



**SURYALATA SPINNING MILLS LIMITED**

CIN-L18100TG1983PLC003962 - GST No : 36AADCS0823M1ZA

(An ISO 9001 : 2015 Certified Company)



Date: 29<sup>th</sup> September, 2023

To  
Department of Corporate Services  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai -400 001

**Sub: Submission of Voting Results and Scrutinizer Report pertaining to the 40<sup>th</sup> Annual General Meeting;**

**Ref: Scrip Code & Name : '514138' & 'SURYALA'.**

Dear Sir,

We are pleased to furnish the below details/ results of the voting (e-voting and voting during AGM held on September 29, 2023) in the prescribed format pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure -1.

Further, we are pleased to inform that all the resolutions from 1 to 5 as set out in the Notice of 40<sup>th</sup> Annual General Meeting were duly passed by the members of the Company with requisite majority. Please find the enclosed Consolidated Scrutinizer's Report dated 29<sup>th</sup> September, 2023 issued by Smt. Rashida Adenwala, Practicing Company Secretary, Founder Partner of M/s. R & A Associates, along with voting results, appointed for this purpose as Scrutinizer as Annexure-II.

The copy of the Voting results along with Scrutinizer's Report is uploaded on the Company's website <http://www.suryalata.com>.

Kindly take the above information on your records.

Yours faithfully,

For **SURYALATA SPINNING MILLS LIMITED**

**VITHALDAS AGARWAL**

**Managing Director**

**DIN: 00012774**

**Encl: as above**

Name of the Company		SURYALATA SPINNING MILLS LIMITED							
Date of the AGM/EGM		29th September 2023							
Total number of shareholders on record date		7822							
No. of shareholders present in the meeting either in person or through									
Promoters and Promoter Group:		Not Applicable							
Public:		Not Applicable							
No. of Shareholders attended the meeting through Video Conferencing									
Promoters and Promoter Group:		4							
Public:		45							
Resolution No.		1							
Resolution required: (Ordinary)		ORDINARY - To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the reports of the Board of Directors and the Auditors thereon.							
Whether promoter/ promoter group are interested in the agenda/resolution?		No							
Category									
		Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group		E-Voting	30,02,310	28,11,268	93.6368	28,11,268	0	100.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		28,11,268	93.6368	28,11,268	0	100.0000	0.0000
Public- Institutions		E-Voting	996	0	0.0000	0	0	0.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions		E-Voting	12,63,694	3,078	0.2436	3,070	8	99.7400	0.2599
		Poll		103	0.0082	103	0	100.0000	0.0000
		Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		3,181	0.2518	3,173	8	99.7485	0.2515
Total			42,67,000	28,14,449	65.9585	28,14,441	8	99.9997	0.0003
Resolution No.		2							
Resolution required: (Ordinary)		ORDINARY - To declare dividend on Cumulative Redeemable preference Shares of the Company for the financial year ended March 31, 2023.							
Whether promoter/ promoter group are interested in the agenda/resolution?		No							
Category									
		Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group		E-Voting	30,02,310	28,11,268	93.6368	28,11,268	0	100.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		28,11,268	93.6368	28,11,268	0	100.0000	0.0000
Public- Institutions		E-Voting	996	0	0.0000	0	0	0.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions		E-Voting	12,63,694	3,078	0.2436	3,070	8	99.7400	0.2599
		Poll		103	0.0082	103	0	100.0000	0.0000
		Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		3,181	0.2518	3,173	8	99.7485	0.2515
Total			42,67,000	28,14,449	65.9585	28,14,441	8	99.9997	0.0003
Resolution No.		3							
Resolution required: (Ordinary)		ORDINARY - To declare dividend @ 30% (Rs. 3/- per equity share of 10/- each) to Non-Promoter Equity Shareholders of the Company for the financial year ended March 31, 2023.							
Whether promoter/ promoter group are interested in the agenda/resolution?		No							
Category									
		Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group		E-Voting	30,02,310	28,11,268	93.6368	28,11,268	0	100.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		28,11,268	93.6368	28,11,268	0	100.0000	0.0000
Public- Institutions		E-Voting	996	0	0.0000	0	0	0.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions		E-Voting	12,63,694	3,078	0.2436	3,070	8	99.7400	0.2599
		Poll		103	0.0082	103	0	100.0000	0.0000
		Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		3,181	0.2518	3,173	8	99.7485	0.2515
Total			42,67,000	28,14,449	65.9585	28,14,441	8	99.9997	0.0003

Resolution No.	4							
Resolution required: (Ordinary)	ORDINARY - To appoint a Director in place of Smt. Madhavi Agarwal, (DIN: 00012774) Wholtime Director of the Company who retires by rotation and being eligible, offers herself for re-appointment.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	30,02,310	28,11,268	93.6368	28,11,268	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		28,11,268	93.6368	28,11,268	0	100.0000	0.0000
Public- Institutions	E-Voting	996	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	12,63,694	3,078	0.2436	3,070	8	99.7400	0.2599
	Poll		103	0.0082	103	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,181	0.2518	3,173	8	99.7485	0.2515
Total	42,67,000	28,14,449	65.9585	28,14,441	8	99.9997	0.0003	
Resolution No.	5							
Resolution required: (Ordinary)	SPECIAL - To ratify the remuneration of the Cost Auditor Smt. Aruna Prasad (M/s. Aruna Prasad & Co., Cost Accountants) for financial year ending March 31, 2024:							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	30,02,310	28,11,268	93.6368	28,11,268	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		28,11,268	93.6368	28,11,268	0	100.0000	0.0000
Public- Institutions	E-Voting	996	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	12,63,694	3,078	0.2436	3,069	9	99.7076	0.2923
	Poll		103	0.0082	103	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,181	0.2518	3,172	9	99.7171	0.2829
Total	42,67,000	28,14,445	65.9585	28,14,440	9	99.9997	0.0003	

**CONSOLIDATED SCRUTINIZER'S REPORT**

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

To  
The Chairman  
**Suryalata Spinning Mills Limited**  
Surya Towers, 1st Floor, 105, Sardar Patel Road  
Secunderabad - 500 003, Telangana, India

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting for the 40th Annual General Meeting (AGM) of Suryalata Spinning Mills Limited held on Friday, the 29<sup>th</sup> day of September 2023 at 11:00 A.M. (IST) through video conferencing ('VC') / Other Audio Visual Means ('OAVM').**

1. I, Rashida Adenwala, Practicing Company Secretary, Founder Partner of M/s. R&A Associates, Company Secretaries, Hyderabad, was appointed as Scrutinizer by the Board of Directors of Suryalata Spinning Mills Limited (the Company) for the purpose of scrutinizing the process of voting through electronic means (e-voting) at the 40th Annual General Meeting (AGM) of the Company in a fair and transparent manner pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) (the Rules) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, (Listing Regulations) and circulars dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5, 2023 issued by Securities and Exchange Board of India and in compliance with framework issued by the Ministry of Corporate Affairs through its General Circulars No's. 14/2020, 17/2020, 20/2020, 02/2021, 02/2022 and 10/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, May 5, 2022 and December 28, 2022 (hereinafter referred to as "MCA Circulars"), on the resolutions contained in the Notice of the 40th AGM of the members of the Company, held on Friday, 29<sup>th</sup> September, 2023, at 11:00 A.M. IST through Video Conferencing (VC) facility / Other Audio Visual Means (OAVM) facility and also for ascertaining the requisite majority for the resolutions proposed therein.



2. In compliance with the relevant MCA Circular(s), the Notice of the 40th AGM was sent to the shareholders and the 'Advertisement' was published pursuant to Rule 20(4)(V) of the Companies (Management and Administration) Rules, 2014, specifying the day, date and time of the AGM. Notice of the AGM and Annual Report was also made available on the website of the Company, the Stock Exchange (BSE) and KFin Technologies Limited (KFin), Registrar & Transfer Agent of the Company.
3. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize :
  - i. process of remote e-voting; and
  - ii. process of e-Voting at AGM.

#### 4. Management's Responsibility

The compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and e-voting during the 40th Annual General Meeting (e-Voting at AGM) on the resolutions proposed in the Notice of the 40th AGM of the Company is the responsibility of the management.

#### 5. Scrutinizer's Responsibility

My responsibility as a Scrutinizer is to ensure that the voting process both by remote e-voting and e-Voting at AGM are conducted in a fair and transparent manner and tender consolidated Scrutinizer's Report of the total votes cast in favor or against if any, based on the reports generated from the electronic voting system provided by KFin Technologies Limited (KFin) the Registrar and Transfer Agent of the Company and engaged by the Company to provide e-voting facility and attendant papers/ documents furnished to me electronically by the Company and/ or KFin for my verification.

#### 6. Cut-off date

The Shareholders of the Company as on the "cut-off" date i.e., 18th September 2023 as set out in the notice, were entitled to vote on the resolutions (as set out in the Notice calling the AGM) and their voting rights were in proportion to their



shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.

#### 7. Process of remote e-voting

- i. The remote e-voting period remained open from Thursday, 21<sup>st</sup> September 2023 (9:00 A.M. IST) to Thursday, 28<sup>th</sup> September 2023 (05:00 P.M. IST).
- ii. The votes cast during the remote e-voting were unblocked on 28<sup>th</sup> September 2023 at 5:53 P.M. in the presence of two witnesses, Ms. Nikitha Sarda and Mr. Akash Tiwari, who are not the employees of the Company.
- iii. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of KFin i.e., <https://evoting.kfintech.com>. Based on the report generated by KFin and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

#### 8. Process of e-Voting at AGM

- i. After the time fixed for closure of the e-voting by the Chairman, the electronic system recording the e-voting ("e-votes") was locked by KFin under my instructions.
  - ii. The e-votes cast at the meeting were unblocked at 11:55 A.M. on Friday, 29<sup>th</sup> September 2023 after the conclusion of the AGM.
  - iii. The e-votes were reconciled with the records maintained by the Company/ KFin and the authorizations lodged with the Company/ KFin on test check basis.
9. The total votes cast in favor or against all the resolutions proposed in the Notice of the AGM are annexed hereunder.
10. I hereby submit the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting at AGM on all the resolutions as set out in the notice of AGM, based on the reports generated by KFin, scrutinized on test check basis and relied upon by me as under:



**RESOLUTION NO. 1 - ORDINARY BUSINESS:**

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the reports of the Board of Directors and the Auditors thereon.

Mode of Voting	Number of members voted	Voted in favour of the resolution (out of valid votes cast)		Voted against the resolution (out of valid votes cast)		Invalid Votes
		Number of votes cast by them	% of total valid votes cast	Number of votes cast by them	% of total valid votes cast	
Remote e-voting	96	28,14,338	99.9997	8	0.0003	-
e-Voting at AGM	3	103	100	-	-	-
<b>Total</b>	<b>99</b>	<b>28,14,441</b>	<b>99.9997</b>	<b>8</b>	<b>0.0003</b>	<b>-</b>

*Therefore, the Resolution in Item No. 1 has been approved with requisite majority.*



**RESOLUTION NO. 2 – ORDINARY BUSINESS:**

To declare dividend on Cumulative Redeemable preference Shares of the Company for the financial year ended March 31, 2023.

Mode of Voting	Number of members voted	Voted in favour of the resolution (out of valid votes cast)		Voted against the resolution (out of valid votes cast)		Invalid Votes
		Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast	
Remote e-voting	96	28,14,338	99.9997	8	0.0003	-
e-Voting at AGM	3	103	100	-	-	-
<b>Total</b>	<b>99</b>	<b>28,14,441</b>	<b>99.9997</b>	<b>8</b>	<b>0.0003</b>	<b>-</b>

Therefore, the Resolution in Item No. 2 has been approved with requisite majority





**RESOLUTION NO. 3 – ORDINARY BUSINESS:**

To declare dividend @ 30% (Rs. 3/- per equity share of 10/- each) to Non-Promoter Equity Shareholders of the Company for the financial year ended March 31, 2023.

Mode of Voting	Number of members voted	Voted in favour of the resolution (out of valid votes cast)		Voted against the resolution (out of valid votes cast)		Invalid Votes
		Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast	
Remote e-voting	96	28,14,338	99.9997	8	0.0003	-
e-Voting at AGM	3	103	100	-	-	-
<b>Total</b>	<b>99</b>	<b>28,14,441</b>	<b>99.9997</b>	<b>8</b>	<b>0.0003</b>	<b>-</b>

Therefore, the Resolution in Item No. 3 has been approved with requisite majority



**RESOLUTION NO. 4 - ORDINARY BUSINESS:**

To appoint a Director in place of Smt. Madhavi Agarwal, (DIN: 00012774) Whole-time Director of the Company who retires by rotation and being eligible, offers herself for re-appointment.

Mode of Voting	Number of members voted	Voted in favour of the resolution (out of valid votes cast)		Voted against the resolution (out of valid votes cast)		Invalid Votes
		Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast	
Remote e-voting	96	28,14,338	99.9997	8	0.0003	-
e-Voting at AGM	3	103	100	-	-	-
<b>Total</b>	<b>99</b>	<b>28,14,441</b>	<b>99.9997</b>	<b>8</b>	<b>0.0003</b>	<b>-</b>

*Therefore, the Resolution in Item No. 4 has been approved with requisite majority*



**RESOLUTION NO. 5 – SPECIAL BUSINESS:**

To ratify the remuneration of the Cost Auditor Smt. Aruna Prasad (M/s. Aruna Prasad & Co., Cost Accountants) for financial year ending March 31, 2024:

Mode of Voting	Number of members voted	Voted in favour of the resolution (out of valid votes cast)		Voted against the resolution (out of valid votes cast)		Invalid Votes
		Number of votes cast by them	% of total number of valid votes cast	Number of votes cast by them	% of total number of valid votes cast	
Remote e-voting	96	28,14,337	99.9997	9	0.0003	
e-Voting at AGM	3	103	100	-	-	
<b>Total</b>	<b>99</b>	<b>28,14,440</b>	<b>99.9997</b>	<b>9</b>	<b>0.0003</b>	

Therefore, the Resolution in Item No. 5 has been approved with requisite majority



11. The electronic data and all other relevant records relating to remote e-voting and e-voting at AGM will be handed over to Chairman of the Company for safe keeping as provided in the Act read with the relevant Rules.

**12. Restriction on Use**

This report has been issued at the request of the Company for (i) submission to Stock Exchange, (ii) placing on website of the Company and (iii) website of KFin. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Place: Hyderabad

Date: 29<sup>th</sup> September 2023

For R & A Associates  
Company Secretaries



Rashida Adenwala  
Founder Partner

FCS: 4020, CP No. 2224

UDIN: F004020E001128330