

SURYALAKSHMI COTTON MILLS LTD

(AN IS/ISO 9001 : 2008 & ISO 14001 : 2004 CERTIFIED COMPANY)

July 30, 2015.

To,

National Stock Exchange of India Limited,
"Exchange Plaza",
Bandra-Kurla Complex,
Bandra (East),
MUMBAI - 400 051.

Dear Sir,

Ref.: **SURYALAXMI**

Reg.: Clause 35A of the Listing Agreement – details of voting results at the 52nd Annual General Meeting of the Company held on 29th July, 2015.

Pursuant to Clause 35A of the Listing Agreement, details of Voting Results at the 52nd Annual General Meeting of the Company held on Wednesday, 29th July, 2015 Rajdhani Hall, 1st Floor, Lions Bhavan, Behind LIC & HDFC Bank, Near Paradise Circle, S.D.Road, Secunderabad-500 003 are enclosed as per the prescribed format (Annexure – I & II).

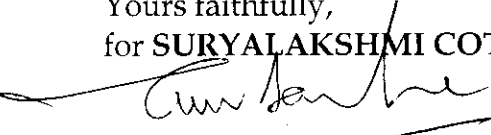
Further, we are also enclosing the Consolidated Scrutinizer's Report of Remote E-Voting, Postal Ballot and Physical Voting at Annual General Meeting.

The above are also uploaded on the Company's website.

This is for your information and records.

Thanking you,

Yours faithfully,
for **SURYALAKSHMI COTTON MILLS LIMITED**


E.V.S.V.SARMA
COMPANY SECRETARY



GOVERNMENT RECOGNISED EXPORT HOUSE

Regd. Office : Surya Towers, 6th Floor, 105 Sardar Patel Road, Secunderabad - 500 003. Telangana, INDIA

CIN Number : L17120TG1962PLC000923

Phone : +91-40-30571600, 27819856 / 857, Fax : +91-40-27846854

E-MAIL : slcmtd@suryalakshmi.com WEBSITE : www.suryalakshmi.com

SURYALAKSHMI COTTON MILLS LTD

(AN IS/ISO 9001 : 2008 & ISO 14001 : 2004 CERTIFIED COMPANY)

Annexure-I

Date of 52 nd Annual General Meeting	:	July 29, 2015
Total Number of Shareholders on record date	:	6138
No. of shareholders present in the meeting either in person or through proxy		526
Promoters and Promoter Group	:	8
Public	:	518
No. of Shareholders attending through video conferencing		
Promoters and Promoter Group	::	NIL
Public	:	NIL

Agenda wise details of the resolution

Sl. No.	Particulars	Resolution required (Ordinary / Special)	Mode of Voting (Show of Hands / Poll / Postal Ballot / E-Voting)
1.	To receive, consider and adopt the audited statement of Profit and Loss for the year ended 31 st March, 2015 and audited Balance Sheet as on that date and the reports of the Directors and Auditors thereon.	Ordinary	Poll, Postal Ballot and E-Voting
2.	To declare Dividend on Equity shares of the Company for the year ended 31 st March, 2015.	Ordinary	Poll, Postal Ballot and E-Voting
3	To declare dividend on preference shares	Ordinary	Poll, Postal Ballot and E-Voting



for Suryalakshmi Cotton Mills Limited

E.V.S.V. Samra
E.V.S.V. Samra
Company Secretary



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4	Reappointment of Sri H L Ralhan, Wholetime Director.	Ordinary	Poll, Postal Ballot and E-Voting
5.	To appoint auditors and fix their remuneration.	Ordinary	Poll, Postal Ballot and E-Voting
6	Reappointment of Sri Paritosh K Agarwal, Managing Director.	Ordinary	Poll, Postal Ballot and E-Voting
7	Appointment of Sri R.S.Agarwal as Independent Director.	Ordinary	Poll, Postal Ballot and E-Voting
8	Appointment of Sri Navrang Lal Tibrewal as Independent Director.	Ordinary	Poll, Postal Ballot and E-Voting
9	Appointment of Dr.Vivekanand as Director.	Ordinary	Poll, Postal Ballot and E-Voting
10	Appointment of Sri Dhruv Vijai Singh as Director.	Ordinary	Poll, Postal Ballot and E-Voting
11	Approval of Mortgage by Company.	Special	Poll, Postal Ballot and E-Voting
12	Change of Address of Registrar & Transfer Agents.	Special	Poll, Postal Ballot and E-Voting
13	To ratify the remuneration of Cost Auditor.	Ordinary	Poll, Postal Ballot and E-Voting



for Suryalakshmi Cotton Mills Limited

E.V.S.V. Sarma

E.V.S.V. Sarma
Company Secretary



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SURYALAKSHMI COTTON MILLS LIMITED

Registered Office :Surya towers ,6th Floor,105 S.P Road, Secunderabad -500 003. PH: 040-30571600 /27819856. FAX : 040-27846854
email : slcm1td@suryalakshmi.com; website : www.suryalakshmi.com; CIN - L17120AP1962PLC000923
52nd ANNUAL GENERAL MEETING - THE DETAILS OF RESULTS OF VOTING [E-VOTING, POSTAL BALLOT AND POLL]

Resolution No.	Category	Shares Held (1)	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. To receive, consider and adopt the audited statement of Profit and Loss for the year ended 31st March, 2015 and audited Balance Sheet as on that date and the reports of the Directors and Auditors thereon.								
1	Promoter and Promoter Group	9326889	9326889	100.00	9326889	0	100.00	0.00
	Public – Institutional Holders	70066	0	0.00	0	0	0.00	0.00
	Public-Others	7275335	2011789	27.65	2011789	0	100.00	0.00
	Total	16672290	11338678	68.01	11338678	0	100.00	0.00
Result : On the basis of the above results, the Chairman declared that the Ordinary Resolution as set out in the Item No.1 of the notice dated 29th May, 2015 has been duly passed by the members with the requisite majority								
2. To declare dividend on equity shares of the Company for the year ended 31st March, 2015.								
2	Promoter and Promoter Group	9326889	9326889	100.00	9326889	0	100.00	0.00
	Public – Institutional Holders	70066	0	0.00	0	0	0.00	0.00
	Public-Others	7275335	2011689	27.65	2011689	0	100.00	0.00
	Total	16672290	11338578	68.01	11338578	0	100.00	0.00
Result : On the basis of the above results, the Chairman declared that the Ordinary Resolution as set out in the Item No.2 of the notice dated 29th May, 2015 has been duly passed by the members with the requisite majority								
3. To declare dividend on preference shares								
3	Promoter and Promoter Group	9326889	9326889	100.00	9326889	0	100.00	0.00
	Public – Institutional Holders	70066	0	0.00	0	0	0.00	0.00
	Public-Others	7275335	2011689	27.65	2011689	0	100.00	0.00
	Total	16672290	11338578	68.01	11338578	0	100.00	0.00
Result : On the basis of the above results, the Chairman declared that the Ordinary Resolution as set out in the Item No.3 of the notice dated 29th May, 2015 has been duly passed by the members with the requisite majority								

for Suryalakshmi Cotton Mills Limited

E.V.S.V. Sarma
Company Secretary

Resolution No.	Category	Shares Held (1)	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
4. Reappointment of Sri H.L.Ralhan, Wholetime Director.								
4	Promoter and Promoter Group	9326889	9326889	100.00	9326889	0	100.00	0.00
	Public – Institutional Holders	70066	0	0.00	0	0	0.00	0.00
	Public-Others	7275335	2011689	27.65	2011689	0	100.00	0.00
	Total	16672290	11338578	68.01	11338578	0	100.00	0.00
Result : On the basis of the above results, the Chairman declared that the Ordinary Resolution as set out in the Item No.4 of the notice dated 29th May, 2015 has been duly passed by the members with the requisite majority								
5. To appoint Auditors and fix their remuneration.								
5	Promoter and Promoter Group	9326889	9326889	100.00	9326889	0	100.00	0.00
	Public – Institutional Holders	70066	0	0.00	0	0	0.00	0.00
	Public-Others	7275335	2011690	27.65	2011690	0	100.00	0.00
	Total	16672290	11338579	68.01	11338579	0	100.00	0.00
Result : On the basis of the above results, the Chairman declared that the Ordinary Resolution as set out in the Item No.5 of the notice dated 29th May, 2015 has been duly passed by the members with the requisite majority								
6. Reappointment of Sri Paritosh K.Agarwal, Managing Director								
6	Promoter and Promoter Group	9326889	0	0.00	0	0	0.00	0.00
	Public – Institutional Holders	70066	0	0.00	0	0	0.00	0.00
	Public-Others	7275335	2011689	27.65	2011689	0	100.00	0.00
	Total	16672290	2011689	12.07	2011689	0	100.00	0.00
Result : On the basis of the above results, the Chairman declared that the Ordinary Resolution as set out in the Item No.6 of the notice dated 29th May, 2015 has been duly passed by the members with the requisite majority								

for **Suryalakshmi Cotton Mills Limited**



E.V.S.V. Sarma
Company Secretary

Resolution No.	Category	Shares Held (1)	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
7. Appointment of Sri R.S.Agarwal, as Independent Director.								
7	Promoter and Promoter Group	9326889	9326889	100.00	9326889	0	100.00	0.00
	Public – Institutional Holders	70066	0	0.00	0	0	0.00	0.00
	Public-Others	7275335	2011689	27.65	2011689	0	100.00	0.00
	Total	16672290	11338578	68.01	11338578	0	100.00	0.00
Result : On the basis of the above results, the Chairman declared that the Ordinary Resolution as set out in the Item No.7 of the notice dated 29th May, 2015 has been duly passed by the members with the requisite majority								
8. Appointment of Sri Navrang Lal Tibrewal, as Independent Director								
8	Promoter and Promoter Group	9326889	9326889	100.00	9326889	0	100.00	0.00
	Public – Institutional Holders	70066	0	0.00	0	0	0.00	0.00
	Public-Others	7275335	2011689	27.65	2011689	0	100.00	0.00
	Total	16672290	11338578	68.01	11338578	0	100.00	0.00
Result : On the basis of the above results, the Chairman declared that the Ordinary Resolution as set out in the Item No.8 of the notice dated 29th May, 2015 has been duly passed by the members with the requisite majority								
9. Appointment of Dr.G.Vivekanand as Director.								
9	Promoter and Promoter Group	9326889	9326889	100.00	9326889	0	100.00	0.00
	Public – Institutional Holders	70066	0	0.00	0	0	0.00	0.00
	Public-Others	7275335	2011689	27.65	2011689	0	100.00	0.00
	Total	16672290	11338578	68.01	11338578	0	100.00	0.00
Result : On the basis of the above results, the Chairman declared that the Ordinary Resolution as set out in the Item No.9 of the notice dated 29th May, 2015 has been duly passed by the members with the requisite majority								

for **Suryalakshmi Cotton Mills Limited**



E.V.S.V. Sarma
Company Secretary

Resolution No.	Category	Shares Held (1)	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
10. Appointment of Sri Dhruv Vijai Singh as Director.								
10	Promoter and Promoter Group	9326889	9326889	100.00	9326889	0	100.00	0.00
	Public – Institutional Holders	70066	0	0.00	0	0	0.00	0.00
	Public-Others	7275335	2011689	27.65	2011689	0	100.00	0.00
	Total	16672290	11338578	68.01	11338578	0	100.00	0.00
Result : On the basis of the above results, the Chairman declared that the Ordinary Resolution as set out in the Item No.10 of the notice dated 29th May, 2015 has been duly passed by the members with the requisite majority								
11. Approval of Mortgage by the Company.								
11	Promoter and Promoter Group	9326889	9326889	100.00	9326889	0	100.00	0.00
	Public – Institutional Holders	70066	0	0.00	0	0	0.00	0.00
	Public-Others	7275335	2011689	27.65	2011689	0	100.00	0.00
	Total	16672290	11338578	68.01	11338578	0	100.00	0.00
Result : On the basis of the above results, the Chairman declared that the Special Resolution as set out in the Item No.11 of the notice dated 29th May, 2015 has been duly passed by the members with the requisite majority								
12. Change of Address of Registrar & Transfer Agents.								
12	Promoter and Promoter Group	9326889	9326889	100.00	9326889	0	100.00	0.00
	Public – Institutional Holders	70066	0	0.00	0	0	0.00	0.00
	Public-Others	7275335	2011689	27.65	2011689	0	100.00	0.00
	Total	16672290	11338578	68.01	11338578	0	100.00	0.00
Result : On the basis of the above results, the Chairman declared that the Special Resolution as set out in the Item No.12 of the notice dated 29th May, 2015 has been duly passed by the members with the requisite majority								

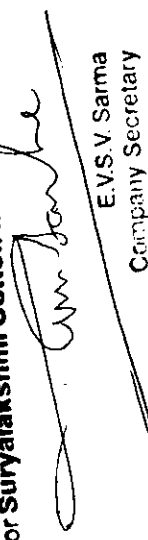
for Suryalakshmi Cotton Mills Limited



E.V.S.V. Sarma
Company Secretary

Resolution No.	Category	Shares Held (1)	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
13. To ratify the remuneration of Cost Auditor.								
13	Promoter and Promoter Group	9326889	9326889	100.00	9326889	0	100.00	0.00
	Public – Institutional Holders	70066	0	0.00	0	0	0.00	0.00
	Public-Others	7275335	2011689	27.65	2011689	0	100.00	0.00
	Total	16672290	11338578	68.01	11338578	0	100.00	0.00
Result : On the basis of the above results, the Chairman declared that the Ordinary Resolution as set out in the Item No.13 of the notice dated 29th May, 2015 has been duly passed by the members with the requisite majority								

for **Suryalakshmi Cotton Mills Limited**


E.V.S.V. Sarma
Company Secretary



K.V. Chalama Reddy

B.Sc., LL.B., A.C.S.
COMPANY SECRETARY
C.P. No. 5451

Flat No. 301, Madhava Apts.,
Hill Colony, Khairatabad
Hyderabad - 500 004.
Phone : 040-2332 7467
Mobile : 98480 14503
E-mail : kvcr133@gmail.com

REPORT OF SCRUTINIZER

(Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules 2014)

To,

The Chairman,
52nd Annual General Meeting of M/s. Suryalakshmi Cotton Mills Limited,
Hyderabad.

Dear Sir

SUB: Consolidated Scrutinizers Report of Remote e-voting, Postal Ballot and Physical Voting at Annual General Meeting (AGM)

REF: Notice of 52nd Annual General Meeting

I, Mr. K. V. Chalama Reddy, Company Secretary in Practice was appointed as Scrutinizers:

- a) To scrutinize the e-voting, postal ballot Voting process for the items to be transacted at the 52nd Annual General Meeting to be held on 29.07.2015;
- b) To scrutinize the physical ballot (Poll) voting process at the 52nd Annual General Meeting held at 10.30 A. M. on 29.07.2015 for the shareholders who have not opted to vote through the e-voting process and postal ballot.

The Registrar and Share Transfer Agent, (RTA & Service Provider), M/s. Karvy Computershare Private Limited, has provided a system for recording the electronic votes of the shareholders on all the items of the business (both ordinary and special business) sought to be transacted at the 52nd Annual General Meeting (AGM) of the Company. The Service Provider had set up an e-voting facility on their website on <https://evoting.karvy.com>.

The Company has also allowed physical voting through ballot system for those shareholders, who are present at the meeting and have not opted to vote through e-voting process and postal ballot at the company's Annual General Meeting held at 10.30 A.M. on July 29, 2015.

I hereby submit our report as under:

1. The e-voting period started from Saturday, July 25, 2015 (9.00 a.m IST) and ended on Tuesday, July 28, 2015 (5.00 p.m IST). Upon conclusion of the e-voting period and postal ballot the E-voting votes and Postal Ballot votes were unblocked on Wednesday, 29th July,

1



2015 in the presence of two witnesses Ms. Priya Jain and Mr. S. Chandra kanth, who are not in employment of the Company.

2. At the AGM, Physical Ballots duly filled were deposited in the ballot box kept open for voting, upon completion, the same were unlocked in my presence.
3. The shareholders who are holding shares as on 22nd July, 2015 being the cut-off date, were entitled to vote on the proposed resolutions contained in the notice of the Annual General Meeting.
4. We have collated the votes downloaded from e-voting system, postal ballot and the votes cast through physical ballot to declare the final results for each of the resolution forming part of the AGM Notice and ascertained number of shares voted "In favour" or "against" or "invalidated/abstained votes".

I hereby submit Consolidated Scrutinizer's Report as per the provisions of Section 108, 109 and 110 of the Companies Act, 2013 and Clause 35B of the listing agreement, containing the following results for every resolution under E-Voting, Postal Ballot and Physical Votes.

ITEM NO. 1:

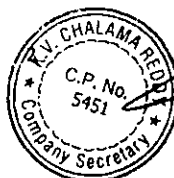
Ordinary Resolution – Adoption of the Audited Statement of Profit and Loss for the year ended 31st March, 2015 and audited Balance Sheet as on that date and the report of the Directors and Auditors thereon:

	No of Members voted	Votes cast	% of total no of valid votes cast
Voted in favour of the resolution	83	11338678	100%
Voted against the resolution	0	0	0%
Invalid/Abstain votes	11	120	-
Total	94	11338798	100%

ITEM NO. 2:

Ordinary Resolution – Declaration of Dividend on Equity Shares of the Company for the year ended 31st March, 2015:

	No of Members voted	Votes cast	% of total no of valid votes cast
Voted in favour of the resolution	82	11338578	100%
Voted against the resolution	0	0	0%
Invalid/Abstain votes	12	220	-
Total	94	11338798	100%



ITEM NO. 3:

Ordinary Resolution – Declaration of Dividend on Preference Shares of the Company for the year ended 31st March, 2015:

	No of Members voted	Votes cast	% of total no of valid votes cast
Voted in favour of the resolution	82	11338578	100%
Voted against the resolution	0	0	0%
Invalid votes	12	220	-
Total	94	11338798	100%

ITEM NO. 4:

Ordinary Resolution – Appointment of Mr. H L Raihan (DIN: 00018362) as a Director of the Company:

	No of Members voted	Votes cast	% of total no of valid votes cast
Voted in favour of the resolution	82	11338578	100%
Voted against the resolution	0	0	0%
Invalid/Abstain votes	12	220	-
Total	94	11338798	100%

ITEM NO. 5:

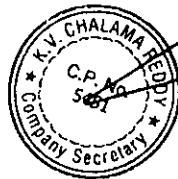
Ordinary Resolution – Appointment of Auditors and fixing of their Remuneration:

	No of Members voted	Votes cast	% of total no of valid votes cast
Voted in favour of the resolution	83	11338579	100%
Voted against the resolution	0	0	0%
Invalid/Abstain votes	11	219	-
Total	94	11338798	100%

ITEM NO. 6:

Ordinary Resolution – Appointment of Sri Paritosh Agarwal as Managing Director of the Company:

	No of Members voted	Votes cast	% of total no of valid votes cast
Voted in favour of the resolution	73	2011689	100%
Voted against the resolution	0	0	0%
Invalid/Abstain votes	21	9327109	-
Total	94	11338798	100%



ITEM NO. 7:

Ordinary Resolution – Appointment of Sri R. S. Agarwal as an Independent Director of the Company:

	No of Members voted	Votes cast	% of total no of valid votes cast
Voted in favour of the resolution	82	11338578	100%
Voted against the resolution	0	0	0%
Invalid/Abstain votes	12	220	-
Total	94	11338798	100%

ITEM NO. 8:

Ordinary Resolution – Appointment of Sri Navrang Lal Tibrewal as an Independent Director of the Company:

	No of Members voted	Votes cast	% of total no of valid votes cast
Voted in favour of the resolution	82	11338578	100%
Voted against the resolution	0	0	0%
Invalid/Abstain votes	12	220	-
Total	94	11338798	100%

ITEM NO. 9:

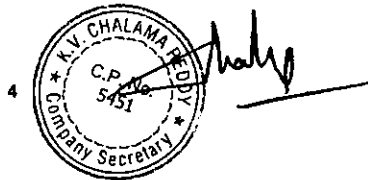
Ordinary Resolution – Appointment of Dr. G.Vivekanand as a director of the Company:

	No of Members voted	Votes cast	% of total no of valid votes cast
Voted in favour of the resolution	82	11338578	100%
Voted against the resolution	0	0	0%
Invalid/Abstain votes	12	220	-
Total	94	11338798	100%

ITEM NO. 10:

Ordinary Resolution – Appointment of Sri Dhruv Vijal Singh as a director of the Company:

	No of Members voted	Votes cast	% of total no of valid votes cast
Voted in favour of the resolution	82	11338578	100%
Voted against the resolution	0	0	0%
Invalid/Abstain votes	12	220	-
Total	94	11338798	100%



ITEM NO. 11:

Special Resolution – Creation of Charge on the assets of the Company:

	No of Members voted	Votes cast	% of total no of valid votes cast
Voted in favour of the resolution	82	11338578	100%
Voted against the resolution	0	0	0%
Invalid/Abstain votes	12	220	-
Total	94	11338798	100%

ITEM NO. 12:

Special Resolution –Place of Keeping of Registers of Company

	No of Members voted	Votes cast	% of total no of valid votes cast
Voted in favour of the resolution	82	11338578	100%
Voted against the resolution	0	0	0%
Invalid/Abstain votes	12	220	-
Total	94	11338798	100%

ITEM NO. 13:

Ordinary Resolution – Fixation of Remuneration of Cost Auditors for the year 2015-16:

	No of Members voted	Votes cast	% of total no of valid votes cast
Voted in favour of the resolution	82	11338578	100%
Voted against the resolution	0	0	0%
Invalid/Abstain votes	12	220	-
Total	94	11338798	100%

Based on the above voting pattern all resolutions of the meeting were carried on with requisite majority, accordingly I request the Chairman of the Meeting of the AGM to announce the results of the 52nd Annual General Meeting.

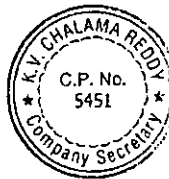
Thanking you,

Yours faithfully,

Place: Hyderabad
Date: 30.07.2015

Witnesses

01. M/s. Priya Jain -



Mr. K. V. Chalama Reddy
Practising Company Secretary
M. No. 13951; C.P. No. 5451

S. Chandra kanth
02. Mr. S.Chandra kanth -