



# BANNARI AMMAN SUGARS LIMITED

Regd. Office : 1212, Trichy Road Coimbatore - 641 018 Tamilnadu India  
Phone : 91 - 422 - 2204100 Fax : 2309999 (Sales) 2204222 (Purchase) 2204233 (Accounts)  
E-Mail : bascbe@bannari.com Website : www.bannari.com CIN : L15421TZ1983PLC001358

SEC/ Mail /2022

09.09.2022

National Stock Exchange of India Ltd., "Exchange Plaza" Bandra-Kurla Complex Bandra (E) Mumbai 400 051 NSE Code : BANARISUG ISIN No. : INE459A01010	Bombay Stock Exchange Ltd., Phiroze Jeejeebhoy Towers Dalal Street Mumbai 400 001  BSE Code : 500041 ISIN No. : INE459A01010
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Dear Sirs,

Sub: Proceedings of 38<sup>th</sup> AGM - Scrutinizer's Report - Voting Results - reg.

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The 38<sup>th</sup> Annual General Meeting (AGM) of the Company was held today i.e. 9<sup>th</sup> September, 2022 at 4.45 P.M through Video Conference (VC)/Other Audio Visual Means (OAVM) to transact the business stated in the Notice convening AGM dated May 30, 2022.

In this regard, we are submitting the following:

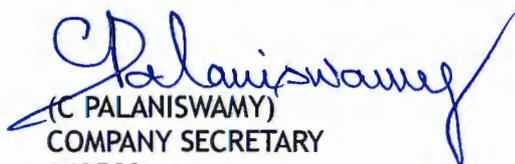
- (i) Summary of the proceedings of the AGM of the company as required under Regulation 30, read with Part-A of Schedule III of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ( "SEBI (LODR) Regulations, 2015" ) - Annexure-I
- (ii) Voting results of the business transacted at the AGM, as required under Regulation 44 of SEBI (LODR) Regulations, 2015 - Annexure - II
- (iii) Report of the Scrutinizer dated September 09, 2022 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 - Annexure - III

The company has uploaded the Voting results and Scrutinizers' Report dated 09.09.2022 in company's website viz. [www.bannari.com](http://www.bannari.com)

This is for your information and records.

Thanking you,

Yours faithfully,  
For BANNARI AMMAN SUGARS LIMITED

  
(C PALANISWAMY)  
COMPANY SECRETARY  
A12580

Encl:



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## ANNEXURE-I

Summary of proceedings of the 38<sup>th</sup> Annual General Meeting of Bannari Amman Sugars Limited held on 9<sup>th</sup> September 2022 at 4.45 P.M through Video Conference (VC)/Other Audio Visual Means (OAVM)

The 38<sup>th</sup> Annual General Meeting of Bannari Amman Sugars Limited ("the company") was held today viz. 9<sup>th</sup> September, 2022 through Video Conference (VC)/Other Audio Visual Means (OAVM) in compliance with applicable provisions of the Companies Act, 2013 read with the circulars issued by the Ministry of Corporate Affairs (MCA) and Securities Exchange Board of India (SEBI).

The Chairman Sri S V Balasubramaniam Chaired the meeting. After declaring the requisite quorum being present, the Chairman called the meeting to order. The meeting commenced at 4.50 P.M.

Six Directors (including the Chairman) were present at the Registered Office of the company. Sri Vignesa Somathurai Pandian, Partner, M/s P K Nagarajan & Co., Chartered Accountants, Statutory Auditors and Sri C Thirumurthy, Practicing Company Secretary, M/s C Thirumurthy & Associates, Secretarial Auditors had also joined the meeting.

The Chairman introduced the Directors to the members participated through video conference. He also stated that Sri E P Muthukumar, Independent Director resigned from the Board with effect from the conclusion of last Board Meeting held on 10.08.2022 due to sudden declining in health condition and recorded the appreciation the company's appreciation for valuable services rendered by Sri E P Muthukumar during his tenure of office.

Thereafter, the Notice convening 38<sup>th</sup> Annual General Meeting was taken as read with the consent of the members present. The Chairman mentioned that the Auditors' Report on the financial statement and the Secretarial Audit Report for the financial year ended 31<sup>st</sup> March, 2022 do not contain any qualification, reservation, observation, adverse remark or disclaimer and as such the Auditors' Report on the financial statement and the Secretarial Audit Report were not required to be read at the Annual General Meeting.

The Chairman gave an overview of Indian Sugar Industry and he invited Sri B Saravanan, Managing Director to brief about the operational and financial performance of the company. Then Sri B Saravanan, Managing Director briefed about the operational and financial performance of the company.

The Chairman then informed the members that in compliance of the Companies Act, 2013 the company had provided all the facility to cast their votes electronically on all resolutions set forth in the notice. The Chairman informed the members about the resolutions as set forth in the notice.

1. Adoption of Audited Financial Statements of the company for the financial year ended March 31, 2021, Reports of the Board of Directors and Auditors thereon.
2. Declaration of Dividend at the rate of Rs.10/- per share on 1,25,39,700 equity shares of Rs.10/- each.
3. Re-appointment of Sri B Saravanan (DIN: 00002927) who retires by rotation as Director.
4. Appointment of Statutory Auditors.

Ratification of Remuneration payable to Cost Auditor of the Company.



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The Chairman then invited the speakers who have registered with the company by sending a mail 3 days prior to the meeting. Three shareholders have registered their name as speakers and of which two shareholders had sent queries on various aspects which duly responded by the Managing Director of the Company.

Then the Chairman thanked the members who have given valuable comments and suggestions.

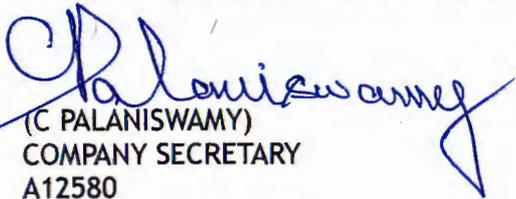
The Chairman requested those members present to this meeting and not casted their votes through remote e-voting can cast their vote now in the e-voting platform of Central Depository Services (India) Limited (CDSL) which will be closed after 30 minutes from the time of closure of this meeting.

The Chairman further said that Sri C Thirumurthy, M/s C Thirumurthy & Associates, Practicing Company Secretary was appointed as scrutinizer to supervise the e-voting process. He also informed the members the voting results will be declared on receipt of report from the scrutinizer and also placed on the website of the company.

Thereafter the Chairman declared that the meeting is closed at 5.25 P.M.

This is for your information and records.

Yours faithfully,  
For BANNARI AMMAN SUGARS LIMITED

  
(C PALANISWAMY)  
COMPANY SECRETARY  
A12580



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 ANNEXURE-II

## BANNARI AMMAN SUGARS LIMITED, COIMBATORE Details of Voting Results

Date of AGM	9 <sup>th</sup> September, 2022 (through Video Conferencing/Other Audio Visual Means)
Total No. of shareholders on record date (i.e 2 <sup>nd</sup> September, 2022 cut-off date for e-voting purpose)	8626
No. of shareholders attended the meeting through Video conferencing	46
Promoter and Promoter Group including Panel Members	6
Public - Shareholders	34
Public - Speaker Shareholders & Panel Members	6
Total	46
No. of shareholders voted through remote e-voting	57
Mode of voting	Remote E-voting and E-voting during AGM

**Item No.1: Adoption of Audited Financial Statements, Reports of the Board of Directors and Auditors thereon:**

Resolution Required (Ordinary/Special) : Ordinary Resolution

Whether Promoter/Promoter group interested in the agenda/resolution ? : No

Promoter/Public	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
		(1)	(2)	(3)=[(2)/(1)] X 100	(4)	(5)	(6)=[(4)/(2)]X100	(7)=[(5)/(2)]X100
Promoter and Promoter group	E-Voting	7360276	7360276	100	7360276	0	100	0
	Poll		0	0	0	0	0	0
	Sub Total		7360276	100	7360276	0	100	0
Public - Institutional holders	E-Voting	34096	11082	32.50	11082	0	100	0
	Poll		0	0	0	0	0	
	Sub Total		11082	32.50	11082	0	100	0
Public - Others	E-Voting	5145328	20482	0.40	20482	0	100	0
	Poll		0	0	0	0	0	
	Sub Total		20482	0.40	20482	0	100	0
<b>Total</b>		<b>12539700</b>	<b>7391840</b>	<b>58.95</b>	<b>7391840</b>	<b>0</b>	<b>100</b>	<b>0</b>



**Item No.2: Declaration of Dividend on equity shares:**

Resolution Required (Ordinary/Special) : Ordinary Resolution

Whether Promoter/Promoter group interested in the agenda/resolution ? : No

Promoter/Public	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
		(1)	(2)	(3)=[(2)/(1)] X 100	(4)	(5)	(6)=[(4)/(2)]X100	(7)=[(5)/(2)]X100
Promoter and Promoter group	E-Voting	7360276	7360276	100	7360276	0	100	0
	Poll		0	0	0	0	0	0
	Sub Total		7360276	100	7360276	0	100	0
Public - Institutional holders	E-Voting	34096	11082	32.50	11082	0	100	0
	Poll		0	0	0	0	0	0
	Sub Total		11082	32.50	11082	0	100	0
Public - Others	E-Voting	5145328	20482	0.40	20482	0	100	0
	Poll		0	0	0	0	0	0
	Sub Total		20482	0.40	20482	0	100	0
<b>Total</b>		<b>12539700</b>	<b>7391840</b>	<b>58.95</b>	<b>7391840</b>	<b>0</b>	<b>100</b>	<b>0</b>

**Item No.3: Re-Appointment of Director Sri B Saravanan (DIN: 00002927):**

Resolution Required (Ordinary/Special) : Ordinary Resolution

Whether Promoter/Promoter group interested in the agenda/resolution ? : Yes

Promoter/Public	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
		(1)	(2)	(3)=[(2)/(1)] X 100	(4)	(5)	(6)=[(4)/(2)]X100	(7)=[(5)/(2)]X100
Promoter and Promoter group	E-Voting	7360276	7360276	100	7360276	0	100	0
	Poll		0	0	0	0	0	0
	Sub Total		7360276	100	7360276	0	100	0
Public - Institutional holders	E-Voting	34096	11082	32.50	11082	0	100	0
	Poll		0	0	0	0	0	0
	Sub Total		11082	32.50	11082	0	100	0
Public - Others	E-Voting	5145328	20482	0.40	20482	0	100	0
	Poll		0	0	0	0	0	0
	Sub Total		20482	0.40	20482	0	100	0
<b>Total</b>		<b>12539700</b>	<b>7391840</b>	<b>58.95</b>	<b>7391840</b>	<b>0</b>	<b>100</b>	<b>0</b>



**Item No.4: Appointment of Statutory Auditors:**

Resolution Required (Ordinary/Special) : Ordinary Resolution

Whether Promoter/Promoter group interested in the agenda/resolution ? : No

Promoter/Public	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
		(1)	(2)	(3)=[(2)/(1)]X 100	(4)	(5)	(6)=[(4)/(2)]X100	(7)=[(5)/(2)]X100
Promoter and Promoter group	E-Voting	7360276	7360276	100	7360276	0	100	0
	Poll		0	0	0	0	0	0
	Sub Total		7360276	100	7360276	0	100	0
Public - Institutional holders	E-Voting	34096	11082	32.50	11082	0	100	0
	Poll		0	0	0	0	0	0
	Sub Total		11082	32.50	11082	0	100	0
Public - Others	E-Voting	5145328	20482	0.40	20482	0	100	0
	Poll		0	0	0	0	0	0
	Sub Total		20482	0.40	20482	0	100	0
<b>Total</b>		<b>12539700</b>	<b>7391840</b>	<b>58.95</b>	<b>7391840</b>	<b>0</b>	<b>100</b>	<b>0</b>

**Item No.5: Ratification of remuneration payable to Cost Auditor:**

Resolution Required (Ordinary/Special) : Ordinary Resolution

Whether Promoter/Promoter group interested in the agenda/resolution ? : No

Promoter/Public	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
		(1)	(2)	(3)=[(2)/(1)]X 100	(4)	(5)	(6)=[(4)/(2)]X100	(7)=[(5)/(2)]X100
Promoter and Promoter group	E-Voting	7360276	7360276	100	7360276	0	100	0
	Poll		0	0	0	0	0	0
	Sub Total		7360276	100	7360276	0	100	0
Public - Institutional holders	E-Voting	34096	11082	32.50	11082	0	100	0
	Poll		0	0	0	0	0	0
	Sub Total		11082	32.50	11082	0	100	0
Public - Others	E-Voting	5145328	20482	0.40	20482	0	100	0
	Poll		0	0	0	0	0	0
	Sub Total		20482	0.40	20482	0	100	0
<b>Total</b>		<b>12539700</b>	<b>7391840</b>	<b>58.95</b>	<b>7391840</b>	<b>0</b>	<b>100</b>	<b>0</b>



All the aforesaid resolutions were passed with requisite majority.

# C THIRUMURTHY AND ASSOCIATES

Company Secretaries \*

C Thirumurthy B Com BL FCS

69-1, LML Colony, Pappanaickenpalayam, Coimbatore - 641 037, Tamil Nadu, INDIA.  
Phone : (91) 0422 - 4214979, Mobile : 98430 96789, 98430 19809, e-mail : mycsoffice@gmail.com

ANNEXURE - III

## SCRUTINIZER'S REPORT

The Chairman  
Bannari Amman Sugars Limited  
1212, Trichy Road,  
Coimbatore - 641018

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Remote e-voting conducted pursuant to the provisions of Section 108 of The Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2013 as amended and Remote e-voting during the 38<sup>th</sup> Annual General Meeting (AGM) of M/s Bannari Amman Sugars Limited (Company) held on Friday, the 9<sup>th</sup> September 2022 at 4.45 P.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

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1. The Board of Directors of the Company at their meeting held on 30.05.2022 has appointed me as the Scrutinizer for the purpose of scrutinizing the Remote e-voting process and remote e-voting at the AGM for all the Resolutions as set out in the Notice of the AGM.
2. In compliance with the provisions of Section 108 of The Companies Act, 2013 and Rule 20 of the Companies (Management and Administration), Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (Listing Regulations), the Company had provided its Members the Remote e-voting facility through Central Depository Services (India) Limited (CDSL) for all the Resolutions as set out in the Notice of the said AGM.
3. Further, the facility for remote e-voting was also made available at the AGM for those members who attended the AGM through VC / OAVM and have not cast their vote by Remote e-voting.
4. I submit my report as under:

The Remote e-voting period had commenced on 05.09.2022 at 9.00 A.M and ended on 08.09.2022 at 5.00 P.M.



*C. Thirumurthy*  
C. THIRUMURTHY, B.Com., B.L., FCS.,  
PRACTISING COMPANY SECRETARY  
FCS 3454 CP 5179.

I have also received a complete record of votes cast through electronic mode upto 5.00 P.M. on 8<sup>th</sup> September, 2022 and Remote e-voting during the AGM on 09.09.2022 from CDSL, the agency appointed for providing and supervising electronic platform. The votes cast were unblocked on 09.09.2022 at 5.57 P.M (IST) in the presence of the two witnesses Mr.P.Velumani and Mr.K.Radhakrishnan who are not in the employment of the Company.

The e-voting data was scrutinized by me for verification of votes cast in favour and against the Resolutions as set in the Notice of the AGM.

5. A summary of the combined voting results of the votes cast through Remote e-voting and Remote e-voting during the AGM are given as Annexure 1.
6. I have handed over the Papers / Registers and other relevant records for the safe custody to the Company Secretary.
7. On the basis of the scrutiny of the votes casted through Remote e-voting and Remote e-voting during the AGM, the Resolution No.1 to Resolution No.5 as set out in the Notice of the AGM have been passed by the Shareholders of the Company with the requisite majority.
8. You may accordingly declare the aforesaid voting results of votes cast through Remote e-voting and Remote e-voting during the AGM.

Thanking you,

For C Thirumurthy and Associates  
Practising Company Secretaries

*C Thirumurthy*  
C Thirumurthy  
Membership No.3454  
C.P. No.5179



Date: 09.09.2022  
Place: Coimbatore

UDIN: F003454D000950290

Encl.: As above

**ANNEXURE - 1**

**CONSOLIDATED RESULTS OF REMOTE E-VOTING & REMOTE E-VOTING DURING THE AGM:**

**ITEM NO.1 – ORDINARY BUSINESS - ORDINARY RESOLUTION**

**ADOPTION OF AUDITED FINANCIAL STATEMENTS, REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON:**

Particulars	Number of			Number of Votes contained in			Percentage
	Remote E-Votes during the AGM	Remote E-Votes	Total	Remote E-Votes during the AGM	Remote E-Votes	Total	
IN FAVOUR OF THE RESOLUTION	2	55	57	17405	7374435	7391840	100%
AGAINST THE RESOLUTION	0	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0	0

Thus the Ordinary Resolution as contained in Item No.1 is passed with Requisite majority.



*C. Thirumurthy*  
C. THIRUMURTHY, B.Com., B.L., FCS.,  
PRACTISING COMPANY SECRETARY  
FCS 3454 CP 5179.

**CONSOLIDATED RESULTS OF REMOTE E-VOTING & REMOTE E-VOTING DURING THE AGM**

**ITEM NO.2 – ORDINARY BUSINESS - ORDINARY RESOLUTION**

**DECLARATION OF DIVIDEND:**

Particulars	Number of			Number of Votes contained in			Percentage
	Remote E-Votes during the AGM	Remote E-Votes	Total	Remote E-Votes during the AGM	Remote E-Votes	Total	
IN FAVOUR OF THE RESOLUTION	2	55	57	17405	7374435	7391840	100%
AGAINST THE RESOLUTION	0	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0	0

Thus the Ordinary Resolution as contained in Item No.2 is passed with Requisite majority.



*C. Thirumurthy*  
C. THIRUMURTHY, B.Com., B.L., FCS.,  
PRACTISING COMPANY SECRETARY  
FCS 3454 CP 5179.

**CONSOLIDATED RESULTS OF REMOTE E-VOTING & REMOTE E-VOTING DURING THE AGM**

**ITEM NO.3 – ORDINARY BUSINESS - ORDINARY RESOLUTION**

**RE-APPOINTMENT OF DIRECTOR SRI B SARAVANAN (DIN: 00002927):**

Particulars	Number of			Number of Votes contained in			Percentage
	Remote E-Votes during the AGM	Remote E-Votes	Total	Remote E-Votes during the AGM	Remote E-Votes	Total	
IN FAVOUR OF THE RESOLUTION	2	55	57	17405	7374435	7391840	100%
AGAINST THE RESOLUTION	0	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0	0

Thus the Ordinary Resolution as contained in Item No.3 is passed with Requisite majority.



*C. Thirumurthy*  
C. THIRUMURTHY, B.Com., B.L., FCS.,  
PRACTISING COMPANY SECRETARY  
FCS 3454 CP 5179.

**CONSOLIDATED RESULTS OF REMOTE E-VOTING & REMOTE E-VOTING DURING THE AGM**

**ITEM NO.4 – ORDINARY BUSINESS - ORDINARY RESOLUTION**

**APPOINTMENT OF STATUTORY AUDITORS:**

Particulars	Number of			Number of Votes contained in			Percentage
	Remote E-Votes during the AGM	Remote E-Votes	Total	Remote E-Votes during the AGM	Remote E-Votes	Total	
IN FAVOUR OF THE RESOLUTION	2	55	57	17405	7374435	7391840	100%
AGAINST THE RESOLUTION	0	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0	0

Thus the Ordinary Resolution as contained in Item No.4 is passed with Requisite majority.



*C. Thirumurthy*  
C. THIRUMURTHY, B.Com., B.L., FCS.,  
PRACTISING COMPANY SECRETARY  
FCS 3454 CP 5179.

**CONSOLIDATED RESULTS OF REMOTE E-VOTING & REMOTE E-VOTING DURING THE AGM**

**ITEM NO.5 – SPECIAL BUSINESS - ORDINARY RESOLUTION**

**RATIFICATION OF REMUNERATION PAYABLE TO COST AUDITOR:**

Particulars	Number of			Number of Votes contained in			Percentage
	Remote E-Votes during the AGM	Remote E-Votes	Total	Remote E-Votes during the AGM	Remote E-Votes	Total	
IN FAVOUR OF THE RESOLUTION	2	55	57	17405	7374435	7391840	100%
AGAINST THE RESOLUTION	0	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0	0

Thus the Ordinary Resolution as contained in Item No.5 is passed with Requisite majority.



*C. Thirumurthy*  
C. THIRUMURTHY, B.Com., B.L., FCS.,  
PRACTISING COMPANY SECRETARY  
FCS 3454 CP 5179.