



Ambika Cotton Mills Limited

30/09/2025

Ref.No.ACM/SE/48/2025-26

To,

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, BandraKurla Complex
Bandra (E), Mumbai - 400 051

The Listing Department
BSE Limited
PhirozeJeejeebhoy Towers
Dalal Street, Mumbai - 400 001

BSE - Scrip Code: 531978 Scrip Name: Ambika Cotton Mills Limited
NSE - AMBIKCO

Dear Sirs,

Filing of Scrutinizer's Report in respect of e- Voting Results - 37th AGM of the Company - Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please find scrutinizer's report in respect of e-voting results signed by Sri. K. Murali Mohan, Chartered Accountant (Membership No. 14328), scrutinizer appointed for the e-voting process, in respect of the business transacted at the 37th Annual General Meeting (AGM) of the Company held on Saturday the 27th September, 2025 through Video conferencing (VC)/Other Audio Visual Means (OAVM) deemed venue Registered Office of the Company.

Kindly acknowledge the same.

Thanking you,
Yours faithfully,

For Ambika Cotton Mills Limited

RADHE
SHYAM PADIA

Digitally signed by
RADHE SHYAM PADIA
Date: 2025.09.30
12:41:47 +05'30'

Radhe Shyam Padia
Company Secretary

Encl: As above

Reg Office: 15/ 9A, Valluvar Street, Sivanandha Colony, Coimbatore- 641012
Phone No : 0422-2491501/2491502 Fax No : 0422-2499623
e Mail : ambika@acmills.in website : www.acmills.in

CIN: L17115TZ1988PLC002269

DETAILS OF VOTING RESULTS

As per clause 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the outcome of voting results of 37th Annual General Meeting of Ambika Cotton Mills Limited are as follows:

Particulars	Details
Name of the company	Ambika Cotton Mills Limited
Type of meeting	AGM
Date of Annual General Meeting	September 27, 2025
Start time of the meeting	12.00
End time of the meeting	01.15
Total number of Shareholders on Record Date	28690
Number of Shareholders present in the meeting in person or through proxy:	
Promoters and Promoter Group	Nil
Public	Nil
Number of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group	2
Public	66

Notes: 1. The mode of voting for all resolutions was remote e-voting before the 37th Annual General Meeting ("AGM") and e-voting during the AGM.

2. All the resolution(s) contained in the notice of the 37th Annual General Meeting of the Company were passed with requisite majority, as per the Report of the Scrutinizer – Sri. K. Murali Mohan, Chartered Accountant, Coimbatore.

Scrutinizer Details

Name of the Scrutinizer	Sri. K.Murali Mohan
Firms Name	NA
Qualification	Chartered Accountant
Membership Number	14328
Date of Board Meeting in which appointed	08-08-2025
Date of Annual General Meeting	Saturday, 27-09-2025
Date of Issuance of Report to the company	Monday, 29-09-2025

Ambika Cotton Mills Ltd									
Resolution Required :Ordinary			1 - To receive, consider, approve and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2025 comprising of the Balance Sheet as 31st March , 2025, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and Reports of Directors and Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?									
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	2882350	2882350	100.0000	2882350	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2882350	100.0000	2882350	0	100.0000	0.0000	0
Public Institutions	E-Voting	118102	99016	83.8394	99016	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		99016	83.8394	99016	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	2724548	241576	8.8666	106247	135329	43.9808	56.0192	3835
	Poll		2296	0.0843	2296	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		243872	8.9509	108543	135329	44.5082	55.4918	3835
Total		5725000	3225238	56.3360	3089909	135329	95.8041	4.1959	3835

Ambika Cotton Mills Ltd									
Resolution Required :Ordinary			2 - To declare a Final Dividend of Rs.37/- per equity share for the Financial year 2024-2025.						
Whether promoter/ promoter group are interested in the agenda/resolution?									
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	2882350	2882350	100.0000	2882350	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2882350	100.0000	2882350	0	100.0000	0.0000	0
Public Institutions	E-Voting	118102	99016	83.8394	99016	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		99016	83.8394	99016	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	2724548	241576	8.8666	106247	135329	43.9808	56.0192	3835
	Poll		2296	0.0843	2296	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		243872	8.9509	108543	135329	44.5082	55.4918	3835
Total		5725000	3225238	56.3360	3089909	135329	95.8041	4.1959	3835

Ambika Cotton Mills Ltd

Resolution Required :Ordinary			3 - To appoint a Director in place of Mrs. Bhavya Chandran (DIN 02080649) who retires by rotation and being eligible offers herself for re-appointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?									
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	2882350	2882350	100.0000	2882350	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2882350	100.0000	2882350	0	100.0000	0.0000	0
Public Institutions	E-Voting	118102	99016	83.8394	99016	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		99016	83.8394	99016	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	2724548	241501	8.8639	106247	135254	43.9944	56.0056	3835
	Poll		2296	0.0843	2296	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		243797	8.9482	108543	135254	44.5219	55.4781	3835
Total		5725000	3225163	56.3347	3089909	135254	95.8063	4.1937	3835

Ambika Cotton Mills Ltd									
Resolution Required :Special			4 - Approval for Continued Holding of Office by Dr. K. Venkatachalam (DIN: 01062171) as Non-Executive Director upon attaining the age of 75 Years and thereafter in accordance with Regulation 17(1A) and the proviso thereto of SEBI (LODR) Regulations, 2015.						
Whether promoter/ promoter group are interested in the agenda/resolution?									
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	No. of votes Invalid
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100	[8]
Promoter and Promoter Group	E-Voting	2882350	2882350	100.0000	2882350	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2882350	100.0000	2882350	0	100.0000	0.0000	0
Public Institutions	E-Voting	118102	99016	83.8394	99016	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		99016	83.8394	99016	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	2724548	241576	8.8666	105817	135759	43.8028	56.1972	3835
	Poll		2296	0.0843	1840	456	80.1394	19.8606	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		243872	8.9509	107657	136215	44.1449	55.8551	3835
Total		5725000	3225238	56.3360	3089023	136215	95.7766	4.2234	3835

Ambika Cotton Mills Ltd

Resolution Required :Ordinary			5 - Appointment of Sri. Sundararajan Baalaji, B.Com., FCS. (Membership No. 5966, Certificate of Practice No. 3514, Peer Review Certificate No.774/2020), Practicing Company Secretary, Coimbatore , as Secretarial Auditor of the Company for a term of five (5) consecutive financial years.						
Whether promoter/ promoter group are interested in the agenda/resolution?									
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	2882350	2882350	100.0000	2882350	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2882350	100.0000	2882350	0	100.0000	0.0000	0
Public Institutions	E-Voting	118102	99016	83.8394	99016	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		99016	83.8394	99016	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	2724548	241551	8.8657	106222	135329	43.9750	56.0250	3835
	Poll		2296	0.0843	2296	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		243847	8.9500	108518	135329	44.5025	55.4975	3835
Total		5725000	3225213	56.3356	3089884	135329	95.8040	4.1960	3835

Ambika Cotton Mills Ltd									
Resolution Required :Special			6 - Amendment of Article 69(a) of the Articles of Association of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?									
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	2882350	2882350	100.0000	2882350	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2882350	100.0000	2882350	0	100.0000	0.0000	0
Public Institutions	E-Voting	118102	99016	83.8394	99016	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		99016	83.8394	99016	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	2724548	241576	8.8666	105947	135629	43.8566	56.1434	3835
	Poll		2296	0.0843	2296	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		243872	8.9509	108243	135629	44.3852	55.6148	3835
Total		5725000	3225238	56.3360	3089609	135629	95.7948	4.2052	3835

Ambika Cotton Mills Ltd									
Resolution Required :Special			7 - Approval for Voluntary Delisting of Equity Shares from BSE Limited (BSE).						
Whether promoter/ promoter group are interested in the agenda/resolution?									
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	2882350	2882350	100.0000	2882350	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2882350	100.0000	2882350	0	100.0000	0.0000	0
Public Institutions	E-Voting	118102	99016	83.8394	99016	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		99016	83.8394	99016	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	2724548	241576	8.8666	105612	135964	43.7179	56.2821	3835
	Poll		2296	0.0843	2296	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		243872	8.9509	107908	135964	44.2478	55.7522	3835
Total		5725000	3225238	56.3360	3089274	135964	95.7844	4.2156	3835

Ambika Cotton Mills Ltd

Resolution Required :Ordinary			8 - To ratify/confirm the Remuneration of the Cost Auditors for the financial year 2025-26.						
Whether promoter/ promoter group are interested in the agenda/resolution?									
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	2882350	2882350	100.0000	2882350	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2882350	100.0000	2882350	0	100.0000	0.0000	0
Public Institutions	E-Voting	118102	99016	83.8394	99016	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		99016	83.8394	99016	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	2724548	241576	8.8666	106247	135329	43.9808	56.0192	3835
	Poll		2296	0.0843	2296	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		243872	8.9509	108543	135329	44.5082	55.4918	3835
Total		5725000	3225238	56.3360	3089909	135329	95.8041	4.1959	3835

September 29, 2025

REPORT OF SCRUTINIZER

[Pursuant to the section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the
Companies (Management and Administration) Amendment Rules, 2015]

To

The Chairman,
Ambika Cotton Mills Limited,
Regd.Office: No.9 A, Valluvar Street,
Sivanandha Colony,
Coimbatore – 641012.

Dear Sir,

I, K. Murali Mohan FCA, Practicing Chartered Accountant (M. No 14328), Coimbatore was appointed by the Board of Directors of the Company to act as Scrutinizer for the 37th (Thirty Seventh) Annual General Meeting of the Equity Shareholders of "Ambika Cotton Mills Limited" held on 27th September 2025 at 12.00 Noon through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") for the purpose of scrutinizing the E-Voting process in a fair and transparent manner and ascertaining the requisite majority on E-Voting carried out as per section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015 on the resolutions referred to in this report

The Management of the Company is responsible to ensure the compliance of the requirements of the Act and Rules relating to e-voting during the 37th AGM on the proposed resolutions contained in the Notice. My responsibility as a Scrutinizer for the process of voting through e-voting during the 37th AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency authorized under the Rules and engaged by the Company to provide platform for voting through e-voting during the AGM and platform for VC/ OAVM facility for participation in the 37th AGM.

I submit my report as under:

1. The Notice was sent by email to all the members, whose names appeared in the Register of Members as on 28th August, 2025 and whose email addresses are registered with the Company/Depositories, to vote on the proposed 8 (Eight) Resolutions as mentioned in the Notice of the Annual General Meeting of M/s. Ambika Cotton Mills Limited (Item No.1 (One) to 8 (Eight)) dated 8th August, 2025. The Members holding equity shares as on the cut-off date i.e. 20th September, 2025 were considered for e-voting. Number of shareholders as on cut-off date is 28,690.

Office : 'Kanapathy Towers' III Floor, No. 1391/A-1, Sathy Road, Ganapathy, Coimbatore 641 006

Phone : 0422 4039900 Fax : 0422 - 2536673 E-mail : murali@skmcoca.com

Resi : No. 9, Street No. 2, S.N. Das Layout, Coimbatore 641 012, Phone : 0422 4512314 / 2494193, Mobile : 98940 44193

2. The Company had appointed Central Depository Services (India) Limited ("CDSL"), as the Service Provider, for extending the facility for the Electronic Voting to the shareholders of the Company. MUFG Intime India Private Ltd, Coimbatore is the Registrar and Share Transfer Agent of the Company.
3. As a Scrutinizer, I report that in compliance of the provisions of Rule 20 (4) (vi) of the Companies (Management and Administration) Rules 2014, as amended, the above Remote Electronic Voting remained open to the members from Wednesday, the 24th September, 2025 at 9.00 A.M to Friday, the 26th September 2025 at 5.00 P.M. Further the Remote E-Voting period was completed on the date preceding the date of Annual General Meeting.
4. At the Annual General Meeting, the Company facilitated the members present in meeting through VC/OAVM facility and have not cast their votes through Remote E-voting facility to cast their vote through E-voting facility provided during the Annual General Meeting in compliance with the provisions of Rule 20 (4) (viii) of the Companies (Management and Administration) Rules, 2014, as amended.
5. On completion of the E-Voting, in compliance of the provisions of Rule 20 (4) (viii) and (xii) of the companies (Management and Administration) Rules 2014, as amended, I have unblocked the votes on 27th September 2025 around 01.47 pm in the presence of two witnesses, namely Mrs.Divya sukumar and Ms.Nikitha, who are not in employment of the Company.
6. The votes cast by Twenty one (21) shareholders for 3,835 shares have been considered as invalid, as the scanned copies of the relevant Power of Attorney or resolutions were not provided for exercising their votes.

The following is the summary of e-voting result:

Resolution	For			Against		
	No.of Members	No.of Votes	%	No.of Member s	No.of Votes	%
1 Ordinary Resolution - To receive, consider, approve and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2025 comprising of the Balance Sheet as 31st March, 2025, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and Reports of Directors and Auditors thereon.	119	30,89,909	95.80%	402	1,35,329	4.20%

2	Ordinary Resolution - To declare a Final Dividend of Rs.37/- per equity share for the Financial year 2024-2025.	119	30,89,909	95.80%	402	1,35,329	4.20%
3	Ordinary Resolution - To appoint a Director in place of Mrs. Bhavya Chandran (DIN 02080649) who retires by rotation and being eligible offers herself for re-appointment.	119	30,89,909	95.80%	401	1,35,254	4.19%
4	Special Resolution - Approval for Continued Holding of Office by Dr. K. Venkatachalam (DIN: 01062171) as Non-Executive Director upon attaining the age of 75 Years and thereafter in accordance with Regulation 17(1A) and the proviso thereto of SEBI (LODR) Regulations, 2015.	116	30,89,023	95.78%	405	1,36,215	4.22%
5	Ordinary Resolution - Appointment of Sri. Sundararajan Baalaji, B.Com., FCS. (Membership No. 5966, Certificate of Practice No. 3514, Peer Review Certificate No.774/2020), Practicing Company Secretary, Coimbatore, as Secretarial Auditor of the Company for a term of five (5) consecutive financial years.	118	30,89,884	95.80%	402	1,35,329	4.20%
6	Special Resolution - Amendment of Article 69(a) of the Articles of Association of the Company.	118	30,89,609	95.79%	403	1,35,629	4.21%
7	Special Resolution - Approval for Voluntary Delisting of Equity Shares from BSE Limited (BSE).	111	30,89,274	95.78%	410	1,35,964	4.22%

8	Ordinary Resolution - To ratify/ confirm the Remuneration of the Cost Auditors for the financial year 2025-26.	119	30,89,909	95.80%	402	1,35,329	4.20%
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All resolutions stand passed under E-voting with requisite majority as specified under the Companies Act, 2013.

Thanking you

Yours faithfully

Digitally signed by

KRISHNAMOORTHYRAO

MURALIMOHAN

Date: 2025.09.29 17:15:00 +05'30'

(K. MURALI MOHAN)

M. No: 14328

SCRUTINIZER

UDIN: 25014328BMOYFX7069