



# 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/824/NSE&BSE/2022-23

26.9.2022

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: Outcome of 32<sup>nd</sup> Annual General Meeting and results of e-voting at the meeting -  
Reg.**

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

We wish to inform that the shareholders of the Company have approved the resolutions proposed at the 32<sup>nd</sup> Annual General Meeting convened on 26.9.2022.

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 32<sup>nd</sup> Annual General Meeting held on 26<sup>th</sup> September, 2022 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  
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	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	26-09-2022
Start time of the meeting	10:25 AM
End time of the meeting	11:07 AM



<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	30-05-2022
Date of Issuance of Report to the company	26-09-2022



<b>Voting results</b>	
Record date	19-09-2022
Total number of shareholders on record date	64841871
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	49
No. of resolution passed in the meeting	5
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, 2022, 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	35880124	35880124	100	35880124	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		35880124	35880124	100	35880124	0	100
Public- Institutions	E-Voting	238326	94837	39.793	94837	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		238326	94837	39.793	94837	0	100
Public- Non Institutions	E-Voting	28723421	32104	0.1118	29635	2469	92.3094	7.6906
	Poll		410	0.0014	410	0	100	0
	Postal Ballot (if applicable)							
	Total		28723421	32514	0.1132	30045	2469	92.4063
Total		64841871	36007475	55.5312	36005006	2469	99.9931	0.0069
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of Votes</b>
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				Declaration of dividend on equity shares for the Financial Year ended 31.3.2022.				
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							
	Postal Ballot (if applicable)							
	Total		35880124	35880124	100	35880124	0	100
Public- Institutions	E-Voting	238326	94837	39.793	94837	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		238326	94837	39.793	94837	0	100
Public- Non Institutions	E-Voting	28723421	32104	0.1118	29635	2469	92.3094	7.6906
	Poll		410	0.0014	410	0	100	0
	Postal Ballot (if applicable)							
	Total		28723421	32514	0.1132	30045	2469	92.4063
Total		64841871	36007475	55.5312	36005006	2469	99.9931	0.0069
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 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	35880124	35880124	100	35880124	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		35880124	35880124	100	35880124	0	100
Public- Institutions	E-Voting	238326	94837	39.793	94837	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		238326	94837	39.793	94837	0	100
Public- Non Institutions	E-Voting	28723421	31836	0.1108	29367	2469	92.2446	7.7554
	Poll		410	0.0014	410	0	100	0
	Postal Ballot (if applicable)							
	Total		28723421	32246	0.1123	29777	2469	92.3432
Total		64841871	36007207	55.5308	36004738	2469	99.9931	0.0069
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			Appointment of M/s P N Raghavendra Rao & Co., Chartered Accountants, (Firm Registration No: 003328S) Coimbatore as Statutory Auditors of the Company for a period of 5 consecutive years from the conclusion of this 32nd Annual General Meeting till the conclusion of 37th Annual General Meeting of the Company and to fix their remuneration.					
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							
	Postal Ballot (if applicable)							
	Total		35880124	35880124	100	35880124	0	100
Public-Institutions	E-Voting	238326	94837	39.793	94837	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		238326	94837	39.793	94837	0	100
Public-Non Institutions	E-Voting	28723421	31836	0.1108	29367	2469	92.2446	7.7554
	Poll		410	0.0014	410	0	100	0
	Postal Ballot (if applicable)							
	Total		28723421	32246	0.1123	29777	2469	92.3432
Total		64841871	36007207	55.5308	36004738	2469	99.9931	0.0069
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)				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, 2023.				
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							
	Postal Ballot (if applicable)							
	Total		35880124	35880124	100	35880124	0	100
Public- Institutions	E-Voting	238326	94837	39.793	94837	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		238326	94837	39.793	94837	0	100
Public- Non Institutions	E-Voting	28723421	32104	0.1118	29635	2469	92.3094	7.6906
	Poll		410	0.0014	410	0	100	0
	Postal Ballot (if applicable)							
	Total		28723421	32514	0.1132	30045	2469	92.4063
Total		64841871	36007475	55.5312	36005006	2469	99.9931	0.0069
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	





**Certificate No.: 73/2022-23**

**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

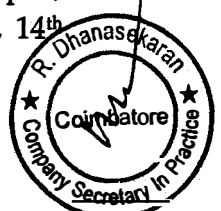
To

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 32<sup>nd</sup> Annual General Meeting of the members of M/s. Bannari Amman Spinning Mills Limited ("the Company") held on Monday, the 26<sup>th</sup> day of September, 2022 at 10.25 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 32<sup>nd</sup> Annual General Meeting ("AGM") of the members of the Company held on Monday, the 26<sup>th</sup> day of September, 2022 at 10.25 A.M. through Video Conference ("VC") / Other Audio-Visual Means ("OAVM"), in respect of resolutions set out in the notice calling the 32<sup>nd</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 Secretarial Standard on General Meetings (SS - 2) and further pursuant to the General Circulars dated 8th April, 2020, 13th April, 2020, 5th May 2020, 13th January, 2021, 8<sup>th</sup> December 2021, 14<sup>th</sup>





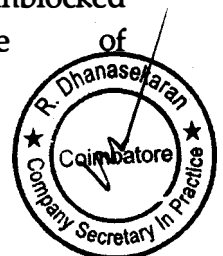
December 2021, and 5<sup>th</sup> May 2022 issued by Ministry of Corporate Affairs (MCA) (collectively referred to as "MCA Circulars") and in accordance with Securities of Exchange Board of India's circulars dated 12th May, 2020, 15th January, 2021 and 13th May 2022 ("SEBI Circulars").

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 32<sup>nd</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 ("LIPL") 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 19<sup>th</sup> September, 2022, "Cut Off date" were entitled to vote on the resolutions state in the Notice of the 32<sup>nd</sup> Annual General Meeting.
3. The remote e-voting facility remained open for 3 days from 23<sup>rd</sup> September, 2022, 10.00 A.M. (IST) to 25<sup>th</sup> September, 2022, 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 10.25 A.M (IST) on 26<sup>th</sup> September, 2022 and concluded at 11.07 A.M. (IST) and e-voting was closed at 11.23 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



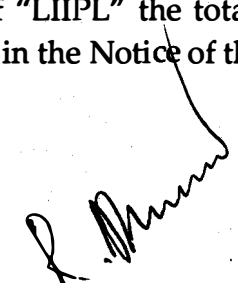




LIPL <https://instavote.linkintime.co.in>. at about 11.25 A.M. in the presence of two under signed witnesses who are not in the employment of the company.

6. The e-voting data/results downloaded from the e-voting system of "LIPL" 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 "LIPL" the total vote cast in favor or against in respect of resolutions proposed in the Notice of the 32<sup>nd</sup> AGM are Annexed.

Thanking you

  
**CS. R. Dhanasekaran**  
Company Secretary in Practice,  
FCS 7870 / CP 7745.

Date: 26.09.2022

Place: Coimbatore

ICSI UDIN: F007070D001045162

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 (LIPL) <https://instavote.linkintime.co.in>

1. Signature 

Name and address

A. UVICE ANAMED  
74/1, P.V. KRISHNAN STREET,  
K.K. PUDUR, COIMBATORE - 641038.

2. Signature 

Name and address

S. KARTHIK RASA  
125, KUTTI GOUNDER STREET,  
RATHINAPURI, COIMBATORE - 641027.

**Consolidated Results on Remote e-voting and e-voting during the 32<sup>nd</sup> Annual General Meeting of the members of M/s. BANNARI AMMAN SPINNING MILLS LIMITED (CIN: L17111TZ1989PLC002476), held on 26<sup>th</sup> September, 2022.**

Resol ution No.	Item	Type of resolutions	Total No. of votes polled	Votes polled in favour resolutions			Votes polled against resolutions			Votes Abstain	
				No. of Folios	No. of shares	% of votes	No. of Folios	No. of shares	% of votes	No. of Folios	No. of shares
1	Approval of Financial Statements both Standalone and Consolidated for the year ended 31st March, 2022, the Report of the Board of Directors and the Report of the Auditors thereon.	Ordinary Resolution	36007477	70	36005006	99.99	2	2469	0.01	1	2
2	Declaration of dividend on equity shares for the Financial Year ended 31.03.2022.	Ordinary Resolution	36007477	70	36005006	99.99	2	2469	0.01	1	2
3	Appointment of a 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	36007475	69	36004738	99.99	2	2469	0.01	1	268
4	Appointment of M/s P N Raghavendra Rao & Co., Chartered Accountants, (Firm Registration No: 003328S) Coimbatore as Statutory Auditors of the Company for a period of 5 consecutive years from the conclusion of this 32nd Annual General Meeting till the conclusion of 37th Annual General Meeting of the Company and to fix their remuneration.	Ordinary Resolution	36007475	69	36004738	99.99	2	2469	0.01	1	268
5	Ratification of remuneration payable to Sri M Nagarajan, Cost Auditor (Firm Registration No. 102133) for the year ending 31st March, 2023.	Ordinary Resolution	36007477	70	36005006	99.99	2	2469	0.01	1	2

