



SOMA TEXTILES & INDUSTRIES LTD.

A GOVT. RECOGNISED EXPORT HOUSE

REGD. OFFICE : 2, RED CROSS PLACE, KOLKATA - 700 001, INDIA

TEL : (033) 2248-7406/07, FAX : (033) 2248-7045

E-mail : rssharma@somatextiles.com

Website : www.somatextiles.com

CIN : L51909WB1940PLC010070

25th August, 2017

The Corporate Relationship Department

BSE Limited

Phiroze Jeejeebhoy Towers

1st Floor, New Trading Ring

Rotunda, Dalal Street,

Mumbai – 400 001

The Secretary

National Stock Exchange of India Ltd

Exchange Plaza, 5th Floor

Plot No. C/1, Bandra Kurla Complex, Bandra (East)

Mumbai - 400 051

Dear Sirs,

Sub: Summary of the Proceedings of the 79th Annual General Meeting of the Company held on 25th August, 2017, pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [Listing Regulations]

Pursuant to Regulation 30(6) of the Listing Regulations read with Part A of Schedule III to the said Listing Regulations, we are submitting herewith a summary of the proceedings of the 79th Annual General Meeting of the Company, marked as 'Annexure A', duly convened on Friday, the 25th August, 2017, at Somany Conference Hall of MCC Chamber of Commerce & Industry, 15B, Hemanta Basu Sarani, Kolkata – 700001 at 12.00 Noon.

It is hereby informed that the voting results are being filed with NSE & BSE separately, in compliance with the requirement of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in the format as prescribed therein under the said Regulation.

Please take the same on your record.

Kindly acknowledge receipt.

For Soma Textiles & Industries Limited

(A. K. Mishra)

Company Secretary & Compliance Officer



Encl.: as above

Head Office & Works : Rakhial Road, Ahmedabad - 380 023, India

Tel : (079) 2274-3285-8, Fax : (079) 2274 5653

Corporate Office : 6, Vaswani Mansion, Dinshaw Wacha Road, Backbay Reclamation, Mumbai - 400 020

Tel : (022) 2283 6519-20, 2282 6076-77, Fax : (022) 2285 1173



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Annexure A

Summary of Proceedings of the 79th Annual General Meeting of Soma Textiles & Industries Limited held on Friday, the 25th August, 2017 at Somany Conference Hall of MCC Chamber of Commerce & Industry, 15B, Hemanta Basu Sarani, Kolkata – 700001 at 12.00 Noon.

Shri S. K. Somany, Chairman of the Company took the Chair in accordance with Article 67 of the Articles of Association of the Company and the requisite quorum being present, the meeting was called to order. Necessary registers and reports were placed before the meeting and made accessible to the Members present at the meeting.

With the permission of the Shareholders present at the meeting, the Chairman had taken the Notice dated 12th July, 2017 and the Addendum Notice dated 3rd August, 2017 to the original Notice dated 12th July, 2017, as read. He further informed the Members that there were no qualification remarks reported by the Statutory Auditors and Secretarial Auditors of the Company in their respective Reports.

The Chairman briefed the Members on the workings of the Company and objectives for passing of the resolutions as stated in the Notice dated 12th July, 2017 and the Addendum Notice dated 3rd August, 2017 to the original Notice dated 12th July, 2017. He also provided an overview of the financial performance of the Company for the financial year ended 31 March, 2017 and future prospects of the Company. Thereafter, Members present in person were invited to make observations and comments, if any on performance of the Company. Observations and comments made by the Members and the queries put forth and clarifications sought for by them were answered by the Chairman, suitably.

Thereafter, Members were explained the procedure of voting on the resolutions as mentioned in the Notice dated 12th July, 2017 and the Addendum Notice dated 3rd August, 2017 to the original Notice dated 12th July, 2017. They were informed that the remote e-voting facilities had been arranged by the Company through a platform provided by Central Depository Services (India) Limited (CDSL), pursuant to Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which commenced on and from **Tuesday, the 22nd August, 2017 from 9.00 a.m. (IST) and ended on Thursday, the 24th August, 2017 at 5.00 p.m. (IST)**. He further informed the Members present, that the facility to vote by means of Physical Ballot Papers at the Annual General Meeting (AGM) of the Company was also made available for those members who had not cast their votes by means of remote e-voting facility provided and made available for them. The Shareholders present in the meeting, thereafter, cast their votes by means of Physical Ballot Papers.

The Chairman also informed the Members that Mr. Pravin Kumar Drolia, Practicing Company Secretary (FCS: 2366, CP: 1362) was appointed as the Scrutinizer for scrutinizing the remote e-voting process and physical ballot process at the said meeting in a fair and transparent manner.

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Thereafter, the following items of business as per the Notice of the AGM dated 12th July, 2017 and the Addendum Notice dated 3rd August, 2017 to the original Notice dated 12th July, 2017, were considered and transacted at the meeting:

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2017 (both Standalone and Consolidated Basis) together with the Reports of the Auditors and the Board of Directors thereon and the Reports of the Directors and Auditors thereon;
2. To appoint a Director in place of Shri S. K. Somany (DIN: 00001131), who retires by rotation and being eligible, offers himself for re-appointment;
3. To appoint the Auditors in place of the existing Auditors (who are not eligible to be re-appointed due to expiry of the maximum permissible tenure as the Auditors of the Company) and to fix their remuneration;

Special Business:

4. To ratify the remuneration of the Cost Auditors for the financial year ending 31st March, 2018 **(As an Ordinary Resolution)**; and
5. To authorize the Company to charge for service of documents to Members of the Company pursuant to Section 20 of the Companies Act, 2013 **(As a Special Resolution)**.

Before concluding the proceedings of the said AGM Members were informed that the results on the resolutions shall be declared by the Company Secretary so authorized by the Chairman, after receipt of the Scrutinizer's Report from the Scrutinizer, within two days, from the date of AGM and the said Resolutions shall be deemed to be passed and approved on the date of the AGM i.e. 25th August, 2017.

The Results along with the Scrutinizer's Report shall be placed on the website of the Company and CDSL and shall simultaneously be forwarded to BSE Limited (BSE) and National Stock Exchange of India Ltd. (NSE), where the shares of the Company are presently listed.

The Meeting thereafter concluded at 12-45 P.M. with a vote of thanks to the Chair.



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