

02.09.2014

The Chairman
Amarjothi Spinning Mills Ltd
"AMARJOTHI HOUSE"
157, Kumaran Road,
Tirupur - 641 601

Dear Sir,

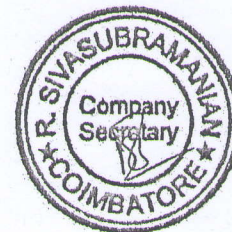
Sub: Electronic Voting Process under Section 108 of the Companies Act, 2013 ("Act"), read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("Rule") and Clause 35B of the Listing Agreement with Stock Exchanges-Submission of Scrutinizer's Report.

The Board of Directors of the Company has vide resolutions passed on 30.05.2014, decided to :

- (a) Convene the 26th Annual General Meeting on 05th September 2014
- (b) Transact 11(Eleven) items of business by passing 11 (Eleven) Resolutions as set out in the Notice calling the Annual General Meeting
- (c) Provide the Members of your Company Electronic Voting Facility(e-voting) to exercise their right to vote on all the 11 Resolutions
- (d) Enable those members who do not have access to e-voting facility, to send their assent or dissent on the said 11 resolutions in writing on a Postal Ballot Form
- (e) Have 1st August 2014 as the record date to determine the members eligible to exercise their votes and the number of votes that can be exercised by such members.

I have been appointed as the Scrutinizer for the said Electronic Voting Process, including the physical ballot facility, I submit my report as under.

1. Your Company selected Central Depository Services (India) Limited (CDSL) to provide the e-voting Platform.
2. Your Company had 7133 members on the Register of Members/List of Beneficial Owners as on the record date namely 01st August 2014.
3. Notice of the Annual General Meeting along with the Annual Report was despatched to all the Members whose name appeared in the Register of Members as on 01.08.2014 except stop transfers.
4. The Postal Ballot Notice indicated the process and manner for voting electronic means and also mentioned that
 - (a) All the 11 (Eleven) items of business set out in the Notice may be transacted through electronic voting system
 - (b) 30th August 2014 (09.00 A.M) to 1st September 2014 (06.00 P.M) would be the time period during which votes may be cast through electronic means ("e-voting period") and
 - (c) 1st September 2014 (06.00 P.M) would be the last date and time for physical ballots to reach the Scrutinizer.
5. CDSL provide the login id and also the password/facility for generating password to enable members to cast their votes electronically.



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6. The Company published advertisements about having sent the AGM notice and also the availability of e-voting on 17.08.2014 in the following newspapers:
- (a) "TRINITY MIRROR" an English newspaper in English language and
(b) "MAKKAL KURAL" a Tamil newspaper in Tamil Language
7. At the end of the e-voting period, I have unblocked the electronic votes cast in the presence of two witnesses not in the employment of the Company. I have also considered all the physical ballots received upto 06.00 P.M on 1st September 2014.
8. The shareholding stated in the electronic and physical ballots were matched/confirmed with Register of Members /List of Beneficial Owners as on the record date.
9. The Particulars of all the votes cast by members of the Company have been recorded by me electronically in a separate register maintained for this purpose.
10. A summary of the e-voting and physical ballot are given below.

PARTICULARS	NUMBER OF MEMBERS	NUMBER OF SHARES/VOTES
Total Members/votes as on record date	7133	6750000
Votes frozen in terms of Clause 5A of the Listing Agreement – Amarjothi Spinning Mills Ltd – Unclaimed Shares Account	-	-
Eligible Members/Votes	7133	6750000
Participating members and their eligible votes for each of the 11 items of business:		
(a) Through e-voting	7	4653452
(b) Through postal ballot process	24	4500
(c) Total	31	4657952

Resolution			Assent (For)		Dissent (Against)	
S.No	Type	Subject Matter	Number of Valid Votes	%	Number of Valid Votes	%
1	Ordinary	Adoption of Financial Statements for the year ended 31 st March 2014	46,57,852	100	0	0
2	Ordinary	Declaration of Dividend for the Financial Year 2013 -2014	46,57,952	100	0	0
3	Ordinary	Reappointment of Sri. R.Jaichander as a Director of the Company	46,57,952	100	0	0
4	Ordinary	Re-appointment of Auditors and fixing the remuneration	46,57,952	100	0	0
5	Ordinary	Appointment of Sri.M.Moorthi as a Director of the Company	46,57,952	100	0	0
6	Ordinary	Appointment of Sri.S.Sathyanarayanan as an Independent Director of the Company	46,57,952	100	0	0
7	Ordinary	Appointment of Dr.V.Subramaniam as an Independent Director of the Company	46,57,952	100	0	0
8	Ordinary	Appointment of Sri.V.T.Subramanian as an Independent Director of the Company	46,57,952	100	0	0



R.SIVASUBRAMANIAN
Company Secretary in Practice

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9	Ordinary	Appointment of Sri.V.Manikandan as an Independent Director of the Company	46,57,952	100	0	0
10	Ordinary	Appointment of Sri.M.S.Sivakumar as an Independent Director of the Company	46,57,952	100	0	0
11	Special	To Borrow money under Section 180 (1) of the Companies Act, 2013 in excess of the aggregate of paid up capital and free reserves of the Company	46,57,752	99.99	100	0.01

Hence all resolutions are deemed to be duly passed on the date of the ensuing Annual General Meeting namely, 05th September 2014.

Accordingly you may declare the results of the electronic voting.

Thanking you,

Yours faithfully,

R. Sivasubramanian

R.SIVASUBRAMANIAN
SCRUTINIZER

