

Amarjothi House T + 91 421 4311600
157, Kumaran Road F + 91 421 4326694
Tirupur 641601 info@amarjothi.net
Tamil Nadu, India www.amarjothi.net



■ ISO 9001 : 2008 | GOTS-OE | OEKO TEX CERTIFIED

September 30, 2016

To

BSE Limited (BSE)
Corporate Relationship Department
Phiroze Jeejeebhoy Towers
25th Floor, Dalal Street
Mumbai- 400001

Dear Sir,

Sub: Proceedings of 28th Annual General Meeting (AGM) of the Company held on 28th September, 2016 under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Scrip Code: 521097 / AMARJOTHI SPINNING MILLS LIMITED

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith gist of proceedings of the 28th Annual General Meeting (AGM) of the Company held on 28th September, 2016 at **11.00 AM AT THE "GAYATHRI HOTEL, KANGAYAM ROAD, TIRUPUR 641 001**

Thanking you,

Yours faithfully,

For **AMARJOTHI SPINNING MILLS LIMITED**

A handwritten signature in blue ink, appearing to read "Shri. N. Rajan".

Shri.N.RAJAN,
DIRECTOR,

Gist of the proceedings of the 28th Annual General Meeting of AMARJOTHI SPINNING MILLS LIMITED held on 28.09.2016

The 28TH Annual General Meeting of the members of the company was held on September 28, 2016 at 11.00 am at the "Gayathri hotel, Kangayam road, Tirupur 641 001.

Totally 35 members (including proxies) attended the Meeting as per the records of attendance.

Shri.R.Premchander, Managing Director, chaired the proceedings of the Meeting. The meeting started with a prayer and thereafter the Chairman welcomed the members and introduced the Board of Directors to the members. The Chairman mentioned that quorum was present and the Register of Directors and Key Managerial Personnel and their shareholding and Register of Contracts in which the directors are interested were open for inspection.

The Chairman informed the members that the Auditors ' Report on the financial statements and the Secretarial Audit Report of the company for the year ended March 31, 2016 does not have any qualifications or observations . Accordingly, the Reports are not required to be read out before the meeting as provided in the Companies Act , 2013 and Secretarial Standard. The Chairman delivered his speech.

The Chairman informed the shareholders that in accordance with the provisions of Companies Act, 2013 and the amendments to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company had provided e-voting facility on the CDSL e-voting platform for transacting the businesses contained in the notice. The e-voting commenced at 9.00 a.m. on September 25, 2016 and ended at 5.00 p.m. on September 27, 2016. The Board of Directors had appointed Mr.R.Ramchandrar, Practicing Company Secretary, as scrutinizer for conducting both the e- voting and physical voting processes.

On the invitation of the Chairman, several Members addressed the Meeting, gave suggestions and raised queries on the Company's accounts and operations. After getting all the queries, the Chairman of the Meeting gave consolidated reply to the Members.

In order to provide an opportunity to those members who had not exercised e-voting , the Chairman ordered for a Poll by the Scrutiniser on all the resolutions. Chairman announced that those members who had not exercised their votes through e-voting, could do so through the physical ballot paper which was made available to them. After conclusion of Poll, Chairman announced that the final results of the voting (after consolidating the result of e-voting and poll) would be announced to the Stock Exchanges and posted on the website of the company within 48 hours.



The resolutions passed by the Members, briefly, related to:

Ordinary Businesses:

1. To consider and adopt audited standalone and consolidated financial statements with schedules, Report of the Board of Directors and Auditors for the year ended 31st March, 2016(Ordinary Resolution).
2. Declaration the Final Dividend of Rs.2.00 per share, which is recommended by Board of Directors of the Company on 27th May 2016 (Ordinary Resolution).
3. To appoint a Director in place of Mr. N.Radhakrishnan(DIN:00390913), Who retires by rotation and being eligible, offers himself for re-appointment.(Ordinary Resolution).
4. Re-appointment of Mr.Narayanaswamy, Chartered Accountant (Membership No. 023661) as Statutory Auditors of the company and to fix remuneration.(Ordinary Resolution).

Special Businesses:

5. Reappointment of Mr. R. Premchander as Managing Director for next 5 years term with effect from 01.09.2016. (Ordinary Resolution).
6. Reappointment of Mr. R. Jaichander as Joint Managing Director for next 5 years term with effect from 01.12.2016(Ordinary Resolution).
7. To Fix the Remuneration to Mr. N. Rajan (Chairman of the Company) for next 5 Year Term with effect 01.04.2016(Ordinary Resolution).
8. Ratification of Remuneration payable to Cost Auditors M/S. Nagarajan & Co for the period of 2016-17. (Ordinary Resolution).

All the above businesses were passed with requisite majority and are deemed to be passed on the date of the Annual General Meeting i.e. 28th September,2016.

For **AMARJOTHI SPINNING MILLS LIMITED**



Shri.N.RAJAN,
DIRECTOR,