



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 / 72

05.06.2024

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

BSE Ltd
Phiroze Jeejeebhoy Towers
Dalal Street
Fort
Mumbai 400001
Scrip Code:532460

Dear Sirs,

Subject: Disclosure of Voting Results of the 28th Annual General Meeting of Ponni Sugars (Erode) Limited held on 05th June 2024, 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 28th Annual General Meeting held on 05.06.2024:

- 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 28th Annual General Meeting of the Company held on 05th June 2024 in the format prescribed under Regulation 44 (3) of the Listing Regulations read with SEBI Master Circular dated 11th July 2023 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/ 72 dated 05.06.2024

Details of Voting Results

Date of AGM:	05-06-2024
Total number of shareholders on Cut-off date (i.e.29th May 2024)	18008
No. of shareholders present in the meeting either in person or through proxy	Not Applicable
Promoter and Promoter Group	
Public	
Total	
No. of shareholders attended the meeting through Video Conferencing	
Promoter and Promoter Group	6
Public	44
Total	50

The mode of voting for all resolutions was:

- a) Remote E-voting - commenced on 01st June 2024 (10.30 AM) and closed on 04 June 2024 (5.00 PM)
- b) E-Voting at the AGM Venue (conducted on 05th June 2024 at the Meeting).

Passing of Resolutions at the 28th AGM held on 05th June 2024 is on the basis of combined votes under remote e-voting and e-voting at the AGM Venue. All the Five resolutions were passed Unanimously/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 28th AGM convened thro Video Conference

Date of the AGM	05.06.2024
Total no. of shareholders on record date (29.05.2024)	18,008
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:	44

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

1. Adoption of Financial Statements for the FY 2023 - 2024

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	-	100.000	-
	E-Voting at AGM Venue	36,42,537	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	36,42,537	36,42,537	100.00	36,42,537	-	100.000	-
Public - Institutions	Remote E-Voting	19,48,848	-	-	-	-	-	-
	E-Voting at AGM Venue	19,48,848	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	19,48,848	-	-	-	-	-	-
Public - Non-Institutions	Remote E-Voting	30,07,033	19,402	0.65	19,402	-	100.000	-
	E-Voting at AGM Venue	30,07,033	26	0.00	26	-	100.000	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	30,07,033	19,428	0.65	19,428	-	100.000	-
Total		85,98,418	36,61,965	42.59	36,61,965	-	100.000	-



2. Declaration of Dividend for the FY 2023 - 2024

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	-	100.000	-
	E-Voting at AGM Venue	36,42,537	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	36,42,537	36,42,537	100.00	36,42,537	-	100.000	-
Public - Institutions	Remote E-Voting	19,48,848	-	-	-	-	-	-
	E-Voting at AGM Venue	19,48,848	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	19,48,848	-	-	-	-	-	-
Public - Non-Institutions	Remote E-Voting	30,07,033	19,402	0.65	19,402	-	100.000	-
	E-Voting at AGM Venue	30,07,033	26	0.00	26	-	100.000	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	30,07,033	19,428	0.65	19,428	-	100.000	-
Total	85,98,418	36,61,965	42.59	36,61,965	-	100.000	-	

3. Reappointment of retiring Director - Mr Arun G Bijur (DIN: 00024434)

Resolution required: (Ordinary / Special)

Special

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	-	-	-	-	-	-
	Total	36,42,537	36,42,537	100.00	36,42,537	-	100.00	-
Public - Institutions	Remote E-Voting	19,48,848	-	-	-	-	-	-
	E-Voting at AGM Venue	19,48,848	-	-	-	-	-	-
	Total	19,48,848	-	-	-	-	-	-
Public - Non-Institutions	Remote E-Voting	30,07,033	19,402	0.65	19,402	-	100.00	-
	E-Voting at AGM Venue	30,07,033	26	0.00	26	-	100.00	-
	Total	30,07,033	19,428	0.65	19,428	-	100.00	-
Total		85,98,418	36,61,965	42.59	36,61,965	-	100.00	-

4. Reclassification of the status of Mr Bimal K Poddar from "Promoter" to "Public" Category

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	19,48,848	-	-	-	-	-	-
	E-Voting at AGM Venue	19,48,848	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	19,48,848	-	-	-	-	-	-
Public - Non-Institutions	Remote E-Voting	30,07,033	19,402	0.65	19,362	40	99.79	0.21
	E-Voting at AGM Venue	30,07,033	26	0.00	26	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	30,07,033	19,428	0.65	19,388	40	99.79	0.21
Total	85,98,418	36,61,965	42.59	36,61,925	40	99.999	0.001	

5. Remuneration to Cost Auditor for FY 2024-25

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	-	100.000	-
	E-Voting at AGM Venue	36,42,537	-	-	-	-	-	-
	Total	36,42,537	36,42,537	100.00	36,42,537	-	100.000	-
Public - Institutions	Remote E-Voting	19,48,848	-	-	-	-	-	-
	E-Voting at AGM Venue	19,48,848	-	-	-	-	-	-
	Total	19,48,848	-	-	-	-	-	-
Public - Non-Institutions	Remote E-Voting	30,07,033	19,402	0.65	19,401	1	99.995	0.005
	E-Voting at AGM Venue	30,07,033	26	0.00	26	-	100.000	-
	Total	30,07,033	19,428	0.65	19,427	1	99.995	0.005
Total		85,98,418	36,61,965	42.59	36,61,964	1	99.99997	0.00003

R Madhusudhan

Counter signed by Company Secretary

A S Kalyanaraman

Practising Chartered Accountant

Membership No: 201149

UDIN: 24201149BKHMSJ2807

05.06.2024

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 28th Annual General Meeting of
Ponni Sugars (Erode) Limited held at 11.00 AM on 05th June 2024
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 26th April 2024 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 28th Annual General Meeting (AGM) of the company to be held on 05th June 2024 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 28th 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 dt.25th September 2023 and SEBI Circular dt.07th October 2023, the soft copy of the 28th Annual Report of the company for financial year 2023-24, 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 11th May 2024.
- 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 10.05.2024 before mailing the annual report and on 13.05.2024 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 01st June 2024 (10.30 AM) to Tuesday, the 04th June 2024 (5.00 PM).
- iv) The members of the company on the "cut off" date ie.29th May 2024 were given the facility to electronically vote on the 5 resolutions proposed for the 28th 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, 04th June 2024 (5.00 PM).
- vi) After conclusion of voting at AGM on 05.06.2024, 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 A Babu and Mr G Swaminathan. The two witnesses have signed below in confirmation of the votes being unblocked in their presence.

Signature:



Name: A Babu

Signature:



Name: G Swaminathan

- 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 28th 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 28th 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: **24201149BKHMSJ2807**

Chennai

05th June 2024

Countersigned by Company Secretary

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
84	36,61,965	100

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

No. of Members	No. of votes cast by them (shares)	% of total no. of valid votes cast
0	0	Not Applicable

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total no. of votes cast by them
0	Not Applicable

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
84	36,61,965	100

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

No. of Members	No. of votes cast by them (shares)	% of total no. of valid votes cast
0	0	Not Applicable



(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total no. of votes cast by them
0	Not Applicable

Resolution No.3 – Special Resolution – Reappointment of Mr. Arun G Bijur (DIN: 00024434), 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
84	36,61,965	100

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

No. of Members	No. of votes cast by them (shares)	% of total no. of valid votes cast
0	0	Not Applicable

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total no. of votes cast by them
0	Not Applicable

SPECIAL BUSINESS

Resolution No.4 – Ordinary Resolution – Reclassification of the status of Mr. Bimal K Poddar from “Promoter” to “Public” category

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

No. of Members	No. of votes cast by them (shares)	% of total no. of valid votes cast
83	36,61,925	99.999



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

No. of Members	No. of votes cast by them (shares)	% of total no. of valid votes cast
1	40	0.001

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total no. of votes cast by them
0	Not Applicable

Resolution No.5 – Ordinary Resolution – Remuneration to Cost Auditor for FY 2024-25

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

No. of Members	No. of votes cast by them (shares)	% of total no. of valid votes cast
83	36,61,964	99.99997

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

No. of Members	No. of votes cast by them (shares)	% of total no. of valid votes cast
1	1	0.00003

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total no. of votes cast by them
0	Not Applicable

