

THE RAMARAJU SURGICAL COTTON MILLS LIMITED

Manufacturers of Antiseptic Dressings

F.No. MSEI /2019

August 14, 2019

Head-Listing,
Metropolitan Stock Exchange of India Limited,
Vibgyor Towers, 4th Floor,
Plot No. C-62, G-Block,
Opp. Trident Hotel,
Bandra Kurla Complex,
Bandra (E),
Mumbai – 400 098.
India

Symbol: RAMARAJU

Dear Sirs,

Sub: Compliance of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We wish to inform you that the Annual General Meeting of the Equity Shareholders of the Company was held on Wednesday, the 14th August 2019, at P.A.C.R. Centenary Community Hall, Sudarsan Gardens, P.A.C. Ramasamy Raja Salai, Rajapalayam- 626108, Tamil Nadu and all the resolutions transacted at the said meeting had been passed with requisite majority.

In compliance of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details regarding the voting results in the prescribed format are enclosed as per Annexure - A.

In compliance of Rule 20 of Companies (Management and Administration) Rules, 2014, the Scrutiniser's Report issued by Mr. R. Palaniappan, Chartered Accountant, Partner of M/s. N.A. Jayaraman & Co., Chartered Accountants, Scrutiniser is enclosed as Annexure B.

Thanking you,

Yours faithfully,

For THE RAMARAJU SURGICAL COTTON MILLS LIMITED,

A. Emarajan

**A. EMARAJAN
COMPANY SECRETARY**

Encl.: As above

 **surgi.com**

General information about company	
Scrip code	000000
NSE Symbol	
MSEI Symbol	RAMARAJU
ISIN	INE328E01027
Name of the company	THE RAMARAJU SURGICAL COTTON MILLS LIMITED
Type of meeting	AGM
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	14-08-2019
Start time of the meeting	09:30 AM
End time of the meeting	09:50 AM



Scrutinizer Details	
Name of the Scrutinizer	R. PALANIAPPAN
Firms Name	N.A. JAYARAMAN & CO
Qualification	CA
Membership Number	205112
Date of Board Meeting in which appointed	29-05-2018
Date of Issuance of Report to the company	14-08-2019



Voting results	
Record date	09-08-2019
Total number of shareholders on record date	1352
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	4
b) Public	16
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	6
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Financial Statements for the year ended 31st March 2019				
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	1672280	1672280	100	1672280	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1672280	1672280	100	1672280	0	100
Public- Institutions	E-Voting	200	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		200	0	0	0	0	0
Public- Non Institutions	E-Voting	2274080	371932	16.3553	341812	30120	91.9017	8.0983
	Poll		9130	0.4015	9130	0	100	0
	Postal Ballot (if applicable)							
	Total		2274080	381062	16.7568	350942	30120	92.0958
Total		3946560	2053342	52.0287	2023222	30120	98.5331	1.4669
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Appointment of Shri P.R. Venketrama Raja as Director, who retires by rotation				
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	1672280	1672280	100	1672280	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1672280	1672280	100	1672280	0	100
Public- Institutions	E-Voting	200	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		200	0	0	0	0	0
Public- Non Institutions	E-Voting	2274080	371932	16.3553	341812	30120	91.9017	8.0983
	Poll		9130	0.4015	9130	0	100	0
	Postal Ballot (if applicable)							
	Total		2274080	381062	16.7568	350942	30120	92.0958
Total		3946560	2053342	52.0287	2023222	30120	98.5331	1.4669
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(3)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			Appointment of Shri N.K. Shrikantan Raja as Director, who retires by rotation					
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	1672280	1672280	100	1672280	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1672280	1672280	100	1672280	0	100
Public- Institutions	E-Voting	200	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		200	0	0	0	0	0
Public- Non Institutions	E-Voting	2274080	371932	16.3553	341812	30120	91.9017	8.0983
	Poll		9130	0.4015	9130	0	100	0
	Postal Ballot (if applicable)							
	Total		2274080	381062	16.7568	350942	30120	92.0958
Total		3946560	2053342	52.0287	2023222	30120	98.5331	1.4669
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(4)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			Reappointment of Smt. Nalina Ramalakshmi as Managing Director					
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	1672280	1672280	100	1672280	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1672280	1672280	100	1672280	0	100
Public- Institutions	E-Voting	200	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		200	0	0	0	0	0
Public- Non Institutions	E-Voting	2274080	371932	16.3553	341812	30120	91.9017	8.0983
	Poll		9130	0.4015	9130	0	100	0
	Postal Ballot (if applicable)							
	Total		2274080	381062	16.7568	350942	30120	92.0958
Total		3946560	2053342	52.0287	2023222	30120	98.5331	1.4669
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Shri P.A. B. Raju as Independent Director				
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	1672280	1672280	100	1672280	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1672280	1672280	100	1672280	0	100
Public-Institutions	E-Voting	200	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		200	0	0	0	0	0
Public- Non Institutions	E-Voting	2274080	371932	16.3553	341812	30120	91.9017	8.0983
	Poll		9130	0.4015	9130	0	100	0
	Postal Ballot (if applicable)							
	Total		2274080	381062	16.7568	350942	30120	92.0958
Total		3946560	2053342	52.0287	2023222	30120	98.5331	1.4669
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	



Resolution(6)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Ratification of fee payable to Shri M. Kannan, Cost Accountant, appointed as Cost Auditor of the Company for the financial year 2019-20					
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	1672280	1672280	100	1672280	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1672280	1672280	100	1672280	0	100
Public- Institutions	E-Voting	200	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		200	0	0	0	0	0
Public- Non Institutions	E-Voting	2274080	371932	16.3553	341812	30120	91.9017	8.0983
	Poll		9130	0.4015	9130	0	100	0
	Postal Ballot (if applicable)							
	Total		2274080	381062	16.7568	350942	30120	92.0958
Total		3946560	2053342	52.0287	2023222	30120	98.5331	1.4669
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



R. PALANIAPPAN
CHARTERED ACCOUNTANT

No.9 Cedar Wood,
No.11, 4th Main Road,
Raja Annamalaipuram,
Chennai 600 028

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013, and Rule 20 of the Companies (Management and Administration) Rules, 2014]

The Chairman,
The Ramaraju Surgical Cotton Mills Limited
119, P.A.C. Ramasamy Raja Salai,
Rajapalayam - 626117

Dear Sir,

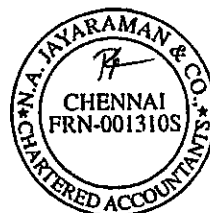
Sub: Remote E-voting and ballot process in respect of your Company's 79th Annual General Meeting (AGM) on 14th August 2019 - Consolidated Scrutinizer's report.

I have been appointed to act as the Scrutinizer for the remote e-voting and ballot process, in Connection with your Company's 79th AGM. I submit my report as under:

1. Since the Company's equity shares are listed on the Metropolitan Stock Exchange of India Limited, the Company has provided remote e-voting facility in terms of Section 108 of the Companies Act, 2013 (the Act), Rule 20 of the Companies (Management and Administration) Rules, 2014 (the Rules) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR), in respect of five (5) ordinary resolutions and one (1) special resolution to be considered at the 79th AGM.

2. The items of business set out in the notice convening the AGM and covered by the remote e-voting/ballot process were:

Item No.	Nature Of Business	Type of Resolution	Subject Matter
1	Ordinary	Ordinary	Adoption of Financial Statements for the year ended 31 st March 2019.
2	Ordinary	Ordinary	Re-appointment of Shri. P.R. Venketrama Raja, as a Director, liable to retire by rotation.
3	Ordinary	Ordinary	Re-appointment of Shri. N.K. Shrikantan Raja, as a Director, liable to retire by rotation.
4	Special	Ordinary	Re-appointment of Smt. Nalina Ramalakshmi as Managing Director.
5	Special	Special	Appointment of Shri P.A.B. Raju as Independent Director.
6	Special	Ordinary	Ratification of fee payable to Shri M. Kannan, Cost Accountant, appointed as Cost Auditor of the Company for the financial year 2019-20.



R. PALANIAPPAN
CHARTERED ACCOUNTANT

No.9 Cedar Wood,
No.11, 4th Main Road,
Raja Annamalaipuram,
Chennai 600 028

3. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and the continuation of the ballot process at the AGM on the resolutions contained in the notice of the AGM to the members of the Company. My responsibility is to conduct the ballot process at the AGM and scrutinize the remote e-voting process in a fair and transparent manner and make a consolidated Scrutinizer's report of the total votes cast in favour or against.

4. The Chairman announced that the ballot process be carried out at the AGM venue, to enable those members who were present in person or through proxy but had not voted through remote e-voting, to exercise their voting rights. I displayed to the members present an empty ballot box meant to be used for the ballot process and locked that. I also authenticated ballot papers in Form No. MGT-12 for use in the ballot process and had them distributed to the members at the AGM hall who wanted to vote.

5. Central Depository Services (India) Limited (CDSL), the recognized agency selected by your Company to provide a secure e-voting platform for the remote e-voting process, allotted E-Voting Serial Number (EVSN) 190809021 for the same.

6. The prescribed particulars with regard to the remote e-voting process were duly advertised on 22nd July, 2019 in Dinamani (Tamil - Madurai Edition) and on 22nd July, 2019 in Business Line (English - All Editions).

7. 9th August 2019 was fixed as the cut-off date for determining the eligibility to vote either through remote e-voting or through ballot process at the AGM venue.

8. on the completion of the voting through ballot process:

8.1. I opened the ballot box in the presence of two witnesses not in the employment of the Company.

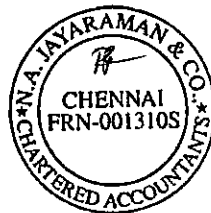
8.2. I also unblocked the votes cast through remote e-voting in the presence of two witnesses not in the employment of the Company.

8.3. I scrutinized the votes cast through remote e-voting and in the ballot process, and validated the same with the list of eligible members and their holding as on the cut-off date.

9. I have also verified and confirm that:

9.1. No voting rights had been exercised in respect of the equity shares lying in IEPF.

9.2. No member who had exercised their vote through remote e-voting facility, participated in the ballot process at the AGM.



R. PALANIAPPAN
CHARTERED ACCOUNTANT

No.9 Cedar Wood,
No.11, 4th Main Road,
Raja Annamalaipuram,
Chennai 600 028

10. I have recorded particulars of the votes cast through remote e-voting and in the ballot process in a separate register maintained by me in electronic form.

11. The combined results of voting through remote e-voting and ballots process at the AGM venue are as under:

Resolution No.	Total Valid Ballot / Votes		Valid Ballots / votes in favour of the resolution			Valid Ballots / votes against the resolution		
	Ballots	Votes Cast	Ballots	Votes Cast	% of Votes	Ballots	Votes Cast	% of Votes
1	53	20,53,342	52	20,23,222	98.53	1	30,120	1.47
2	53	20,53,342	52	20,23,222	98.53	1	30,120	1.47
3	53	20,53,342	52	20,23,222	98.53	1	30,120	1.47
4	53	20,53,342	52	20,23,222	98.53	1	30,120	1.47
5	53	20,53,342	52	20,23,222	98.53	1	30,120	1.47
6	53	20,53,342	52	20,23,222	98.53	1	30,120	1.47

12. All the five (5) ordinary resolutions and one (1) special resolution have the requisite majority on the date of the AGM, namely 14th August 2019.

R. Palaniappan
R. PALANIAPPAN
Chartered Accountant
Membership No. 205112
Scrutinizer for the AGM
UDIN: 19205112AAAAGH1125



Received
FOR THE RAMARAJU SURGICAL COTTON MILLS LTD

A. Emrajan
(A. EMRAJAN)
COMPANY SECRETARY.

Date: 14th August 2019
Place: Rajapalayam