

**MALWA COTTON SPINNING MILLS LTD.**

**CIN L17115PB1976PLC003702 Registered Office : 230 Industrial Area-A , Ludhiana-141003**  
**Ph.0161-2224201 Fax:0161-5013623 Website: [www.malwagroup.com](http://www.malwagroup.com); Email : company.secretary@malwagroup.com**

**SUMMARY OF PROCEEDINGS OF 40<sup>TH</sup> ANNUAL GENERAL MEETING OF MALWA COTTON SPINNING MILLS LIMITED**

40<sup>th</sup> Annual General Meeting of the Company was held on Friday, 30<sup>th</sup> day of September, 2016 at 10.00 a.m. at Oswal Knit India Ltd., 230, Industrial Area-A , Ludhiana-141001.

Shri Jangi Lal Oswal, Chairman & Managing Director chaired the meeting. Sh Surinder Kumar Vig and Sh Narinder Kaur attend the meeting. The requisite quorum being present, the Chairman called the Meeting to order. The Chairman then delivered his speech. With the consent of all the Members present, the Notice of AGM and the Director's Report were taken as read . Company Secretary read the Auditors Report.

The Chairman informed the Members that pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014, the Company had offered remote e-voting facility to its members to exercise their right to vote by electronic means from Tuesday, 27 September 2016 (9.30 A.M.) to Thursday, 29<sup>th</sup> September, 2016 (5.00 PM). Those members who could not exercise their vote through ballot paper was made available for such members at the AGM.

Members Present: 10 members including Authorised representative and one person holding proxies on behalf of one shareholder attended the meeting

No of items of business transacted: Total 3 items of business of ordinary resolution were transacted at the meeting.

E-Voting: There was zero e-voting for the all the 3 resolutions.

The Company Secretary proposed items of business for approval of shareholders.

**Ordinary Business:**

1. To receive, consider and adopt the Director's Report and Audited Balance Sheet as at 31<sup>st</sup> March, 2016 and Profit and Loss Account for the year ended on that date, together with Auditor's Report thereon.
2. To appoint Sh. Rishi Oswal (DIN:00202889) as Director of the Company, who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.
3. To appoint Auditors for the year 2016-17 and to fix their remuneration. Company Secretary informed the Members that Shri Rajeev Bhambri, Practising Company Secretary had been appointed as the Scrutinizer to scrutinize the e-voting process as well as voting at the AGM. Members present were given the opportunity to ask questions and seek clarifications. The Chairman responded to the questions raised.

The meeting concluded at 05.00p.m.

  
Pooja Malhotra  
(Company Secretary)

CIN-L17115PB1976PLC003702

Industrial Area-A, LUDHIANA-141 003 (PB.) INDIA. Ph : +91-161-2224201-209 Fax : 5013623, 5026778 E-mail : [finance@malwagroup.com](mailto:finance@malwagroup.com) Website : [www.malwagroup.com](http://www.malwagroup.com)

Works : Raikot Road, Barnala, Distt. SANGRUR (Pb.) Tel. : 01679-230262, 230907 Fax : 01679- 231962  
Village Patlian, Tehsil Paonta Sahib, Distt. SIRMOUR (H.P.) Tel. : 01704-222255/222455 Fax : 01704-222990  
Village Harian, Kohara Machhiwara Road, Distt. LUDHIANA (Pb.) Tel. : 01628-252392,94,95 Fax : 250061



**MALWA  
COTTON SPINNING MILLS LTD.**

**MCSML/SD/2016-17/**

**Dated: September 30, 2016**

**National Stock Of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No. C-1, G Block  
Bandra Kurla Complex,  
Bandra (East), Mumbai-400051  
NSE Scrip Code-MALWACOTT**

**The Stock Exchange , Mumbai  
Phiroze Jeejeebhoy Towers,  
Dalal Street ,  
Mumbai-400001**

**BSE Scrip Code-502995**

**Sub: Disclosure pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations**

Dear Sir,

Pursuant to Regulation 30 (6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith the summary of proceedings of 40<sup>th</sup> Annual General Meeting of the Company held on 30<sup>th</sup> September, 2016.

This is for your information and record please.

Thanking you,

Yours faithfully,

**For Malwa Cotton Spinning Mills Limited**

  
**Pooja Malhotra**  
**(Company Secretary)**

**CIN-L17115PB1976PLC003702**

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Annexure I

Format for Voting Results

|                                                                                                                           |                      |  |  |  |  |  |  |
|---------------------------------------------------------------------------------------------------------------------------|----------------------|--|--|--|--|--|--|
| Date of the AGM/EGM                                                                                                       | 30th September, 2016 |  |  |  |  |  |  |
| Total number of shareholders on record date                                                                               | 7280                 |  |  |  |  |  |  |
| No. of shareholders present in the meeting either in person or through proxy:<br>Promoters and Promoter Group:<br>Public: |                      |  |  |  |  |  |  |
|                                                                                                                           | 8                    |  |  |  |  |  |  |
|                                                                                                                           | 2                    |  |  |  |  |  |  |
| No. of Shareholders attended the meeting through Video Conferencing<br>Promoters and Promoter Group:<br>Public:           |                      |  |  |  |  |  |  |
|                                                                                                                           | 0                    |  |  |  |  |  |  |
|                                                                                                                           | 0                    |  |  |  |  |  |  |

Agenda- wise disclosure (to be disclosed separately for each agenda item)

Agenda Item No. 1:- TO RECEIVE, CONSIDER AND ADOPT THE AUDITED BALANCE SHEET AS AT 31ST MARCH, 2016, STATEMENT OF PROFIT AND LOSS AND CASH FLOW FOR THE YEAR ENDED ON THAT DATE, TOGETHER WITH THE REPORT OF AUDITORS AND DIRECTORS THEREON

| Resolution required: (Ordinary/ Special)                                  |                               |                        |                         | Ordinary                                                   |                              |                            |                                                         |                                                       |
|---------------------------------------------------------------------------|-------------------------------|------------------------|-------------------------|------------------------------------------------------------|------------------------------|----------------------------|---------------------------------------------------------|-------------------------------------------------------|
| 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                      | 0                      | 0                       |                                                            | 0                            | 0                          |                                                         |                                                       |
|                                                                           | Poll                          | 1422050                | 1422050                 | 100.00%                                                    | 1422050                      | 0                          | 100.00%                                                 | 0.00%                                                 |
|                                                                           | Postal Ballot (if applicable) | -                      | -                       | -                                                          | -                            | -                          | -                                                       | -                                                     |

|                         |                               |         |         |         |         |   |         |       |
|-------------------------|-------------------------------|---------|---------|---------|---------|---|---------|-------|
|                         | Total                         | 1422050 | 1422050 | 100%    | 1422050 | 0 | 100.00% | 0.00% |
| Public Institutions     | E-Voting                      | 0       | 0       | 0.00%   | 0       | 0 | 0.00%   | 0.00% |
|                         | Poll                          | 200     | 200     | 100.00% | 200     | 0 | 100.00% | 0.00% |
|                         | Postal Ballot (if applicable) | -       | -       | -       | -       | - | -       | -     |
|                         | Total                         | 200     | 200     | 100.00% | 200     | 0 | 100.00% | 0.00% |
| Public Non Institutions | E-Voting                      | 0       | 0       |         | 0       | 0 |         |       |
|                         | Poll                          | 0       | 0       |         | 0       | 0 |         |       |
|                         | Postal Ballot (if applicable) | -       | -       | -       | -       | - | -       | -     |
|                         | Total                         | 0       | 0       | 100.00% | 0       | 0 | 100.00% | 0.00% |
| TOTAL                   |                               | 1422250 | 1422250 | 100.00% | 1422250 | 0 | 100.00% | 0.00% |

Agenda Item No. 2:- TO APPOINT Sh Rishi Oswal( Din:0202889) as DIRECTOR of the company, who retires by rotation in terms of Section 152(6) of the Companies Act 2013 and being eligible for re-appointment.

| Resolution required: (Ordinary/ Special)                                  |                               |                        |                         | Special                                                                                       |                              |                            |                                                          |                                                        |
|---------------------------------------------------------------------------|-------------------------------|------------------------|-------------------------|-----------------------------------------------------------------------------------------------|------------------------------|----------------------------|----------------------------------------------------------|--------------------------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                               |                        |                         | Yes, Mr Rishi Oswal is related to Sh Jangi Lal Oswal and Rahul Oswal Directors of the company |                              |                            |                                                          |                                                        |
| 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                      | 0                      | 0                       |                                                                                               | 0                            | 0                          |                                                          |                                                        |
|                                                                           | Poll                          | 1422050                | 1422050                 | 100.00%                                                                                       | 1422050                      | 0                          | 100.00%                                                  | 0.00%                                                  |
|                                                                           | Postal Ballot (if applicable) | -                      | -                       | -                                                                                             | -                            | -                          | -                                                        | -                                                      |

|                         |                               |         |         |         |         |   |         |       |
|-------------------------|-------------------------------|---------|---------|---------|---------|---|---------|-------|
|                         | Total                         | 1422050 | 1422050 | 100%    | 1422050 | 0 | 100.00% | 0.00% |
| Public Institutions     | E-Voting                      | 0       | 0       | 0.00%   | 0       | 0 | 0.00%   | 0.00% |
|                         | Poll                          | 200     | 200     | 100.00% | 200     | 0 | 100.00% | 0.00% |
|                         | Postal Ballot (if applicable) | -       | -       | -       | -       | - | -       | -     |
|                         | Total                         | 200     | 200     | 100.00% | 200     | 0 | 100.00% | 0.00% |
| Public Non Institutions | E-Voting                      | 0       | 0       |         | 0       | 0 |         |       |
|                         | Poll                          | 0       | 0       |         | 0       | 0 |         |       |
|                         | Postal Ballot (if applicable) | -       | -       | -       | -       | - | -       | -     |
|                         | Total                         | 0       | 0       | 100.00% | 0       | 0 | 100.00% | 0.00% |
| TOTAL                   |                               | 1422250 | 1422250 | 100.00% | 1422250 | 0 | 100.00% | 0.00% |

**Agenda Item No. 3:- APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY.**

| Resolution required: (Ordinary/ Special)                                  |                               |                        |                         | Special                                                   |                              |                            |                                                        |                                                      |
|---------------------------------------------------------------------------|-------------------------------|------------------------|-------------------------|-----------------------------------------------------------|------------------------------|----------------------------|--------------------------------------------------------|------------------------------------------------------|
| 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                      | 0                      | 0                       |                                                           | 0                            | 0                          |                                                        |                                                      |
|                                                                           | Poll                          | 1422050                | 1422050                 | 100.00%                                                   | 1422050                      | 0                          | 100.00%                                                | 0.00%                                                |
|                                                                           | Postal Ballot (if applicable) | -                      | -                       | -                                                         | -                            | -                          | -                                                      | -                                                    |
|                                                                           | Total                         | 1422050                | 1422050                 | 100%                                                      | 1422050                      | 0                          | 100.00%                                                | 0.00%                                                |

|                         |                               |         |         |         |         |   |         |       |
|-------------------------|-------------------------------|---------|---------|---------|---------|---|---------|-------|
| Public Institutions     | E-Voting                      | 0       | 0       | 0.00%   | 0       | 0 | 0.00%   | 0.00% |
|                         | Poll                          | 200     | 200     | 100.00% | 200     | 0 | 100.00% | 0.00% |
|                         | Postal Ballot (if applicable) | -       | -       | -       | -       | - | -       | -     |
|                         | Total                         | 200     | 200     | 100.00% | 200     | 0 | 100.00% | 0.00% |
| Public Non Institutions | E-Voting                      | 0       | 0       |         | 0       | 0 |         |       |
|                         | Poll                          | 0       | 0       |         | 0       | 0 |         |       |
|                         | Postal Ballot (if applicable) | -       | -       | -       | -       | - | -       | -     |
|                         | Total                         | 0       | 0       | 100.00% | 0       | 0 | 100.00% | 0.00% |
| TOTAL                   |                               | 1422250 | 1422250 | 100.00% | 1422250 | 0 | 100.00% | 0.00% |

*For Mawla*