



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 : L15421T21983PLC001358

SEC/ Mail /2023

04.09.2023

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
---	--

Dear Sirs,

Sub: Proceedings of 39th AGM - Scrutinizer's Report - Voting Results - reg.

The 39th Annual General Meeting (AGM) of the Company was held today i.e. 4th September, 2023 at 4.15 P.M through Video Conference (VC)/Other Audio Visual Means (OAVM) to transact the business stated in the Notice convening AGM dated May 24, 2023.

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 04, 2023 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 - Annexure - III.

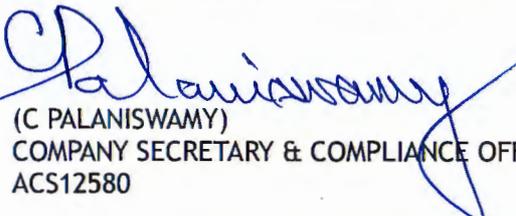
The company has uploaded the Voting results and Scrutinizers' Report dated 04.09.2023 in company's website viz. www.bannari.com.

A brief details of Alteration in object clause of the Memorandum of Association as required under Regulation 30 read with Part-A of Schedule III of Securities and Exchange Board of India (LODR) Regulations, 2015 are annexed vide Annexure-IV.

This is for your information and records.

Thanking you,

Yours faithfully,
For BANNARI AMMAN SUGARS LIMITED


(C PALANISWAMY)
COMPANY SECRETARY & COMPLIANCE OFFICER
ACS12580

Encl:



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

ANNEXURE-I

Summary of proceedings of the 39th Annual General Meeting of Bannari Amman Sugars Limited held on 4th September 2023 at 4.15 P.M through Video Conference (VC)/Other Audio Visual Means (OAVM)

The 39th Annual General Meeting of Bannari Amman Sugars Limited ("the company") was held today viz. 4th September, 2023 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 4.15 P.M.

Six Directors (including the Chairman) were present at the Registered Office of the company. Sri P R Vittel, Chartered Accountants, M/s P N Raghavendra Rao & Co., Statutory Auditors and Sri C Thirumurthy, Practicing Company Secretary, M/s C Thirumurthy & Associates, Secretarial Auditors had also joined the meeting.

Thereafter, the Notice convening 39th 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 31st March, 2023 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, 2023, Reports of the Board of Directors and Auditors thereon.
2. Declaration of Dividend at the rate of Rs.12.50 per share on 1,25,39,700 equity shares of Rs.10/- each.
3. Re-appointment of Sri S V Balasubramaniam (DIN: 00002405) who retires by rotation as Director.
4. Ratification of Remuneration payable to Cost Auditor of the Company.
5. Alteration in the object clause of the Memorandum of Association of the Company.

.2..



The Chairman then invited the speakers who have registered with the company by sending a mail 3 days prior to the meeting. Two shareholders have registered their name as speakers and of which one 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.

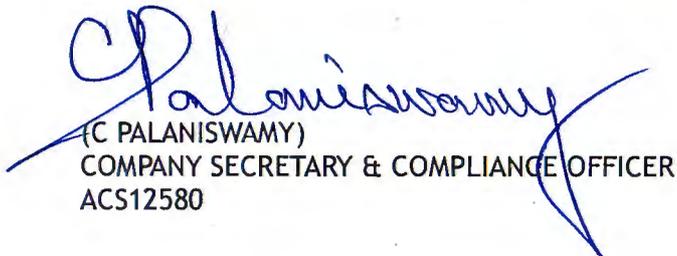
The Chairman requested those members present to this meeting and not casted their votes through remote e-voting can cast their vote now in the e-voting platform of Central Depository Services (India) Limited (CDSL) which will be closed after 30 minutes from the time of closure of this meeting.

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 4.35 P.M.

This is for your information and records.

Yours faithfully,
For BANNARI AMMAN SUGARS LIMITED


(C PALANISWAMY)
COMPANY SECRETARY & COMPLIANCE OFFICER
ACS12580





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

ANNEXURE-II

BANNARI AMMAN SUGARS LIMITED, COIMBATORE Details of Voting Results

Date of AGM	4 th September, 2023 (through Video Conferencing/Other Audio Visual Means)
Total No. of shareholders on record date (i.e 2 nd September, 2022 cut-off date for e-voting purpose)	8177
No. of shareholders attended the meeting through Video conferencing	39
Promoter and Promoter Group including Panel Members	6
Public - Shareholders	28
Public - Speaker Shareholders & Panel Members	5
Total	39
No. of shareholders voted through remote e-voting	52
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	33178	14357	43.27	14357	0	100	0
	Poll		0	0	0	0	0	
	Sub Total		14357	43.27	14357	0	100	0
Public - Others	E-Voting	5146246	1464800	28.46	1464800	0	100	0
	Poll		0	0	0	0	0	
	Sub Total		1464800	28.46	1464800	0	100	0
Total		12539700	8839433	70.49	8839433	0	100	0

2...



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**

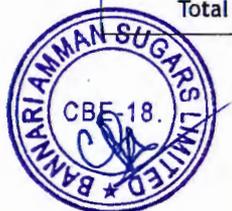
Promoter/Public	Mode of Voting	No. of Shares held	No. of Votes polled	% of votes polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)] X 100	(4)	(5)	(6)=[(4)/(2)]X100	(7)=[(5)/(2)]X100
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	33178	14357	43.27	14357	0	100	0
	Poll		0	0	0	0	0	0
	Sub Total		14357	43.27	14357	0	100	0
Public - Others	E-Voting	5146246	1464800	28.46	1464800	0	100	0
	Poll		0	0	0	0	0	0
	Sub Total		1464800	28.46	1464800	0	100	0
Total		12539700	8839433	70.49	8839433	0	100	0

Item No.3: Re-Appointment of Director Sri S V Balasubramaniam (DIN: 00002405):

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	33178	14357	43.27	14357	0	100	0
	Poll		0	0	0	0	0	0
	Sub Total		14357	43.27	14357	0	100	0
Public - Others	E-Voting	5146246	1464800	28.46	1464800	0	100	0
	Poll		0	0	0	0	0	0
	Sub Total		1464800	28.46	1464800	0	100	0
Total		12539700	8839433	70.49	8839433	0	100	0



Item No.4: 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	33178	14357	43.27	14357	0	100	0
	Poll		0	0	0	0	0	0
	Sub Total		14357	43.27	14357	0	100	0
Public - Others	E-Voting	5146246	1464800	28.46	1464799	1	100	0
	Poll		0	0	0	0	0	0
	Sub Total		1464800	28.46	1464799	1	100	0
Total		12539700	8839433	70.49	8839432	1	100	0

Item No.5: Alteration in the object clause of the Memorandum of Association of the Company:

Resolution Required (Ordinary/Special) : **Special 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	33178	14357	43.27	14357	0	100	0
	Poll		0	0	0	0	0	0
	Sub Total		14357	43.27	14357	0	100	0
Public - Others	E-Voting	5146246	1464684 *	28.46	1464684	0	100	0
	Poll		0	0	0	0	0	0
	Sub Total		1464684	28.46	1464684	0	100	0
Total		12539700	8839317	70.49	8839317	0	100	0

* One shareholder holding 116 shares has not voted for this resolution.

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, PR Unit Since 2010-11, 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 39th Annual General Meeting (AGM) of M/s Bannari Amman Sugars Limited (Company) held on Monday, the 4th September 2023 at 4.15 P.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

1. The Board of Directors of the Company at their meeting held on 24.05.2023 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 31.08.2023 at 9.00 A.M and ended on 03.09.2023 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 3rd September, 2023 and Remote e-voting during the AGM on 04.09.2023 from CDSL, the agency appointed for providing and supervising electronic platform. The votes cast were unblocked on 04.09.2023 at 5.05 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: 04.09.2023
Place: Coimbatore

UDIN: F003454E000935572

Encl.: As above

Resolution: 1 – Ordinary Business – Ordinary Resolution

Adoption of Audited Financial Statements, Reports of the Board of Directors and Auditors thereon

(i) Voting in favour of resolution

Mode of Voting	Number of members voted through electronic means	Number of votes cast	% of total number of valid votes cast
Remote E-Voting	49	8839331	
e-Voting in AGM	3	102	
Total	52	8839433	100%

(ii) Voted against the resolution

Mode of Voting	Number of members voted through electronic means	Number of votes cast	% of total number of valid votes cast
Remote E-Voting	--	--	--
e-Voting in AGM	--	--	--
Total	--	--	--

(iii) Invalid votes

Mode of Voting	Number of members voted through electronic means	Number of votes cast
Remote E-Voting	--	--
e-Voting in AGM	1	17403
Total	1	17403

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.

Resolution: 2 – Ordinary Business – Ordinary Resolution

Declaration of Dividend

(i) Voting in favour of resolution

Mode of Voting	Number of members voted through electronic means	Number of votes cast	% of total number of valid votes cast
Remote E-Voting	49	8839331	
e-Voting in AGM	3	102	
Total	52	8839433	100%

(ii) Voted against the resolution

Mode of Voting	Number of members voted through electronic means	Number of votes cast	% of total number of valid votes cast
Remote E-Voting	--	--	--
e-Voting in AGM	--	--	--
Total	--	--	--

(iii) Invalid votes

Mode of Voting	Number of members voted through electronic means	Number of votes cast
Remote E-Voting	--	--
e-Voting in AGM	1	17403
Total	1	17403

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.

Resolution: 3 – Ordinary Business – Ordinary Resolution

Appointment of Director Sri S V Balasubramaniam (DIN: 00002405) who retires by rotation

(i) Voting in favour of resolution

Mode of Voting	Number of members voted through electronic means	Number of votes cast	% of total number of valid votes cast
Remote E-Voting	49	8839331	
e-Voting in AGM	3	102	
Total	52	8839433	100%

(ii) Voted against the resolution

Mode of Voting	Number of members voted through electronic means	Number of votes cast	% of total number of valid votes cast
Remote E-Voting	--	--	--
e-Voting in AGM	--	--	--
Total	--	--	--

(iii) Invalid votes

Mode of Voting	Number of members voted through electronic means	Number of votes cast
Remote E-Voting	--	--
e-Voting in AGM	1	17403
Total	1	17403

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

K. Srinivasan
C. THIRUMURTHY, B.Com., B.L., FCS.,
PRACTISING COMPANY SECRETARY
FCS 3454 CP 5179.

Resolution: 4 – Special Business – Ordinary Resolution

Ratification of Remuneration payable to Cost Auditor

(i) Voting in favour of resolution

Mode of Voting	Number of members voted through electronic means	Number of votes cast	% of total number of valid votes cast
Remote E-Voting	48	8839330	
e-Voting in AGM	3	102	
Total	51	8839432	100%

(ii) Voted against the resolution

Mode of Voting	Number of members voted through electronic means	Number of votes cast	% of total number of valid votes cast
Remote E-Voting	1	1	--
e-Voting in AGM	--	--	--
Total	1	1	0

(iii) Invalid votes

Mode of Voting	Number of members voted through electronic means	Number of votes cast
Remote E-Voting	--	--
e-Voting in AGM	1	17403
Total	1	17403

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.

Resolution: 5 – Special Business – Special Resolution

Alteration in the object clause of the Memorandum of Association of the Company.

(i) Voting in favour of resolution

Mode of Voting	Number of members voted through electronic means	Number of votes cast	% of total number of valid votes cast
Remote E-Voting	48	8839215	
e-Voting in AGM	3	102	
Total	51	8839317	100%

(ii) Voted against the resolution

Mode of Voting	Number of members voted through electronic means	Number of votes cast	% of total number of valid votes cast
Remote E-Voting	--	--	--
e-Voting in AGM	--	--	--
Total	--	--	--

(iii) Invalid votes

Mode of Voting	Number of members voted through electronic means	Number of votes cast
Remote E-Voting	--	--
e-Voting in AGM	1	17403
Total	1	17403

Thus the Special 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.



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

ANNEXURE-IV

The shareholders at the 39th Annual General Meeting held today have approved Special Resolution for inserting the following objects as sub-clause (5) and (6) after sub-clause (4) in Clause III (A) (Main object) of the MOA of the company subject to the approval of Registrar of Companies, Coimbatore:

III(A) 5. To manufacture, produce, process, formulate, mix or prepare, purchase, sale, hold, distribute, transfer or otherwise trade, deal in and deal with, import and export of any or all classes and kinds of fertilizers including organic and inorganic fertilizers, Bio fertilizers, Bio fungicides, Bio Insecticides, Bio Nematicides, Decomposing cultures, organic manures, seaward products, micro nutrient mixures, agricultural chemicals, their mixures and formulations and derivatives and compounds thereof including but not limited to water soluble fertilizers and other allied items.

III(A) 6. To carry on the business of mining, quarrying, grinding, excavating, and take from pits, sand, gravel, stone, gypsum or paving materials and to own, acquire or take on lease areas of land mining bases, licenses or rights in or over land, to wash and screen the sand gravel and/or to produce, manufacture, process, imports, exports, buy, sell or otherwise deal in all types of minerals and sands including manufactured sand (M-Sand), Plastering Sand (P-Sand) and artificial sand etc.,

