



# 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/832/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: Disclosure under Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 - Reg**

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

Pursuant to Regulation 30 read with Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform that the shareholders of the Company have approved the following Resolutions by way of Ordinary/Special Resolution through Postal Ballot.

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

The necessary disclosures under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with respect to item Nos. 1, 2, 3 & 4 are enclosed in ANNEXURE I.

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



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## ANNEXURE I

Particulars of Securities		Details of Securities	
Type of securities proposed to be issued		Warrants convertible into Equity Shares of face value of Rs. 5/- each.	
Type of issuance		Preferential Issue in accordance with Chapter V of the SEBI (ICDR) Regulations, 2018 read with the Companies Act, 2013 and rules made thereunder	
Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)		Issue of upto 42,25,806 warrants convertible into equity shares of face value of Rs. 5/- each at a price of Rs. 62/- [(Rupees Sixty Two only) (including a premium of Rs. 57/-) (Rupees Fifty Seven only)] per warrant aggregating up to Rs. 26,19,99,972/- (Rupees Twenty Six Crore Nineteen Lakh Ninety Nine Thousand Nine Hundred Seventy Two only)	
Names of the investors		Enclosed as Annexure-1A	
Number of investors		3 (Three)	
Issue Price		Rs. 62/-	
in case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;		Each Warrant would be convertible into, or exchangeable, at an option of Proposed Allottee(s), within a maximum period of 18 months from the date of allotment of Warrants into equivalent number of fully paid-up equity share of face value of 5/- each of the Company. An amount equivalent to at least 25% of the warrant issue price shall be payable upfront along with the application and the balance 75% shall be payable by the Proposed Allottee(s) on the exercise of option of conversion of the warrant(s). The number of equity shares to be allotted on exercise of the warrants shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time.	
Sr. No	Names	Category	Outcome of subscription/Maximum Nos. of Warrants
1	Murugan Enterprise Private Limited	Promoter	32,25,806
2	Mrs Ruchi Gupta	Non-Promoter	3,00,000
3	Mr Subhash Phootarmal Rathod	Non-Promoter	7,00,000
Total			42,25,806



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S.No	Particulars	Disclosure
1.	Name	Sri Tharanipathy Rajkumar (DIN 00048665)
2.	Reason for change viz., appointment	The shareholders have approved the appointment of Sri Tharanipathy Rajkumar, to hold office as an Independent Director (Non - Executive), for a term of five consecutive years, i.e., from 3.9.2024 to 2.9.2029.
3.	Date of appointment and Terms of appointment	From 3.9.2024 to 2.9.2029
4.	Brief profile	Qualification: MBA., Age: 57 years Experience: Sri Tharanipathy Rajkumar is associated with Textile industry for more than two decades, as an entrepreneur and also various textile industry bodies like SIMA, CITI etc., Also he is involved with various other manufacturing and service industries for more than two decades. He was a Chairman of The Southern India Mills' Association (SIMA) and The SIMA Cotton Development Research Association, (SIMA CDRA). and Confederation of Indian Textile Industry (CITI).
5.	Disclosure of relationships between directors (in case of appointment of a director)	He is not related to any of the Directors on the Board.



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S.No	Particulars	Disclosure
1.	Name	Sadhana Vidhya Shankar (DIN 10753375)
2.	Reason for change viz., appointment, resignation, removal, death or otherwise	The shareholders have approved the appointment of Smt Sadhana Vidhya Shankar, to hold office as an Independent Director (Non - Executive), for a term of five consecutive years, i.e., from 3.9.2024 to 2.9.2029.
3.	Date of appointment and Terms of appointment	From 3.9.2024 to 2.9.2029
4.	Brief profile	Qualification: B.A.,B.L. Age: 51 years Experience: Smt Sadhana Vidhya Shankar is a Corporate civil lawyer with nearly 30 years into the Bar, specializes in Trial work, Domestic and International arbitration, commercial and civil litigation, property due diligence and documentations. She appears before various forums regularly including the Madras High Court, MSME, RERA, National Green Tribunal, Consumer Forum.
5.	Disclosure of relationships between directors (in case of appointment of a director)	She is not related to any of the Directors on the Board.



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S.No	Particulars	Disclosure
1.	Name	Sri S K Sundararaman (DIN 00002691)
2.	Reason for change viz., appointment, resignation, removal, death or otherwise	The shareholders have approved the appointment of Sri S K Sundararaman, to hold office as a Non – Executive, Non - Independent Director of the Company, liable to retire by rotation.
3.	Date of appointment and Terms of appointment	From 3.9.2024
4.	Brief profile	Qualification: MBBS, MBA Age: 51 years Sri S K Sundararaman has more than 25 years of experience in Textile/Business Expertise/professional skills/intellectual inputs in relation to Company's business & accounting and related financial management, particularly Technical Textiles. He was the Chairman of the INDIAN TECHNICAL TEXTILE ASSOCIATION (ITTA) till Sept 2021 and is currently the Chairman, SOUTH INDIA MILLS ASSOCIATION (SIMA). He has been a member in various business forums at a national level. He has been the Chairman, CII Coimbatore. He sits on the boards of 4 Public Limited, Listed Companies and also on the Governing Councils of 4 National Textile Associations and Research Organizations.
5.	Disclosure of relationships between directors (in case of appointment of a director)	He is not related to any of the Directors on the Board.

**Note:** With reference to the directions dt: 14.6.2018 of SEBI to the Stock Exchanges and based on the declarations received, we hereby inform that the above Directors are not debarred from holding the office of Director by virtue of any SEBI Order or any other such Authority.