

# SURAT TEXTILE MILLS LIMITED

Date: 14th February, 2022.

Corporate Relationship Department,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai 400001  
Scrip Code: 530185

Sir/Madam,

Sub.: Disclosure of Voting Results together with Scrutinizer's Report  
Ref.: Postal Ballot Notice dated 6th January, 2022

This is further to our letter dated 12th January, 2022 enclosing therewith the Postal Ballot Notice, seeking approval of the Members of the Company on proposals relating to Special Business as per the Postal Ballot Notice dated 6th January, 2022.

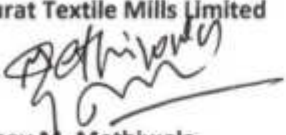
In that connection, we wish to inform you that the said proposals have been passed by Members through Postal Ballot by remote e-voting process with requisite majority. Please find enclosed details of voting results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 together with Scrutinizer's Report.

The voting results and the Scrutinizer's Report are also being uploaded on the website of the company i.e. [www.surattextilemillsltd.com](http://www.surattextilemillsltd.com).

You are requested to take the same on record and disseminate on your website.

Thanking you,

Yours faithfully,  
For Surat Textile Mills Limited

  
Chinmay M. Methiwala,  
Company Secretary and Compliance Officer

Encl.: As above.



Regd. Office : Tulsi Krupa Arcade, Puna-Kumbharia Road, Dumbhal, Surat - 395 010.

Phone : (0261) 2311197-98, 2311513 Fax : (0261) 2311029/502

CIN : L17119GJ1945PLC000214 | Website : [www.surattextilemillsltd.com](http://www.surattextilemillsltd.com)

**SURAT TEXTILE MILLS LIMITED**  
**Voting results (Postal Ballot by way of remote e-voting)**  
**Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015**

Company Name	SURAT TEXTILE MILLS LIMITED
Date of the Postal Ballot Notice	20/07/2021
Record date / cut off date	7 <sup>th</sup> January, 2022
Voting Start Date	14 <sup>th</sup> January, 2022
Voting End Date	12 <sup>th</sup> February, 2022
Total number of shareholders on record date	132033
No. of shareholders present in the meeting either in person or through proxy:	Not applicable
Promoters and Promoter Group:	(Resolution passed through postal ballot)
Public:	
No. of Shareholders attended the meeting through Video Conferencing	Not applicable
Promoters and Promoter Group:	(Resolution passed through postal ballot)
Public:	

**Agenda-wise disclosure**

The mode of voting for all resolutions was remote e-voting.

Resolution required: (Ordinary/ Special)	<b>Ordinary Resolution</b> : Appointment of Mr. Paresh V. Chothani (DIN 00218632) as a Director of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	152004917	151988167	99.99	151988167	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>152004917</b>	<b>151988167</b>	<b>99.99</b>	<b>151988167</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-voting	500	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>500</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public- Non Institutions	E-voting	70059023	14611763	20.86	14610352	1411	99.99	0.01
	Poll		0	0.00	0	0	#DIV/0!	#DIV/0!
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>70059023</b>	<b>14611763</b>	<b>20.86</b>	<b>14610352</b>	<b>1411</b>	<b>99.99</b>	<b>0.01</b>
	<b>Total</b>	<b>222064440</b>	<b>166599930</b>	<b>75.02</b>	<b>166598519</b>	<b>1411</b>	<b>100.00</b>	<b>0.00</b>

**Whether resolution is passed or not? (YES/NO):** YES

**Note:** As on cut-off date i.e. 7th January, 2022, Garden Silk Mills Limited (converted to Private Limited with effect from 28/01/2022) a shareholder of Surat Textile Mills Limited (STML) was holding 14500000 number of equity shares of Rs.10 each fully paid up under promoter category. Subsequently in response to Company's application pending with BSE Limited for reclassification of GSML from promoter's category to public category, the BSE Limited granted its approval on 11th January, 2022. Accordingly voting under these shares have been included in the respective categories in the aforesaid results.



Resolution required: (Ordinary/ Special)	<b>Special Resolution</b> : Appointment of Mr. Paresh V. Chothani (DIN 00218632) as a Wholetime Director of the Company for a period of 3 (three) years.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – In favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	152004917	151988167	99.99	151988167	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>152004917</b>	<b>151988167</b>	<b>99.99</b>	<b>151988167</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-voting	500	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>500</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public- Non Institutions	E-voting	70059023	14611764	20.86	14610183	1581	99.99	0.01
	Poll		0	0.00	0	0	#DIV/0!	#DIV/0!
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>70059023</b>	<b>14611764</b>	<b>20.86</b>	<b>14610183</b>	<b>1581</b>	<b>99.99</b>	<b>0.01</b>
	<b>Total</b>	<b>222064440</b>	<b>166599931</b>	<b>75.02</b>	<b>166598350</b>	<b>1581</b>	<b>100.00</b>	<b>0.00</b>

Whether resolution is passed or not? (YES/NO): YES

**Note:** As on cut-off date i.e. 7th January, 2022, Garden Silk Mills Limited (converted to Private Limited with effect from 28/01/2022) a shareholder of Surat Textile Mills Limited (STML) was holding 14500000 number of equity shares of Rs.10 each fully paid up under promoter category. Subsequently in response to Company's application pending with BSE Limited for reclassification of GSML from promoter's category to public category, the BSE Limited granted its approval on 11th January, 2022. Accordingly voting under these shares have been included in the respective categories in the aforesaid results.



Resolution required: (Ordinary/ Special)	<b>Special Resolution</b> : Approval for Sale / transfer of Assets of Jolwa Division of the Company on a going concern basis							
Whether promoter/ promoter group are interested in the agenda/resolution?	YES							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		151988167	99.99	151988167	0	100.00	0.00
	Poll	152004917	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>152004917</b>	<b>151988167</b>	<b>99.99</b>	<b>151988167</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-voting		0	0.00	0	0	0.00	0.00
	Poll	500	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>500</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public- Non Institutions	E-voting		14610265	20.85	14607376	2889	99.98	0.02
	Poll	70059023	0	0.00		0	#DIV/0!	#DIV/0!
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>70059023</b>	<b>14610265</b>	<b>20.85</b>	<b>14607376</b>	<b>2889</b>	<b>99.98</b>	<b>0.02</b>
<b>Total</b>		<b>222064440</b>	<b>166598432</b>	<b>75.02</b>	<b>166595543</b>	<b>2889</b>	<b>100.00</b>	<b>0.00</b>
Whether resolution is passed or not? (YES/NO):		YES						

**Note:** As on cut-off date i.e. 7th January, 2022, Garden Silk Mills Limited (converted to Private Limited with effect from 28/01/2022) a shareholder of Surat Textile Mills Limited (STML) was holding 14500000 number of equity shares of Rs.10 each fully paid up under promoter category. Subsequently in response to Company's application pending with BSE Limited for reclassification of GSML from promoter's category to public category, the BSE Limited granted its approval on 11th January, 2022. Accordingly voting under these shares have been included in the respective categories in the aforesaid results.

All the aforesaid resolutions have been passed with requisite majority.

For Surat Textile Mills Limited

  
Chinmay M. Methiwala  
Company Secretary & Compliance Officer





## JIGAR VYAS & ASSOCIATES

Company Secretaries



JIGAR VYAS F.C.S., B.Com.

### SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended]

14 February, 2022

To

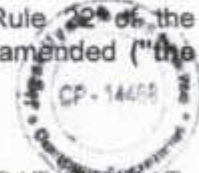
**The Managing Director,  
Surat Textile Mills Limited**  
CIN: L17119GJ1945PLC00214  
6th Floor, Tulsi Krupa Arcade  
Near Aai Mata Chowk,  
Puna Kumbharia Road, Dumbhal,  
Surat 395 010

**Scrutinizer's Report on postal ballot voting by way of remote voting by electronic means in respect of passing of the resolutions as set-out in the Notice dated 6<sup>th</sup> January, 2022**

Dear Sir,

I, Jigar Vyas, Proprietor of Jigar Vyas & Associates, Practicing Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of Surat Textile Mills Limited ("**the Company**") for the purpose of scrutinizing the Postal Ballot voting conducted by way of remote e-voting process ("**e-voting**") in a fair and transparent manner on the resolutions contained in the Postal Ballot Notice dated 6<sup>th</sup> January, 2022 ("**Notice**") issued in accordance with General Circular Nos. 14/2020 dated April 08, 2020, No.17 /2020 dated April 13, 2020 No.22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020 and 39/2020 dated December 31, 2020 read with other relevant circulars, including General Circular No. 10/2021 dated 23 June 2021, issued by Ministry of Corporate Affairs ("**MCA**"), Government of India (hereinafter referred to as "**MCA Circulars**").

The said appointment as Scrutinizer is under the provisions of Section 110 of the Companies Act, 2013 ("**the Act**") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**").



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As the Scrutinizer, I have to scrutinize the process of e-voting conducted for the postal ballot, using an electronic voting system on the dates referred to in the Notice.

**Management's Responsibility**

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

**Scrutinizer's Responsibility**

My responsibility as Scrutinizer for e-voting process is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" by the members in respect of the resolutions contained in the Notice. My report is based on verification of data and reports generated from the voting system provided by KFin Technologies Private Limited ("KFinTech"), the Registrar and Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers/ documents furnished to me electronically till the time fixed for closing of the e-voting process i.e. till 5 p.m. on 12 February 2022.

**Cut-off date**

The Members of the Company as on the "cut-off" date, as set out in the Notice, i.e., Friday, 7<sup>th</sup> January, 2022 were entitled to vote on the resolutions {item nos. 1 to 3 as set out in the Notice} and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.




**Reclassification of Shareholding status**


As on cut-off date i.e. 7th January, 2022, Garden Silk Mills Limited (GSML), a shareholder of Surat Textile Mills Limited ("the Company") was holding 14500000 number of equity shares of Rs.1/- each fully paid up under promoter category. Subsequently in response to Company's application pending with BSE Limited for reclassification of GSML from promoter's category to public category, the BSE Limited granted its approval on 11th January, 2022. Accordingly voting under these shares has been appropriately reclassified and disclosed under the respective categories of shareholders in the voting results.

**Remote e-voting process**

- i. The remote e-voting period remained open from Friday, 14th January, 2022 (9:00 a.m. IST) to Saturday, 12th February, 2022 (5:00 p.m. IST).
- ii. The votes cast during the remote e-voting were unblocked on Saturday, 12th February, 2022 after the conclusion of e-voting period for Postal Ballot and was witnessed by two witnesses, Ms. .... and Ms. .... who are not in the employment of the Company and/ or KFinTech.

They have signed below in confirmation of the same.

  
Ms. Chandani Indrakumar Gidhani

  
Ms. Armin K. Bhagwagar

- iii. Thereafter, the details containing, *inter alia*, the list of Members who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the voting website of KFinTech i.e., <https://evoting.kfintech.com>.

Based on the report generated by KFinTech and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

I submit herewith the results of the remote e-voting for postal ballot:-

**Ordinary Resolution - Appointment of Mr. Paresh V. Chothani (DIN 00218632) as a Director of the Company**





**JIGAR VYAS & ASSOCIATES**

Company Secretaries



JIGAR VYAS F.C.S., B.Com.

Votes in favour of the resolution		Votes against the resolution		Invalid Votes
No. of valid votes (i)	As a % of total number of valid votes (in favour and Against) (ii=i/(i+iii)100)	No. of valid votes (iii)	As a % of total number of valid votes (in favour and Against) (iv=iii/(i+iii)100)	Nos. (v)
166598519	99.9992%	1411	0.0008%	0

**Note:** (i) Votes cast in favour or against has been considered on the basis of number of shares held as on the cut-off date reckoned for the purpose of postal ballot.

(ii) A vote cast in favour or against is calculated based on the valid votes cast through e-voting.

**Results:-**

Based on the aforesaid results, we report that the **Ordinary Resolution** as set out in **Item No.1** of the Postal Ballot Notice dated 6th January, 2022 has been passed with requisite majority by the Members of the Company as specified under the Companies Act, 2013.

**Special Resolution** - Appointment of Mr. Paresh V. Chothani (DIN 00218632) as a Wholtime Director of the Company for a period of 3 (three) years

Votes in favour of the resolution		Votes against the resolution		Invalid Votes
No. of valid votes (i)	As a % of total number of valid votes (in favour and Against) (ii=i/(i+iii)100)	No. of valid votes (iii)	As a % of total number of valid votes (in favour and Against) (iv=iii/(i+iii)100)	Nos. (v)
166598350	99.9991%	1581	0.0009%	0

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## JIGAR VYAS & ASSOCIATES

Company Secretaries



JIGAR VYAS F.C.S., B.Com

**Note:** (i) Votes cast in favour or against has been considered on the basis of number of shares held as on the cut-off date reckoned for the purpose of postal ballot.

(ii) A vote cast in favour or against is calculated based on the valid votes cast through e-voting.

### Results:-

Based on the aforesaid results, we report that the **Special Resolution** as set out in **Item No.2** of the Postal Ballot Notice dated 6th January, 2022 has been passed with requisite majority by the Members of the Company as specified under the Companies Act, 2013.

**Special Resolution** - Approval for Sale / transfer of Assets of Jolwa Division of the Company on a going concern basis

Votes in favour of the resolution		Votes against the resolution		Invalid Votes
No. of valid votes (i)	As a % of total number of valid votes (in favour and Against) (ii=i/(i+iii)100)	No. of valid votes (iii)	As a % of total number of valid votes (in favour and Against) (iv=iii/(i+iii)100)	Nos. (v)
166595543	99.9983%	2889	0.0017%	0

**Note:** (i) Votes cast in favour or against has been considered on the basis of number of shares held as on the cut-off date reckoned for the purpose of postal ballot.

(ii) A vote cast in favour or against is calculated based on the valid votes cast through e-voting.



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## JIGAR VYAS & ASSOCIATES

Company Secretaries



JIGAR VYAS FCS, B.Com.

### Results:-

Based on the aforesaid results, we report that the **Special Resolution** as set out in **Item No.3** of the Postal Ballot Notice dated 6th January, 2022 has been passed with requisite majority by the Members of the Company as specified under the Companies Act, 2013.

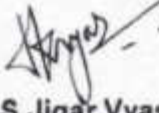
I further report that as per the Notice and the Board Resolution dated 6<sup>th</sup> January, 2022, Mr. Yogesh C.Papaiya Whole time director or Mr. Chinmay M. Methiwala, Company Secretary, may declare, confirm and countersign this report and the above results of voting by postal ballot in respect of the Resolutions referred, on or before 14<sup>th</sup> February, 2022.

The electronic data and all other relevant records relating to remote e-voting are under my safe custody and will be handed over to Mr. Chinmay M. Methiwala Company Secretary and Compliance Officer, for preserving safely after the Chairman considers, approves and signs the minutes of the Postal Ballot.

Thanking you,

Yours faithfully,

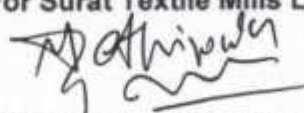
For Jigar Vyas & Associates  
Company Secretaries

  
CS Jigar Vyas  
Proprietor  
FCS No. 8019, CP No. 14468



Place: Surat  
Date: 14<sup>th</sup> February, 2022  
UDIN: F008019C002578152

Counter signed by:  
For Surat Textile Mills Limited

  
Chinmay M. Methiwala  
Company Secretary and  
Compliance Officer

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