



# SOMA TEXTILES & INDUSTRIES LTD.

A GOVT. RECOGNISED EXPORT HOUSE

REGD. OFFICE : 2, RED CROSS PLACE, KOLKATA - 700 001, INDIA

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Website : [www.somatextiles.com](http://www.somatextiles.com)

CIN : L51909WB1940PLC010070

Date: 18<sup>th</sup> September, 2015

The Secretary,  
The BSE Limited,  
Phiroze Jeejeebhoy Towers,  
24<sup>th</sup> Floor, Dalal Street,  
Mumbai - 400 001

The Secretary,  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla, Complex (E)  
Mumbai - 400 051

Dear Sirs,

Sub: Compliance to Clause 35A of the Listing Agreement-Details of Voting  
Results of the 77<sup>th</sup> Annual General Meeting (AGM) held on 17<sup>th</sup>  
September, 2015.

The 77<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of the Company was held at  
Somany Conference Hall of MCC Chamber of Commerce & Industry, 15B, Hemanta Basu Sarani, Kolkata -  
700001, on Thursday, 17<sup>th</sup> September, 2015 at 2-30 P.M.

In accordance with Clause 35A & 35B of the Listing Agreement and Section 108 of the Companies Act,  
2013 read with Rule 20 of Companies (Management and Administration) Amendment Rules, 2015,  
the Company had provided E-Voting facility, to facilitate all Equity Shareholders of the Company (as at  
cut-off date of 10<sup>th</sup> September, 2015) to cast their votes by means of Remote e-voting and voting  
through physical ballot papers at the venue of 77<sup>th</sup> AGM, on all businesses proposed in the Notice of the  
77<sup>th</sup> AGM. The Remote e-Voting period commenced on Monday, the 14<sup>th</sup> September, 2015 at 9-00 A.M.  
and concluded on Wednesday, the 16<sup>th</sup> September, 2015 at 5-00 P.M.

Based on the Consolidated Report dated 17<sup>th</sup> September, 2015, submitted by Mr. Pravin Kumar Drolia  
(F.C.S. No. : 2366, C.P.-1362), Proprietor of M/s. Drolia & Co., Practicing Company Secretary, who was  
appointed by the Company as Scrutinizer for the purpose of conducting the remote e-voting process and  
voting through physical ballot papers at the venue of AGM, the Chairman of the 77<sup>th</sup> AGM declared that  
all resolutions contained in Item Nos. 1 to 7 of the Notice of the 77<sup>th</sup> AGM were passed with requisite  
majority on the date of AGM i.e. 17<sup>th</sup> September, 2015, by the Equity Shareholders of the Company  
through remote e-voting process and voting through physical ballot papers at the venue of AGM.

Copy of the Scrutinizer's report along with combined results of votes cast by the Members through  
remote e-voting and voting through physical ballot papers at the venue of AGM, is enclosed in terms of  
Clause 35A of the Listing Agreement, for your information and record.

Thanking you,

Yours faithfully,  
For Soma Textiles & Industries Limited

R. S. Sharma.  
Company Secretary

Head Office & Works : Rakhial Road, Ahmedabad - 380 023, India  
Tel : (079) 2274-3285-8, Fax : (079) 2274 5653

Corporate Office : 6, Vaswani Mansion, Dinshaw Wachha Road, Backbay Reclamation, Mumbai - 400 020  
Tel : (022) 2283 6519-20, 2282 6076-77, Fax : (022) 2285 1173



A SOMANY ENTERPRISE

**SOMA TEXTILES & INDUSTRIES LIMITED**  
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 E-mail ID : [rssharma@somatextiles.com](mailto:rssharma@somatextiles.com)/[investors@somatextiles.com](mailto:investors@somatextiles.com)  
 Website: [www.somatextiles.com](http://www.somatextiles.com), CIN : L51909WB1940PLC010070

(Scrip Code: NSE – SOMATEX, BSE – 521034)

Details of Voting Results in regard to 77<sup>th</sup> Annual General Meeting held on 17<sup>th</sup> September, 2015  
 (Pursuant to Clause 35A of the Listing Agreement)

**A. Details of Attendance at the 77<sup>th</sup> Annual General Meeting:**

| <u>PARTICULARS</u>                                                                   | <u>DETAILS</u>                                    |
|--------------------------------------------------------------------------------------|---------------------------------------------------|
| Date of AGM                                                                          | 17 <sup>th</sup> September, 2015                  |
| Total number of Equity shareholders as on Record Date                                | 10838                                             |
| No. of Equity Shareholders present in the meeting either in person or through proxy: |                                                   |
| a) Promoters & Promoter Group                                                        | 6                                                 |
| b) Public                                                                            | 48                                                |
| No. of Shareholders attended the meeting through Video Conferencing                  | Not Applicable                                    |
| a) Promoters & Promoter Group                                                        | Not Applicable                                    |
| b) Public                                                                            | Not Applicable                                    |
| Agenda Wise:-                                                                        |                                                   |
| Details of Agenda                                                                    | As detailed in "B" below                          |
| Resolution required                                                                  | Ordinary and Special                              |
| Mode of Voting                                                                       | Remote e-voting and Ballot Papers at the AGM Hall |
| Voting Results                                                                       | As detailed in "B" below                          |

**B. Details of Agenda items proposed at the 77<sup>th</sup> Annual General Meeting:**

**ORDINARY BUSINESS:**

**Item No. 1– Ordinary Resolution:**

To receive, consider and adopt the Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2015, including the Audited Balance Sheet as at 31<sup>st</sup> March, 2015, the Statement of Profit & Loss and Cash Flow Statement for the financial year ended on that date together with the Reports of Directors and Auditors thereon:

| Promoter/<br>Public                 | No. of Shares<br>held | No. of Votes<br>Polled | % of Votes<br>Polled on<br>Outstanding<br>Shares | No of Votes<br>in favour | No of<br>Votes<br>against | % of Votes<br>in favour<br>on votes<br>polled | % of<br>Votes<br>against on<br>votes<br>polled |
|-------------------------------------|-----------------------|------------------------|--------------------------------------------------|--------------------------|---------------------------|-----------------------------------------------|------------------------------------------------|
| Promoter and<br>Promoter<br>Group   | 1,62,77,241           | 1,61,50,610            | 99.22                                            | 1,61,50,610              | 0                         | 100                                           | 0.00                                           |
| Public-<br>Institutional<br>Holders | 49,99,344             | 0                      | 0.00                                             | 0                        | 0                         | 0.00                                          | 0.00                                           |
| Public- Others                      | 1,17,56,415           | 62,562                 | 0.53                                             | 62,532                   | 30                        | 99.95                                         | 0.05                                           |
|                                     | 3,30,33,000           | 1,62,13,172            | 49.08                                            | 1,62,13,142              | 30                        | 100.00                                        | 0.00                                           |



**Item No. 2- Ordinary Resolution:**

To appoint a Director in place of Shri S. K. Somany (DIN: 00001131), who retires by rotation and being eligible, offers himself for re-appointment:

| Promoter/<br>Public                 | No. of Shares<br>held | No. of Votes<br>Polled | % of Votes<br>Polled on<br>Outstanding<br>Shares | No of Votes<br>in favour | No of<br>Votes<br>against | % of Votes<br>in favour<br>on votes<br>polled | % of<br>Votes<br>against on<br>votes<br>polled |
|-------------------------------------|-----------------------|------------------------|--------------------------------------------------|--------------------------|---------------------------|-----------------------------------------------|------------------------------------------------|
| Promoter and<br>Promoter<br>Group   | 1,62,77,241           | 1,61,50,610            | 99.22                                            | 1,61,50,610              | 0                         | 100                                           | 0.00                                           |
| Public-<br>Institutional<br>Holders | 49,99,344             | 0                      | 0.00                                             | 0                        | 0                         | 0.00                                          | 0.00                                           |
| Public- Others                      | 1,17,56,415           | 62,562                 | 0.53                                             | 62,532                   | 30                        | 99.95                                         | 0.05                                           |
|                                     | <b>3,30,33,000</b>    | <b>1,62,13,172</b>     | <b>49.08</b>                                     | <b>1,62,13,142</b>       | <b>30</b>                 | <b>100.00</b>                                 | <b>0.00</b>                                    |

**Item No. 3- Ordinary Resolution:**

To appoint Auditors of the Company to hold office from the conclusion of this Meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration:

| Promoter/<br>Public                 | No. of Shares<br>held | No. of Votes<br>Polled | % of Votes<br>Polled on<br>Outstanding<br>Shares | No of Votes<br>in favour | No of<br>Votes<br>against | % of Votes<br>in favour<br>on votes<br>polled | % of<br>Votes<br>against on<br>votes<br>polled |
|-------------------------------------|-----------------------|------------------------|--------------------------------------------------|--------------------------|---------------------------|-----------------------------------------------|------------------------------------------------|
| Promoter and<br>Promoter<br>Group   | 1,62,77,241           | 1,61,50,610            | 99.22                                            | 1,61,50,610              | 0                         | 100                                           | 0.00                                           |
| Public-<br>Institutional<br>Holders | 49,99,344             | 0                      | 0.00                                             | 0                        | 0                         | 0.00                                          | 0.00                                           |
| Public- Others                      | 1,17,56,415           | 62,562                 | 0.53                                             | 62,532                   | 30                        | 99.95                                         | 0.05                                           |
|                                     | <b>3,30,33,000</b>    | <b>1,62,13,172</b>     | <b>49.08</b>                                     | <b>1,62,13,142</b>       | <b>30</b>                 | <b>100.00</b>                                 | <b>0.00</b>                                    |

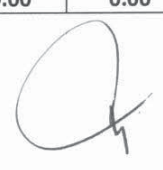


**SPECIAL BUSINESS:****Item No. 4- Ordinary Resolution:****Appointment of Shri M. H. Shah, as an Independent Director:**

| Promoter/<br>Public                 | No. of Shares<br>held | No. of Votes<br>Polled | % of Votes<br>Polled on<br>Outstanding<br>Shares | No of Votes<br>in favour | No of<br>Votes<br>against | % of Votes<br>in favour<br>on votes<br>polled | % of<br>Votes<br>against on<br>votes<br>polled |
|-------------------------------------|-----------------------|------------------------|--------------------------------------------------|--------------------------|---------------------------|-----------------------------------------------|------------------------------------------------|
| Promoter and<br>Promoter<br>Group   | 1,62,77,241           | 1,61,50,610            | 99.22                                            | 1,61,50,610              | 0                         | 100                                           | 0.00                                           |
| Public-<br>Institutional<br>Holders | 49,99,344             | 0                      | 0.00                                             | 0                        | 0                         | 0.00                                          | 0.00                                           |
| Public- Others                      | 1,17,56,415           | 62,562                 | 0.53                                             | 62,532                   | 30                        | 99.95                                         | 0.05                                           |
|                                     | <b>3,30,33,000</b>    | <b>1,62,13,172</b>     | <b>49.08</b>                                     | <b>1,62,13,142</b>       | <b>30</b>                 | <b>100.00</b>                                 | <b>0.00</b>                                    |

**Item No. 5- Ordinary Resolution:****Appointment of Ms. N. Loyalka, as an Independent Director:**

| Promoter/<br>Public                 | No. of Shares<br>held | No. of Votes<br>Polled | % of Votes<br>Polled on<br>Outstanding<br>Shares | No of Votes<br>in favour | No of<br>Votes<br>against | % of Votes<br>in favour<br>on votes<br>polled | % of<br>Votes<br>against on<br>votes<br>polled |
|-------------------------------------|-----------------------|------------------------|--------------------------------------------------|--------------------------|---------------------------|-----------------------------------------------|------------------------------------------------|
| Promoter and<br>Promoter<br>Group   | 1,62,77,241           | 1,61,50,610            | 99.22                                            | 1,61,50,610              | 0                         | 100                                           | 0.00                                           |
| Public-<br>Institutional<br>Holders | 49,99,344             | 0                      | 0.00                                             | 0                        | 0                         | 0.00                                          | 0.00                                           |
| Public- Others                      | 1,17,56,415           | 62,562                 | 0.53                                             | 62,532                   | 30                        | 99.95                                         | 0.05                                           |
|                                     | <b>3,30,33,000</b>    | <b>1,62,13,172</b>     | <b>49.08</b>                                     | <b>1,62,13,142</b>       | <b>30</b>                 | <b>100.00</b>                                 | <b>0.00</b>                                    |



**Item No. 6- Special Resolution:**

Re-appointment of Shri Shrikant Bhat as Whole-time Director, designated as Executive Director, being a Key Managerial Personnel:

| Promoter/<br>Public                 | No. of Shares<br>held | No. of Votes<br>Polled | % of Votes<br>Polled on<br>Outstanding<br>Shares | No of Votes<br>in favour | No of<br>Votes<br>against | % of Votes<br>in favour<br>on votes<br>polled | % of<br>Votes<br>against on<br>votes<br>polled |
|-------------------------------------|-----------------------|------------------------|--------------------------------------------------|--------------------------|---------------------------|-----------------------------------------------|------------------------------------------------|
| Promoter and<br>Promoter<br>Group   | 1,62,77,241           | 1,61,50,610            | 99.22                                            | 1,61,50,610              | 0                         | 100                                           | 0.00                                           |
| Public-<br>Institutional<br>Holders | 49,99,344             | 0                      | 0.00                                             | 0                        | 0                         | 0.00                                          | 0.00                                           |
| Public- Others                      | 1,17,56,415           | 62,562                 | 0.53                                             | 62,532                   | 30                        | 99.95                                         | 0.05                                           |
| <b>Total</b>                        | <b>3,30,33,000</b>    | <b>1,62,13,172</b>     | <b>49.08</b>                                     | <b>1,62,13,142</b>       | <b>30</b>                 | <b>100.00</b>                                 | <b>0.00</b>                                    |

**Item No. 7- Ordinary Resolution:**

Remuneration to the Cost Auditors for the Financial Year ending 31<sup>st</sup> March, 2016:

| Promoter/<br>Public                 | No. of Shares<br>held | No. of Votes<br>Polled | % of Votes<br>Polled on<br>Outstanding<br>Shares | No of Votes<br>in favour | No of<br>Votes<br>against | % of Votes<br>in favour<br>on votes<br>polled | % of<br>Votes<br>against on<br>votes<br>polled |
|-------------------------------------|-----------------------|------------------------|--------------------------------------------------|--------------------------|---------------------------|-----------------------------------------------|------------------------------------------------|
| Promoter and<br>Promoter<br>Group   | 1,62,77,241           | 1,61,50,610            | 99.22                                            | 1,61,50,610              | 0                         | 100                                           | 0.00                                           |
| Public-<br>Institutional<br>Holders | 49,99,344             | 0                      | 0.00                                             | 0                        | 0                         | 0.00                                          | 0.00                                           |
| Public- Others                      | 1,17,56,415           | 62,562                 | 0.53                                             | 62,562                   | 0                         | 100.00                                        | 0.00                                           |
| <b>Total</b>                        | <b>3,30,33,000</b>    | <b>1,62,13,172</b>     | <b>49.08</b>                                     | <b>1,62,13,172</b>       | <b>0</b>                  | <b>100.00</b>                                 | <b>0.00</b>                                    |

For Some Textiles & Industries Ltd

  
R. S. SHARMA  
(Secretary)