

To  
The Secretary  
The Bombay Stock exchange limited,  
PhirozeJeeJeeBhai Towers,  
Dalalstreet,  
Mumbai – 400001.

Date: 01<sup>st</sup>October, 2017

Dear Sir

**Sub:**Submission of Proceedings of Annual General Meeting as required under SEBI (Listing Obligations and Disclosure Requirements) 2015

In respect to the above captioned subject, we would like to bring to your kind notice that the Annual General Meeting of the members of the Company was held on Friday the 29<sup>th</sup> day of September, 2017 and in that regard please find enclosed the Copy of Proceedings of Annual General Meeting as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) 2015 together with the voting results of the resolutions proposed and passed at the Annual General Meeting of the Company.

This is for your kind information and record.

Thanking You,

Yours Faithfully  
For **DHANALAXMI ROTO SPINNERS LIMITED**



**Managing Director**  
**RajkumarInani**  
**00885466**





## SUMMARY OF PROCEEDINGS OF THE 30<sup>TH</sup> ANNUAL GENERAL MEETING

The 30<sup>th</sup> Annual General Meeting (AGM) of the members of Dhanalaxmi Roto Spinners Limited ('The Company') was held on Friday, September 29, 2017 at 09:30 AM at Survey No.114 & 115, Station Road, Thimmapur, Mahbubnagar District, West Godavari, Telangana, 509325, India. Mr. Rajkumar Inani chaired the meeting. The Chairman introduced his colleagues on the dais. The requisite quorum being present, the chairman called the meeting to order. The chairman delivered his speech and informed the board that the company had provided the members the facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the end of the meeting. It was further informed that there would be no voting by show of hands.

The following items of business, as per the Notice of AGM dated August 31, 2017, were transacted at the meeting.

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2017 and the Profit and Loss Account for the year ended on that date, together with the Cash flow Statement and the reports of the Board of Directors and Auditors' thereof.
2. To Appoint a Director in place of Mr. Anirudh Inani, who retires by rotation and being eligible offers himself for re-appointment.
3. To consider and approve the appointment of Statutory Auditors of the company and to fix their remuneration.
4. To consider and approve change in remuneration of Mr. Rajkumar Inani, Managing Director of the Company.
5. To consider and approve change in terms of remuneration payable to Mr. Narayan Inani, Executive Director of the company.
6. To consider and approve change in terms of remuneration payable to Mr. Anirudh Inani, Whole Time Director of the company.

The Board of Directors appointed Mr. Shailesh Baheti, Partner, Baheti Gupta & Co., Company Secretaries as the scrutinizer to supervise the e-voting and poll process.

The chairman further informed that based on the Scrutinizers Report the voting results will be announced and informed accordingly.

This is for your information and records.

Thanking you,

Yours Faithfully,  
For Dhanalaxmi Roto Spinners Limited

  
Rajkumar Inani  
Managing Director  
(Din:00885466)





## VOTING RESULTS

Date of AGM	29/09/2017
Total number of shareholders as on record date	4051
<b>No. of shareholders present at the meeting either in person or through proxy:</b>	19
Promoters and Promoter Group	8
Public	11

- Adoption of the Audited Balance Sheet as at 31<sup>st</sup> March, 2017 and the Profit and Loss Account for the year ended on that date, together with the cash flow statement and report of the Board of Directors and Auditors' thereof

Resolution Required : (Ordinary / Special)			Ordinary Resolution					
Whether Promoter / Promoter group are interested in the resolution			No					
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of voters 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	1738676	---	-	-	-	-	-
	Poll		718128	41.30	718128	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>	<b>1738676</b>	<b>718128</b>	<b>41.30</b>	<b>718128</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	200	--	---	---	---	---	---
	Poll		---	---	---	---	---	---
	Postal	NA	NA	NA	NA	NA	NA	NA





	Ballot (if applicable)							
	TOTAL	200	--	---	---	---	---	---
Public Non Institutions	E-Voting	2161424	607	0.028	6	601	0.99	99.01
	Poll		391215	18.09	391215	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	TOTAL	2161424	391822	18.13	391221	601	99.85	0.15
TOTAL		3900300	1109950	28.46	1109349	601	99.95	0.05

2. To Appoint a Director in place of Mr. AnirudhInani, who retires by rotation and being eligible offers himself for re-appointment.

Resolution Required : (Ordinary / Special)			Ordinary Resolution					
Whether Promoter / Promoter group are interested in the resolution			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of voters 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	1738676	---	-	-	-	-	-
	Poll		718128	41.30	718128	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA





	<b>TOTAL</b>	<b>1738676</b>	<b>718128</b>	<b>41.30</b>	<b>718128</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Public Institution s</b>	<b>E-Voting</b>	200	--	---	---	---	---	---
	<b>Poll</b>		---	---	---	---	---	---
	<b>Postal Ballot (if applicabl e)</b>	NA	NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>	<b>200</b>	<b>--</b>	<b>---</b>	<b>---</b>	<b>---</b>	<b>---</b>	<b>---</b>
<b>Public Non Institution s</b>	<b>E-Voting</b>	2161424	607	0.028	6	601	0.99	99.01
	<b>Poll</b>		391215	18.09	391215	0	100	0
	<b>Postal Ballot (if applicabl e)</b>	NA	NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>	<b>2161424</b>	<b>391822</b>	<b>18.13</b>	<b>391221</b>	<b>601</b>	<b>99.85</b>	<b>0.15</b>
<b>TOTAL</b>		<b>3900300</b>	<b>1109950</b>	<b>28.46</b>	<b>1109349</b>	<b>601</b>	<b>99.95</b>	<b>0.05</b>

3. To appoint Statutory Auditors and to fix their remuneration.

Resolution Required : (Ordinary / Special)			Ordinary Resolution					
Whether Promoter / Promoter group are interested in the resolution			No					
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of voters 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
	E-Voting		---	-	-	-	-	-





Promoter and Promoter Group	Poll	1738676	718128	41.30	718128	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	TOTAL	1738676	718128	41.30	718128	0	100	0
Public Institutions	E-Voting	200	--	---	---	---	---	---
	Poll		---	---	---	---	---	---
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	TOTAL	200	--	---	---	---	---	---
Public Non Institutions	E-Voting	2161424	607	0.028	6	601	0.99	99.01
	Poll		391215	18.09	391215	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	TOTAL	2161424	391822	18.13	391221	601	99.85	0.15
TOTAL		3900300	1109950	28.46	1109349	601	99.95	0.05

4. To consider and approve change in remuneration of Mr. Rajkumar Inani, Managing Director of the Company.

Resolution Required : (Ordinary / Special)			Special Resolution					
Whether Promoter / Promoter group are interested in the resolution			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of voters polled on outstanding shares	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled	% of votes against on votes polled





				(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1738676	---	-	-	-	-	-
	Poll		718128	41.30	718128	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	TOTAL	1738676	718128	41.30	718128	0	100	0
Public Institutions	E-Voting	200	--	---	---	---	---	---
	Poll		---	---	---	---	---	---
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	TOTAL	200	--	---	---	---	---	---
Public Non Institutions	E-Voting	2161424	607	0.028	6	601	0.99	99.01
	Poll		391215	18.09	391215	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	TOTAL	2161424	391822	18.13	391221	601	99.85	0.15
TOTAL		3900300	1109950	28.46	1109349	601	99.95	0.05

5. To consider and approve change in terms of remuneration payable to Mr. Narayan Inani, Executive Director of the company.

Resolution Required : (Ordinary / Special)	Special Resolution
Whether Promoter / Promoter group are interested in the resolution	Yes





Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of voters 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	1738676	---	-	-	-	-	-
	Poll		718128	41.30	718128	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	TOTAL	1738676	718128	41.30	718128	0	100	0
Public Institutions	E-Voting	200	--	---	---	---	---	---
	Poll		---	---	---	---	---	---
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	TOTAL	200	--	---	---	---	---	---
Public Non Institutions	E-Voting	2161424	607	0.028	6	601	0.99	99.01
	Poll		391215	18.09	391215	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	TOTAL	2161424	391822	18.13	391221	601	99.85	0.15
TOTAL		3900300	1109950	28.46	1109349	601	99.95	0.05





6. To consider and approve change in terms of remuneration payable to Mr. Anirudh Inani, Whole Time Director of the company.

Resolution Required : (Ordinary / Special)			Special Resolution					
Whether Promoter / Promoter group are interested in the resolution			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of voters 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	1738676	---	-	-	-	-	-
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	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	TOTAL	1738676	718128	41.30	718128	0	100	0
Public Institutions	E-Voting	200	--	---	---	---	---	---
	Poll		---	---	---	---	---	---
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	TOTAL	200	--	---	---	---	---	---
Public Non Institutions	E-Voting	2161424	607	0.028	6	601	0.99	99.01
	Poll		391215	18.09	391215	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	TOTAL	2161424	391822	18.13	391221	601	99.85	0.15





TOTAL	3900300	1109950	28.46	110934 9	601	99.95	0.05
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For DHANALAXMI ROTO SPINNERS LIMITED



Managing Director  
Rajkumar Inani  
00885466

