (works) almost 21 years in indonesia, thailand, philiphines .

Attended international textile exhibitions like ITMA 1995 IN MILAN, ITMA 2011 IN SPAIN, ITMA ASIA 2006 IN SINGAPORE , ITME INDIA IN 2004 .

VISITED MORE THAN 15 COUNTRIES TO MEET CUSTOMERS INCLUDING BRAZIL, TURKEY, ITALY, JAPAN, SOUTH KOREA ETC.

TAKEN SPECIAL PROJECTS and worked LIKE machine and labour PRODUCTIVITY IMPROVEMENT, Quality consistency of spun yarn improvements by improving process capability improvements in spinning technology . cost optimisation, conversion of commodity products value added products etc.

VALUE ADDED PRODUCTS DEVELOPMENTS AND NEW PRODUCTS DEVELOPMENTS MORE THAN 15 YEARS EXPERIENCES . VALUE ADDED PRODUCTS LIKE SLUB YARNS , SIROSPUN YARNS, CORESPUN YARNS , SPECIAL BLENDED YARNS ETC.