



Kandagiri Spinning Mills Ltd.

Ref: KSML/CS/ 049/2016-17

21st December, 2016

To
The Listing Department,
Bombay Stock Exchange Limited,
Floor 25, P.J.Towers,
Dalal Street,
Mumbai – 400 001.

Dear Sir,

Sub: Results of Postal Ballot voting(includes e-voting)
Ref: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

In accordance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we herewith enclosed voting results of the special resolution set out in the postal ballot notice dated 10.11.2016.

We have also enclosed the consolidated report of the Scrutinizer on e-voting and postal ballot voting results.

The above is also being uploaded on the Company's website.

Kindly take the same for your records.

Thanking you,

Yours faithfully,
For Kandagiri Spinning Mills Limited


J. Asifa

Company Secretary

Encl: a/a



CIN : L17111TZ1976PLC000762

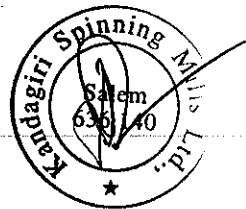
Regd. Off: Mill Premises, Udayapatti (P.O), P.B.No.3, Salem – 636 140. Phone : Mill 0427-2244400

Fax:0427-2244422; Grams: SUPERSPINE; e-mail:sales@kandagirimills.com. Web.: www.kandagirimills.com



POSTAL BALLOT VOTING RESULTS (INCLUDES E-VOTING RESULTS)

Date of the AGM/EGM	<p>N.A (Resolutions passed through postal ballot which includes e-voting)</p> <p>Voting (Both Postal Ballot & e-voting) } : 19.12.2016 Closure period</p> <p>Date of declaration of voting results : 21.12.2016</p> <p>Effective date of passing of postal ballot } : 19.12.2016 resolution</p>
Total number of shareholders on record date (ie., as on cut-off date – 11.11.2016)	3055
<p>No. of shareholders present in the meeting either in person or through proxy:</p> <p>Promoters and Promoter Group:</p> <p>Public:</p>	NOT APPLICABLE
<p>No. of Shareholders attended the meeting through Video Conferencing</p> <p>Promoters and Promoter Group:</p> <p>Public:</p>	NOT APPLICABLE



AGENDA- WISE DISCLOSURE:-

Resolution required: SPECIAL			1. Approval for sale/transfer/disposal of 10.125 MW Wind Energy Generators and part of remaining assets of the Company					
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	2620193	2616423	99.86	2616423	0	100.00	0
	Poll		NOT APPLICABLE					
	Postal Ballot							
	Total		2616423	99.86	2616423	0	100.00	0
Public-Institutions	E-Voting	0	0					
	Poll	-	NOT APPLICABLE					
	Postal Ballot	0	0					
	Total	0	0					
Public-Non Institutions (Including Body Corporate)	E-Voting	1229057	24734	2.01	24734	0	100.00	0
	Poll		NOT APPLICABLE					
	Postal Ballot		1679	0.14	1677	2	99.88	0.12
	Total		26413	2.15	26411	2	99.9924	0.0076
Total	Evoting & Postal Ballot	3849250	2642836	68.66	2642834	2	99.99992	0.00008

DECLARATION OF RESULTS BY THE CHAIRMAN

As per the consolidated report of scrutinizer on e-voting and postal ballot, special resolution set out in the postal ballot notice dated 10.11.2016 has been approved and considered as passed by the shareholders with requisite majority on 19.12.2016.

Place: Salem
Date: 21.12.2016



For Kandagiri Spinning Mills Limited

(R. Selvarajan)
Chairman and Managing Director

**B.K.SUNDARAM & ASSOCIATES
COMPANY SECRETARIES.**

**B.KALYANASUNDARAM,
B.Com.,ACMA.,ACS.,**

OFFICE:

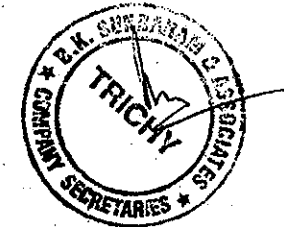
**29 & 30,PANDAMANGALAM
AGRAHARAM,
WORIUR,TRICHY-620003.
PHONE:- 0431- 2761590.
Email:- bksundaram@gmail.com**

REPORT OF SCRUTINIZER

[pursuant to Sections 108 & 110 of the Companies Act,2013 and Rules 20(3)(xi) and 22 (9) of the Companies (Management and Administration) Rules,2014 read with Clause 44 of the SEBI (LODR) Regulations, 2015]

To
The Chairman and Managing Director,
KANDAGIRI SPINNING MILLS LIMITED,
P.B. NO.3, UDAYAPATTI PO,
SALEM - 636 140

I, B.KALYANASUNDARAM, PRACTISING COMPANY SECRETARY, (CP. NO.2209 & M.NO.A672), Prop of M/S B.K.SUNDARAM & ASSOCIATES, COMPANY SECRETARIES have been appointed as a scrutinizer by M/s KANDAGIRI SPINNING MILLS LIMITED, (CIN: L17111TZ1976PLC000762) having its registered office at P.B. NO.3, UDAYAPATTI PO, SALEM - 636 140 for the purpose of scrutinizing the process of e-voting & postal ballot process in a fair and transparent manner and ascertaining the requisite majority on e-voting & postal ballot, as per Section 108 and 110 of the Companies Act,2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 read with Clause 44 of the SEBI (LODR) Regulations, 2015, I submit my report as under:-



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1. The e-voting period remained open from 20th November 2016 (9.00 AM) to 19th December 2016 (05.00 PM) through e-voting services provided by CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED (CDSL).
2. The e-votes were unblocked through the menu provided in the CDSL website on 19th December 2016 after the closing hour of 5 pm in the presence of two witnesses viz Mr.K.KARTHIKEYAN and Mr. K. SANKARA SUBRAMANIAN who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

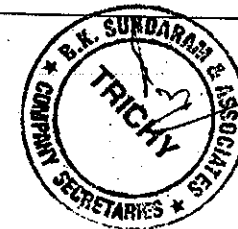
(K. KARTHIKEYAN)

(K.SANKARA SUBRAMANIAN)

3. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted electronically were downloaded from the e-voting website of CDSL (<https://www.evotingindia.com>). The valid e-votes cast 'For' and 'Against' were taken in to consideration while preparing the result of e-voting.
4. All postal ballot forms received up to the close of working hours at 05.00 PM on 19-12-2016, the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.

A summary of the Postal ballot forms received is given below:-

PARTICULARS	NO. OF POSTAL BALLOT FORMS
(a) Total postal ballot forms received	46
(b) Less: Invalid postal ballot forms	19
(c.) Net Valid Postal ballot forms taken in to consideration while preparing the result of postal ballot	27



5. Based on the counting of valid votes cast thro' e-voting and based on the scrutiny of the valid postal ballot forms, I furnish hereunder the consolidated result :-

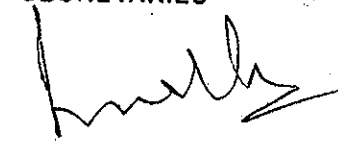
Sl. No.	Particulars of the Business	Type of Voting	Voted for			Voted against		
			No. of Members	No. of Votes	% of Vote	No. of Members	No. of Votes	% of Vote
1.	Approval for sale/transfer/disposal of 10.125 MW Wind Energy Generators and part of remaining assets of the Company	Postal Ballot	25	1,677		2	2	
		E-Voting	91	26,41,157		0	0	
TOTAL			118	26,42,834	100.00	2	2	0.00

The downloaded e-voting records, postal ballot forms and other connected papers relating to e-voting and postal ballot shall remain in my safe custody until the chairman considers this report of Scrutinizer and uploads / announces the result in their website (www.Kandagirimills.com) and thereafter the same will be handed over to the COMPANY SECRETARY of the Company for safe keeping.

PLACE: TRICHY
DATE : 21-12-2016



For B.K. SUNDARAM & ASSOCIATES
COMPANY SECRETARIES


B. KALYANASUNDARAM
PRACTISING COMPANY SECRETARY
CP: 2209.