



TMS/BSE/19/2021-22

28<sup>th</sup> July, 2021

To,

The Corporate Relations Department  
BSE Limited,  
PJ Towers, 1st Floor,  
Dalal Street,  
Mumbai — 400 001

Dear Sir/Madam,

Ref: Scrip Code: 514484

**Subject:- Intimating results of remote E-voting & Scrutinizer's Report pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015**

The 43<sup>rd</sup> Annual General Meeting of the Company held on Monday 26th July, 2021 at 11:00 A.M through Video Conference.

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, and any amendments thereto and SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 the Company had provided members the facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means.

The shareholders holding shares as on the cut—off date July 19, 2021 were entitled for voting on the following resolutions:

**Resolution 1:**

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2021 together with the notes annexed thereto and the Reports of the Board of Directors and the Auditors thereon.

**Resolution 2:**

To appoint Ms. Malathi Jagadeesan, Non-Executive Director (DIN NO.01153985) who retires by rotation and being eligible offers herself for re-appointment.



E—Voting was held from Friday, July 23, 2021 (10:00 am) and ends on Sunday, July 25, 2021 (5:00pm).

The Company had appointed, Mr. R Thamizhvanan, Practicing Company Secretary (Membership No. ACS 11151, CP No.3721) as Scrutinizer for conducting the E-voting in fair & Transparent manner. The Scrutinizer has submitted his reports dated 27<sup>th</sup> July, 2021 to the Company.

The result of E-voting in prescribed format in terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 and Scrutinizer report are enclosed herewith.

The voting results along with Scrutinizer's report is enclosed and is also available in the website at the Company [www.thambbimodern.com](http://www.thambbimodern.com)

Request you to take the same on record.

**For THAMBBI MODERN SPINNING MILLS LIMITED**

A handwritten signature in blue ink, appearing to read 'R. Jagadeesan'.

**R.JAGADEESAN**  
**MANAGING DIRECTOR**  
**DIN: 01153985**

Encl:

- 1) Voting results in the prescribed format as applicable under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015
- 2) Report of Scrutinizer dated 27th July, 2021 section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and any amendments thereto.



**Voting results of 43<sup>rd</sup> Annual General Meeting of M/s. THAMBBI MODERN SPINNING MILLS LIMITED held on 26th July, 2021**

Date of AGM:	26 <sup>th</sup> July, 2021
Total number of members as on 19 <sup>th</sup> July, 2021 (Record/Cut-off date):	4511
Number of members who participated through video conferencing:	
Promoter and Promoter Group:	02
Public:	27
Number of members who participated in person:	
Promoter and Promoter Group:	Nil
Public:	Nil

**Particulars of resolutions passed (Agenda wise)**

Resolution Nos	Particulars	Type of Resolution	Mode of Voting
1	Adoption of standalone audited financial statements of the Company for the financial year ended 31st March 2021 together with the report of the Board of Directors and Auditors thereon	Ordinary	E-Voting
2	Re-appointment of Ms. Malathi Jagadeesan (DIN: 01153985) as director, who retires by rotation.	Ordinary	E-Voting

**For THAMBBI MODERN SPINNING MILLS LIMITED**

**R.JAGADEESAN  
MANAGING DIRECTOR  
DIN: 01153985**



**Further, the following details of the voting results are given below:**

Resolution No: 1	To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March 2021 together with the notes annexed thereto and the Reports of the Board of Directors and the Auditors thereon.
Resolution required (Ordinary/Special):	Ordinary
Whether Promoter/Promoter group are interested in the agenda/resolution	No

Promoter/Public	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 favor (4)	No of Votes Against (5)	% of Votes in favor on votes polled (6) = $[(4)/(2)] * 100$	% of votes against on votes polled (7) = $[(5)/(2)] * 100$
Promoter and Promoter Group	E— Voting	43,20,295	43,20,295	100	43,20,295	Nil	100	Nil
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>TOTAL (A)</b>	<b>43,20,295</b>	<b>43,20,295</b>	<b>100</b>	<b>43,20,295</b>	<b>Nil</b>	<b>100</b>	<b>Nil</b>
Public – Institutional holders	E— Voting	14,200	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>TOTAL (B)</b>	<b>14,200</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
Public - Others	E— Voting	14,28,275	4,01,888	28.13	4,01,888	Nil	100	Nil
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>TOTAL (C)</b>	<b>14,28,275</b>	<b>4,01,888</b>	<b>28.13</b>	<b>4,01,888</b>	<b>Nil</b>	<b>100</b>	<b>Nil</b>
<b>TOTAL (A+B+C)</b>		<b>57,62,770</b>	<b>47,22,183</b>	<b>81.94</b>	<b>47,22,183</b>	<b>81.94</b>	<b>100</b>	<b>Nil</b>

# Thambbi Modern Spinning Mills Limited

CIN : L17111TZ1977PLC000776



Resolution No: 2	To appoint Ms. Malathi Jagadeesan, Non-Executive Director (DIN NO.01153985) who retires by rotation and being eligible offers herself for re-appointment.
Resolution required (Ordinary/Special):	Ordinary
Whether Promoter/Promoter group are interested in the agenda/resolution	Yes

Promoter/Public	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 favor (4)	No of Votes Against (5)	% of Votes in favor on votes polled (6)= $[(4)/(2)]*100$	% of votes against on votes polled (7)= $[(5)/(2)]*100$
Promoter and Promoter Group	E— Voting Poll	43,20,295	43,20,295	100	43,20,295	Nil	100	Nil
	Postal Ballot		-	-	-	-	-	-
	<b>TOTAL (A)</b>		<b>43,20,295</b>	<b>43,20,295</b>	<b>100</b>	<b>43,20,295</b>	<b>Nil</b>	<b>100</b>
Public – Institutional holders	E— Voting Poll	14,200	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot		-	-	-	-	-	-
	<b>TOTAL (B)</b>		<b>14,200</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
Public - Others	E— Voting Poll	14,28,275	4,01,888	28.13	4,01,888	Nil	100	Nil
	Postal Ballot		-	-	-	-	-	-
	<b>TOTAL (C)</b>		<b>14,28,275</b>	<b>4,01,888</b>	<b>28.13</b>	<b>4,01,888</b>	<b>Nil</b>	<b>100</b>
<b>TOTAL (A+B+C)</b>		<b>57,62,770</b>	<b>47,22,183</b>	<b>81.94</b>	<b>47,22,183</b>	<b>81.94</b>	<b>100</b>	<b>Nil</b>



**R.THAMIZHVANAN A.C.S, A.C.A**  
Company Secretary in practice  
COP No.: 3721

S-7, Krishna Arcade, II Floor  
No.10,RajabatharStreetT.Nagar,  
Chennai-600017.  
Mobile : +91 9841183025  
Phone : 044-28153115

### **Consolidated Scrutinizer's report**

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies(Management and Administration) Rules, 2014]*

27/07/2021

To

THE MANAGING DIRECTOR  
THAMBBI MODERN SPINNING MILLS LIMITED  
OMALUR ROAD, JAGIR AMMAPALAYAM,  
SALEM TN 636302

Dear Sir,

Sub: Remote E-voting (prior to and at the Annual General Meeting(AGM)), in respect of your Company's 43<sup>rd</sup> Annual General Meeting (AGM) on 26th JULY 2021 through Video Conference (VC)/ other Audio visual Means (OAVM)-submission of consolidated Scrutinizer's report.

I have, vide resolution passed by your Board of Directors on 24<sup>th</sup> June 2021, been appointed to act as the Scrutinizer for the above remote e-voting processes, in connection with the said AGM. I submit my report as under:

1. Since the Company's equity shares are listed on the BSE Limited (BSE), the Company has provided remote e-voting facility, prior to and at the AGM, in terms of Section 108 of the Companies Act, 2013 (the Act), Rule 20 of the Companies (Management and Administration) Rules, 2014 (the Rules), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR), Ministry of Corporate Affairs (MCA) circulars dated 5<sup>th</sup> May 2020, 8<sup>th</sup> April 2020 and 13<sup>th</sup> April, 2020 and SEBI circular dated 12<sup>th</sup> May 2020 in respect of all the Two (2) resolutions to be passed at the 43<sup>rd</sup> AGM.

2. The items of business set out in the notice convening the AGM and covered by the remote e-voting (Prior to and at the AGM) were as follows:

Item No	Nature of Business	Type of resolution	Subject matter
1	Ordinary	Ordinary	Adoption of standalone audited financial statements of the Company for the financial year ended 31st March 2021 together with the report of the Board of Directors and Auditors thereon
2	Ordinary	Ordinary	Re-appointment of Ms. Malathi Jagadeesan (DIN: 01153985) as director, who retires by rotation.

3. Central Securities Depository Limited (CSDL), the recognized agency selected by your Company to provide the e-voting platform for the remote e-voting process, allotted E-voting Event Number (EVSN) 210621006 for the same. CSDL also provided the web-based platform for the conduct of the AGM through VC/ OAVM.
4. Cameo Corporate Services Limited, being your Company's Share Transfer Agent (RTA), maintains and provides the records relating to the members of the Company.
5. Based on the information from the Company, I further state that Notice convening the 43<sup>rd</sup> AGM (along with the Annual report for the financial year ended 31st March 2021) was sent:
  - (a) To members through e-mail (by CDSL) on 24<sup>th</sup> June 2021, whose e-mail addresses were registered with the Company/Depositories. Physical copies of the Notice and Annual report were not sent to the members, as provided in the above-referred MCA circulars and SEBI circular..
  - (b) To the Directors, Auditors and Secretarial Auditors.
  - (c) To BSE.
  - (d) Displayed on Company's website
6. The Company had advertised in Makkal Kural(Tamil) & Trinity Mirror(English) on 17.06.2021 requesting members to register their mobile number & Email address to receive the notice of the AGM & annual report 2020-21 electronically. The Company had advertised notice of AGM in Makkal Kural(Tamil) & Trinity Mirror(English) on 24.06.2021
7. 19<sup>th</sup> July 2021 was fixed as the cut-off date for determining the eligibility to vote through remote e-voting prior to and at the AGM.
8. As on the cut-off date, the Company's paid-up equity share capital consisted of 57,62,770 equity shares of Re.10/- each.
9. The remote e-voting facility prior to the AGM was available from 10.00 A.M. on 23<sup>rd</sup> July 2021 to 5.00 P.M. on 25<sup>th</sup> July 2021.
10. The AGM of the Company was convened through VC/OAVM on Monday, the 26<sup>th</sup> July 2021 at 10.00 A.M., pursuant to above-referred MCA circulars and SEBI circular.
11. The remote e-voting facility at the AGM was made available by CSDL during the AGM and until 15 minutes after conclusion of the AGM proceedings, to enable the members present at the AGM through VC/OAVM and who did not cast their vote through remote e-voting prior to the AGM, to exercise their voting rights.
12. Based on the email/letter representation received from few shareholders regarding technical difficulty in evoting, their vote have been recorded/casted through voting entry option in scrutinizer login.
13. On completion of the remote e-voting at the AGM, I unblocked the vote cast through remote e-voting, both prior to and at the AGM, in the presence of two witnesses not in the employment of the Company.

14. I have scrutinized all the votes cast electronically through remote e-voting prior to and at the AGM and validated the same with the list of members and their shareholding as on the cut-off date.

15. I have recorded particulars of the votes cast through remote e-voting in a separate register maintained by me in electronic form.

16. Summary of the e-voting and poll is as follows:

**Item 1: To receive, consider and adopt The Audited Financial Statements of the Company for the year ended 31<sup>st</sup> March 2021 together with the notes annexed thereto and the Reports of the Board of Directors and the Auditors thereon.**

i. Voted in Favour or Against the resolution:

Particulars	Number of Members			Number of Votes			%
	E-Voting	Poll	Total	E-Voting	Poll	Total	
Voted in Favour	30	0	30	4722183	0	4722183	81.94
Voted Against	0	0	0	0	0	0	0

ii. Abstain/ Invalid votes:

Number of Members			Number of Votes			%
E-Voting	Poll	Total	E-Voting	Poll	Total	
-	-	-	-	-	-	-
-	-	-	-	-	-	-

The Ordinary resolution has been passed with requisite majority.

**Item 2: To appoint Ms.Malathi Jagadeesan, Non - Executive Director (DIN NO.01153985) who retires by rotation and being eligible offers herself for re-appointment:**

i. Voted in Favour or Against the resolution:

Particulars	Number of Members			Number of Votes			%
	E-Voting	Poll	Total	E-Voting	Poll	Total	
Voted in Favour	30	0	30	4722183	0	4722183	81.94
Voted Against	0	0	0	0	0	0	0



ii. Abstain/ Invalid votes:

Number of Members			Number of Votes			%
E-Voting	Poll	Total	E-Voting	Poll	Total	
-	-	-	-	-	-	-
-	-	-	-	-	-	-

The Ordinary resolution has been passed with requisite majority.



A handwritten signature in blue ink, appearing to read "R. Thamizhvanan".

R.THAMIZHVANAN  
COMPANY SECRETARY IN PRACTICE  
CP No.3721

UDIN: **A011151C000691105**

Place: Chennai