



# BANNARI AMMAN SPINNING MILLS LIMITED

Regd. Office : 252, Mettupalayam Road, Coimbatore - 641 043, Tamilnadu, INDIA

Telephone : 0422 - 2435555 E-mail : shares@bannarimills.com

Website : www.bannarimills.com CIN : L17111TZ1989PLC002476 GSTRN : 33AAACB8513A1ZE

BASML/SEC/692/NSE&BSE/2020-21

7.12.2020

The Manager  
Listing Department  
National Stock Exchange of India Limited  
"Exchange Plaza"  
Bandra-Kurla Complex  
Bandra (East)  
Mumbai 400 051

BSE Limited  
Floor 25  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 001

**Scrip Code: BASML**

**Scrip Code: 532674**

Dear Sir,

**Sub: Outcome of 30<sup>th</sup> Annual General Meeting and results of e - voting at the meeting - reg.**

We wish to inform that the shareholders of the Company have approved the resolutions proposed at the 30<sup>th</sup> Annual General Meeting convened on 7.12.2020.

Further in terms of Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements Regulations) 2015, the summary of results of E-voting at the 30<sup>th</sup> Annual General Meeting held on 7.12.2020 along with Scrutinizer Report is enclosed herewith.

Please take on the record of the above.

Thanking you,

Yours faithfully,

**For BANNARI AMMAN SPINNING MILLS LIMITED**

  
**N KRISHNARAJ**  
**COMPANY SECRETARY**

Encl: as above

<b>General information about company</b>	
Scrip code	532674
NSE Symbol	BASML
MSEI Symbol	NOTLISTED
ISIN	INE186H01014
Name of the company	BANNARI AMMAN SPINNING MILLS LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	07-12-2020
Start time of the meeting	11:30 AM
End time of the meeting	12:30 PM



<b>Scrutinizer Details</b>	
Name of the Scrutinizer	R DHANASEKARAN
Firms Name	R DHANASEKARAN Company Secretary in Practice
Qualification	CS
Membership Number	7070
Date of Board Meeting in which appointed	15-09-2020
Date of Issuance of Report to the company	07-12-2020



<b>Voting results</b>	
Record date	30-11-2020
Total number of shareholders on record date	6046
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	2
b) Public	95
No. of resolution passed in the meeting	8
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Approval of Financial Statements both Standalone and Consolidated for the year ended 31st March, 2020, the Report of the Board of Directors and the Report of the Auditors thereon.					
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8751250	8751250	100	8751250	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8751250	8751250	100	8751250	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	7003019	162	0.0023	162	0	100	0
	Poll		299	0.0043	299	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7003019	461	0.0066	461	0	100
Total		15754269	8751711	55.5514	8751711	0	100	0
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Director in the place of Sri S V Arumugam, (DIN 00002458) who retires by rotation and being eligible, offers himself for re-appointment.				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8751250	8751250	100	8751250	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8751250	8751250	100	8751250	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	7003019	162	0.0023	162	0	100	0
	Poll		299	0.0043	299	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7003019	461	0.0066	461	0	100
Total		15754269	8751711	55.5514	8751711	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Smt S Sihamani (DIN 06945399) as an Independent Director for a further term of 5 years.				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8751250	8751250	100	8751250	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8751250	8751250	100	8751250	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	7003019	162	0.0023	162	0	100	0
	Poll		299	0.0043	299	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7003019	461	0.0066	461	0	100
Total		15754269	8751711	55.5514	8751711	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration payable to Sri M Nagarajan, Cost Auditor (Firm Registration No. 102133) for the year ending 31st March, 2021.				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8751250	8751250	100	8751250	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8751250	8751250	100	8751250	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	7003019	162	0.0023	162	0	100	0
	Poll		299	0.0043	299	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7003019	461	0.0066	461	0	100
Total		15754269	8751711	55.5514	8751711	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Sub-division of face value of Equity shares into smaller amount.				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8751250	8751250	100	8751250	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8751250	8751250	100	8751250	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	7003019	162	0.0023	162	0	100	0
	Poll		299	0.0043	299	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7003019	461	0.0066	461	0	100
Total		15754269	8751711	55.5514	8751711	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(6)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Re-classification and increase of Authorised Share Capital and alteration in the Capital Clause of the Memorandum of Association of the Company.					
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8751250	8751250	100	8751250	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8751250	8751250	100	8751250	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	7003019	162	0.0023	162	0	100	0
	Poll		299	0.0043	299	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7003019	461	0.0066	461	0	100
Total		15754269	8751711	55.5514	8751711	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





Resolution(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of new set of Articles of Association of the Company.				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8751250	8751250	100	8751250	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8751250	8751250	100	8751250	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	7003019	162	0.0023	162	0	100	0
	Poll		299	0.0043	299	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7003019	461	0.0066	461	0	100
Total		15754269	8751711	55.5514	8751711	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Further issue of Equity Shares on rights basis.				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8751250	8751250	100	8751250	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8751250	8751250	100	8751250	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	7003019	162	0.0023	162	0	100	0
	Poll		299	0.0043	299	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7003019	461	0.0066	461	0	100
Total		15754269	8751711	55.5514	8751711	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





**R. DHANASEKARAN** M.Com., F.C.S.  
Company Secretary in Practice

156 / 22, II Floor, Parsn Trade Plaza  
Dr. Nanjappa Road, Coimbatore - 641 018  
Phone : 0422 - 2304479 Mobile : +91 94420 14480  
E-mail : sharpcs1@gmail.com

Certificate No.: 62/2020-21

**CONSOLIDATED SCRUTINIZER'S FOR REMOTE E-VOTING AND  
E-VOTING AT THE ANNUAL GENERAL MEETING**

(Pursuant to Section 108 of the Companies Act, 2013 read with Companies  
(Management and Administration) Rules, 2015 and regulation No.44 of SEBI (Listing  
Obligations and Disclosure Requirements) Regulations, 2015

To

The Chairman  
Bannari Amman Spinning Mills Limited  
(CIN: L17111TZ1989PLC002476)  
252, Mettupalayam Road,  
Coimbatore 641043.

Ref: Consolidated Scrutinizer's Report on e-voting process (remote e-voting) and e-voting during the 30<sup>th</sup> Annual General Meeting of the members of M/s. Bannari Amman Spinning Mills Limited ("the Company") held on Monday, the 7<sup>th</sup> day of December, 2020 at 11.30 A.M. through Video Conference ("VC") / Other Audio-Visual Means ("OAVM").

Dear Sir,

I, R. Dhanasekaran, Company Secretary in Practice (CP No.7745), was appointed as a Scrutinizer by the Board of Directors of M/s. Bannari Amman Spinning Mills Limited ("the Company"), for the purpose of Scrutinizing e-voting process (remote e-voting) and e-voting during the 30<sup>th</sup> Annual General Meeting ("AGM") of the members of the Company held on Monday, the 7<sup>th</sup> day of December, 2020 at 11.30 A.M. through Video Conference ("VC") / Other Audio-Visual Means ("OAVM"), in respect of resolutions set out in the notice calling the 30<sup>th</sup> Annual General Meeting, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and further pursuant to General Circulars No.14/2020, 17/2020, and 20/2020 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, and 5<sup>th</sup> May, 2020 respectively issued by the Ministry of Corporate Affairs.





The compliance with the provisions of (i) Companies Act, 2013 and the Rule made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; (iii) General Circular issued by the Ministry of Corporate Affairs; (iv) Secretarial Standard No.2 on General Meetings issued by The Institute of Company Secretaries of India, if any, relating to remote e-voting prior to the date of AGM and e-voting process during the AGM on the resolutions proposed in the Notice calling 30<sup>th</sup> Annual General Meeting of the Company are the responsibility of the management.

My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a consolidated scrutinizer's report of the total votes cast in "favour" or "against" if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system.

I submit my report as under:

1. The company had availed e-voting facility offered by Link Intime India Private Limited ("LI IPL") for providing remote e-voting facility to the members of the Company prior to the AGM and during the AGM.
2. The equity shareholders as on 30th November, 2020, "Cut Off date" were entitled to vote on the resolutions state in the Notice of the 30<sup>th</sup> Annual General Meeting.
3. The remote e-voting facility remained open for 3 days from 4<sup>th</sup> December, 2020, 10.00 A.M. (IST) to 6<sup>th</sup> December, 2020, 5.00 P.M. (IST) and was disabled for voting thereafter.
4. Further the Company had also provided E-Voting facility to the members who attended the AGM through VC/OAVM and had not voted on resolutions through remote E-voting, to cast their vote during the AGM. The AGM commenced at 11.30 A.M (IST) on 7<sup>th</sup> December, 2020 and concluded around 12.25 A.M. (IST) and e-voting was closed around 12.40 A.M. (IST).
5. After completion of the E-voting process at the AGM, the vote cast through remote e-voting prior to the date of AGM and during the AGM were unblocked and downloaded from the e-voting website of LI IPL <https://instavote.linkintime.co.in>. at about 12.45 A.M. in the presence of two under signed witnesses who are not in the employment of the company.



6. The e-voting data/results downloaded from the e-voting system of "LI IPL" were scrutinized and reviewed, the votes counted, and the results were prepared in accordance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder.
7. Based on the data downloaded from e-voting system of "LI IPL" the total vote cast in favor or against in respect of resolutions proposed in the Notice of the 30<sup>th</sup> AGM are Annexed given below:

Thanking you


Date: 07.12.2020  
Place: Coimbatore




CS. R. Dhanasekaran  
Company Secretary In Practice,  
FCS7070 / CP 1745

ICSI UDIN: F007070B001426961

We, the undersigned witness that the e-votes cast, in respect of the above mentioned company, were unblocked from the e-voting website of Link Intime India Private Limited (LI IPL) <https://instavote.linkintime.co.in>

1. Signature   
Name and address A. U. VICE AHMED,  
No. 43, Cauvery Nagar,  
Veemppan Chalsram (Po),  
Erode - 638 004.

2. Signature   
Name and address  
R. Gana Saraswathy,  
4b, Gokhale Street,  
Ramnagar, Grandhipuram,  
Coimbatore.

**Consolidated Results on Remote e-voting and e-voting during the 30<sup>th</sup> Annual General Meeting of the members of M/s BANNARI AMMAN SPINNING MILLS LIMITED: (CIN: L17111TZ1989PLC002476), held on 7<sup>th</sup> December, 2020**

Resolu tion No.	Item	Type of resolutions	Total No. of votes polled	Votes polled in favour resolutions			Votes polled against resolutions		
				No. of Folios voted	No. of shares	% of votes	No. of Folios voted	No. of shares	% of votes
1	Approval of Financial Statements both Standalone and Consolidated for the year ended 31st March, 2020, the Report of the Board of Directors and the Report of the Auditors thereon.	Ordinary Resolution	87,51,711	16	87,51,711	100	0	0	0
2	Appointment of Director in the place of Sri S V Arumugam, (DIN 00002458) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution	87,51,711	16	87,51,711	100	0	0	0
3	Appointment of Smt S Sihamani (DIN 06945399) as an Independent Director for a further term of 5 years.	Special Resolution	87,51,711	16	87,51,711	100	0	0	0
4	Ratification of remuneration payable to Sri M Nagarajan, Cost Auditor (Firm Registration No. 102133) for the year ending 31st March, 2021.	Ordinary Resolution	87,51,711	16	87,51,711	100	0	0	0
5	Sub-division of face value of Equity shares into smaller amount.	Special Resolution	87,51,711	16	87,51,711	100	0	0	0





Resolu tion No.	Item	Type of resolutions	Total No. of votes polled	Votes polled in favour resolutions			Votes polled against resolutions		
				No. of Folios voted	No. of shares	% of votes	No. of Folios voted	No. of shares	% of votes
6	Re-classification and increase of Authorised Share Capital and alteration in the Capital Clause of the Memorandum of Association of the Company.	Special Resolution	87,51,711	16	87,51,711	100	0	0	0
7	Adoption of new set of Articles of Association of the Company.	Special Resolution	87,51,711	16	87,51,711	100	0	0	0
8	Further issue of Equity Shares on rights basis.	Special Resolution	87,51,711	16	87,51,711	100	0	0	0

