Ambika Cotton Mills Limited

28/09/2017
Ref.No.ACM/031/2017-18

To,
The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E), Mumbai – 400 051

The Listing Department
BSE Limited
Phiroze Jeejeebhopy Towers
Dalal Street, Mumbai – 400 001

BSE - Scrip Code: 531978 Scrip Name: Ambika Cotton Mills Limited

NSE - AMBIKCO

Dear Sirs,

Filing of Voting Results - 29th AGM of the Company - Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please find the details of voting results (e-voting &physical voting) along with scrutinizer's report signed by Sri.B.Krishnamoorthi, scrutinizer appointed for the voting process, in respect of the business transacted at the 29th Annual General Meeting (AGM) of the Company held on Wednesday 27th September,2017 at Vivanta by Taj Surya ,105 , Race Course Road,Coimbatore-641018.

Kindly acknowledge the same.

Thanking you,

Yours faithfully,
For Ambika Cotton Mills Limited

R.S. Padia.
Radheyshyam Padia
[Company Secretary]

Reg Office : 15, Valluvar Street, Sivanandha Colony, Coimbatore - 641012, Tamil Nadu, India

tel : +91 422 2491501, +91 422 2491502 fax : +91 422 2499623
email : ambika@acmills.in
CIN : L17115TZ1988PLC002269

B. Krishnamoorthi B.Sc., F.C.A.
Chartered Accountant

September 27, 2017

REPORT OF SCRUTINIZER
[Pursuant to the section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015]

To

The Chairman
Ambika Cotton Mills Limited
Regd.Office: No.9 A, Valluvar street
Sivanandha Colony
Coimbatore – 641012.

Dear Sir,

I, B. Krishnamoorthi, BSc, FCA Practicing Chartered Accountant, Coimbatore was appointed by the Board of Directors of the Company at their meeting held on 12th August, 2017 to act as Scrutinizer for the 29th (Twenty Ninth) Annual General Meeting of the Equity Shareholders of **"Ambika Cotton Mills Limited"** held on 27th September 2017 at 12.00 Noon at Vivanta by Taj - Surya, 105 Race Course Road, Coimbatore 641018 for the purpose of scrutinizing the E-Voting process and Physical Ballot voting at the venue in a fair and transparent manner and ascertaining the requisite majority on E-Voting and Physical Ballot voting at venue carried out as per section 108 of the CompaniesAct,2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015 on the resolutions referred to in this report.

I submit my report as under:

1. The Notice was sent to all the Members, whose names appeared in the Register of Members as on 25th August, 2017 to vote on the proposed 5 (Five) Resolutions as mentioned in the Notice of the Annual General Meeting of "Ambika Cotton Mills Limited" (Item No.1 (One) to 5 (Five) of the Notice of Annual General Meeting of Ambika Cotton Mills Limited. The Members holding equity shares as on the cut-off date i.e. 20th September, 2017 were only considered for e-voting and for voting at the meeting venue. Number of shareholders as on cut-off date is 9869.

2. The E-Voting period remained open from 09.00 AM on Sunday 24th September, 2017 up to 05.00 PM on Tuesday 26th September, 2017.

3. The Chairman, at the Annual General Meeting, at the end of discussions on the Resolutions contained in the Notice, allowed voting at the venue of the Annual General Meeting on the Ballot Forms provided at the Meeting venue to all those members who were present at the Meeting but have not cast their votes by availing the remote e-voting.

B.KRISHNAMOORTHI, F.C.A.
Chartered Accountant
Membership No : 20439

Office : 'Kanapathy Towers' III Floor, No. 1391/A-1, Sathy Road, Ganapathy, Coimbatore 641 006
Phone : 0422 4039900 Fax : 0422 - 2536673 E-mail : bkcacbe@gmail.com
Resi : "Shreekara" No. 9, Right House, Rajarajeshwari Estates, Mullai Nagar, Marudhamalai Road, Coimbatore 641 041 Phone : 0422 4512371

For AMBIKA COTTON MILLS LIMITED

(P.V. CHANDRAN)
Chairman and Managing Director

B. Krishnamoorthi B.Sc., F.C.A.
Chartered Accountant

4. After the conclusion of the Meeting, the Ballot Boxes were opened in my presence and the physical ballot forms were diligently scrutinized and reconciled with the records maintained by the Registrar and Transfer Agents of the Company. I thereafter first counted the votes cast at the Meeting through these Ballot Forms.

5. The Votes cast through E-Voting were unblocked on 27th September, 2017 around 4.10 PM in the presence of two witnesses, namely Mr.K.Marimuthu and Mr.R.Sasidharan, who are not in employment of the Company.

6. In tune with the Instructions for e-voting, sent along with the Notice of the Annual General Meeting dated 12th August, 2017, in respect of members who have voted in both modes (i.e. E-Voting and Physical Ballot form voted at the venue), I have considered only E-Voting by not reckoning the voting done through Physical Ballot Form.

7. One Ballot Form involving 5 shares which was incomplete and / or otherwise defective was treated as invalid.

8. I have collated the votes cast through remote e-voting and votes cast through physical ballot forms at the venue, and the same have been furnished hereunder.

Resolution		Mode	For			Against		
			No.of Members	No.of Votes	%	No.of Members	No.of Votes	%
1	Consider and adopt the Audited Financial Statements of the Company for the year ended 31st March 2017 including the Audited Balance Sheet as at March 31, 2017, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and Reports of Directors and Auditors thereon. (Ordinary Resolution)	E-Voting	19	2869915	100.000	0	0	0.000
		Ballot form at the AGM venue	31	2150	100.000	0	0	0.000
		Total	**50**	**2872065**	**100.000**	**0**	**0**	**0.000**
2	Re-appointment of Mrs.Bhavya Chandran (DIN 02080649) as a Director who retires by rotation. (Ordinary Resolution)	E-Voting	18	2869900	99.999	1	15	0.001
		Ballot form at the AGM venue	31	2150	100.000	0	0	0.000
		Total	**49**	**2872050**	**99.999**	**1**	**15**	**0.001**

B.KRISHNA MOORTHI, F.C.A.,
Chartered Accountant
Membership No: 20439

Office : 'Kanapathy Towers' III Floor, No. 1391/A-1, Sathy Road, Ganapathy, Coimbatore 641 006
Phone : 0422 4039900 Fax : 0422 - 2536673 E-mail : bkcacbe@gmail.com
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For AMBIKA COTTON MILLS LIMITED

(P.V. CHANDRAN)
Chairman and Managing Director

B. Krishnamoorthi B.Sc., F.C.A.
Chartered Accountant

3	Appointment of M/s. Srikishen & Co., Chartered Accountants as Statutory Auditors of the Company (ICAI Reg No.004009S) to hold office from conclusion of 29th AGM till the conclusion of 34th AGM. (Ordinary Resolution)	E-Voting	18	2869900	99.999	1	15	0.001
		Ballot form at the AGM venue	31	2150	100.000	0	0	0.000
		Total	**49**	**2872050**	**99.999**	**1**	**15**	**0.001**
4	Appointment of Sri.E.M.Nagasivam (DIN 07894618) as Independent Director of the Company for a period of 5 years with effect from 12.08.2017 to 11.08.2022. (Ordinary Resolution)	E-Voting	18	2869900	99.999	1	15	0.001
		Ballot form at the AGM venue	31	2150	100.000	0	0	0.000
		Total	**49**	**2872050**	**99.999**	**1**	**15**	**0.001**
5	Ratify/confirm the remuneration of the Cost Auditors for the Financial year ending 31.03.2018. (Ordinary Resolution)	E-Voting	19	2869915	100.000	0	0	0.000
		Ballot form at the AGM venue	31	2150	100.000	0	0	0.000
		Total	**50**	**2872065**	**100.000**	**0**	**0**	**0.000**

9. All relevant records of electronic voting and ballot forms will remain in my custody until the Chairman considers, approves and signs the minutes of the 29th Annual General Meeting and thereafter the said records will be handed over to the Company for safe custody.

Thanking you,

Yours faithfully,

(B. KRISHNAMOORTHI)
SCRUTINIZER

B.KRISHNA MOORTHI, F.C.A.,
Chartered Accountant
Membership No: 20439

For AMBIKA COTTON MILLS LIMITED

(P.V. CHANDRAN)
Chairman and Managing Director

Office : 'Kanapathy Towers' III Floor, No. 1391/A-1, Sathy Road, Ganapathy, Coimbatore 641 006
Phone : 0422 4039900 Fax : 0422 - 2536673 E-mail : bkcacbe@gmail.com
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Ambika Cotton Mills Limited

Voting details for the business transacted at the Annual General meeting held on 27th September, 2017

			1	2	3	4	5	6	7
SLNO	RESOLUTION	Promoter/ Public	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
1	Consider and adopt the Audited Financial Statements of the Company for the year ended 31st March 2017 including the Audited Balance Sheet as at March 31, 2017, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and Reports of Directors and Auditors thereon (Ordinary Resolution)	Promoter - E-Voting	2862350	2862350	100.000	2862350	-	100.000	-
		Promoter - Poll at AGM		-	-	-	-	-	-
		Promoter - Ballot by Post		-	-	-	-	-	-
		Total (A)	28,62,350	28,62,350	100.000	28,62,350	-	100.000	-
		Public - Institutions - E-Voting	275815	-	-	-	-	-	-
		Public - Institutions - Poll at AGM		-	-	-	-	-	-
		Public - Institutions - Ballot by Post		-	-	-	-	-	-
		Total (B)	2,75,815	-	-	-	-	-	-
		Public - Non Institutions - E-Voting	2586835	7565	0.292	7565	-	100.000	-
		Public - Non Institutions - Poll at AGM		2150	0.083	2150	-	100.000	-
		Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
		Total (C)	25,86,835	9,715	0.375	9,715	-	100.000	-
		Total (A+B+C)	57,25,000	28,72,065	50.167	28,72,065	-	100.000	-
2	Re-appointment of Mrs.Bhavya Chandran (DIN 02080649) as a Director who retires by rotation. (Ordinary Resolution)	Promoter - E-Voting	2862350	2862350	100.000	2862350	-	100.000	-
		Promoter - Poll at AGM		-	-	-	-	-	-
		Promoter - Ballot by Post		-	-	-	-	-	-
		Total (A)	28,62,350	28,62,350	100.000	28,62,350	-	100.000	-
		Public - Institutions - E-Voting	275815	-	-	-	-	-	-
		Public - Institutions - Poll at AGM		-	-	-	-	-	-
		Public - Institutions - Ballot by Post		-	-	-	-	-	-
		Total (B)	2,75,815	-	-	-	-	-	-
		Public - Non Institutions - E-Voting	2586835	7565	0.292	7550	15	99.802	0.198
		Public - Non Institutions - Poll at AGM		2150	0.083	2150	-	100.000	-
		Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
		Total (C)	25,86,835	9,715	0.375	9,700	15	99.846	0.154
		Total (A+B+C)	57,25,000	28,72,065	50.167	28,72,050	15	99.999	0.001
3	Appointment of M/s. Srikishen & Co., Chartered Accountants as Statutory Auditors of the Company (ICAI Reg No.004009S) to hold office from conclusion of 29th AGM till the conclusion of 34th AGM. (Ordinary Resolution)	Promoter - E-Voting	2862350	2862350	100.000	2862350	-	100.000	-
		Promoter - Poll at AGM		-	-	-	-	-	-
		Promoter - Ballot by Post		-	-	-	-	-	-
		Total (A)	28,62,350	28,62,350	100.000	28,62,350	-	100.000	-
		Public - Institutions - E-Voting	275815	-	-	-	-	-	-
		Public - Institutions - Poll at AGM		-	-	-	-	-	-
		Public - Institutions - Ballot by Post		-	-	-	-	-	-
		Total (B)	2,75,815	-	-	-	-	-	-
		Public - Non Institutions - E-Voting	2586835	7565	0.292	7550	15	99.802	0.198
		Public - Non Institutions - Poll at AGM		2150	0.083	2150	-	100.000	-

For AMBIKA COTTON MILLS LIMITED

(P.V.CHANDRAN)
Chairman and Managing Director

		Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
		Total (C)	25,86,835	9,715	0.375	9,700	15	99.846	0.154
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4	Appointment of Sri.E.M.Nagasivam (DIN 07894618) as Independent Director of the Company for a period of 5 years with effect from 12.08.2017 to 11.08.2022. (Ordinary Resolution)	Promoter - E-Voting	2862350	2862350	100.000	2862350	-	100.000	
		Promoter - Poll at AGM		-	-	-	-	-	-
		Promoter - Ballot by Post		-	-	-	-	-	-
		Total (A)	28,62,350	28,62,350	100.000	28,62,350	-	100.000	-
		Public - Institutions - E-Voting	275815	-	-	-	-	-	-
		Public - Institutions - Poll at AGM		-	-	-	-	-	-
		Public - Institutions - Ballot by Post		-	-	-	-	-	-
		Total (B)	2,75,815	-	-	-	-	-	-
		Public - Non Institutions - E-Voting	2586835	7565	0.292	7550	15	99.802	0.198
		Public - Non Institutions - Poll at AGM		2150	0.083	2150	-	100.000	-
		Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
		Total (C)	25,86,835	9,715	0.375	9,700	15	99.846	0.154
		Total (A+B+C)	57,25,000	28,72,065	50.167	28,72,050	15	99.999	0.001
5	Ratify/confirm the remuneration of the Cost Auditors for the Financial year ending 31.03.2018. (Ordinary Resolution)	Promoter - E-Voting	2862350	2862350	100.000	2862350	-	100.000	-
		Promoter - Poll at AGM		-	-	-	-	-	-
		Promoetr - Ballot by Post		-	-	-	-	-	-
		Total (A)	28,62,350	28,62,350	100.000	28,62,350	-	100.000	-
		Public - Institutions - E-Voting	275815	-	-	-	-	-	-
		Public - Institutions - Poll at AGM		-	-	-	-	-	-
		Public - Institutions - Ballot by Post		-	-	-	-	-	-
		Total (B)	2,75,815	-	-	-	-	-	-
		Public - Non Institutions - E-Voting	2586835	7565	0.292	7565	-	100.000	-
		Public - Non Institutions - Poll at AGM		2150	0.083	2150	-	100.000	-
		Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
		Total (C)	25,86,835	9,715	0.375	9,715	-	100.000	-
		Total (A+B+C)	57,25,000	28,72,065	50.167	28,72,065	-	100.000	-

For AMBIKA COTTON MILLS LIMITED

(P.V. CHANDRAN)
Chairman and Managing Director