

# AMBIKA COTTON MILLS LIMITED

Registered Office : No. 9A, Valluvar Street, Sivanandha Colony, Coimbatore - 641 012.

Ph. : +91 422 2491504, Fax : +91 422 2499623

CIN No. : L17115TZ1988PLC002269

Website : www.acmills.in, Email - ID : ambika@acmills.in

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## NOTICE OF THE MEETING

Notice is hereby given that the Thirty First Annual General Meeting of the Company will be held on Friday, the 27<sup>th</sup> September 2019 at 12.00 Noon at The Residency, Avinashi Road Coimbatore - 641018 to transact the following business :-

### A. ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March 2019 including the Audited Balance Sheet as at March 31, 2019, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and Reports of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs.BHAVYA CHANDRAN (DIN 02080649) who retires by rotation and being eligible offers herself for re-appointment.
3. To declare a Final Dividend of Rs.30 per equity share for the Financial year 2018-19.

### B. SPECIAL BUSINESS

#### 4. Re-appointment of Sri. K.N Sreedharanas an Independent Director

To consider and if deemed fit, to pass with or without modification(s), the following resolution as a SPECIAL RESOLUTION:

RESOLVED that pursuant to Section 149 and read with Section 150, 152 and schedule IV and other applicable provisions of the Companies Act, 2013, the Rules thereunder (including any statutory modification(s) of re-enactment(s) thereof for the time being in force) and in terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and the Articles of Association of the Company, Sri. K.N Sreedharan(holding DIN 00321585), Director, who holds office up to the date of this Annual General Meeting, be and is hereby reappointed as Independent Director of the Company, not liable to retire by rotation, for a term of five years i.e. from the date of the 31st Annual General Meeting (2019) till the date of the 36th Annual General Meeting (2024) of the Company [both dates inclusive].

#### 5. Re-appointment of Dr.K.Venkatachalam as an Independent Director

To consider and if deemed fit, to pass with or without modification(s), the following resolution as a SPECIAL RESOLUTION:

RESOLVED that pursuant to Section 149 and read with Section 150, 152 and schedule IV and other applicable provisions of the Companies Act, 2013, the Rules thereunder (including any statutory modification(s) of re-enactment(s) thereof for the time being in force) and in terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and the Articles of Association of the Company, Dr.K.Venkatachalam(holding DIN 01062171), Director, who holds office up to the date of this Annual General Meeting, be and is hereby reappointed as Independent Director of the Company, not liable to retire by rotation, for a term of five years i.e. from the date of the 31st Annual General Meeting (2019) till the date of the 36th Annual General Meeting (2024) of the Company [both dates inclusive].

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**6. To ratify/confirm the Remuneration of the Cost Auditors for the Financial year 2019-20.**

**To consider and if thought fit, to pass the following resolution with or without modification(s) as an Ordinary Resolution.**

RESOLVED THAT pursuant to the provisions of Section 148(3) and all other applicable provisions of the Companies Act, 2013 and Rules made there under, the remuneration payable to the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2020, as set out in the Explanatory Statement annexed to the Notice convening this Meeting be and is hereby ratified and confirmed".

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By Order of the Board,

Sd/-

**(P.V CHANDRAN)**

Chairman and Managing Director

DIN: 00628479

Date : **10.08.2019**

Place : Coimbatore

### Notes :

- A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
- A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING 50 (FIFTY) AND HOLDING IN THE AGGREGATE NOT MORE THAN 10 (TEN) PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN 10 (TEN) PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR SHARE HOLDER. THE INSTRUMENT APPOINTING THE PROXY IN ORDER TO BE EFFECTIVE, SHALL BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED AND SIGNED, NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY IS SENT HERewith. PROXIES SUBMITTED ON BEHALF OF THE COMPANY, SOCIETIES, ETC., MUST BE SUPPORTED BY AN APPROPRIATE SOLUTION / AUTHORITY, AS APPLICABLE.
- Members/Proxies should bring duly filled Attendance Slips sent herewith to attend the meeting.
- The Annual Report of the Company and other documents proposed to be sent through e-mail would also be made available on the Company's website at [www.acmills.in](http://www.acmills.in)
- Register of Directors and key managerial personnel and their shareholding maintained under section 170 of the companies Act, 2013 will be available for inspection by the members at the meeting.
- The Register of Members of the Company will remain closed from **Saturday 21<sup>st</sup> September 2019 to Friday 27<sup>th</sup> September 2019** (Both the days inclusive).
- Dividend when approved will be paid to such of the members whose names appear in the Register of the Members of the Company as on 20th September, 2019. In respect of shares held in dematerialized form, the dividend will be paid on the

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basis of beneficial ownership as per the details furnished by the Depositories for this purpose at the end of business hours on 20th September, 2019.

8. Pursuant to the provisions of Section 72 of the Companies Act, 2013, shareholders are entitled to make nomination in respect of shares held by them in physical form. Shareholders desirous of making nominations are requested to send their requests in Form 2B (which will be made available on request) to the Registrar and Share Transfer Agents.
9. As per SEBI Circular .SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 Shareholders are advised to furnish to the Registrar & Share Transfer Agents, S.K.D.C. Consultants Ltd (i) Self attested copy of PAN card (s) of sole /joint holder(s) of shares (ii) Bank details form along with original cancelled cheque leaf with the name of the sole/ first holder printed on cheque leaf or copy of Bank passbook attested by your Bank Manager, in case not furnished earlier.
10. As per amendment to SEBI (LODR) Regulation ,2015 with effect from 05.12.2018 transfer of shares in physical mode will not be processed and hence Shareholders are advised to demat their shares.
11. As per the Circular No. MRD / DoP / Cir-05/2009 Dt. May 20, 2009 issued by the Securities Exchange Board of India (SEBI), it is mandatory to quote PAN for transfer/transmission of shares in physical form. Therefore the transferee(s)/ legal heirs are requested to furnish a copy of their PAN to the Registrar and Share Transfer Agents.
12. Payment of dividend through ECS: We recommend to our valued shareholders to make use of Electronic Clearing Services (ECS) / National Electronic Clearing Services (NECS Scheme) of Reserve Bank of India (RBI) for dividend payment. A shareholder availing this Scheme can receive dividend directly into his bank account and avoid hassles relating to handling of physical warrants besides elimination of risk of loss in postal transit/fraudulent encashment of warrants. In view of the conveniences which ECS/NECS offer, we request you to register the same by sending a duly signed request letter along with a cancelled cheque to our Registered Office/ Registrar & Share Transfer Agents Limited for shares held in physical form. In case shares are held in electronic form, the same may be registered with your Depository Participant (DP).
13. Members must quote their Folio Number/ Demat Account number and contact details such as email address, contact number etc in all correspondence with the Company/Registrar and Share Transfer Agents.
14. Members are requested to address all correspondences, including dividend matters to the Registrar & Share Transfer Agents, S.K.D.C. Consultants Ltd, Kanapathy Towers, 3rd Floor, 1391/A-1, Sathy Road, Ganapathy, Coimbatore - 641 006. Phone: +91 422 4958995, 2539835-836, Fax: +91 422 2539837 Email ID : info@skdc-consultants.com Website :www.skdc-consultants.com.
15. Shareholders who have not yet en-cashed their dividend warrants for the years FY 2011-12(Final) - FY 2017-18 (Final) may approach the Company for Revalidation, issue of duplicate warrants etc quoting the Folio Number/Client ID.
16. Pursuant to the provisions of Section 124(5) of the Companies Act, 2013 as amended, dividend for the Financial year 2011-2012(Final) and thereafter unpaid/unclaimed for a period of 7 (Seven) years will be transferred to the Investor Education and Protection Fund (the Fund) constituted by the Central Government under Section 125 of the Companies Act, 2013. Unpaid /Unclaimed Equity Dividend Final for the financial year 2011-2012, in respect of which dividend was declared on 28.09.2012 will fall due for transfer to the said Fund on 4th November 2019. As regards Unclaimed Dividend for the Financial years upto 2011-2012 (Interim) the same have already been transferred to the said Fund. It may kindly be noted that once the unpaid/unclaimed dividend is transferred to the above said Fund, the claim shall lie with the said IEPF. Further the Unpaid dividend details for FY 2011-12(Final) to FY 2017-18 (Final) are made available on the website of the Company.
17. Transfer of Unclaimed shares to IEPF A/c : The Company has transferred 10281 equity shares of Rs.10 each to IEPF Authority in respect of which the dividend remained unclaimed for a consecutive period of 7 years or more in terms of the provisions of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 notified by the Ministry of Corporate Affairs effective September 7, 2016.

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18. The details pertaining to Directors proposed to be appointed / reappointment, to be provided in terms of Regulation 36 of the SEBI (LODR) Regulations, 2015 is furnished in the annexure.
19. Members seeking any information relating to the accounts may write to the Company at No.9A, Valluvar Street, Sivanandha Colony, Coimbatore - 641012, Phone -0422-2491504 email-Id : ambika@acmills.in at least seven days before the date of the Annual General Meeting.
20. All documents referred to in the Notice shall be open for inspection at the Registered Office of the Company during business hours between 11.00 a.m. and 1.00 p.m on all days except on holidays up to and including the date of the Annual General Meeting of the Company.
21. The routemap of the venue of the Meeting is given in the Attendance Slip.

### STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act")

#### ITEM NO. 4 - RE-APPOINTMENT OF SRI. K.N SREEDHARAN AS AN INDEPENDENT DIRECTOR

Re-appointment Sri. K.N. Sreedharan as a Non- executive Independent Director.

Sri. K.N. Sreedharan, was appointed as a Non-executive Independent Director by the members at the 26th Annual General Meeting of the Company held on 24.09.2014 to hold office for a period of five consecutive years until 31st Annual General Meeting of the Company.

In the opinion of the Board Sri. K.N. Sreedharan fulfils the conditions specified in the Companies Act 2013 and the rules made thereunder for his appointment as an Independent Director of the Company.

The Securities and exchange Board of India (SEBI) vide notification dated 9th May 2018 has inserted a new regulation 17(1A) in SEBI ( Listing Obligations and Disclosure Requirements) Regulation, 2015. The new regulation has come into effect from 1st April 2019 (effective date)

The said regulation states that "no listed entity shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of seventy five years unless a special resolution is passed to that effect, in which case the explanatory statement annexed to the notice for such motion shall indicate the justification for appointing such a person".

The members have passed a Special Resolution at the 30th Annual General Meeting held on 27th September 2018, for continuation of Directorship of Sri. K.N. Sreedharan as a Non-executive Director.

Sri.K.N.Sreedharan is a senior practising Chartered Accountant based at Coimbatore and handling various corporate related matters and he is in the Board since October,1994. His widespread knowledge in the Corporate field would be most useful in the management of affairs of the Company and hence the special resolution for his reappointment to hold office as independent director of the Company till the end of 36th Annual General Meeting(2024).

Sri.K.N.Sreedharan is the Chairman of Audit Committee and member of Nomination & Remuneration Committee.

Details of other Directorships and memberships Committees held by Sri.K.N.Sreedharan are as follows :

Director	Committee Membership
Jagannath Textile Company Limited	Chairman of Audit Committee

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Sri.K.N.Sreedharan does not hold any equity shares of the Company.

Sri.K.N.Sreedharan is not related to the other Directors and Key Managerial Personnel of the Company, and their relatives. Except Sri.K.N. Sreedharan, none of the Directors and Key Managerial Personnel, and their relatives, is concerned or interested, financially or otherwise, in the Resolution relating to his appointment.

The Nomination and Remuneration Committee and the Board of Directors have recommended for the reappointment of the Directorship of Sri.K.N. Sreedharan till the conclusion of 36th Annual General Meeting(2024)

### ITEM NO. 5 - RE-APPOINTMENT OF DR. K.VENKATACHALAM AS AN INDEPENDENT DIRECTOR

Re-appointment Dr.K.Venkatachalam as a Non- executive Independent Director.

Dr.K.Venkatachalam, was appointed as a Non-executive Independent Director by the members at the 26th Annual General Meeting of the Company held on 24.09.2014 to hold office for a period of five consecutive years until 31st Annual General Meeting of the Company.

In the opinion of the Board Dr.K.Venkatachalam fulfils the conditions specified in the Companies Act 2013 and the rules made thereunder for his appointment as an Independent Director of the Company.

Dr.K.Venkatachalam holds Master Degree in Sociology and Post-Graduation Diploma in Labour and Administrative Law and an expert in the field of Industrial Management and Labour related matters. The Cotton Textile Industry being labour intensive, his guidance in the labour related matters would be of much value in the maintenance of cordial labour relationship.

Dr.K.Venkatachalam is the Chairman of Nomination & Remuneration Committee and Stakeholder relationship committee and member of Audit Committee & Corporate Social Responsibility Committee.

Details of other Directorships and memberships Committees held by Dr.K.Venkatachalam are as follows :

Director	Committee Membership
1. Naga Limited	Chairman of CSR Committee and Member Audit Committee
2. Tamil Nadu Electricity Consumers' Association	

Dr. K. Venkatachalam holds 100 equity shares of the Company.

Dr. K. Venkatachalam is not related to the other Directors and Key Managerial Personnel of the Company, and their relatives. Except Dr. K. Venkatachalam, none of the Directors and Key Managerial Personnel, and their relatives, is concerned or interested, financially or otherwise, in the Resolution relating to his appointment.

The Nomination and Remuneration Committee and the Board of Directors have recommended for the reappointment of the Directorship of Dr. K. Venkatachalam till the conclusion of 36th Annual General Meeting (2024)

### ITEM No. 6 - REMUNERATION FOR COST AUDITOR

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of the Cost Auditor to conduct the audit of the cost records of the Company for the Financial Year ending 31st March, 2020 on remuneration as set out in the table below:

Cost Auditor	Product	Audit Fees Rs.
M/s. Sakthivel & Co, Tirupur	Textiles	Rs.75,000/-

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In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the Members of the Company. Accordingly, consent of the Members is sought to ratify the remuneration payable to the Cost Auditors.

Your Directors recommend the resolution for your approval.

None of the Directors, Key Managerial Persons of the Company and their relatives is/are concerned or interested in the resolution.

### ANNEXURE TO ITEM NO:2 OF THE NOTICE DATED 10TH AUGUST, 2019

**Additional information on Directors recommended for re-appointment pursuant to Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.**

#### Brief - ITEM NO. 2

Name of Director	Mrs. Bhavya Chandran (DIN : 02080649)
Brief Resume	Mrs. Bhavya Chandran holds Master Degree in Business Administration(Finance) and holds directorship in the company since January 2008.
Relationship between Director Inter se	Related to Sri. P.V. Chandran, Chairman and Managing Director of the Company & Vidya Jyothish Pillai , Director of the Company.
List of Directorship and Membership of Committees of the Board in other listed entities	Nil
No. of Shares held in the Company	Nil

For and on behalf of the Board of Directors,

Sd/-

**(P.V CHANDRAN)**

Chairman and Managing Director

DIN : 00628479

Date : 10.08.2019

Place : Coimbatore

### VOTING THROUGH ELECTRONIC MEANS

Pursuant to the of Section 108 of the Companies Act,2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 (including any statutory modification(s), clarifications, exemptions or re-enactments thereof for the time being in force), Regulation 44 of the Listing Regulations and Secretarial Standard on General Meetings (SS - 2), the Company is providing to its Members with the facility to cast their vote electronically from a place other than venue of theAGM("remote e-voting") using an electronic voting system provided by CDSL as an alternative, for all members of the Company to enable them to cast their votes electronically, on all the business items set forth in the Notice of AGM and the business may be transacted through such remote e-voting. The instructions to e-voting explain the process and manner for generating/ receiving the password, and for casting of vote(s) in a secure manner. However, the Members are requested to take note of the following items:

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- a. The remote e-voting period will commence on Tuesday, September 24, 2019 at 9.00 AM and ends on Thursday, September 26, 2019 at 5.00 PM. During this period Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Friday, September 20, 2019, may cast their votes through remote e-voting.

The remote e-voting module shall be disabled by CDSL for voting after 5.00 P.M on Thursday September 26, 2019 and remote e-voting shall not be allowed beyond the said time.

- b. The voting rights of the Members shall be in proportion to their shares in the paid-up share capital of the Company as on the cut-off date, being Friday, September 20, 2019.
- c. Once the vote on a resolution is cast by a Member through remote e-voting, he/she/it shall not be allowed to change it subsequently.
- d. Any person, who acquires shares of the Company and becomes Member of the Company after dispatch of AGM Notice and holding shares as of the cut-off date, i.e. Friday, September 20, 2019 may refer to this Notice of the AGM of the Company, posted on Company's website [www.acmills.in](http://www.acmills.in) for detailed procedure with regard to remote e-voting. Any person, who ceases to be the member of the Company as on the cut-off date and is in receipt of this Notice, shall treat this Notice for information purpose only.
- e. In terms of provisions of Section 107 of the Companies Act, 2013, since the Company is providing the facility of remote e-voting to the Members, there shall be no voting by show of hands at the AGM. The Company is also offering facility for voting by way of polling papers at the AGM for the Members attending the meeting who have not cast their vote by remote e-voting.
- f. A Member may participate in the AGM even after exercising his right to vote through remote e-voting, but cannot vote again at the AGM.
- g. If a Member casts votes by both modes i.e. remote e-voting and polling papers at the AGM, then voting done through remote e-voting shall prevail and polling paper shall be treated as invalid.
- i. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- ii. Click on Shareholders.
- iii. Now Enter your User ID
- a. For CDSL: 16 digits beneficiary ID,
- b. For NSDL: 8 Character DPID followed by 8 Digits Client ID,
- c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- iv. Next enter the Image Verification as displayed and Click on Login.
- v. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- vi. If you are a first-time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<ul style="list-style-type: none"><li>Enter your 10digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</li></ul>



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	<ul style="list-style-type: none"><li>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li></ul>
	<ul style="list-style-type: none"><li>In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li></ul>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <p>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iii).</p>

- vii. After entering these details appropriately, click on "SUBMIT" tab.
- viii. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is also to be used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ix. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- x. Click on the EVSN relevant to Ambika Cotton Mills Limited.
- xi. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xiii. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xiv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xv. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- xvi. If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xvii. Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- xviii. Note for Non- Individual Shareholders and Custodians.
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI, etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.



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- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
  - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- xix. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) , under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)

### **Details of persons to be contacted for issues relating to e-voting :**

S.K.D.C. Consultants Ltd, Kanapathy Towers, 3rd Floor, 1391/A-1, Sathy Road, Ganapathy, Coimbatore - 641 006 Telephone +91 422 4958995, 2539835-836, Fax: +91 422 2539837 Email ID: [info@skdc-consultants.com](mailto:info@skdc-consultants.com) Website: [www.skdc-consultants.com](http://www.skdc-consultants.com)

Sri.B.Krishnamoorthi, FCA, Practising Chartered Accountant has been appointed as the scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall immediately after the conclusion of the voting at General meeting, first count the votes cast at the meeting, and thereafter unblock the votes in the presence of atleast two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, not later than 48 hours after the conclusion of the Meeting, to the Chairman of the meeting. The Chairman shall declare the results of the voting forthwith.

The resolution(s) will be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the resolutions. The results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.acmills.in](http://www.acmills.in) and on the website of CDSL, immediately, after the Chairman declares the result.

The Results declared along with the Scrutinizer's Report(s) will be available on the website of the Company [www.acmills.in](http://www.acmills.in) and Service Provider's website [www.evotingindia.com](http://www.evotingindia.com) and the communication will be sent to the BSE Limited and the National Stock Exchange of India Limited

# **AMBIKA COTTON MILLS LIMITED**

## **ANNUAL REPORT**

### **2018 - 2019**