



PONNI SUGARS (ERODE) LIMITED

CIN : L15422 TN1996 PLC037200
Regd. Office: ESVIN House, No.13, Rajiv Gandhi Salai (OMR)
Perungudi, Chennai 600 096.
Phone : 044 - 24961920, 24960156
E-mail : admin@ponnisugars.com Website : www.ponnisugars.com
Investor Grievance ID: investor@ponnisugars.com



PEL / SH / 103

21.06.2023

National Stock Exchange of India Ltd
Exchange plaza, 5th Floor
Flat No.C / 1 G Block
Bandra-Kurla Complex
Bandra East, Mumbai 400 051

BSE Ltd
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai 400001

Trading Symbol: **PONNIERODE**

Scrip Code:**532460**

Dear Sirs,

Subject: Disclosure of Voting Results of the 27th Annual General Meeting of Ponni Sugars (Erode) Limited held on 21st June 2023, as per the requirements of Regulation 44 (3) of the Listing Regulations

The Company offered the following voting facilities for all the Five (5) resolutions proposed in the 27th Annual General Meeting held on 21.06.2023:

- a) Remote e-voting in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014.
- b) E-Voting at the venue of AGM pursuant to MCA Circulars and Rule 20 of the Companies (Management and Administration) Rules 2014.

We enclose (i) the details of the voting results of the 27th Annual General Meeting of the Company held on 21st June 2023 in the format prescribed under Regulation 44 (3) of the Listing Regulations read with SEBI Circular dated 4th November 2015 and (ii) Consolidated Scrutinizer's Report on Remote e-voting and e- voting at the Annual General Meeting.

Please take the above into your records.

Thanking you,

Yours truly

For Ponni Sugars (Erode) Limited

R Madhusudhan
Company Secretary

Encl: As above



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Enclosure to letter No.PEL/ SH/ 103 dated 21.06.2023

Details of Voting Results

Date of AGM:	21.06.2023
Total number of shareholders on Cut-off date (i.e.13 th June 2022)	16147
No. of shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group: Public: Total	Not applicable
No. of shareholders attended the meeting through Video conferencing Promoter and Promoter Group: Public: Total	 6 50 56

The mode of voting for all resolutions was:

- Remote E-voting - commenced on 17th June 2023 (10.30 AM) and closed on 20th June 2023 (5.00 PM)
- E-Voting at the AGM Venue (conducted on 21st June 2023 at the Meeting).

Passing of Resolutions at the 27th AGM held on 21st June 2023 is on the basis of combined votes under remote e-voting and e-voting at the AGM Venue. All the Five resolutions were passed with requisite majority. The Agenda-wise voting results is enclosed.

PONNI SUGARS (ERODE) LIMITED

Regd. Office: "ESVIN HOUSE", 13 Rajiv Gandhi Salai (OMR), Perungudi, Chennai 600 096

Voting Results of the Resolutions passed at the 27th AGM convened thro Video Conference

Date of the AGM	21.06.2023
Total no. of shareholders on record date (13.06.2023)	16,147
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group:	Not applicable
Public:	Not applicable
No. of shareholders present in the meeting through video conferencing	
Promoters and Promoter Group:	6
Public:	50

Agenda-wise disclosure (to be disclosed separately for each agenda item)

1. Adoption of Financial Statements for the FY 2022 - 2023

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter / promoter group are interested in the agenda / resolution?

No

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)]x100	(4)	(5)	(6)=[(4)/(2)]x100	(7)=[(5)/(2)]x100
Promoter and Promoter Group	Remote E-Voting	36,42,537	36,42,537	100.00	36,42,537	-	100.00	-
	E-Voting at AGM Venue	36,42,537	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	36,42,537	36,42,537	100.00	36,42,537	-	100.00	-
Public - Institutions	Remote E-Voting	20,04,978	36,212	1.81	36,212	-	100.00	-
	E-Voting at AGM Venue	20,04,978	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	20,04,978	36,212	1.81	36,212	-	100.00	-
Public - Non-Institutions	Remote E-Voting	29,50,903	2,71,375	9.20	2,70,829	546	99.80	0.20
	E-Voting at AGM Venue	29,50,903	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	29,50,903	2,71,375	9.20	2,70,829	546	99.80	0.20
Total		85,98,418	39,50,124	45.94	39,49,578	546	99.99	0.01

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2. Declaration of Dividend for the FY 2022 - 2023

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter / promoter group are interested in the agenda / resolution?

Yes - to the extent of shareholding

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)]x100	(4)	(5)	(6)=[(4)/(2)]x100	(7)=[(5)/(2)]x100
Promoter and Promoter Group	Remote E-Voting	36,42,537	36,42,537	100.00	36,42,537	-	100.00	-
	E-Voting at AGM Venue	36,42,537	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	36,42,537	36,42,537	100.00	36,42,537	-	100.00	-
Public - Institutions	Remote E-Voting	20,04,978	36,212	1.81	36,212	-	100.00	-
	E-Voting at AGM Venue	20,04,978	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	20,04,978	36,212	1.81	36,212	-	100.00	-
Public - Non-Institutions	Remote E-Voting	29,50,903	2,71,809	9.21	2,71,259	550	99.80	0.20
	E-Voting at AGM Venue	29,50,903	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	29,50,903	2,71,809	9.21	2,71,259	550	99.80	0.20
Total		85,98,418	39,50,558	45.95	39,50,008	550	99.99	0.01

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3. Reappointment of retiring Director - Mr N Gopala Ratnam

Resolution required: (Ordinary / Special)

Special

Whether promoter / promoter group are interested in the agenda / resolution?

Yes

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)]x100	(4)	(5)	(6)=[(4)/(2)]x100	(7)=[(5)/(2)]x100
Promoter and Promoter Group	Remote E-Voting	36,42,537	36,42,537	100.00	36,42,537	-	100.00	-
	E-Voting at AGM Venue	36,42,537	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	36,42,537	36,42,537	100.00	36,42,537	-	100.00	-
Public - Institutions	Remote E-Voting	20,04,978	36,212	1.81	-	36,212	-	100.00
	E-Voting at AGM Venue	20,04,978	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	20,04,978	36,212	1.81	-	36,212	-	100.00
Public - Non-Institutions	Remote E-Voting	29,50,903	2,71,375	9.20	2,70,778	597	99.78	0.22
	E-Voting at AGM Venue	29,50,903	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	29,50,903	2,71,375	9.20	2,70,778	597	99.78	0.22
Total		85,98,418	39,50,124	45.94	39,13,315	36,809	99.07	0.93

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4. Commission to Non-Executive Directors

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter / promoter group are interested in the agenda / resolution?

Yes

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)]x100	(4)	(5)	(6)=[(4)/(2)]x100	(7)=[(5)/(2)]x100
Promoter and Promoter Group	Remote E-Voting	36,42,537	36,42,537	100.00	36,42,537	-	100.00	-
	E-Voting at AGM Venue	36,42,537	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	36,42,537	36,42,537	100.00	36,42,537	-	100.00	-
Public - Institutions	Remote E-Voting	20,04,978	36,212	1.81	36,212	-	100.00	-
	E-Voting at AGM Venue	20,04,978	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	20,04,978	36,212	1.81	36,212	-	100.00	-
Public - Non-Institutions	Remote E-Voting	29,50,903	2,71,375	9.20	2,70,725	650	99.76	0.24
	E-Voting at AGM Venue	29,50,903	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	29,50,903	2,71,375	9.20	2,70,725	650	99.76	0.24
Total		85,98,418	39,50,124	45.94	39,49,474	650	99.98	0.02

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5. Remuneration to Cost Auditor

Resolution required: (Ordinary / Special)

Ordinary


Whether promoter / promoter group are interested in the agenda / resolution?

No

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)]x100	(4)	(5)	(6)=[(4)/(2)]x100	(7)=[(5)/(2)]x100
Promoter and Promoter Group	Remote E-Voting	36,42,537	36,42,537	100.00	36,42,537	-	100.00	-
	E-Voting at AGM Venue	36,42,537	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	36,42,537	36,42,537	100.00	36,42,537	-	100.00	-
Public - Institutions	Remote E-Voting	20,04,978	36,212	1.81	36,212	-	100.00	-
	E-Voting at AGM Venue	20,04,978	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	20,04,978	36,212	1.81	36,212	-	100.00	-
Public - Non-Institutions	Remote E-Voting	29,50,903	2,71,375	9.20	2,70,829	546	99.80	0.20
	E-Voting at AGM Venue	29,50,903	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	29,50,903	2,71,375	9.20	2,70,829	546	99.80	0.20
Total		85,98,418	39,50,124	45.94	39,49,578	546	99.99	0.01

Place: Chennai
Date: 21.06.2023




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Countersigned by Managing Director


A S Kalyanaraman
Practising Chartered Accountant
Membership No: 201149
UDIN: 23201149BGZH DU2395

**Consolidated Scrutinizer's Report on Remote e-voting and e- voting
at the Annual General Meeting**

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the
Companies (Management and Administration) Rules 2014]

To

The Chairman of 27th Annual General Meeting of
Ponni Sugars (Erode) Limited held at 11.00 AM on 21st June 2023
thro Video Conference / Other Audio Visual Means

Dear Sir,

1. I, A.S.Kalyanaraman, Practicing Chartered Accountant (Membership No.201149) have been appointed by the Board of Directors of Ponni Sugars (Erode) Limited (the company) by a resolution passed at their meeting held on 28th April 2023 as a Scrutinizer for the purpose of scrutinizing the remote e-voting & e-voting at the Annual General Meeting in terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 and Regulation 44 of the Listing Regulations, on the resolutions proposed in the Notice for the 27th Annual General Meeting (AGM) of the company to be held on 21st June 2023 thro Video Conference / Other Audio Visual Means. The deemed venue of the meeting is the Registered Office of the Company viz: No 13 Rajiv Gandhi Salai (OMR), Perungudi, Chennai 600096.
2. The management of the company is responsible for compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting on the resolutions proposed in the Notice for the 27th AGM of the company. My responsibility as a Scrutinizer for the e-voting process is restricted to scrutinize the process for remote e-voting and e-voting at the AGM in a fair and transparent manner and make the Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Ltd (CDSL), the authorized agency to provide e-voting facilities, engaged by the company.
3. I have accordingly scrutinized the e-voting process followed by the company and verified the following to my satisfaction:

- i) In compliance to the MCA Circular no 10/2022 dt.28.12.2022 and SEBI Circular dt. 05th January 2023, the soft copy of the 27th Annual Report of the company for financial year 2022-23, containing inter alia the Notice for AGM and the statement describing e-voting process was sent by the company to all its shareholders who have registered their email id's, on 26th May 2023.
- ii) The Notice as above was sent to shareholders who were members of the company being entitled to vote on the resolutions.
- iii) As required under the above MCA Circulars, the company published requisite advertisement in Business Standard and Makkal Kural on 25.05.2023 before mailing the annual report and on 29.5.2023 after mailing the annual report of the dispatch of AGM Notice and specifying requisite information in accordance with Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014.
- iv) The company has also informed the shareholders through the AGM Notice and published advertisement that in addition to remote e-voting, they will have the alternative option to vote at the AGM venue thro e-voting.

4. Further to the above, I submit my report as under:

- i) The e-voting process, based on checks and verification conducted by me, has been carried out by the company in a fair and transparent manner.
- ii) Persons who have acquired shares and become members of the company after the dispatch of AGM Notice were duly advised of the process to obtain the login ID and password.
- iii) The e-voting remained open from Saturday, the 17th June 2023 (10.30 AM) to Tuesday, the 20th June 2023 (5.00 PM).
- iv) The members of the company on the "cut off" date ie.13th June 2023 were given the facility to electronically vote on the 5 resolutions proposed for the 27th AGM.
- v) The relevant portal for casting votes by the members of the company was blocked by CDSL at the close of voting period, namely, 20th June 2023 (5.00 PM).
- vi) After conclusion of voting at AGM on 21.6.2023, the votes cast at AGM and the the votes cast through remote e-voting were unblocked simultaneously in the presence of two witnesses, namely Mr S G Ravi and Mr A Babu. The two witnesses have signed below in confirmation of the votes being unblocked in their presence.

Signature:



Name: S G Ravi

Signature:



Name: A Babu

- vii) Thereafter, the details containing, inter alia the list of equity shareholders who voted electronically 'for' and 'against' was downloaded from the e-voting website of CDSL, ie. www.evotingindia.co.in
5. A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid, if any, for each resolution is enclosed.
6. Based on the reports generated by CDSL as above and relied upon by me , I hereby furnish the result of the remote e-voting and e-voting at the AGM in respect of each of the 5 resolutions proposed for the 27th AGM of the company in Annx-1 hereto which shall form an integral part of this Report.
7. The Register, all other papers and the relevant records pertaining to electronic voting, would remain in my custody until the Chairman considers, approves and signs the minutes of the 27th AGM. Thereupon I shall handover same to the Company Secretary for safe keeping.

Thanking you

Yours faithfully



A.S.Kalyanaraman

Practicing Chartered Accountant

Membership No.201149

UDIN 23201149BGZHDU2395

Chennai
21st June 2023



Countersigned by Managing Director

ORDINARY BUSINESS**Resolution No.1 – Ordinary Resolution – Adoption of Financial Statements.**(i) Voting in **favour** of the resolution:

No. of Members	No. of votes cast by them (shares)	% of total no. of valid votes cast
93	39,49,578	99.99

(ii) Voting **against** the resolution:

No. of Members	No. of votes cast by them (shares)	% of total no. of valid votes cast
3	546	0.01

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total no. of votes cast by them
0	0

Resolution No.2 – Ordinary Resolution – Declaration of Dividend(i) Voting in **favour** of the resolution:

No. of Members	No. of votes cast by them (shares)	% of total no. of valid votes cast
93	39,50,008	99.99

(ii) Voting **against** the resolution:

No. of Members	No. of votes cast by them (shares)	% of total no. of valid votes cast
4	550	0.01



(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total no. of votes cast by them
0	0

Resolution No.3 – Special Resolution – Reappointment of Mr.N.Gopala Ratnam, Director retiring by rotation

(i) Voting in **favour** of the resolution:

No. of Members	No. of votes cast by them (shares)	% of total no. of valid votes cast
90	39,13,315	99.07

(ii) Voting **against** the resolution:

No. of Members	No. of votes cast by them (shares)	% of total no. of valid votes cast
6	36,809	0.93

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total no. of votes cast by them
0	0

SPECIAL BUSINESS

Resolution No.4 – Ordinary Resolution – Payment of commission to Non-Executive Directors

(i) Voting in **favour** of the resolution:

No. of Members	No. of votes cast by them (shares)	% of total no. of valid votes cast
89	39,49,474	99.98

(ii) Voting **against** the resolution:

No. of Members	No. of votes cast by them (shares)	% of total no. of valid votes cast
7	650	0.02

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total no. of votes cast by them
0	0

Resolution No.5 – Ordinary Resolution – Remuneration to Cost Auditor for FY 2023-24

(i) Voting in **favour** of the resolution:

No. of Members	No. of votes cast by them (shares)	% of total no. of valid votes cast
93	39,49,578	99.99

(ii) Voting **against** the resolution:

No. of Members	No. of votes cast by them (shares)	% of total no. of valid votes cast
3	546	0.01

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total no. of votes cast by them
0	0