



# 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/831/SE'S/2024-25

5.10.2024

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

Dear Sir,

**Sub: Intimation of Postal Ballot Results pursuant to Regulation 30 and 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

**Ref: Scrip Code: NSE - BASML; BSE - 532674**

This is in furtherance to our letter dated BASML/SEC/661/SE'S/2024-25 dated September 4<sup>th</sup>, 2024, seeking the approval of the Members of the Company by way of Ordinary/ Special Resolutions through Remote E-Voting process for the following items as set out in the Postal ballot Notice:

1. Issuance of Equity Shares to the persons belonging to the "Promoter and Promoter Group" and "Non-Promoter Group" category on Preferential basis;
2. Appointment of Sri Tharanipathy Rajkumar (DIN 00048665) as an Independent Director;
3. Appointment of Sri S K Sundararaman (DIN 00002691) as a Non-Executive Non-Independent Director;
4. Appointment of Smt Sadhana Vidhya Shankar (DIN 10753375) as an Independent Director

We wish to inform that above Resolutions have been duly passed by the Members of the Company with requisite majority on 4<sup>th</sup> October, 2024, being the last date of the Remot E-Voting. In this regard, please find enclosed the following:

1. Voting results through Remote E-Voting, under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
2. Scrutinizer's Report dated October 4, 2024 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014

Kindly take on record the above information.

Thanking you,

Yours faithfully,

**For BANNARI AMMAN SPINNING MILLS LIMITED**

**N KRISHNARAJ**  
**COMPANY SECRETARY**  
**A20472**

Encl: as above



<b>General information about company</b>	
Scrip code	532674
NSE Symbol	BASML
MSEI Symbol	NOTLISTED
ISIN	INE186H01022
Name of the company	BANNARI AMMAN SPINNING MILLS LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	04-10-2024
Start time of the meeting	
End time of the meeting	

<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	03-09-2024
Date of Issuance of Report to the company	04-10-2024

<b>Voting results</b>	
Record date	03-09-2024
Total number of shareholders on record date	24404
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Issuance of Equity Shares to the persons belonging to the "Promoter and Promoter Group" and "Non-Promoter Group" category on Preferential 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	35880124	35880124	100	35880124	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		35880124	35880124	100	35880124	0	100
Public- Institutions	E-Voting	19840	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		19840	0	0	0	0	0
Public- Non Institutions	E-Voting	28941907	222175	0.7677	194941	27234	87.7421	12.2579
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		28941907	222175	0.7677	194941	27234	87.7421
Total		64841871	36102299	55.6774	36075065	27234	99.9246	0.0754
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	

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Sri Tharanipathy Rajkumar (DIN 00048665) as an Independent Director				
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	35880124	35880124	100	35880124	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		35880124	35880124	100	35880124	0	100
Public- Institutions	E-Voting	19840	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		19840	0	0	0	0	0
Public- Non Institutions	E-Voting	28941907	222175	0.7677	196117	26058	88.2714	11.7286
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		28941907	222175	0.7677	196117	26058	88.2714
Total		64841871	36102299	55.6774	36076241	26058	99.9278	0.0722
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	



Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Sri S K Sundararaman (DIN 00002691) as a Non-Executive Non-Independent Director				
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	35880124	35880124	100	35880124	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		35880124	35880124	100	35880124	0	100
Public- Institutions	E-Voting	19840	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		19840	0	0	0	0	0
Public- Non Institutions	E-Voting	28941907	222175	0.7677	196165	26010	88.293	11.707
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		28941907	222175	0.7677	196165	26010	88.293
Total		64841871	36102299	55.6774	36076289	26010	99.928	0.072
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	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Smt Sadhana Vidhya Shankar (DIN 10753375) as an Independent Director				
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	35880124	35880124	100	35880124	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		35880124	35880124	100	35880124	0	100
Public- Institutions	E-Voting	19840	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		19840	0	0	0	0	0
Public- Non Institutions	E-Voting	28941907	222175	0.7677	196165	26010	88.293	11.707
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		28941907	222175	0.7677	196165	26010	88.293
Total		64841871	36102299	55.6774	36076289	26010	99.928	0.072
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 : sharpsl@gmail.com

**Certificate No.: 79/2024-25**

## **SCRUTINIZER'S REPORT**

**(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014)**

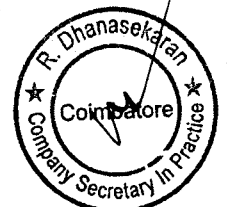
To

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

Reg: Report on the Postal ballot process for the resolutions as set out in the Notice of Postal Ballot dated 3<sup>rd</sup> September, 2024

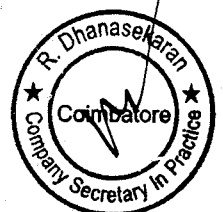
Sir

1. The board of directors of Bannari Amman Spinning Mills Limited ("the Company") (CIN: L17111TZ1989PLC002476) at its meeting held on 3<sup>rd</sup> September, 2024, appointed me as a Scrutinizer to scrutinize the Postal Ballot Process (voting by e-voting) and issue a report in connection with the subject matter.
2. I submit my report as under:
  - a. As per General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 03/2022 dated May 05, 2022, 11/2022 dated December 28, 2022, 09/2024 dated September 25, 2023 and 09/2024 dated 19<sup>th</sup> September, 2024, issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), the Company has sent the Postal Ballot Notice dated 3<sup>rd</sup> September, 2024 through electronic mode to the members whose names appeared in the Registrar of Members/list of beneficial owners as on cut-off date i.e 3<sup>rd</sup> September, 2024.





- b. As the Postal Ballot process was conducted only through remote e-voting system pursuant to the above referred circulars, no Postal Ballot forms were required to be sent by the Company.
- c. Particulars of all votes cast through electronic mode have been entered in the Register separately maintained for the purpose in electronic mode.
- d. Since there was no voting by physical postal ballot form, the question of keeping them in my safe custody before commencing the scrutiny does not arise.
- e. The votes cast through electronic means were unblocked after 5.00 P.M. on 04<sup>th</sup> October, 2024.
- f. Votes cast through electronic means were scrutinized and the shareholding was matched with the Register of Members of the Company / list of beneficiaries as on the cut-off date (03<sup>rd</sup> September, 2024).
- g. Votes cast through electronic means up to 5.00 P.M. of 04<sup>th</sup> October, 2024, being the last time and date fixed by the company for voting through electronic means were considered for my scrutiny.
- h. Since the voting on Postal ballot Process was conducted only through e-voting, reporting on number of envelopes containing postal ballot form received after due date and up to the date of this report does not arise.
- i. Since the voting on Postal ballot Process was conducted only through e-voting, reporting on number of envelopes containing postal ballot form returned undelivered also does not arise.
- j. Since the voting on Postal ballot Process was conducted only through e-voting, reporting on finding of defaced or mutilated ballot papers also does not arise.
- k. All the e-registers and records relating to e-voting process kept by me be returned to the Company on receipt of proof of signing of the related minutes by the Chairman for their safe custody.





3. A Summary of votes cast through electronic means is given in **Annexure 1**
4. Accordingly, the results of e-voting done by the members of the Company on the resolutions set out in the Postal Ballot Notice dated 3<sup>rd</sup> September, 2024, may be declared.

**R Dhanasekaran**  
**Company Secretary in Practice**  
**FCS 7070 / CP 7745**  
**Peer Review No 811/2020**  
**ICSI UDIN: F007070F001444946**

Date: 04.10.2024

Place: Coimbatore





**ANNEXURE - 1**

Based on the scrutiny of remove e-voting, summary of votes cast through electronic means in "favour" and "against" in respect of the resolutions set out in the Postal Ballot Notice dated 3<sup>rd</sup> September, 2024 of M/s. Bannari Amman Spinning Mills Limited (CIN: L17111TZ1989PLC002476)

1. Issuance of Equity Shares to the persons belonging to the "Promoter and Promoter Group" and "Non-Promoter Group" category on Preferential basis (Special Resolution)

Particulars	No. of members who voted	No. of votes cast	% to the total vote cast
Valid votes in FAVOUR of the resolution	105	36075065	99.92
Valid votes AGAINST the resolution	17	27234	00.08
Votes Abstain	1	182	00.00
Total	123	36102481	100.00
Invalid votes	Nil	Nil	Nil

2. Appointment of Sri Tharanipathy Rajkumar (DIN 00048665) as an Independent Director (Special Resolution)

Particulars	No. of members who voted	No. of votes cast	% to the total vote cast
Valid votes in FAVOUR of the resolution	107	36076241	99.93
Valid votes AGAINST the resolution	15	26058	00.07
Votes Abstain	1	182	00.00
Total	123	36102481	100.00
Invalid votes	Nil	Nil	Nil





3. Appointment of Sri S K Sundararaman (DIN 00002691) as a Non-Executive Non-Independent Director (Ordinary Resolution)

Particulars	No. of members who voted	No. of votes cast	% to the total vote cast
Valid votes in FAVOUR of the resolution	108	36076289	99.93
Valid votes AGAINST the resolution	14	26010	00.07
Votes Abstain	1	182	00.00
Total	123	36102481	100.00
Invalid votes	Nil	Nil	Nil

4. Appointment of Smt Sadhana Vidhya Shankar (DIN 10753375) as an Independent Director (Special Resolution)

Particulars	No. of members who voted	No. of votes cast	% to the total vote cast
Valid votes in FAVOUR of the resolution	108	36076289	99.93
Valid votes AGAINST the resolution	14	26010	00.07
Votes Abstain	1	182	00.00
Total	123	36102481	100.00
Invalid votes	Nil	Nil	Nil

