

SPENTEX INDUSTRIES LIMITED

Manufacturer of Yarns



September 27, 2017

BSE Limited

Corporate Relationship Deptt.
1st Floor, New Trading Ring, Rotunda Bldg.
P J Towers, Dalal Street
Mumbai 400 001

Stock Code. **521082**

National Stock Exchange Of India Ltd.

Exchange Plaza
Bandra Kurla Complex
Bandra (E), Mumbai-400051

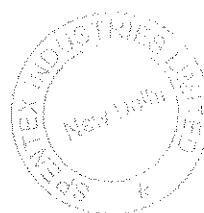
Stock Code: **SPENTEX**

Dear Sir,

Sub : Disclosure of voting results at 25th Annual General Meeting held on 25th September, 2017 under Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Please find enclosed herewith voting results for the resolutions passed at the 25th Annual General Meeting of the members of the Company held on 25th September, 2017 in compliance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Combined Scrutinizer's Report for remote e-voting and polling at AGM.

Date of AGM	25 th September, 2017
Total number of shareholders on record date	36,529
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	3
Public:	42
No. of shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	Nil
Public:	Nil



Resolution No. 1			Adoption of Audited Financial Statements (including consolidated financial statements) of the Company for the financial year ended 31st March, 2017 including Balance Sheet as at 31st March, 2017, Statement of Profit & Loss for the financial year ended on that date and the Reports of the Board of Directors' and Auditors' thereon.					
Resolution required: (Ordinary/ Special)			Ordinary					
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 in against	% of votes in favour on votes polled	% of votes against valid votes polled
		-1	-2	$(3)=(2)/(1)*100$	-4	-5	$(6)=(4)/(2)*100$	$(7)=(5)/(2)*100$
Promoters and Promoter Group	e-voting	37797226	22835321	60.42	22835321	0	100.00	0.00
	Poll		14961905	39.58	14961905	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		37797226	100.00	37797226	0	100.00	0.00
Public Institutional	e-voting	26065	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
	Total		0	0.00	0	0	0.00	0.00
Public-Others	e-voting	51948744	1953	0.00	1753	200	89.76	10.24
	Poll		415707	0.80	415707	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		417660	0.80	417460	200	99.95	0.05
Total		89772035	38214886	42.57	38214686	200	100.00	0.00

Resolution No.2			Appointment of Director in place of Mr. Kapil Choudhary (DIN 00051580), who retires by rotation and being eligible, offers himself for re-appointment.					
Resolution required: (Ordinary/ Special)			Ordinary					
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 in against	% of votes in favour on votes polled	% of votes against valid votes polled
		-1	-2	$(3)=(2)/(1)*100$	-4	-5	$(6)=(4)/(2)*100$	$(7)=(5)/(2)*100$
Promoters and Promoter Group	e-voting	37797226	22835321	60.42	22835321	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
	Total		22835321	60.42	22835321	0	100.00	0.00
Public Institutional	e-voting	26065	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00



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	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public-Others	e-voting	51948744	1953	0.00	1753	200	89.76	10.24
	Poll		415707	0.80	415707	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		417660	0.80	417460	200	99.95	0.05
Total		89772035	23252981	25.90	23252781	200	100.00	0.00

*Mr. Ajay Kumar Choudhary, Mr. Mukund Choudhary and Mr. Kapil Choudhary holding 44,60,292, 52,73,083 and 52,28,530 equity shares respectively voted in favour of resolution no 2 but their votes are not counted as they are interested in the resolution.

Resolution No.3			Appointment of Statutory Auditors of the Company and fixation of their remuneration.					
Resolution required: (Ordinary/ Special)			Ordinary					
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 in against	% of votes in favour on votes polled	% of votes against valid votes polled
		-1	-2	(3)=(2)/(1)*100	-4	-5	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	e-voting	37797226	22835321	60.42	22835321	0	100.00	0.00
	Poll		14961905	39.58	14961905	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		37797226	100.00	37797226	0	100.00	0.00
Public Institutional	e-voting	26065	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
	Total		0	0.00	0	0	0.00	0.00
Public-Others	e-voting	51948744	1953	0.00	1753	200	89.76	10.24
	Poll		415707	0.80	415707	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		417660	0.80	417460	200	99.95	0.05
Total		89772035	38214886	42.57	38214686	200	100.00	0.00

Resolution No.4			Ratification of remuneration payable to Cost Auditor of the Company to conduct/maintain Cost Records for the financial year 2017-2018.					
Resolution required: (Ordinary/ Special)			Ordinary					
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 in against	% of votes in favour on votes polled	% of votes against valid votes polled



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		-1	-2	(3)=(2)/(1)*100	-4	-5	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	e-voting	37797226	22835321	60.42	22835321	0	100.00	0.00
	Poll		14961905	39.58	14961905	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		37797226	100.00	37797226	0	100.00	0.00
Public Institutional	e-voting	26065	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
	Total		0	0.00	0	0	0.00	0.00
Public-Others	e-voting	51948744	1953	0.00	1753	200	89.76	10.24
	Poll		415707	0.80	415707	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		417660	0.80	417460	200	99.95	0.05
Total		89772035	38214886	42.57	38214686	200	100.00	0.00

Resolution No.5			Re-appointment of Mr. Ajay Kumar Choudhary (DIN00051629) as Chairman of the Company for a period of three years as well as fixation of remuneration payable to him.					
Resolution required: (Ordinary/ Special)			Special					
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 valid votes polled
		-1	-2	(3)=(2)/(1)*100	-4	-5	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	e-voting	37797226	22835321	60.42	22835321	0	100.00	0.00
	Poll			0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		22835321	60.42	22835321	0	100.00	0.00
Public Institutional	e-voting	26065	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
	Total		0	0.00	0	0	0.00	0.00
Public-Others	e-voting	51948744	1953	0.00	1753	200	89.76	10.24
	Poll		415707	0.80	415707	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		417660	0.80	417460	200	99.95	0.05
Total		89772035	23252981	25.90	23252781	200	100.00	0.00



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*Mr. Ajay Kumar Choudhary, Mr. Mukund Choudhary and Mr. Kapil Choudhary holding 44,60,292, 52,73,083 and 52,28,530 equity shares respectively voted in favour of resolution no 5 but their votes are not counted as they are interested in the resolution.

We hope that you will find the above in order and request to take the same on record.

Thanking you,

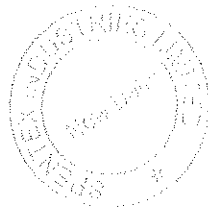
Yours truly,

For SPENTEX INDUSTRIES LIMITED



PRAKASH CHANDRA THAKUR
COMPANY SECRETARY

Encl: Scrutinizer's Report (Combined)





Scrutinizer's Report-Combined

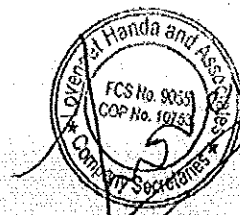
{Pursuant to Section 108 & 109 of the Companies Act, 2013
read with Rule 20 (4) (xii) & 21 of the Companies (Management and Administration) Rules, 2014 as
amended}

To,
The Chairman of
25th Annual General Meeting of equity shareholders of
M/s Spentex Industries Limited
held on 25th September, 2017 at 10:30 A.M at .
Bipin Chandra Pal Memorial Bhavan, A-81, Chittaranjan Park, New Delhi-110019

Sub: Consolidated Report on Remote E-voting and Poll on the agenda items transacted at the 25th Annual General Meeting (AGM) of the company held on Monday, September 25, 2017 at 10:30 A.M at Bipin Chandra Pal Memorial Bhavan, A-81, Chittaranjan Park, New Delhi 110019.

Dear Sir,

1. I, Loveneet Handa, a Company Secretary in Practice (FCS: 9055, CP No: 10753), proprietor of Loveneet Handa & Associates, having office at A-41, Office No -2, First Floor, Main Market, Madhu Vihar, Delhi-110092 have been appointed as a scrutinizer by
 - (i) The Board of Directors of M/s Spentex Industries Limited ("the Company") for the purpose of scrutinizing the Remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the Act, 2013) read with the Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 as amended (Rules) and;
 - (ii) The Chairman of the 25th Annual General Meeting (AGM) on poll under the provisions of Section 109 of the Act, 2013 read with Rule 21 of the Rules, on the resolution contained in the notice to the 25th Annual General Meeting (AGM) of the members of the Company, held on the Monday, September 25, 2017 at 10:30 A.M at Bipin Chandra Pal Memorial Bhavan, A-81, Chittaranjan Park, New Delhi 110019.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and poll on the resolutions contained in the Notice to the 25th Annual General meeting (AGM) of the members of the Company. My responsibility as a scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated in the notice, based on the reports generated from the remote e-voting system provided by CDSL, the authorized agency engaged by the Company to provide remote e-voting facilities for e-voting and the report prepared on the basis of votes cast through poll at AGM.



3. I submit my report as under:

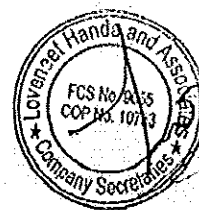
- a) The Company had engaged the services of Central Depository Services (India) Limited (CDSL) as the Agency for providing the remote e-voting platform.
- b) The voting period for remote e-voting commenced on Thursday, September 21, 2017 (9:00 A.M.) and ended on Sunday, September 24, 2017 (5:00 P.M.). The votes received electronically from the shareholders till September 24, 2017 up to 5:00 P.M. being last date and time fixed by the company for remote e-voting was considered for my scrutiny.
- c) The shareholders of the Company holding equity shares as on Monday, 18th September, 2017 being the "cut-off" date were entitled to vote (through remote e-voting/polling paper) on the resolutions as mentioned in the notice convening the 25th Annual General Meeting of the Company.
- d) Further, the Chairman announced poll at the AGM for the shareholders/proxies who have attended the meeting and have not cast their vote by remote e-voting.
- e) After the time fixed for closing of the poll by the Chairman, 1(one) ballot box kept for polling was locked in my presence with due identification marks placed by me.
- f) The Votes cast through remote e-voting were unblocked and locked ballot box was unlocked at New Delhi on Monday, September 25, 2017 after the completion of voting at the Annual General Meeting in the presence of CS Kapil Singh Dangi, and CS Ritu Rana who are not in the employment of the Company. They have signed below as witness to the unblocking of votes and unlocking of ballot box.

Kapil
Name: Kapil Singh Dangi

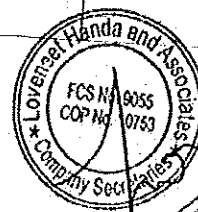
Ritu
Name: Ritu Rana

- g) The votes received through remote e-voting and polling papers were diligently scrutinized and reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the Authorizations / proxies lodged with the Company.
- h) No invalid polling paper was received.
- i) I have monitored the process of electronic voting through the scrutinizer's secured link provided by the CDSL on the designated website.
- j) Particulars of all votes received have been entered in a register separately maintained for the purpose.
- k) Thereafter, the detail containing , inter alia, list of Equity shareholder, who voted "for" and "Against" each of the resolutions that were put to vote were generated from the e-voting website of CDSL i.e.: www.evotingindia.com.
- l) 22 members holding 2,28,37,274 equity shares had cast their votes through Remote e-voting and 45 members holding 1,53,77,612 equity shares had cast their votes through poll conducted at the AGM.

As required by management I submit herewith my combined report on the results of e-voting together with that of poll as under:-



Sl. No.	Particulars	Ordinary/Special Resolution	Voting	No. of Shareholder s voted	Votes in favour		Votes Against		No. of Invalid votes
					No. of Shares	% of total valid votes	No. of Shares	% of total valid votes	
1.	Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2017 including Balance Sheet of the Company as at 31st March, 2017, Statement of Profit & Loss for the year ended on that date and the Reports of the Board and Auditors thereon.	Ordinary Resolution	Remote E-voting	22	2,28,37,074	100.00	200	0.00	0
			Poll	45	1,53,77,612	100.00	0	0.00	0
			Total	67	3,82,14,686	100.00	200	0.00	0
2.	Appointment of Director in place of Mr. Kapil Choudhary (DIN 00051580)), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution	Remote E-voting	22	2,28,37,074	100.00	200	0.00	0
			Poll*	42	4,15,707	100.00	0	0.00	0
			Total	64	2,32,52,781	100.00	200	0.00	0
3.	Appointment of M/s R N Marwah & Co. LLP, Chartered Accountants (Firm Registration No. 001211N/N500019) as Statutory Auditors of the Company in place of retiring Statutory Auditors for a period of three years and fixation of their remuneration.	Ordinary Resolution	Remote E-voting	22	2,28,37,074	100.00	200	0.00	0
			Poll	45	1,53,77,612	100.00	0	0.00	0
			Total	67	3,82,14,686	100.00	200	0.00	0
4.	Ratification of remuneration	Ordinary Resolution	Remote E-voting	22	2,28,37,074	100.00	200	0.00	0



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	payable to Cost Auditor of the Company to conduct/maintain Cost Records for the financial year 2017-2018.		Poll	45	1,53,77,612	100.00	0	0.00	0
			Total	67	3,82,14,686	100.00	200	0.00	0
5.	Re-appointment of Mr. Ajay Kumar Choudhary (DIN 00051629) as Chairman of the Company and Fixation of his remuneration.	Special Resolution	Remote E-voting	22	2,28,37,074	100.00	200	0.00	0
			Poll*	42	4,15,707	100.00	0	0.00	0
			Total	64	2,32,52,781	100.00	200	0.00	0

4. The polling papers and all other relevant records were sealed and handled over to the Company Secretary for safe keeping.

***Note:**

1. *Mr. Ajay Kumar Choudhary, Mr. Mukund Choudhary and Mr. Kapil Choudhary holding 44,60,292, 52,73,083 and 52,28,530 equity shares respectively voted in favour of resolution no 2 & 5 but their votes are not counted as they are interested in the said resolutions.

Thanking You.

Yours faithfully

For LOVENEET HANDA & ASSOCIATES
COMPANY SECRETARIES

(LOVENEET HANDA)
MEMBERSHIP NO. 9055
CP. NO.: 10753

PLACE: DELHI
DATE: SEPTEMBER 26, 2017