

SURYALAKSHMI COTTON MILLS LTD

(AN IS/ISO 9001 : 2015 & ISO 14001 : 2015 CERTIFIED COMPANY)

September 30, 2019.

To,

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

Dear Sir,

Ref.: **SURYALAXMI**

Reg.: Reg.. 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - details of voting results at the 56th Annual General Meeting of the Company held on September 30, 2019.

Pursuant to Reg. 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, details of Voting Results at the 56th Annual General Meeting of the Company held on Monday, 30th September, 2019 at Rajdhani Hall, 1st Floor, Lions Bhavan, Behind LIC & HDFC Bank, Near Paradise Circle, S.D.Road, Secunderabad-500003 have been uploaded in the prescribed XBRL format.

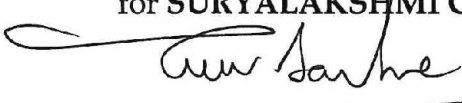
Further, we are also enclosing the Consolidated Scrutinizer's Report of Remote E-Voting, Postal Ballot and Physical Voting at Annual General Meeting.

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 : +91-40-27885200, 27819856 / 57
E-MAIL : slcmtd@suryalakshmi.com WEBSITE : www.suryalakshmi.com



K. V. Chalama Reddy
B.Sc., LL.B., F.C.S
COMPANY SECRETARY
C.P.No.5451

Plot No. 8-2-603/23/3 & 8-2-603/25, 15,
2nd Floor, HSR Summit,
Banjara Hills, Road No. 10, Hyderabad- 500034
Ph: 9848014503
e-mail: kvcr133@gmail.com

Scrutinizer's Report

To,
Shri. Lakshmi Narayan Agarwal
The Chairman of 56th Annual General Meeting of Surya Lakshmi Cotton Mills Ltd held on Monday,
the 30th September, 2019 at 10.30 A.M

Dear Sir,

SUB: - Consolidated Scrutinizer's Report of Remote e-voting and Physical Voting at Annual General Meeting (AGM)

REF: - Notice of Annual General Meeting of Surya Lakshmi Cotton Mills Ltd (the Company) held on Monday, the 30th September 2019 at 10.30 A.M at Rajdhani Hall, 1st Floor, Lions Bhavan, Behind LIC & HDFC Bank, Near Paradise Circle, S.D. Road, Secunderabad-500003

I, K. V. Chalama Reddy, Company Secretary in Practice was appointed as scrutinizer to scrutinize the remote e-voting and to scrutinize the physical ballot (Poll) voting process for the shareholders who have not exercised their right to vote through remote e-voting process and cast their votes at the Annual General Meeting of the Company held on Monday, the 30th September, 2019 at 10.30 A.M

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 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 at the venue of Annual General Meeting of the Company.

I hereby submit my report as under:

1. The remote e-voting period started from 25th September, 2019 (9.00 a.m IST) and ended 29th September, 2019 (5.00 p.m IST). Upon conclusion of the e-voting period, the remote e-voting votes were unblocked on Monday, 30th September 2019 at 11:13 A.M. in the presence of two witnesses Mr. Nishant Darak and Mr. N. Mahindra Reddy, 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, and upon completion, the same were unlocked in my presence.



3. The shareholders who are holding shares as on 20th September 2019 being the cut-off date, were entitled to vote on the proposed resolutions contained in the notice of the Annual General Meeting.
4. On completion of voting at the meeting, the service provider, M/s. Karvy Computershare Private Limited provided me with the list of members who had cast their votes, with their holding details and details of vote on each of the resolution.
5. I have collated the votes downloaded from e-voting system 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".
6. Soft copy of list of members, for both voting at the AGM as well as remote e-voting containing the details of members who vote 'For', 'Against' and those whose votes were considered as invalid for each resolution will be e-mailed to the Company Secretary. After the announcement of the results by the Company.

I hereby submit Consolidated Report on voting at the AGM as well as remote e-voting provided by the Company as per the provisions of Section 108 of the Companies Act, 2013 and Regulation 44 of SEBI (LODR) Regulations 2015, containing the following results for each resolution of the notice of AGM :

ITEM NO.1:

To receive, consider and adopt the audited statement of Profit and Loss for the year ended 31st March, 2019 and audited Balance Sheet as on that date and the reports of the Directors and Auditors thereon- Ordinary Resolution

(i) Voted in favour of the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	09	29218	0.4399
E-voting	19	6610289	99.5185
Total	28	6639507	99.9584

(ii) Voted against the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	33	33	0.0005
E-voting	6	2731	0.0411
Total	39	2764	0.0416



(iii) Invalid/ Abstain votes:

Mode of Voting	Number of members who voted	Number of votes cast by them
Physical	0	0
E-voting	0	0
Total	0	0

ITEM NO.2:

To declare dividend on 5% Non-Cum, Preference Shares of the Company for the year ended 31st March, 2019 - Ordinary Resolution

(i) Voted in favour of the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	09	29218	0.4399
E-voting	19	6610289	99.5185
Total	28	6639507	99.9584

(ii) Voted against the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	33	33	0.0005
E-voting	6	2731	0.0411
Total	39	2764	0.0416

(iii) Invalid/ Abstain votes:

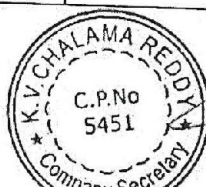
Mode of Voting	Number of members who voted	Number of votes cast by them
Physical	0	0
E-voting	0	0
Total	0	0

ITEM NO.3:

To declare dividend on 10% Cum, Preference Shares of the Company for the year ended 31st March, 2019 :- Ordinary Resolution

(i) Voted in favour of the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	09	29218	0.4399
E-voting	19	6610289	99.5185
Total	28	6639507	99.9584



(ii) Voted against the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	33	33	0.0005
E-voting	6	2731	0.0411
Total	39	2764	0.0416

(iii) Invalid/ Abstain votes:

Mode of Voting	Number of members who voted	Number of votes cast by them
Physical	0	0
E-voting	0	0
Total	0	0

ITEM NO.4:

Appointment of Sri Paritosh Agarwal, Managing Director (DIN: 00008738) who retires by rotation - Ordinary Resolution

(i) Voted in favour of the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	09	29218	0.4399
E-voting	18	6610199	99.5171
Total	27	6639417	99.9570

(ii) Voted against the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	33	33	0.0005
E-voting	7	2821	0.0425
Total	40	2854	0.0430

(iii) Invalid/Abstain votes:

Mode of Voting	Number of members who voted	Number of votes cast by them
Physical	0	0
E-voting	0	0
Total	0	0



ITEM NO.5:

To authorise the board of directors of the Company for ratification of creation of mortgage on assets of the Company - Special Resolution

(i) Voted in favour of the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	09	29218	0.4399
E-voting	18	6610199	99.5171
Total	27	6639417	99.9570

(ii) Voted against the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	33	33	0.0005
E-voting	7	2821	0.0425
Total	40	2854	0.0430

(iii) Invalid/Abstain votes:

Mode of Voting	Number of members who voted	Number of votes cast by them
Physical	0	0
E-voting	0	0
Total	0	0

ITEM NO.6:

Re-appointment of Sri L.N.Agarwal (DIN; 00008721) as Chairman and Managing Director - Special Resolution

(i) Voted in favour of the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	09	29218	0.4399
E-voting	18	6610199	99.5171
Total	27	6639417	99.9570

(ii) Voted against the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	33	33	0.0005
E-voting	7	2821	0.0425
Total	40	2854	0.0430



(iii) Invalid/Abstain votes:

Mode of Voting	Number of members who voted	Number of votes cast by them
Physical	0	0
E-voting	0	0
Total	0	0

ITEM NO.7:

Re-appointment of Smt. Padmini Agarwal (DIN: 01652449) as Whole time director – Special Resolution

(i) Voted in favour of the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	09	29218	0.4399
E-voting	18	6610199	99.5171
Total	27	6639417	99.9570

(ii) Voted against the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	33	33	0.0005
E-voting	7	2821	0.0425
Total	40	2854	0.0430

(iii) Invalid/Abstain votes:

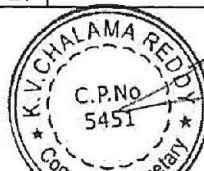
Mode of Voting	Number of members who voted	Number of votes cast by them
Physical	0	0
E-voting	0	0
Total	0	0

ITEM NO.8

Ratification of remuneration paid to Sri Paritosh Agarwal, (DIN: 00008728), Managing Director – Special resolution

(i) Voted in favour of the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	09	29218	0.4399
E-voting	18	6610199	99.5171
Total	27	6639417	99.9570



(ii) Voted against the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	33	33	0.0005
E-voting	7	2821	0.0425
Total	40	2854	0.0430

(iii) Invalid/Abstain votes:

Mode of Voting	Number of members who voted	Number of votes cast by them
Physical	0	0
E-voting	0	0
Total	0	0

ITEM NO.9

To ratify the remuneration of Cost Auditor: - Ordinary Resolution

(i) Voted in favour of the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	09	29218	0.4399
E-voting	19	6610289	99.5185
Total	28	6639507	99.9584

(ii) Voted against the resolution:

Mode of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	33	33	0.0005
E-voting	6	2731	0.0411
Total	39	2764	0.0416

(iii) Invalid/Abstain votes:

Mode of Voting	Number of members who voted	Number of votes cast by them
Physical	0	0
E-voting	0	0
Total	0	0



Based on the above Voting Results, I confirm that all resolutions as set out in notice of Annual general meeting of the Company were passed with requisite majority.

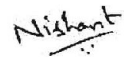
I further confirm that the Registers and records generated from the remote e-voting platform of Service Provider including the Registers maintained by us in respect of the votes casted through Electronic and Physical means are being maintained in electronic form.

Place: Hyderabad
Date: 30.09.2019




K. V. Chalama Reddy
Practicing Company Secretary
M. No. : F9268, C.P. No.: 5451

Witnesses:

1. 

2. 