



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/670/BSE/2018-2019

24.9.2018

BSE LIMITED,
FLOOR 25,
PHIROZE JEEJEEBHOY TOWERS,
DALAL STREET
MUMBAI 400 001

Scrip Code: 532674

Sir,

Sub: Outcome of 28th Annual General Meeting and results of e- voting and polling at the meeting – reg.

We wish to inform that the shareholders of the Company have approved the resolutions proposed at the 28th Annual General Meeting convened on 24.9.2018.

Further in terms of Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements Regulations) 2015, the summary of results of E-voting and Polling at the 28th Annual General Meeting held on 24.9.2018 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

Encl : as above

General information about company	
Scrip code	532674
NSE Symbol	BASML
MSEI Symbol	
ISIN	INE186H01014
Name of the company	BANNARI AMMAN SPINNING MILLS LIMITED
Type of meeting	AGM
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	24-09-2018
Start time of the meeting	09:15 AM
End time of the meeting	10:15 AM



Scrutinizer Details	
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	30-05-2018
Date of Issuance of Report to the company	24-09-2018



Voting results	
Record date	17-09-2018
Total number of shareholders on record date	6005
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	3
b) Public	78
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	8
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, 2018, the reports of the Board of Directors and 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	8751250	0	0	0	0	0	0
	Poll		8751250	100	8751250	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8751250	8751250	100	8751250	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	1984	211	10.6351	211	0	100	0
	Poll		1773	89.3649	1773	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0



	applicable)							
	Total	1984	1984	100	1984	0	100	0
Total		8753234	8753234	100	8753234	0	100	0
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(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				
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	8751250	0	0	0	0	0	0
	Poll		8751250	100	8751250	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8751250	8751250	100	8751250	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	1984	211	10.6351	211	0	100	0
	Poll		1773	89.3649	1773	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1984	1984	100	1984	0	100



	Total	1984	1984	100	1984	0	100	0
	Total	8753234	8753234	100	8753234	0	100	0
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(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Directors 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	8751250	0	0	0	0	0	0
	Poll		8751250	100	8751250	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8751250	8751250	100	8751250	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	1984	211	10.6351	211	0	100	0
	Poll		1773	89.3649	1773	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0



	Total	1984	1984	100	1984	0	100	0
	Total	8753234	8753234	100	8753234	0	100	0
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			Continuation of appointment of auditors M/s Deloitte Haskins & Sells LLP, Chartered Accountants, (Firm Registration No: 117366W/W-100018) Bangalore as Auditors to hold office till the conclusion of 32nd Annual General Meeting without requirement of ratification of their appointment every year					
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	8751250	0	0	0	0	0	0
	Poll		8751250	100	8751250	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8751250	8751250	100	8751250	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	1984	211	10.6351	211	0	100	0
	Poll		1773	89.3649	1773	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0



	applicable)							
	Total	1984	1984	100	1984	0	100	0
	Total	8753234	8753234	100	8753234	0	100	0
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)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Sri S V Arumugam, (DIN 00002458) re-appointed as a Managing Director of the Company for a further of 5 years.				
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	8751250	0	0	0	0	0	0
	Poll		8583233	98.0801	8583233	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8751250	8583233	98.0801	8583233	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	1984	211	10.6351	211	0	100	0
	Poll		1773	89.3649	1773	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0



	Total	1984	1984	100	1984	0	100	0
	Total	8753234	8585217	98.0805	8585217	0	100	0
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(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Continuation of present term of Directorship of Sri K N V Ramani, (DIN 00007931) as a Non-Executive Independent Director, who has attained the age of 75 years.				
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	8751250	0	0	0	0	0	0
	Poll		8751250	100	8751250	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8751250	8751250	100	8751250	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	1984	211	10.6351	211	0	100	0
	Poll		1773	89.3649	1773	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1984	1984	100	1984	0	100



	Total	1984	1984	100	1984	0	100	0
	Total	8753234	8753234	100	8753234	0	100	0
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(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Continuation of present term of Directorship of Sri S Palaniswami, (DIN 00007901) as a Non-Executive Independent Director, who attains the age of 75 years during the tenure of his present 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	8751250	0	0	0	0	0	0
	Poll		8751250	100	8751250	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8751250	8751250	100	8751250	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	1984	211	10.6351	211	0	100	0
	Poll		1773	89.3649	1773	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0



	Total	1984	1984	100	1984	0	100	0
	Total	8753234	8753234	100	8753234	0	100	0
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(8)								
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 conducting the audit of the cost records of the company for the financial year ending 31st March, 2018.					
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	8751250	0	0	0	0	0	0
	Poll		8751250	100	8751250	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8751250	8751250	100	8751250	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	1984	211	10.6351	211	0	100	0
	Poll		1773	89.3649	1773	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0



	Total	1984	1984	100	1984	0	100	0
	Total	8753234	8753234	100	8753234	0	100	0
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	





CERT/47/2018-19

REPORT OF SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2015 and Clause 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 641 043

Ref: Consolidated Scrutinizer's Report on e-voting process (remote e-voting) and voting by use of ballot at the 28th Annual General Meeting of the members of M/s Bannari Amman Spinning Mills Limited ("the Company") – held on Monday, the 24th day of September, 2018 at 9.15. A.M. at Nani Kalaiarangam, Mani Higher Secondary School, Pappanaickenpalayam, Coimbatore 641 037.

Dear Sir,

1. I, R.Dhanasekaran, Company Secretary in Practice (CP No.7745), was appointed as 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 voting by use of ballot at the meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 28th Annual General Meeting of the members of the company held on Monday the 24th of September 2018 at 9.15. A.M. at Nani Kalaiarangam, Mani Higher Secondary School, Pappanaickenpalayam, Coimbatore 641 037.
2. The compliance with the provisions of the Companies Act, 2013 and the Rule made thereunder relating to voting through electronic means (by remote e-voting) and voting by using ballots by the shareholders on the resolutions proposed in the Notice of the 28th Annual General Meeting of the company are the responsibility of the management.



My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the meeting are conducted in a fair and transparent manner and render 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 provided by Link Intime India Private Limited (LIPL) website <https://instavote.linkintime.co.in> and the report generated electronically for voting by use of ballots at the meeting.

3. I have rendered scrutinizer's report separately on the remote e-voting and using ballots at the meeting and I hereby submit consolidated scrutinizer's report pursuant to Rule 20 (4) (xii) on all the resolutions contained in the Notice of the aforesaid Annual General Meeting.
4. In respect of voting at the venue, the poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. The same were not considered in calculation of total voting polled.
5. The result of the voting is annexed to this report.
6. All relevant records of electronic voting and ballot papers received from members are with me, in safe custody, and the same shall be handed over to the company on Chairman considers, approves and signs the minutes of the 28th Annual General Meeting.


Thanking you

Date: 24.09.2018
Place: Coimbatore



CS. R. Dhanasekaran
Company Secretary in Practice,
FCS7070/CP 7745.

We, the undersigned witness that the e-votes cast, in respect of the above mentioned company, were unblocked from the e-voting website of Central Deposited Services Limited (<https://www.evotingindia.com>).

1. Signature
Name and address


M. SHYAMALA
W/o R Mahalingam
290-A, Cheran colony
Thudiyalur Post
Coimbatore - 641034

2. Signature
Name and address


C. KRISHNA KUMAR
2/3 COOPERATIVE COLONY
TVS Nagar Road
Coimbatore 641030

Annexure 1

Bannari Amman Spinning Mills Limited : (CIN L17111TZ1989PLC002476) – 28th Annual General Meeting held on 24.09.2018– Remote e-voting and Ballot Results

Resolution No.	Item	Type of resolutions	Total No. of valid votes polled	Votes polled in favour resolutions			Votes polled against resolutions			Total no. of Invalid votes
				No. of Folios voted	No. of shares	% of votes	No. of Folios voted	No. of shares	% of votes	
1	Approval of Financial Statements for the year ended 31st March, 2018, the Report of the Board of Directors and the Report of the Auditors thereon.	Ordinary	8753234	36	8753234	100	Nil	Nil	Nil	20
2	Declaration of Dividend on equity shares	Ordinary	8753234	36	8753234	100	Nil	Nil	Nil	20
3	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	Ordinary	8753234	36	8753234	100	Nil	Nil	Nil	20
4	Appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, (Firm Registration No: 117366W/W-100018) Bangalore as Auditors to be continued till the conclusion of 32nd Annual General Meeting without requirement of ratification of their Appointment every year.	Ordinary	8753234	36	8753234	100	Nil	Nil	Nil	20
5	Reappointment of Sri S V Arumugam, (DIN 00002458) as Managing Director of the Company for a further of 5 Years	Special	8585217	35	8585217	100	Nil	Nil	Nil	20
06	Continuation of present term of Directorship of Sri K N V Ramani, (DIN 00007931) as a Non-Executive Independent Director, Who has attained the age of 75 Years during the tenure of his present appointment.	Special	8753234	36	8753234	100	Nil	Nil	Nil	20



7	Continuation of present term of Directorship of Sri S Palaniswami, (DIN 00007901) as a Non-Executive Independent Director, Who attains the age of 75 Years during the tenure of his present appointment	Special	8753234	36	8753234	100	Nil	Nil	Nil	20
8	Ratification of Payment of Remuneration of Rs. 1,00,000 to Sri M Nagarajan, Cost Auditor (Firm Registration No. 102133), as approved by the Board of Directors for Conducting the audit of the Cost Records of the Company for the Financial Year ending 31st March 2019.	Ordinary	8753234	36	8753234	100	Nil	Nil	Nil	20

