

Subhash Silk Mills Ltd.

Regd. Office :G-15, Ground Floor, Prem Kutir, 177 Marine Drive, Mumbai 400020
Admin Office : 89, Gautam Complex, Sector 11, CBD Belapur, Navi Mumbai 400614
CIN : L17106MH1970PLC014868

(T) 022-40619000 (F) 022-22825309 (E)admin@subhashsilmills.com (W) www.subhashsilmills.com

Date : 01-October-2015

To,

Bombay Stock Exchange Ltd.

Phiroze Jeejeebhoy Towers,

Dalal Street, Mumbai- 400 001.

Dear Sir,

Sub: Voting Results pursuant to Clause 35A of the Listing Agreement

Pursuant to Clause 35A of the Listing Agreement , we submit the voting results of the 45th Annual General Meeting (AGM) of the Company held on Wednesday, 30th September, 2015 at 11.30 p.m. at Pravinchandra Gandhi Board Room, Indian Merchants Chamber, Churchgate, Mumbai 400020.

Kindly find the attached AGM report in the prescribed format.

You are requested to take this on record.

Yours Faithfully,
For **Subhash Silk Mills Ltd.**,



Dhiraj Mehra
Managing Director

Date of Annual General Meeting: 30th September, 2015.

Total number of shareholders on record date: 767

No. of Shareholders present in the meeting either in person or through proxy:

- | | |
|---------------------------------|----|
| 1. Promoter and Promoter group: | 2 |
| 2. Public: | 13 |

No. of shareholders attended the meeting through Video Conferencing

- | | |
|---------------------------------|------|
| 1. Promoter and Promoter group: | N.A. |
| 2. Public: | N.A. |

SUBHASH SILK MILLS LIMITED(CIN :L17106MH1970PLC014868)

Resolution No. 1: Ordinary: To adopt Financial Statements for the year ended 31st March, 2015 of the Company including Report of Board of Directors and Auditors.

	No. of shares held (1)	No. of votes polled (2)	% of Votes 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 /Public							
Mode of Voting: (E-voting and Poll)							
Promoter and Promoter Group	3042500	2325000	76.42	2325000	0	100.00	0.00
Public Institutional Holders	198500	0	0.00	0	0	0.00	0.00
Public-Others	999500	225000	22.51	225000	0	100.00	0.00
Total	4240500	2550000	60.13	2550000	0	100.00	0.00

Subhash Silk Mills Ltd.



Director

SUBHASH SILK MILLS LIMITED(CIN :L17106MH1970PLC014868)

Resolution 2: Ordinary: To appoint a director in place of Shri Dhiraj S. Mehra who retired by rotation and being eligible, seeks re-appointment.

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Mode of Voting: (E-voting and Poll)							
Promoter and Promoter Group	3042500	2325000	76.42	2325000	0	100.00	0.00
Public Institutional Holders	198500	0	0.00	0	0	0.00	0.00
Public-Others	999500	225000	22.51	225000	0	100.00	0.00
Total	4240500	2550000	60.13	2550000	0	100.00	0.00

Subhash Silk Mills Ltd



Director

SUBHASH SILK MILLS LIMITED(CIN :L17106MH1970PLC014868)							
Resolution 3: Ordinary: To Appoint M/s S.M. Kapoor & Co., Chartered Accountants, as Statutory Auditors of the Company and Fixing their remuneration							
Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Mode of Voting: (E-voting and Poll)							
Promoter and Promoter Group	3042500	2325000	76.42	2325000	0	100.00	0.00
Public Institutional Holders	198500	0	0.00	0	0	0.00	0.00
Public-Others	999500	225000	22.51	225000	0	100.00	0.00
Total	4240500	2550000	60.13	2550000	0	100.00	0.00

Subhash Silk Mills Ltd



Director

Partners

Mrs. Ragini Chokshi
Mr. Makarand Patwardhan
Mr. Umashankar Hegde
Mr. Girish Desai

CS Ragini Chokshi & Co.

Company Secretaries

Tel. 022-22831120
022-22831134

34, Kamer Building, 5th Floor, 38, Cawasji Patel Street, Fort, Mumbai - 400 001.
Web.: csraginichokshi.com. Email : mail@csraginichokshi.com

Date : 30/09/2015

Consolidated Scrutinizer's Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman of 45th Annual General Meeting (Annual General Meeting) of the Equity Shareholders of Subhash Silk Mills Limited held on Wednesday 30th September, 2015 at 11.30 a.m. at The Indian Merchants Chamber, Pravin Chandra Gandhi Board Room, Churchgate, Mumbai - 400020.

Dear Sir,

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co., a Company Secretary Firm having its registered office at 34, Kamer Bldg, 5th Floor, 38, Cawasji Patel Street, Fort, Mumbai-400001, have been appointed as the Scrutinizer by the Board of Directors of Subhash Silk Mills Limited (the Company) for the purpose of:

- (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, and
- (ii) Scrutinizing the physical ballot (Poll) voting process under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, conducted for passing the resolutions contained in the Notice convening the 45th Annual General Meeting of the Equity Shareholders of the Company held on Wednesday 30th September, 2015 at 11.30 a.m. at The Indian Merchants Chamber, Pravin Chandra Gandhi Board Room, Churchgate, Mumbai - 400020.



The Notice dated 6th August, 2015 convening the Annual General Meeting along with the statement setting out material facts under Section 102 of the Companies Act, 2013 were sent to the shareholders in respect of the below mentioned resolutions to be passed at the Annual General Meeting of the Equity Shareholders of the Company.

The Company had availed the remote e - voting facility offered by Central Depository Services (India) Limited (CDSL) for facilitating remote e-voting to the Shareholders of the Company. The Company also provided voting by physical ballot (Poll) at the venue of the Annual General Meeting to those members who attended the Annual General Meeting and who had not voted electronically.

The Shareholders of the Company holding shares of the Company as on the "cut-off" date of 23rd September, 2015 were entitled to vote on the resolutions as contained in the Notice of Annual General Meeting of the Company.

The period for remote e-voting commenced on Sunday, 27th September, 2015 at 9.00 a.m. (IST) and ended on Tuesday, 29th September, 2015 at 5.00 p.m. (IST). The CDSL e-voting platform was blocked thereafter.

On 29th September, 2015, after the end of the remote e-voting period, I was provided access to details of the members who had opted for e-voting. The details such as the name of the member, folio no., and number of shares held by the member could be seen to ensure that these members do not vote again at the Annual General Meeting. However the manner in which the votes cast by the members by e-voting were not available.

Further, the Chairman announced the poll at the Annual General Meeting for the Shareholders who attended the meeting and had not cast their vote earlier through remote e-voting.

After the time fixed for closing of the poll by the Chairman, One (1) ballot box kept for polling was locked in our presence with due identification marks placed by me.

The locked ballot box was subsequently opened in the presence of two witnesses, Ms. Bhaviika Bharat Jain (Residing at 340 J.S.S. Road, Thakurdwar Road, Atmaram Building, 3rd floor, Rn.25 Mumbai-400 002.) and Ms. Rupa Kothari (Residing at 23, Shanti I building, Carmichael Road, Pedder Road, Mumbai 400026.) who are not in the employment of the Company. They have signed below in confirmation of the ballot box being opened in their presence.

Bhaviika

Name: Ms. Bhaviika Bharat Jain

Rkothari

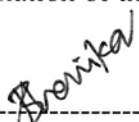
Name: Rupa Kothari



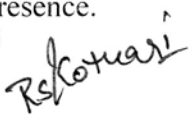
The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s. Purva Sharegistry (India) Pvt. Ltd, Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.

The poll papers, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately.

The votes cast through e-voting were unblocked after the Annual General Meeting in the presence of two witnesses, Ms. Bhaviika Bharat Jain (Residing at 340 J.S.S. Road, Thakurdwar Road, Atmaram Building , 3rd floor, Rn.25 Mumbai-400 002.) and Ms. Rupa Kothari (Residing at 23, Shanti 1 building, Carmichael Road, Pedder Road, Mumbai 400026.). They have signed below in confirmation of the votes being unblocked in their presence.



Name: Ms. Bhaviika Bharat Jain



Name: Rupa Kothari

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the e-voting website of CDSL and also the ballot forms received during the poll process at the Annual General Meeting.

The Consolidated Report on the result of the remote e-voting and voting at the meeting through poll (physical ballot) in respect of the said Resolutions is as under:

Resolution No.1: Ordinary: To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2015 including audited Balance Sheet as at 31st March, 2015 and Statement of Profit & Loss for the year ended on that date together with the Auditors' and Directors' Report thereon.

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	12	2549000	100
Physical Ballot	5	1000	100
Total	17	2550000	100



(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Physical Ballot	0	0	0
Total	0	0	0

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	NIL	NIL
Physical Ballot	NIL	NIL

Resolution No.2: Ordinary: To appoint a Director in place of Mr. Dhiraj S. Mehta (DIN No. 01409010) who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	12	2549000	100
Physical Ballot	5	1000	100
Total	17	2550000	100

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Physical Ballot	0	0	0
Total	0	0	0



(iii) **Invalid votes:**

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	NIL	NIL
Physical Ballot	NIL	NIL

Resolution No.3: Ordinary: Appointment of Statutory Auditors and fixing their remuneration.

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	12	2549000	100
Physical Ballot	5	1000	100
Total	17	2550000	100

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Physical Ballot	0	0	0
Total	0	0	0

(iii) **Invalid votes:**

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	NIL	NIL
Physical Ballot	NIL	NIL



The register, all other papers and relevant records relating to remote e-voting/physical ballot forms and voting at the meeting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting, after which the same will be handed over to the Company Secretary for safe keeping.

Thanking You,

Place: Mumbai

Date: 30th September, 2015



A handwritten signature in black ink, appearing to read "Subhash Silk Mills Limited".

CHAIRMAN

FOR SUBHASH SILK MILLS LIMITED

Yours faithfully,

FOR RAGINI CHOKSHI & CO.

A handwritten signature in black ink, appearing to read "R. K. Chokshi".

MRS. RAGINI CHOKSHI

(Partner)

C.P. Number : 1436

Membership number: 2390