DETAILS OF VOTING RESULTS AS PER CLAUSE 35A OF LISTING AGREEMENT

Date of the AGM: 28/09/2015

Total number of shareholders on record date: **3266**

No. of shareholders present in the meeting either in person or through proxy:
Promoters and Promoter Group: 8
Public: 12
Total: 20

No. of Shareholders attended the meeting through Video Conferencing
Promoters and Promoter Group: Nil
Public: Nil
Total: Nil

The mode of voting was by way of Poll & E-voting

Details of the Agenda: Resolution	Promoter/ Public	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
Adoption of Audited Accounts for the year ended 31st March, 2015. (Ordinary Resolution)	Promoter and Promoter Group	2773604	2754604	99.31	2754604	0	100	0
	Public – Institutional holders	0	0	0	0	0	0	0
	Public- Others	3400796	450738	13.25	450738	0	100	0
	Total	6174400	3205342	51.91	3205342	0	100	0

SANTARAM SPINNERS LTD.

Appoint a Director in place of Janak Nanavaty, who retires by rotation. (Ordinary Resolution)	Promoter and Promoter Group	2773604	2754604	99.31	2754604	0	100	0
	Public – Institutional holders	0	0	0	0	0	0	0
	Public- Others	3400796	450738	13.25	450738	0	100	0
	Total	6174400	3205342	51.91	3205342	0	100	0
To ratify appointment of M/s. Jayesh M Shah & Co, Chartered Accountants, Ahmedabad. (Ordinary Resolution)	Promoter and Promoter Group	2773604	2754604	99.31	2754604	0	100	0
	Public – Institutional holders	0	0	0	0	0	0	0
	Public- Others	3400796	450738	13.25	450738	0	100	0
	Total	6174400	3205342	51.91	3205342	0	100	0
To appoint Falgni Broker as an Independent Director. (Ordinary Resolution)	Promoter and Promoter Group	2773604	2754604	99.31	2754604	0	100	0
	Public – Institutional holders	0	0	0	0	0	0	0
	Public- Others	3400796	450738	13.25	450738	0	100	0
	Total	6174400	3205342	51.91	3205342	0	100	0
To borrow money upto Rs. 50 Crore. (Special Resolution)	Promoter and Promoter Group	2773604	2754604	99.31	2754604	0	100	0
	Public – Institutional holders	0	0	0	0	0	0	0
	Public- Others	3400796	450738	13.25	450738	0	100	0
	Total	6174400	3205342	51.91	3205342	0	100	0

SANTARAM SPINNERS LTD.

To provide Security to borrow loan. (Special Resolution)	Promoter and Promoter Group	2773604	2754604	99.31	2754604	0	100	0
	Public – Institutional holders	0	0	0	0	0	0	0
	Public- Others	3400796	450738	13.25	450738	0	100	0
	Total	6174400	3205342	51.91	3205342	0	100	0

FOR, SANTARAM SPINNERS LIMITED

NIRAV K SHAH
JT. MANAGING DIRECTOR
DIN: 00397336

Patel & Associates
Company Secretaries

Scrutinizer's Report

[Pursuant to section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
31st Annual General Meeting of the
Equity Shareholders of Santaram Spinners Limited
Held on 28th day of September, 2015 at 10:00 a.m. at
259, 3rd Floor, New Cloth Market, Outside Raipur Gate,
Ahmedabad - 380002.

Dear Sir,

I, Chintan K. Patel, Partner of Patel & Associates, Company Secretaries appointed as Scrutinizer by the Board of Directors to conduct the electronic voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions to be passed, at the 31st Annual General Meeting of the Equity Shareholders of Santaram Spinners Limited, held on Held on 28th day of September, 2015 at 10:00 a.m. at 259, 3rd Floor, New Cloth Market, Outside Raipur Gate, Ahmedabad-380002.

The Company has availed the e-voting facility offered by Central Depository Services Limited (CDSL) for conducting e-voting by the shareholders of the Company. The Company has also provided voting by physical ballot papers to the members who do not have access to e-voting facility.

I submit my Combined Report as under on the result of the voting through electronic means and physical mode in respect of the said resolutions:-

a) **Resolution No. 1 – Adoption of Financial Statements for the year ended on March 31, 2015.**

	(i) Voted **in Favor** of resolution:		
	Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
e-voting	24	3106651	100
Physical	4	98691	100

16, Aarasuri Society, Nr. Vyasvadi, Opp. Bhavsar Hostel, Nava Vadaj, Ahmedabad – 380013.
M: 09824141067 email: cspatelassociates@gmail.com, cschintanpatel@gmail.com

PATEL & ASSOCIATES * AHMEDABAD * COMPANY SECRETARIES

	Total	**3205342**	**100**

	(ii) Voted **against** of resolution:		
	Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
e-voting	0	0	0
Physical	0	0	0
Total	0	0	0

(i) **Invalid** Votes:	
Number of members present and Voting (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
Nil	Nil

b) Resolution No. 2 – Reappointment of Mr. Janak Nanavaty (DIN: 00472925) as Director.

	(i) Voted **in Favor** of resolution:		
	Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
e-voting	24	3106651	100
Physical	4	98691	100
	Total	**3205342**	**100**

	(ii) Voted **against** of resolution:		
	Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
e-voting	0	0	0
Physical	0	0	0

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Total	0	0	0

(i) **Invalid** Votes:	
Number of members present and Voting (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
Nil	Nil

c) **Resolution No. 3 – Ratify the appointment of M/s. Jayesh M. Shah & Co. as the Statutory Auditors and fix their remuneration.**

	(i) Voted **in Favor** of resolution:		
	Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
e-voting	24	3106651	100
Physical	4	98691	100
Total	NA	3205342	100

	(ii) Voted **against** of resolution:		
	Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
e-voting	0	0	0
Physical	0	0	0
Total	0	0	0

(i) **Invalid** Votes:	
Number of members present and Voting (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
Nil	Nil

PATEL & ASSOCIATES * AHMEDABAD * COMPANY SECRETARIES

d) **Resolution No. 4 – Appointment of Smt. Falguni Broker (DIN: 07144293) as an Independent Director.**

	(i) Voted **in Favor** of resolution:		
	Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
e-voting	24	3106651	100
Physical	4	98691	100
	Total	**3205342**	**100**

	(ii) Voted **against** of resolution:		
	Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
e-voting	0	0	0
Physical	0	0	0
Total	0	0	0

(i) **Invalid** Votes:	
Number of members present and Voting (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
Nil	Nil

e) **Resolution No. 5 – To borrow the fund not exceeding 50 crores at any time.**

	(i) Voted **in Favor** of resolution:		
	Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
e-voting	24	3106651	100
Physical	4	98691	100

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PATEL & ASSOCIATES * AHMEDABAD * COMPANY SECRETARIES

	Total	**3205342**	**100**

	(ii) Voted **against** of resolution:		
	Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
e-voting	0	0	0
Physical	0	0	0
Total	0	0	0

(i) **Invalid** Votes:	
Number of members present and Voting (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
Nil	Nil

f) Resolution No. 6 - To provide Security to borrow loan.

	(i) Voted **in Favor** of resolution:		
	Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
e-voting	24	3106651	100
Physical	4	98691	100
	Total	**3205342**	**100**

	(ii) Voted **against** of resolution:		
	Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
e-voting	0	0	0
Physical	0	0	0

PATEL & ASSOCIATES * COMPANY SECRETARIES * AHMEDABAD

Total	0	0	0

(i) **Invalid** Votes:	
Number of members present and Voting (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
Nil	Nil

Place : Ahmedabad
Date : September 29, 2015

For, Patel & Associates
Company Secretaries

Chintan K. Patel
Partner
Mem. No. A31987
COP No. 11959

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