



# THE SOUTH INDIA PAPER MILLS LIMITED

Regd. Office & Factory: Chikkayana Chatra, Nanjangud - 571 302, Karnataka State, India

Corporate & Marketing Office: # 1205/1206, Prestige Meridian II, M.G. Road, Bangalore - 560 001.

Ref: Stock- Ex/Reg 44/ 2017/ /136

28.09.2017

**BSE Limited**

25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers

Dalal Street

Mumbai 400 001

Tel: (022) 2272 1233/34

Dear Sir,

**Sub: Disclosure of voting results of AGM under Regulation 44(3) of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 & Consolidated Scrutinizer's Report on Voting**

**Ref: Scrip Code 516108**

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 we are enclosing herewith the voting results in respect of our Annual General Meeting held on 26<sup>th</sup> September, 2017 along with copy of the Consolidated Report of the Scrutinizer Mr S N Hitaish Kumar, Practising Company Secretary(FCS 6564, M No 6553).

All the resolutions were passed unanimously.

Kindly take the above on your records.

Thanking you,

Yours faithfully

For **THE SOUTH INDIA PAPER MILLS LTD**

B Ravi Holla

CFO

Encl: as above

**SIPM**

CIN (Corporate Identity No.) L85110KA1959PLC001352

FACTORY : PHONE: (91) (08221) 228265-67 FAX: (91) (08221) 228270

CORPORATE : PHONE: (91) (080) 41123605 FAX: (91) (080) 41512508

E-mail: [marketing@sipaper.com](mailto:marketing@sipaper.com) Grams: PAPERMILLS Website : [www.sipaper.com](http://www.sipaper.com)

THE SOUTH INDIA PAPER MILLS LIMITED										
Date of the AGM/EGM	26-09-2017									
Total number of shareholders on record date	4080									
No. of shareholders present in the meeting either in person/Proxy	2									
Promoters and Promoter Group:	15									
Public:	Not Applicable									
No. of Shareholders attended the meeting through video Conferencing	Not Applicable									
Promoters and Promoter Group:	Not Applicable									
Public:	Not Applicable									
Resolution No.	1									
Resolution required: (Ordinary/Special)	ORDINARY - Adoption of Accounts for the Financial Year ended 31st March 2017									
Whether promoter/ promoter group are interested in the agenda/resolution?	NO									
Category	Mode of Voting	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 and Promoter Group	E-Voting	1573284	1573284	23.76	1573284	0	100.00	0.00		
	Poll	502652	502652	7.59	502652	0	100.00	0.00		
	Postal Ballot (if applicable)	6622569								
	Total	2075936	0	0.00	00	0	0.00	0.00		
	E-Voting		2075936	31.35	2075936	0	100.00	0.00		
	Poll		0	0.00	00	0	0.00	0.00		
	Postal Ballot (if applicable)	267200	0	0.00	00	0	0.00	0.00		
Public- Institutions	Total		0	0.00	00	0	0.00	0.00		
	E-Voting		0	0.00	0	0	0.00	0.00		
	Poll		38201	0.47	38201	0	100.00	0.00		
	Postal Ballot (if applicable)	8110231	174189	2.15	174189	0	100.00	0.00		
Public- Non Institutions	Total		0	0.00	00	0	0.00	0.00		
	Total	15000000	212390	2.62	212390	0	100.00	0.00		
	Total		2288326	15.26	2288326	0	100.00	0.00		

The above resolution was passed unanimously

For The South India Paper Mills Ltd.  
*B. K. Raw* Holth  
 Authorised Signatory

Resolution No.	ORDINARY - Declaration of Dividend for the financial year ended 2016-17									
Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?	NO									
Category	Mode of Voting	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 and Promoter Group	E-Voting		1573284	23.76	1573284	0	100.00	0.00		
	Poll		502652	7.59	502652	0	100.00	0.00		
	Postal Ballot (if applicable)	6622569								
	<b>Total</b>		<b>2075936</b>	<b>31.35</b>	<b>2075936</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>		
Public- Institutions	E-Voting		0	0.00	00	0	0.00	0.00		
	Poll		0	0.00	00	0	0.00	0.00		
	Postal Ballot (if applicable)	267200								
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>00</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>		
Public- Non Institutions	E-Voting		38201	0.47	38201	0	100.00	0.00		
	Poll		174189	2.15	174189	0	100.00	0.00		
	Postal Ballot (if applicable)	8110231								
	<b>Total</b>		<b>212390</b>	<b>2.62</b>	<b>212390</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>		
	<b>Total</b>	<b>15000000</b>	<b>2288326</b>	<b>15.26</b>	<b>2288326</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>		

The above resolution was passed unanimously

For The South India Paper Mills Ltd  
*B. Ravishankar*  
 Authorised Signatory

Resolution No.	3									
Resolution required: (Ordinary/Special)	ORDINARY - To appoint a Director in place of Mr Ajay D Patel (DIN 00466905), who retires by rotation and is eligible for re appointment									
Whether promoter/ promoter group are interested in the agenda/resolution? *	No									
Category	Mode of Voting	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 and Promoter Group	E-Voting		1573284	23.76	1573284	0	100.00	0.00		
	Poll		502652	7.59	502652	0	100.00	0.00		
	Postal Ballot (if applicable)	6622569								
	<b>Total</b>		<b>2075936</b>	<b>31.35</b>	<b>2075936</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>		
Public- Institutions	E-Voting		0	0.00	00	0	0.00	0.00		
	Poll		0	0.00	00	0	0.00	0.00		
	Postal Ballot (if applicable)	267200								
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>00</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>		
Public- Non Institutions	E-Voting		38201	0.47	38201	0	100.00	0.00		
	Poll		174189	2.15	174189	0	100.00	0.00		
	Postal Ballot (if applicable)	8110231								
	<b>Total</b>		<b>212390</b>	<b>2.62</b>	<b>212390</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>		
	<b>Total</b>	<b>15000000</b>	<b>2288326</b>	<b>15.26</b>	<b>2288326</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>		

The above resolution was passed unanimously

For The South India Paper Mills Ltd.  
*B. Ravi Shankar*  
 Authorised Signatory

Resolution No.	ORDINARY - Appointment of statutory auditors									
Resolution required: (Ordinary/Special)	4									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	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 and Promoter Group	E-Voting		1573284	23.76	1573284	0	100.00	0.00		
	Poll		502652	7.59	502652	0	100.00	0.00		
	Postal Ballot (if applicable)	6622569								
	<b>Total</b>		<b>2075936</b>	<b>31.35</b>	<b>2075936</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>		
Public- Institutions	E-Voting		0	0.00	00	0	0.00	0.00		
	Poll		0	0.00	00	0	0.00	0.00		
	Postal Ballot (if applicable)	267200								
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>00</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>		
Public- Non Institutions	E-Voting		38201	0.47	38201	0	100.00	0.00		
	Poll		174189	2.15	174189	0	100.00	0.00		
	Postal Ballot (if applicable)	8110231								
	<b>Total</b>		<b>212390</b>	<b>2.62</b>	<b>212390</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>		
	<b>Total</b>	<b>15000000</b>	<b>2288326</b>	<b>15.26</b>	<b>2288326</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>		

The above resolution was passed unanimously

For The South India Paper Mills Ltd.

*B. Ravi Hol*  
 Authorised Signatory

**CONSOLIDATED REPORT OF SCRUTINIZER  
ON  
E VOTING AND VOTING THROUGH BALLOT PAPER AT THE ANNUAL GENERAL MEETING**

To  
**The Chairman,**  
58<sup>th</sup> Annual General Meeting of the Equity Shareholders  
of The South India Paper Mills Limited, Nanjangud  
held on 26<sup>th</sup> September 2017 at 3.30 PM  
at ChikkayanaChatra, Nanjangud - 571 302

Sir,

Subject : Consolidated Scrutinizer's Report on remote e-voting and voting through ballot paper conducted at the venue of the Annual General Meeting pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

I, CS Hitaish Kumar S N, Practicing Company Secretary, Mysuru was appointed as Scrutinizer of The South India Paper Mills Limited ("Company") pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20(4)(ix) of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the e-voting process (remote e-voting) and voting through ballot paper at the Annual General Meeting of the Company held on Tuesday, 26<sup>th</sup> September 2017 at 3.30 pm at the registered office of the Company.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to the voting through electronic means (by remote e-voting) and voting by using ballots by the shareholders on the resolutions proposed in the Notice of the 58<sup>th</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process, both through electronic means and by use of ballot at the meeting, are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against, if any, the resolutions to the Chairman, based on the reports generated from the electronic voting system provided by Karvy Computershare Pvt. Ltd., ("Karvy") and the report generated electronically for voting by use of ballots at the Annual General meeting.

The Company had provided remote e-voting facility to the equity shareholders of the Company through e-voting facility offered by Karvy.

The shareholders of the Company holding shares either in physical form or in dematerialized form as on the cut-off date i.e., 18<sup>th</sup> September 2017 were entitled to vote on the resolutions as contained in the Notice of the 58<sup>th</sup> Annual General Meeting.




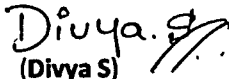
The remote e-voting commenced on 23<sup>rd</sup> September 2017 at 9.00 AM and ended on 25<sup>th</sup> September 2017 at 5.00 PM. The e-voting portal of Karvy was blocked forthwith at the end of the voting period i.e., on 25<sup>th</sup> September 2017 at 5.00 PM.

At the venue of the 58<sup>th</sup> Annual General Meeting of the Company held on 26<sup>th</sup> September 2017, the facility for voting through physical ballot paper was provided to facilitate those members present in the meeting who did not participate in the remote e-voting or postal ballot to record their votes.

After the conclusion of the voting at the Annual General Meeting held on 26<sup>th</sup> September 2017, the ballot box kept for the purpose of casting of votes was opened in my presence and in presence of two witnesses. The ballot papers were diligently scrutinized, reconciled with the records maintained by the Registrar and Transfer Agents of the Company and were counted in my presence.

The votes cast through remote e-voting were thereafter unblocked by me in presence of Mr. H T Chandrashekar and Ms. Divya S who acted as witnesses and who are not in employment of the Company. They have signed below in confirmation of the e-voting being unblocked in their presence.

  
(H T Chandrashekar)  
No.149, 1<sup>st</sup> Phase, 4<sup>th</sup> Stage  
Vijaynagar, Mysuru – 570017

  
(Divya S)  
No.120/A, VRC  
Yadavagiri, Mysuru-570020

Votes casted through remote e-voting facility were downloaded by me from the e-voting portal of Karvy. There were no physical ballots received from members through post.

I have rendered scrutinizers report separately on the remote e-voting and by using ballots at the annual general meeting and I hereby submit my consolidated scrutinizers report on the result of the remote e-voting and voting through physical ballot paper at the Annual General Meeting in respect of following resolutions contained in the Notice of the Annual General Meeting:

**a) Resolution No.1**

To consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March 2017 and Statement of Profit and Loss and the Cash Flow Statement for the year ended on that date and the Reports of the Directors and the Auditors thereon.

Voted in favour of the Resolution:

Mode of Voting	Number of Ballots	Number of Votes cast	% of valid votes
Remote e-Voting	7	16,11,485	100 %
Voting at AGM	22	6,76,841	100 %
Total	29	22,88,326	100 %



**Voted against the Resolution:**

Mode of Voting	Number of Ballots	Number of Votes cast	% of valid votes
Remote e-Voting	-	-	-
Voting at AGM	-	-	-
Total	-	-	-

**Invalid Votes:**

Total Number of Ballots declared invalid	Number of Votes cast by them
Nil	Nil

**b) Resolution No.2**

To declare a Dividend for the year ended 31<sup>st</sup> March 2017.

**Voted in favour of the Resolution:**

Mode of Voting	Number of Ballots	Number of Votes cast	% of valid votes
Remote e-Voting	7	16,11,485	100 %
Voting at AGM	22	6,76,841	100 %
Total	29	22,88,326	100 %

**Voted against the Resolution:**

Mode of Voting	Number of Ballots	Number of Votes cast	% of valid votes
Remote e-Voting	-	-	-
Voting at AGM	-	-	-
Total	-	-	-

**Invalid Votes:**

Total Number of Ballots declared invalid	Number of Votes cast by them
Nil	Nil

**c) Resolution No.3**

To appoint a Director in place of Mr. Ajay D Patel (DIN 00466905) who retires by rotation and is eligible for re appointment

**Voted in favour of the Resolution:**

Mode of Voting	Number of Ballots	Number of Votes cast	% of valid votes
Remote e-Voting	7	16,11,485	100 %
Voting at AGM	22	6,76,841	100 %
Total	29	22,88,326	100 %





Voted against the Resolution:

Mode of Voting	Number of Ballots	Number of Votes cast	% of valid votes
Remote e-Voting	-	-	-
Voting at AGM	-	-	-
Total	-	-	-

Invalid Votes:

Total Number of Ballots declared invalid	Number of Votes cast by them
Nil	Nil

d) **Resolution No.4**

To appoint statutory auditors and to fix their remuneration.

To consider and, if thought fit, to pass with or without modification, the following Resolution as an ORDINARY RESOLUTION

RESOLVED THAT pursuant to the provisions of Section 139 of the Companies Act 2013 (as amended or re-enacted from time to time) and the Companies (Audit and Auditors) Rules 2014 and other applicable provisions of the Companies Act 2013 and pursuant to the recommendations made by the Audit Committee & the Board of Directors, M/s Murthy Swamy and Associates LLP, (LLPIN AAJ4718)(Firm Registration No S200065), Chartered Accountants, Mysore who have submitted their eligibility certificate under Section 141(3) of the Companies Act, 2013, be and are hereby appointed as the Statutory Auditors of the Company in place of retiring auditors M/s B S Ravikumar and Associates, Mysore, upon the expiry of term of their appointment at the ensuing 58<sup>th</sup> Annual General Meeting of the Company, for a period of 5 years effective from the conclusion of the said annual general meeting on such remuneration, out of pocket expenses and such terms as may be decided by the Board on the recommendation of the Audit Committee.

RESOLVED further that the appointment of Statutory Auditors shall be subject to the ratification at each annual general meeting held after the ensuing annual general meeting.

Voted in favour of the Resolution:

Mode of Voting	Number of Ballots	Number of Votes cast	% of valid votes
Remote e-Voting	7	16,11,485	100 %
Voting at AGM	22	6,76,841	100 %
Total	29	22,88,326	100 %

Voted against the Resolution:

Mode of Voting	Number of Ballots	Number of Votes cast	% of valid votes
Remote e-Voting	-	-	-



Voting at AGM	-	-	-
Total	-	-	-

Invalid Votes:

Total Number of Ballots declared invalid	Number of Votes cast by them
Nil	Nil

All relevant records relating to electronic voting will remain in my safe custody until the chairman considers, approves and signs the Minutes of the 58<sup>th</sup> annual general meeting and thereafter the same shall be handed over to the Chairman or the Company Secretary for safe keeping.

Thanking you,

  
(CS Hitaish Kumar S N)

Practising Company Secretary

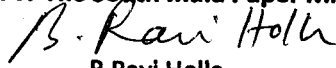
FCS : 6564 CP: 6553

28<sup>th</sup> September 2017, Mysuru



**Voting Result:** Based on the consolidated scrutinizer report, I hereby declare that all the 4 resolutions were passed with requisite majority.

**For The South India Paper Mills Limited**



B Ravi Holla

CFO

(Authorised By Chairman)