



# Super Spinning Mills Limited

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

11<sup>th</sup> September 2014

To

The Secretary  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400 001

Dear Sir,

**Sub: Submission of details regarding the voting results for the 52<sup>nd</sup> Annual General Meeting of the Members of the Company held on 10<sup>th</sup> September 2014**

**Ref: Clause 35A of the Listing Agreement with NSE & BSE**

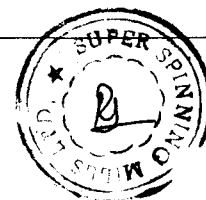
This is to inform that 52<sup>nd</sup> Annual General Meeting of the Members of the Company was held on Wednesday, 10<sup>th</sup> September 2014 at 03:30 pm at Ardra Convention Centre, "Kaanchan", No. 9, North Huzur Road, Coimbatore - 641018, Tamil Nadu to transact the business mentioned in the notice of the Annual General Meeting dated 28<sup>th</sup> May 2014.

As required by the provisions of Section 108 of the Companies act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and clause 35B of the Listing Agreement, facility of voting through electronic means and postal ballot for shareholders who do not have access to e-voting facility on all proposals contained in the Annual General Meeting Notice dated 28<sup>th</sup> May 2014 was provided to the members. The e-voting was held between 4<sup>th</sup> September 2014 to 6<sup>th</sup> September 2014 and postal ballots were received upto 6<sup>th</sup> September 2014.

All the items of business as mentioned in the Annual General Meeting Notice have been transacted and based on the report of the Scrutinizer, the resolutions indicated below were declared as duly passed by requisite majority by e-voting and through postal ballot.

Details of voting result in the specified format pursuant to Clause 35A of the listing agreement are given below:

1	Date of AGM	10 <sup>th</sup> September 2014
2	Total number of shareholders on record date	9070
3	Number of shareholders present in the meeting in person or through proxy -Promoter or Promoter Group -Public Number of shareholders who participated in e-voting	05 44 19
4	Number of shareholders attended the meeting through Video Conferencing - Promoter or Promoter Group - Public	Not Arranged



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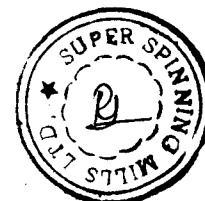


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5.	Detail of the Agenda	Resolution required	Mode of Voting
1.	To receive, consider and adopt the audited Balance Sheet as at 31st March 2014 and the audited Statement of Profit and Loss for the year ended 31st March 2014 and the Reports of the Directors and the Auditors thereon	Ordinary Resolution	e-voting & Postal Ballot
2.	To appoint a Director in the place of Mr. D Sarath Chandran (DIN 00001885), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary Resolution	e-voting & Postal Ballot
3.	To re-appoint M/s Reddy, Goud & Janardhan (FRN: 003254S), Chartered Accountants as Auditors, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration	Ordinary Resolution	e-voting & Postal Ballot
4.	To appoint Mr. A S Thirumoorthy (DIN 03604474) as a Director of the Company	Ordinary Resolution	e-voting & Postal Ballot
5.	To appoint Mr. Sumanth Ramamurthi (DIN 00002773) as Executive Chairman of the Company	Special Resolution	e-voting & Postal Ballot
6.	To appoint Mr. A S Thirumoorthy (DIN 03604474) as Managing Director of the Company	Special Resolution	e-voting & Postal Ballot
7.	To appoint Mr. B Vijayakumar (DIN 00015583) as an Independent Director of the Company	Special Resolution	e-voting & Postal Ballot
8.	To appoint Mr. Sudarsan Varadaraj (DIN 00133533) as an Independent Director of the Company	Special Resolution	e-voting & Postal Ballot
9.	To appoint Mr. Vijay Venkataswamy (DIN 00002906) as an Independent Director of the Company	Special Resolution	e-voting & Postal Ballot
10.	To appoint Mr. C S K Prabhu (DIN 00002913) as an Independent Director of the Company	Special Resolution	e-voting & Postal Ballot
11.	To appoint Mr. C G Kumar (DIN 02823567) as an Independent Director of the Company	Ordinary Resolution	e-voting & Postal Ballot
12.	To appoint Mrs. Suguna Ravichandran (DIN 00170190) as an Independent Director of the Company	Ordinary Resolution	e-voting & Postal Ballot
13.	To alter the Articles of Association of the Company	Special Resolution	e-voting & Postal Ballot
14.	To amend the Borrowing Powers of the Board of Directors under section 180(1)(c) of the Companies Act, 2013	Special Resolution	e-voting & Postal Ballot
15.	To authorize the Board of Directors to lease or mortgage or create charge and/or hypothecate the whole or substantially the whole of the undertakings of the Company as per section 180(1)(a) of the Companies Act, 2013	Special Resolution	e-voting & Postal Ballot

Further the following details of e-voting and Postal Ballot are given below:



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**Item No.1 - Ordinary Resolution** - To receive, consider and adopt the audited Balance Sheet as at 31st March 2014 and the audited Statement of Profit and Loss for the year ended 31st March 2014 and the Reports of the Directors and the Auditors thereon.

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	2,33,27,640	2,30,64,330	98.87%	2,30,64,330	0	100.00%	0.00%
Public - Institutional holders	2,470	0	0.00%	0	0	0.00%	0.00%
Public - Others	3,16,69,890	11,56,683	3.65%	11,52,133	4,550	99.61%	0.39%
Total	5,50,00,000	2,42,21,013	44.04%	2,42,16,463	4,550	99.98%	0.02%

The above resolution was declared to have been passed as an Ordinary Resolution with requisite majority.

**Item No.2 - Ordinary Resolution** - To appoint a Director in the place of Mr. D Sarath Chandran (DIN 00001885), who retires by rotation and being eligible, offers himself for re-appointment

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	2,33,27,640	2,30,64,330	98.87%	2,30,64,330	0	100.00%	0.00%
Public - Institutional holders	2,470	0	0.00%	0	0	0.00%	0.00%
Public - Others	3,16,69,890	11,56,683	3.65%	11,52,133	4,550	99.61%	0.39%
Total	5,50,00,000	2,42,21,013	44.04%	2,42,16,463	4,550	99.98%	0.02%

The above resolution was declared to have been passed as an Ordinary Resolution with requisite majority.





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**Item No.3 - Ordinary Resolution** - To re-appoint M/s Reddy, Goud & Janardhan (FRN:003254S), Chartered Accountants as Auditors, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	2,33,27,640	2,30,64,330	98.87%	2,30,64,330	0	100.00%	0.00%
Public - Institutional holders	2,470	0	0.00%	0	0	0.00%	0.00%
Public - Others	3,16,69,890	11,56,683	3.65%	11,52,133	4,550	99.61%	0.39%
<b>Total</b>	<b>5,50,00,000</b>	<b>2,42,21,013</b>	<b>44.04%</b>	<b>2,42,16,463</b>	<b>4,550</b>	<b>99.98%</b>	<b>0.02%</b>

The above resolution was declared to have been passed as an Ordinary Resolution with requisite majority.

**Item No.4 - Ordinary Resolution** - To appoint Mr. A S Thirumoorthy (DIN 03604474) as a Director of the Company.

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	2,33,27,640	2,30,64,330	98.87%	2,30,64,330	0	100.00%	0.00%
Public - Institutional holders	2,470	0	0.00%	0	0	0.00%	0.00%
Public - Others	3,16,69,890	11,56,683	3.65%	10,34,613	1,22,070	89.45%	10.55%
<b>Total</b>	<b>5,50,00,000</b>	<b>2,42,21,013</b>	<b>44.04%</b>	<b>2,40,98,943</b>	<b>1,22,070</b>	<b>99.50%</b>	<b>0.50%</b>

The above resolution was declared to have been passed as an Ordinary Resolution with requisite majority.





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**Item No.5 - Special Resolution** - To appoint Mr. Sumanth Ramamurthi (DIN 00002773) as Executive Chairman of the Company.

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	2,33,27,640	2,30,64,330	98.87%	2,30,64,330	0	100.00%	0.00%
Public - Institutional holders	2,470	0	0.00%	0	0	0.00%	0.00%
Public - Others	3,16,69,890	11,56,683	3.65%	10,34,613	1,22,070	89.45%	10.55%
<b>Total</b>	<b>5,50,00,000</b>	<b>2,42,21,013</b>	<b>44.04%</b>	<b>2,40,98,943</b>	<b>1,22,070</b>	<b>99.50%</b>	<b>0.50%</b>

The above resolution was declared to have been passed as a Special Resolution with requisite majority.

**Item No.6 - Special Resolution** - To appoint Mr. A S Thirumoorthy (DIN 03604474) as Managing Director of the Company.

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	2,33,27,640	2,30,64,330	98.87%	2,30,64,330	0	100.00%	0.00%
Public - Institutional holders	2,470	0	0.00%	0	0	0.00%	0.00%
Public - Others	3,16,69,890	11,56,683	3.65%	10,34,613	1,22,070	89.45%	10.55%
<b>Total</b>	<b>5,50,00,000</b>	<b>2,42,21,013</b>	<b>44.04%</b>	<b>2,40,98,943</b>	<b>1,22,070</b>	<b>99.50%</b>	<b>0.50%</b>

The above resolution was declared to have been passed as a Special Resolution with requisite majority.





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**Item No. 7 - Special Resolution** - To appoint Mr. B Vijayakumar (DIN 00015583) as an Independent Director of the Company.

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	2,33,27,640	2,30,64,330	98.87%	2,30,64,330	0	100.00%	0.00%
Public - Institutional holders	2,470	0	0.00%	0	0	0.00%	0.00%
Public - Others	3,16,69,890	11,56,683	3.65%	10,34,613	1,22,070	89.45%	10.55%
<b>Total</b>	<b>5,50,00,000</b>	<b>2,42,21,013</b>	<b>44.04%</b>	<b>2,40,98,943</b>	<b>1,22,070</b>	<b>99.50%</b>	<b>0.50%</b>

The above resolution was declared to have been passed as a Special Resolution with requisite majority.

**Item No. 8 - Special Resolution** - To appoint Mr. Sudarsan Varadaraj (DIN 00133533) as an Independent Director of the Company.

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	2,33,27,640	2,30,64,330	98.87%	2,30,64,330	0	100.00%	0.00%
Public - Institutional holders	2,470	0	0.00%	0	0	0.00%	0.00%
Public - Others	3,16,69,890	11,56,683	3.65%	10,34,613	1,22,070	89.45%	10.55%
<b>Total</b>	<b>5,50,00,000</b>	<b>2,42,21,013</b>	<b>44.04%</b>	<b>2,40,98,943</b>	<b>1,22,070</b>	<b>99.50%</b>	<b>0.50%</b>

The above resolution was declared to have been passed as a Special Resolution with requisite majority.





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**Item No. 9 - Special Resolution** - To appoint Mr. Vijay Venkataswamy (DIN 00002906) as an Independent Director of the Company.

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	2,33,27,640	2,30,64,330	98.87%	2,30,64,330	0	100.00%	0.00%
Public - Institutional holders	2,470	0	0.00%	0	0	0.00%	0.00%
Public - Others	3,16,69,890	11,56,683	3.65%	10,34,613	1,22,070	89.45%	10.55%
<b>Total</b>	<b>5,50,00,000</b>	<b>2,42,21,013</b>	<b>44.04%</b>	<b>2,40,98,943</b>	<b>1,22,070</b>	<b>99.50%</b>	<b>0.50%</b>

The above resolution was declared to have been passed as a Special Resolution with requisite majority.

**Item No.10 - Special Resolution** - To appoint Mr. C S K Prabhu (DIN 00002913) as an Independent Director of the Company.

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	2,33,27,640	2,30,64,330	98.87%	2,30,64,330	0	100.00%	0.00%
Public - Institutional holders	2,470	0	0.00%	0	0	0.00%	0.00%
Public - Others	3,16,69,890	11,56,683	3.65%	10,34,613	1,22,070	89.45%	10.55%
<b>Total</b>	<b>5,50,00,000</b>	<b>2,42,21,013</b>	<b>44.04%</b>	<b>2,40,98,943</b>	<b>1,22,070</b>	<b>99.50%</b>	<b>0.50%</b>

The above resolution was declared to have been passed as a Special Resolution with requisite majority.



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**Item No.11 - Ordinary Resolution** - To appoint Mr. C G Kumar (DIN 02823567) as an Independent Director of the Company.

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	2,33,27,640	2,30,64,330	98.87%	2,30,64,330	0	100.00%	0.00%
Public - Institutional holders	2,470	0	0.00%	0	0	0.00%	0.00%
Public - Others	3,16,69,890	11,56,683	3.65%	10,34,613	1,22,070	89.45%	10.55%
<b>Total</b>	<b>5,50,00,000</b>	<b>2,42,21,013</b>	<b>44.04%</b>	<b>2,40,98,943</b>	<b>1,22,070</b>	<b>99.50%</b>	<b>0.50%</b>

The above resolution was declared to have been passed as an Ordinary Resolution with requisite majority.

**Item No.12 - Ordinary Resolution** - To appoint Mrs. Suguna Ravichandran (DIN 00170190) as an Independent Director of the Company.

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	2,33,27,640	2,30,64,330	98.87%	2,30,64,330	0	100.00%	0.00%
Public - Institutional holders	2,470	0	0.00%	0	0	0.00%	0.00%
Public - Others	3,16,69,890	11,56,683	3.65%	10,34,613	1,22,070	89.45%	10.55%
<b>Total</b>	<b>5,50,00,000</b>	<b>2,42,21,013</b>	<b>44.04%</b>	<b>2,40,98,943</b>	<b>1,22,070</b>	<b>99.50%</b>	<b>0.50%</b>

The above resolution was declared to have been passed as an Ordinary Resolution with requisite majority.







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## Item No.13 - Special Resolution - To alter the Articles of Association of the Company

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= {(2)/(1)} *100	(4)	(5)	(6)= {(4)/(2)}*10 0	(7)= {(5)/(2)} *100
Promoter and Promoter Group	2,33,27,640	2,30,64,330	98.87%	2,30,64,330	0	100.00%	0.00%
Public - Institutional holders	2,470	0	0.00%	0	0	0.00%	0.00%
Public - Others	3,16,69,890	11,56,683	3.65%	11,51,633	5,050	99.56%	0.44%
Total	5,50,00,000	2,42,21,013	44.04%	2,42,15,963	5,050	99.98%	0.02%

The above resolution was declared to have been passed as a Special Resolution with requisite majority.

## Item No.14 - Special Resolution - To amend the Borrowing Powers of the Board of Directors under section 180(1)(c) of the Companies Act, 2013.

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= {(2)/(1)} *100	(4)	(5)	(6)= {(4)/(2)}*10 0	(7)= {(5)/(2)} *100
Promoter and Promoter Group	2,33,27,640	2,30,64,330	98.87%	2,30,64,330	0	100.00%	0.00%
Public - Institutional holders	2,470	0	0.00%	0	0	0.00%	0.00%
Public - Others	3,16,69,890	11,56,683	3.65%	11,50,733	5,950	99.49%	0.51%
Total	5,50,00,000	2,42,21,013	44.04%	2,42,15,063	5,950	99.98%	0.02%

The above resolution was declared to have been passed as a Special Resolution with requisite majority.



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Regd. & Central Office : "Elgi Towers" PB. 7113, Green Fields, 737-D, Puliakulam Road, Coimbatore - 641 045.

**Item No.15 - Special Resolution** - To authorize the Board of Directors to lease or mortgage or create charge and/or hypothecate the whole or substantially the whole of the undertakings of the Company as per section 180(1)(a) of the Companies Act, 2013.

Promoter/ Public	No. of Shares held  (1)	No. of Votes Polled  (2)	% of Votes Polled on outstanding Shares  (3) = $\frac{(2)}{(1)} \times 100$	No. of Votes In favour  (4)	No. of Votes against  (5)	% of Votes In favour on votes polled  (6) = $\frac{(4)}{(2)} \times 100$	% of Votes against on votes polled  (7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	2,33,27,640	2,30,64,330	98.87%	2,30,64,330	0	100.00%	0.00%
Public - Institutional holders	2,470	0	0.00%	0	0	0.00%	0.00%
Public - Others	3,16,69,890	11,56,683	3.65%	11,50,633	6,050	99.48%	0.52%
<b>Total</b>	<b>5,50,00,000</b>	<b>2,42,21,013</b>	<b>44.04%</b>	<b>2,42,14,963</b>	<b>6,050</b>	<b>99.98%</b>	<b>0.02%</b>

The above resolution was declared to have been passed as a Special Resolution with requisite majority.

Thanking You

Yours faithfully

**For Super Spinning Mills Limited**

  
R. Srikanth  
Company Secretary