



**PASUPATI
SPINNING
& WEAVING
MILLS LTD.**

HEAD OFF. : 1501, NIRMAL TOWER, 26, BARAKHAMBA ROAD, NEW DELHI-110001
PHONE : 91-11-47632200 FAX : 91-11-23316441, 23325582
E-mail : ho@pasupatitextiles.com ; admin@pasupatitextiles.com
Website : http://www.pasupatitextiles.com
CIN - L74900HR1979PLC009789

30/09/2014

The Secretary,
The Stock Exchange, Mumbai,
P.J. Tower, Dalal Street,
Mumbai - 400 001

NOTICE

ANNOUNCEMENT OF RESULTS ELECTRONIC VOTING AND BALLOT FORM PROCESS

This is to inform that the following resolutions as per notice dated 27th May, 2014 for the 34th Annual General Meeting (AGM) held on 29th September, 2014 at Village Kapriwas (Dharuhera), Distt. Rewari, Haryana have been declared as passed by the requisite majority at the aforesaid AGM as per the details given hereunder:-

S. No.	Item No. of Notice	Mode of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
			Nos.	% of total number of valid votes cast (favour and against)	Nos.	% of total number of valid votes cast (favour and against)	
1	To receive and adopt the audited Balance Sheet & Profit & Loss Account for the year ending March 31, 2014.	By e-Voting	116	0.001242	640	.006854	0
		By Poll	83,06,866	100	0	0	0
2	To re-appoint Mr. Vedit Jain who is retiring by rotation.	By e-Voting	76	0.000814	680	0.007283	0
		By Poll	81,72,790	98.39	0	0	0
3	To appoint/s B K Shroff & Co, Chartered Accountants, as Statutory Auditors of the company & fix their remuneration.	By e-Voting	716	0.007668	40	0.000428	0
		By Poll	83,06,866	100	0	0	0



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4	To appoint Mrs. Vrinda Jain as Director of the company.	By e-Voting	76	0.000814	680	0.007283	0
		By Poll	75,92,814	91.40	0	0	0
5	To Re-appoint Mr. Vidit Jain as Whole-Time Director of the company for period of Five Years.	By e-Voting	76	0.000814	680	0.007283	
		By Poll	81,72,790	98.39	0	0	0
6	To appoint Mr. Ram Karan Bhardwaj as whole-time director of the company for a period of five years.	By e-Voting	76	0.000814	680	0.007283	
		By Poll	83,06,866	100	0	0	0
7	To appoint Mr. Praveen Paliwal as an Independent Director for a period of five years.	By e-Voting	76	0.000814	680	0.007283	
		By Poll	83,06,866	100	0	0	0
8	To appoint Mr. Ghanshyam Das Gupta as an Independent Director for a period of five years.	By e-Voting	76	0.000814	680	0.007283	
		By Poll	83,06,866	100	0	0	0
9	To appoint Mr. Ashwani Kumar Rathore as an Independent Director for a period of five years.	By e-Voting	76	0.000814	680	0.007283	
		By Poll	83,06,866	100	0	0	0
10	To appoint Mr. Anil Gupta as Independent Director for a period of five years.	By e-Voting	76	0.000814	680	0.007283	
		By Poll	83,06,866	100	0	0	0
11	To approve the remuneration of the cost auditors.	By e-Voting	716	0.007668	40	0.000428	
		By Poll	83,06,866	100	0	0	0
12	To adopt new set of Articles of Association of the company containing regulations in conformity with Companies Act, 2013.	By e-Voting	116	0.001242	640	0.006854	
		By Poll	83,06,866	100	0	0	0

Regd. Office : VILLAGE KAPRIVAS, DHARUHERA (DISTT. REWARI) HARYANA PH. : 01274-267258, 267251-53 FAX : 267257
Works : VILLAGE KHERI, TRILOKPUR ROAD, KALA-AMB. NAHAN. DISTT. SIRMOUR (H.P.) PIN-CODE - 173030
PH. : 01702-238943, 238591 • FAX : 238590 • E-mail : plant.hp@pasupatitextiles.com ; purchasehp@pasupatitextiles.com



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13	To adopt new set of Memorandum of Association of the company containing regulations in conformity with Companies Act, 2013.	By e-Voting	116	0.001242	640	0.006854	
		By Poll	83,06,866	100	0	0	0
14	To consider the consent of the company for borrowing any sums of money together with the money already borrowed, may exceed the aggregate of the paid-up capital & free reserves of the company.	By e-Voting	76	0.000814	680	0.007283	
		By Poll	83,06,866	100	0	0	0
15	To consider the consent of the company for entering in related party contracts/transactions .	By e-Voting	76	0.000814	680	0.007283	
		By Poll	75,92,814	91.40	0	0	0

The electronic voting was held from 24th September, 2014 (9. 00 A.M) and ended on 26th September, 2014 (6.00 P.M). The Chairman at the aforesaid meeting declared the results as above in respect of all fifteen resolutions based on the report of the Scrutinizer dated 30th September, 2014, a copy of which is attached.

Thanking you,

Yours faithfully,
For PASUPATI SPG & WVG MILLS LTD.,


REKHA SHARMA
COMPANY SECRETARY
Encl:- AA

Regd. Office : VILLAGE KAPRIVAS, DHARUHERA (DISTT. REWARI) HARYANA PH. : 01274-267258, 267251-53 FAX : 267257
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FORM No. MGT-13

Scrutinizer's Report

[Pursuant to Section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
PASUPATI SPINNING AND WEAVING MILLS LIMITED
VILLAGE KAPRIWAS
DHARUHERA
DISTT REWARI
HARYANA

Sub: Scrutinizer's Report on poll conducted in the 34th Annual General Meeting of the Equity Shareholders of PASUPATI SPINNING AND WEAVING MILLS LIMITED held on Monday, 29th September, 2014 at 10.00 A.M. at VILLAGE KAPRIWAS (DHARUHERA), DISTT. REWARI, HARYANA in terms of provisions of Section 109 of the Companies Act, 2013 read with Clause 35B of Listing Agreement and Rule 21 of the Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof

Dear Sir,

I, Shreyansh Pratap Jain, Proprietor of Shreyansh Jain & Associates, Company Secretaries, having office at 302, 3rd Floor, Building No. 14, Veer Savarkar Block, Shakarpur, Delhi- 110092 was appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 34th Annual General Meeting of the Equity Shareholders of PASUPATI SPINNING AND WEAVING MILLS LIMITED held on Monday, 29th September, 2014 at 10.00 A.M. at VILLAGE KAPRIWAS (DHARUHERA), DISTT. REWARI, HARYANA, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, a ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agent of the Company and the Authorizations / proxies lodged with the Company.
3. The Poll Papers, which were incomplete and/or which were otherwise found defective or if signature of any shareholders did not match with the records have been treated as invalid and were kept separately.



4. The result of the Poll are as under :

a) Resolution 1 - Ordinary Resolution

To receive, consider and adopt the audited balance sheet as at 31st March 2014 and profit & loss statement for the year ended on that date and the reports of directors and auditors thereon:

i) Voted in favour of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
33	83,06,866	100

ii) Voted against the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
0	0	0

iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

b) Resolution 2 - Ordinary Resolution

To appoint a Director in place of Shri Vidit Jain (DIN: 01347588), who retires by rotation and, being eligible, offers himself for re-appointment

i) Voted in favour of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
32	81,72,790	98.39

ii) Voted against the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
0	0	0

iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



c) Resolution 3 - Ordinary Resolution

To appoint Auditors and fix their remuneration

i) Voted in favour of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
33	83,06,866	100

ii) Voted against the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
0	0	0

iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

d) Resolution 4 - Ordinary Resolution

To appoint Mrs. Vrinda Jain (Din: -06641054) as director of the company

i) Voted in favour of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
32	75,92,814	91.40

ii) Voted against the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
0	0	0

iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



e) Resolution 5 - Special Resolution

To Re-appointment of Mr. Vidit Jain as Whole Time Director.

i) Voted in favour of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
32	81,72,790	98.39

ii) Voted against the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
0	0	0

iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

f) Resolution 6 - Ordinary Resolution

To Appointment of Mr. Ram Karan Bhardwaj as Whole Time Director

i) Voted in favour of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
33	83,06,866	100

ii) Voted against the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
0	0	0

iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

g) Resolution 7 - Special Resolution

To appoint Mr. Praveen Paliwal (Din: 02529141) as an independent director for a period of five year



i) Voted in favour of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
33	83,06,866	100

ii) Voted against the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
0	0	0

iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

h) Resolution 8 - Special Resolution

To appoint Mr. Ghanshyam Das Gupta (Din: 03599365) as an independent director for a period of five year

i) Voted in favour of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
33	83,06,866	100

ii) Voted against the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
0	0	0

iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

i) Resolution 9 - Special Resolution

To appoint Mr. Ashwani Kumar Rathore (Din: 01347415) as an independent director for a period of five year

i) Voted in favour of the resolution:



Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
33	83,06,866	100

ii) Voted against the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
0	0	0

iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

j) Resolution 10 - Ordinary Resolution

To appoint Mr. Anil Gupta (Din: 00283431) as an independent director for a period of five years

i) Voted in favour of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
33	83,06,866	100

ii) Voted against the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
0	0	0

iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

k) Resolution 11 - Ordinary Resolution

To approve the remuneration of the cost auditors for the financial year ending march 31, 2015

i) Voted in favour of the resolution:

Numbers of members present and voting	Number of votes	% of Total number
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(in person or by proxy)	cast by them	of valid votes cast
33	83,06,866	100

ii) Voted against the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
0	0	0

iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

l) Resolution 12 - Special Resolution

To adopt new set of Articles of Association of the company containing regulations in conformity with the Companies Act, 2013

i) Voted in favour of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
33	83,06,866	100

ii) Voted against the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
0	0	0

iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

m) Resolution 13 - Special Resolution

To adopt new set of Memorandum of Association of the company containing regulations in conformity with the Companies Act, 2013

i) Voted in favour of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
33	83,06,866	100



ii) Voted against the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
0	0	0

iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

n) Resolution 14 - Special Resolution

To Authorisation to borrow funds

i) Voted in favour of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
33	83,06,866	100

ii) Voted against the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
0	0	0

iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

o) Resolution 15 - Special Resolution

To approve related party transactions

i) Voted in favour of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
32	75,92,814	91.40

ii) Voted against the resolution:

Numbers of members present and voting	Number of votes	% of Total number
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(in person or by proxy)	cast by them	of valid votes cast
0	0	0

iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

5. The Poll Paper and all other relevant records were sealed and are kept in our safe custody until the Chairman considers, approve and sign the minutes of the Annual General Meeting and thereafter the same shall be returned and handed over to the Company.
6. All the above mentioned resolutions have been passed with requisite majority.

Thanking You.

Yours faithfully

For SHREYANSH JAIN & ASSOCIATES
COMPANY SECRETARIES



(SHREYANSH PRATAP JAIN)
Company Secretary
M.No.: 25359; CP No. 9515

Place: New Delhi
Date: 30th September, 2014



Scrutinizer's Report

[Pursuant to section 108 of the Companies At, 2013
[Rule 20(xi) of the Companies (Management and Administration) Rues, 2014]

To,
The Chairman
PASUPATI SPINNING AND WEAVING MILLS LIMITED
VILLAGE KAPRIWAS
DHARUHERA
DISTT REWARI
HARYANA

Sub: Scrutinizer's Report on e-voting conducted in terms of provisions of Section 108 of the Companies Act, 2013 read with Clause 35B of Listing Agreement and Rule 20 of the Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof

Dear Sir,

1. I, Shreyansh Pratap Jain, Proprietor of Shreyansh Jain & Associates, Company Secretaries, having office at 302, 3rd Floor, Building No. 14, Veer Savarkar Block, Shakarpur, Delhi-110092, was appointed as Scrutinizer for the purpose of scrutinizing the e-voting process under the provisions section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions, proposed at the 34th Annual General Meeting of the Equity Shareholders of PASUPATI SPINNING AND WEAVING MILLS LIMITED will be held on Monday, 29th September, 2014 at 10.00 a.m. at VILLAGE KAPRIWAS (DHARUHERA), DISTT. REWARI, HARYANA.
2. I submit my report as under:
 - a) The Company has provided e-voting facility to all the Shareholders registered with the Company and entitled to vote as on 1st August, 2014.
 - b) The e-voting period began at 9:00 a.m., on 23rd September, 2014 and ended at 6:00 p.m., on 25th September, 2014.
 - c) The votes were unblocked at New Delhi on 27th September, 2014 at 11.30 a.m. in the presence of Ms. Akshita Seth and Mr. Praful Kumar Sharma, who are not the employees of the Company, and who have signed below as witness to the unblocking of votes.
 - d) The total paid up Equity share capital of the Company as on 1st August, 2014 was Rs. 9,33,70,680/- (Rupees Nine Crore Thirty Three Lacs Seventy Thousand Six Hundred Eighty Only) divided into 93,37,068 (Ninety Three Lacs Thirty Seven Thousand Sixty Eight) shares of Rs. 10/- (Rupees Ten) each.
 - e) Thereafter, the details containing, inter- alia list of equity shareholders who voted FOR" and "AGAINST", were downloaded from e-voting enabling website of National

Akshita Seth

Praful Kumar Sharma



Securities Depository Limited- NSDL (www.evoting.nsdl.com) which is annexed herewith as annexure A-1.

- f) Particulars of all votes received electronically from the Members have been entered in a register separately maintained for the purpose.
- g) The result of the e-voting is provided hereunder:
- A. Resolution No.1: To receive, consider and adopt the audited balance sheet as at 31st March 2014 and profit & loss statement for the year ended on that date and the reports of directors and auditors thereon.

Particulars	No. of shareholder exercised for E-voting	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting	4	756	0.008097
Less: Invalid votes	NIL	NIL	NIL
Net valid votes cast	4	756	0.008097

- i) Voted in favour of the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
2	116	0.001242

- ii) Voted against the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
2	640	.006854

- iii) Invalid votes:

Total Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

- B. Resolution No.2: To appoint a Director in place of Shri Vidit Jain (DIN: 01347588), who retires by rotation and, being eligible, offers himself for re-appointment.

Particulars	No. of shareholder exercised for E-voting	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting	4	756	0.008097
Less: Invalid votes	NIL	NIL	NIL
Net valid votes cast	4	756	0.008097



i) Voted in favour of the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
1	76	0.000814

ii) Voted against the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
3	680	0.007283

iii) Invalid votes:

Total Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

C. Resolution No.3: To appoint Auditors and fix their remuneration.

Particulars	No. of shareholder exercised for E-voting	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting	4	756	0.008097
Less: Invalid votes	NIL	NIL	NIL
Net valid votes cast	4	756	0.008097

i) Voted in favour of the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
3	716	0.007668

ii) Voted against the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
1	40	0.000428

iii) Invalid votes:

Total Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

D. Resolution No.4: To appoint Mrs. Vrinda Jain (Din: -06641054) as director of the company



Particulars	No. of shareholder exercised for E-voting	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting	4	756	0.008097
Less: Invalid votes	NIL	NIL	NIL
Net valid votes cast	4	756	0.008097

i) Voted in favour of the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
1	76	0.000814

ii) Voted against the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
3	680	0.007283

iii) Invalid votes:

Total Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

E. Resolution No.5: Reappointment of Mr. Vidit Jain as Whole Time Director.

Particulars	No. of shareholder exercised for E-voting	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting	4	756	0.008097
Less: Invalid votes	NIL	NIL	NIL
Net valid votes cast	4	756	0.008097

i) Voted in favour of the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
1	76	0.000814

ii) Voted against the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
3	680	0.007283



iii) Invalid votes:

Total Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

F. Resolution No.6: Appointment of Mr. Ram Karan Bhardwaj as Whole Time Director.

Particulars	No. of shareholder exercised for E-voting	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting	4	756	0.008097
Less: Invalid votes	0	0	0
Net valid votes cast	4	756	0.008097

i) Voted in favour of the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
1	76	0.000814

ii) Voted against the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
3	680	0.007283

iii) Invalid votes:

Total Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

G. Resolution No.7: To appoint Mr. Praveen Paliwal (Din: 02529141) as an independent director for a period of five year.

Particulars	No. of shareholder exercised for E-voting	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting	4	756	0.008097
Less: Invalid votes	NIL	NIL	NIL
Net valid votes cast	4	756	0.008097

i) Voted in favour of the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast



1	76	0.000814
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ii) Voted against the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
3	680	0.007283

iii) Invalid votes:

Total Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

H. Resolution No.8: To appoint Mr. Ghanshyam Das Gupta (Din: 03599365) as an independent director for a period of five year.

Particulars	No. of shareholder exercised for E-voting	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting	4	756	0.008097
Less: Invalid votes	NIL	NIL	NIL
Net valid votes cast	4	756	0.008097

i) Voted in favour of the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
1	76	0.000814

ii) Voted against the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
3	680	0.007283

iii) Invalid votes:

Total Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

I. Resolution No.9: To appoint Mr. Ashwani Kumar Rathore (Din: 01347415) as an independent director for a period of five year.

Particulars	No. of shareholder exercised for E-voting	No. of shares	% of total paid up Equity Capital
Total votes polled through	4	756	0.008097



e-voting			
Less: Invalid votes	NIL	NIL	NIL
Net valid votes cast	4	756	0.008097

i) Voted in favour of the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
1	76	0.000814

ii) Voted against the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
3	680	0.007283

iii) Invalid votes:

Total Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

J. Resolution No.10: To appoint Mr. Anil Gupta (Din: 00283431) as an independent director for a period of five years.

Particulars	No. of shareholder exercised for E-voting	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting	4	756	0.008097
Less: Invalid votes	NIL	NIL	NIL
Net valid votes cast	4	756	0.008097

i) Voted in favour of the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
1	76	0.000814

ii) Voted against the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
3	680	0.007283

iii) Invalid votes:



Total Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

- K. Resolution No.11: To approve the remuneration of the cost auditors for the financial year ending march 31, 2015.

Particulars	No. of shareholder exercised for E-voting	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting	4	756	0.008097
Less: Invalid votes	NIL	NIL	NIL
Net valid votes cast	4	756	0.008097

- i) Voted in favour of the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
3	716	0.007668

- ii) Voted against the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
1	40	0.000428

- iii) Invalid votes:

Total Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

- L. Resolution No.12: To adopt new set of Articles of Association of the company containing regulations in conformity with the Companies Act, 2013

Particulars	No. of shareholder exercised for E-voting	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting	4	756	0.008097
Less: Invalid votes	NIL	NIL	NIL
Net valid votes cast	4	756	0.008097

- i) Voted in favour of the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
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2	116	0.001242
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ii) Voted against the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
2	640	0.006854

iii) Invalid votes:

Total Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

M. Resolution No.13: To adopt new set of Memorandum of Association of the company containing regulations in conformity with the Companies Act, 2013

Particulars	No. of shareholder exercised for E-voting	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting	4	756	0.008097
Less: Invalid votes	NIL	NIL	NIL
Net valid votes cast	4	756	0.008097

i) Voted in favour of the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
2	116	0.001242

ii) Voted against the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
2	640	0.006854

iii) Invalid votes:

Total Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

N. Resolution No.14: To Authorisation to borrow funds

Particulars	No. of shareholder exercised for E-voting	No. of shares	% of total paid up Equity Capital
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Total votes polled through e-voting	4	756	0.008097
Less: Invalid votes	NIL	NIL	NIL
Net valid votes cast	4	756	0.008097

i) Voted in favour of the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
1	76	0.000814

ii) Voted against the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
3	680	0.007283

iii) Invalid votes:

Total Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

O. Resolution No.15: To approve related party transactions

Particulars	No. of shareholder exercised for E-voting	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting	4	756	0.008097
Less: Invalid votes	NIL	NIL	NIL
Net valid votes cast	4	756	0.008097

i) Voted in favour of the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
1	76	0.000814

ii) Voted against the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
3	680	0.007283

iii) Invalid votes:



Total Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

3. The Register and all other papers relating to e-voting shall remain in our safe custody until the Chairman considers, approve and sign the minutes of the Annual General Meeting and thereafter the same shall be returned and handed over to the Company

Thanking You.

Yours faithfully

For SHREYANSH JAIN & ASSOCIATES
COMPANY SECRETARIES

(SHREYANSH PRATAP JAIN)
Company Secretary
M.No.: 25359; CP No. 9515



Place: New Delhi

Date: 30th September, 2014



SCRUTINIZER'S REPORT

To,
The Chairman
PASUPATI SPINNING AND WEAVING MILLS LIMITED
VILLAGE KAPRIWAS
DHARUHERA
DISTT REWARI
HARYANA

Sub : Scrutinizer's Report (Combined) on e-voting and Poll on the agenda items transacted at the 34th Annual General Meeting (AGM) of the Company held on Monday, 29th September, 2014 at 10.00 a.m. at the VILLAGE KAPRIWAS (DHARUHERA), DISTT. REWARI, HARYANA

Dear Sir,

1. I, Shreyansh Pratap Jain, Proprietor of Shreyansh Jain & Associates, Company Secretaries, having office at 302, 3rd Floor, Building No. 14, Veer Savarkar Block, Shakarpur, Delhi- 110092, have been appointed as a scrutinizer by :
 - a. the Board of Directors of the Company for the purpose of scrutinizing the 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) Rules, 2014 (Rules) and
 - b. the Chairman of the AGM on poll under the provisions of Section 109 of the 2013 Act read with Rule 21 of Rules, on the resolutions contained in the notice to the 34th Annual General meeting (AGM) of the Company held on Monday, 29th September, 2014 at 10.00 a.m. at the VILLAGE KAPRIWAS (DHARUHERA), DISTT. REWARI, HARYANA
2. The management of the Company is responsible to ensure the compliance with the requirements of the 2013 Act and Rules relating to e- voting and poll on the resolutions contained in the Notice to the 34th Annual General meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited- NSDL the authorized agency engaged by the Company to provide e-voting facilities for e-voting.



3. I have issued separate Scrutinizer's Report dated 30th September, 2014 on the e- voting and 30th September 2014 on the poll on the resolutions contained in the notice to the Annual General meeting (AGM).

S.No.	Item No. of Notice	Mode of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
			Nos.	% of total number of valid votes cast (favour and against)	Nos.	% of total number of valid votes cast (favour and against)	Nos.
1	Item No.1 of the Notice (As an Ordinary Resolution)	By e-Voting	116	0.001242	640	.006854	0
		By Poll	83,06,866	100	0	0	0
2	Item No.2 of the Notice (As an Ordinary Resolution)	By e-Voting	76	0.000814	680	0.007283	0
		By Poll	81,72,790	98.39	0	0	0
3	Item No.3 of the Notice (As an Ordinary Resolution)	By e-Voting	716	0.007668	40	0.000428	0
		By Poll	83,06,866	100	0	0	0
4	Item No.4 of the Notice (As an Ordinary Resolution)	By e-Voting	76	0.000814	680	0.007283	0
		By Poll	75,92,814	91.40	0	0	0
5	Item No.5 of the Notice (As an Special Resolution)	By e-Voting	76	0.000814	680	0.007283	0
		By Poll	81,72,790	98.39	0	0	0
6	Item No.6 of the Notice (As an Ordinary Resolution)	By e-Voting	76	0.000814	680	0.007283	0
		By Poll	83,06,866	100	0	0	0
7	Item No.7 of the Notice (As an Special Resolution)	By e-Voting	76	0.000814	680	0.007283	0
		By Poll	83,06,866	100	0	0	0
8	Item No.8 of the Notice (As an Special Resolution)	By e-Voting	76	0.000814	680	0.007283	0
		By Poll	83,06,866	100	0	0	0
9	Item No.9 of the Notice (As an Special Resolution)	By e-Voting	76	0.000814	680	0.007283	0
		By Poll	83,06,866	100	0	0	0
10	Item No.10 of the Notice (As an Ordinary Resolution)	By e-Voting	76	0.000814	680	0.007283	0
		By Poll	83,06,866	100	0	0	0
11	Item No.11 of the Notice (As an Ordinary Resolution)	By e-Voting	716	0.007668	40	0.000428	0
		By Poll	83,06,866	100	0	0	0



12	Item No.12 of the Notice (As an Special Resolution)	By e-Voting	116	0.001242	640	0.006854	
		By Poll	83,06,866	100	0	0	0
13	Item No.13 of the Notice (As an Special Resolution)	By e-Voting	116	0.001242	640	0.006854	
		By Poll	83,06,866	100	0	0	0
14	Item No.14 of the Notice (As an Special Resolution)	By e-Voting	76	0.000814	680	0.007283	
		By Poll	83,06,866	100	0	0	0
15	Item No.15 of the Notice (As an Special Resolution)	By e-Voting	76	0.000814	680	0.007283	
		By Poll	75,92,814	91.40	0	0	0

Thanking You.

Yours faithfully

For SHREYANSH JAIN & ASSOCIATES
COMPANY SECRETARIES



(SHREYANSH PRATAP JAIN)
Company Secretary
M.No.: 25359; CP No. 9515

Place: New Delhi

Date: 30th September, 2014