



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/769/SE/2023-24

25.9.2023

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 33rd 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 33rd Annual General Meeting convened on 25.9.2023.


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 33rd Annual General Meeting held on 25th September, 2023 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

General information about company	
Scrp code	532674 ✓
NSE Symbol	BASML ✓
MSEI Symbol	NOTLISTED ✓
ISIN	INE186HO1022 ✓
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)	25-09-2023 ✓
Start time of the meeting	10:15 AM ✓
End time of the meeting	10:54 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	30-05-2023 ✓
Date of Issuance of Report to the company	25-09-2023 ✓



Voting results	
Record date	18-09-2023 ✓
Total number of shareholders on record date	17964 ✓
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	42 ✓
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, 2023, 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		0 ✓	0 ✓	0 ✓	0 ✓	0 ✓	0 ✓
	Postal Ballot (if applicable)		0 ✓	0 ✓	0 ✓	0 ✓	0 ✓	0 ✓
	Total		35880124 ✓	35880124 ✓	100 ✓	35880124 ✓	0 ✓	100 ✓
Public-Institutions	E-Voting	114773 ✓	38828 ✓	33.8303 ✓	38828 ✓	0 ✓	100 ✓	0 ✓
	Poll		0 ✓	0 ✓	0 ✓	0 ✓	0 ✓	0 ✓
	Postal Ballot (if applicable)		0 ✓	0 ✓	0 ✓	0 ✓	0 ✓	0 ✓
	Total		114773 ✓	38828 ✓	33.8303 ✓	38828 ✓	0 ✓	100 ✓
Public- Non Institutions	E-Voting	28846974 ✓	19950 ✓	0.0692 ✓	18881 ✓	1069 ✓	94.6416 ✓	5.3584 ✓
	Poll		410 ✓	0.0014 ✓	410 ✓	0 ✓	100 ✓	0 ✓
	Postal Ballot (if applicable)		0 ✓	0 ✓	0 ✓	0 ✓	0 ✓	0 ✓
	Total		28846974 ✓	20360 ✓	0.0706 ✓	19291 ✓	1069 ✓	94.7495 ✓
Total		64841871 ✓	35939312 ✓	55.4261 ✓	35938243 ✓	1069 ✓	99.997 ✓	0.003 ✓
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				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		0 ✓	0 ✓	0 ✓	0 ✓	0 ✓	0 ✓
	Postal Ballot (if applicable)		0 ✓	0 ✓	0 ✓	0 ✓	0 ✓	0 ✓
	Total		35880124 ✓	35880124 ✓	100 ✓	35880124 ✓	0 ✓	100 ✓
Public-Institutions	E-Voting	114773 ✓	38828 ✓	33.8303 ✓	38828 ✓	0 ✓	100 ✓	0 ✓
	Poll		0 ✓	0 ✓	0 ✓	0 ✓	0 ✓	0 ✓
	Postal Ballot (if applicable)		0 ✓	0 ✓	0 ✓	0 ✓	0 ✓	0 ✓
	Total		114773 ✓	38828 ✓	33.8303 ✓	38828 ✓	0 ✓	100 ✓
Public- Non Institutions	E-Voting	28846974 ✓	19950 ✓	0.0692 ✓	18875 ✓	1075 ✓	94.6115 ✓	5.3885 ✓
	Poll		410 ✓	0.0014 ✓	410 ✓	0 ✓	100 ✓	0 ✓
	Postal Ballot (if applicable)		0 ✓	0 ✓	0 ✓	0 ✓	0 ✓	0 ✓
	Total		28846974 ✓	20360 ✓	0.0706 ✓	19285 ✓	1075 ✓	94.72 ✓
Total		64841871 ✓	35939312 ✓	55.4261 ✓	35938237 ✓	1075 ✓	99.997 ✓	0.003 ✓
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)				Special ✓				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes ✓				
Description of resolution considered				Re-appointment of Sri S V Arumugam, (DIN 00002458) Managing Director for a further period of 3 years and payment of 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 ✓	35191255 ✓	98.0801 ✓	35191255 ✓	0 ✓	100 ✓	0 ✓
	Poll		0 ✓	0	0 ✓	0 ✓	0 ✓	0 ✓
	Postal Ballot (if applicable)		0 ✓	0	0 ✓	0 ✓	0 ✓	0 ✓
	Total		35880124 ✓	35191255 ✓	98.0801 ✓	35191255 ✓	0 ✓	100 ✓
Public- Institutions	E-Voting	114773 ✓	38828 ✓	33.8303 ✓	0 ✓	38828 ✓	0 ✓	100 ✓
	Poll		0 ✓	0 ✓	0 ✓	0 ✓	0 ✓	0 ✓
	Postal Ballot (if applicable)		0 ✓	0 ✓	0 ✓	0 ✓	0 ✓	0 ✓
	Total		114773 ✓	38828 ✓	33.8303 ✓	0 ✓	38828 ✓	0 ✓
Public- Non Institutions	E-Voting	28846974 ✓	19950 ✓	0.0692 ✓	18875 ✓	1075 ✓	94.6115 ✓	5.3885 ✓
	Poll		410 ✓	0.0014 ✓	410 ✓	0 ✓	100 ✓	0 ✓
	Postal Ballot (if applicable)		0 ✓	0 ✓	0 ✓	0 ✓	0 ✓	0 ✓
	Total		28846974 ✓	20360 ✓	0.0706 ✓	19285 ✓	1075 ✓	94.72 ✓
Total		64841871 ✓	35250443 ✓	54.3637 ✓	35210540 ✓	39903 ✓	99.8868 ✓	0.1132 ✓
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)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Sri C Sivasamy (DIN 00002921) as an Independent Director				
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		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		35880124	35880124	100	35880124	0	100
Public-Institutions	E-Voting	114773	38828	33.8303	38828	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		114773	38828	33.8303	38828	0	100
Public- Non Institutions	E-Voting	28846974	19900	0.069	18825	1075	94.598	5.402
	Poll		410	0.0014	410	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		28846974	20310	0.0704	19235	1075	94.707
Total		64841871	35939262	55.426	35938187	1075	99.997	0.003
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, 2024.				
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		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		35880124	35880124	100	35880124	0	100
Public-Institutions	E-Voting	114773	38828	33.8303	38828	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		114773	38828	33.8303	38828	0	100
Public- Non Institutions	E-Voting	28846974	19900	0.069	18825	1075	94.598	5.402
	Poll		410	0.0014	410	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		28846974	20310	0.0704	19235	1075	94.707
Total		64841871	35939262	55.426	35938187	1075	99.997	0.003
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.: 59/2023-24

**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

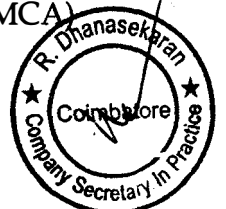
To

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 33rd Annual General Meeting of the members of M/s. Bannari Amman Spinning Mills Limited ("the Company") held on Monday, the 25th day of September, 2023 at 10.15 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 33rd Annual General Meeting ("AGM") of the members of the Company held on Monday, the 25th day of September, 2023 at 10.15 A.M. through Video Conference ("VC") / Other Audio-Visual Means ("OAVM"), in respect of resolutions set out in the notice calling the 33rd 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, 8th December 2021, 14th December 2021, and 5th May 2022 issued by Ministry of Corporate Affairs (MCA)





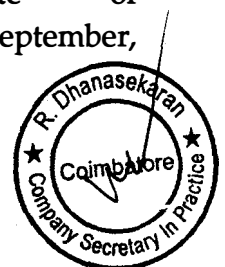
(collectively referred to as "MCA Circulars") and in accordance with Securities of Exchange Board of India's circulars dated 12th May, 2020, 15th January, 2021 and 13th May 2022 ("SEBI Circulars").

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 33rd 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 ("LI IPL") 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 18th September, 2023, "Cut Off date" were entitled to vote on the resolutions state in the Notice of the 33rd Annual General Meeting.
3. The remote e-voting facility remained open for 3 days from 22nd September, 2023, 10.00 A.M. (IST) to 24th September, 2023, 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 10.15 A.M (IST) on 25th September, 2023 and concluded at 10.54 A.M. (IST) and e-voting was closed at 11.08 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 LI IPL <https://instavote.linkintime.co.in>. at about 11.08 A.M, on 25th September,





2023 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 "LI IPL" 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 "LI IPL" the total vote cast in favor or against in respect of resolutions proposed in the Notice of the 33rd AGM are Annexed.

Thanking you

Date: 25.09.2023
Place: Coimbatore

R Dhanasekaran
FCS 7070 / CP 7745
Peer Review No 811/2020
ICSI UDIN: F007070E001074950

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

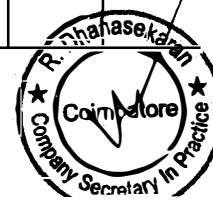
1. Signature 
Name and address

M. UVICE ATHAMED
68/1, MARUTHAKUTTY STREET,
K. R. PUDUR, COIMBATORE - 641038.

2. Signature S. KARTHIK RANA
Name and address 125, KUTTIYAPPAN STREET, COIMBATORE - 641027.

Consolidated Results on Remote e-voting and e-voting during the 33rd Annual General Meeting of the members of M/s. BANNARI AMMAN SPINNING MILLS LIMITED (CIN: L17111TZ1989PLC002476), held on 25th September, 2023.

Reso lution 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	% of votes (*)
1	Approval of Financial Statements both Standalone and Consolidated for the year ended 31st March, 2023, the Report of the Board of Directors and the Report of the Auditors thereon.	Ordinary Resolution	35939312	69	35938243	100	1	1069	0	0	0	0
2	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 Resolution	35939312	67	35938237	100	3	1075	0	0	0	0
3	Re-appointment of Sri S V Arumugam, (DIN:00002458) Managing Director for a further period of 3 years and payment of remuneration.	Special Resolution	35939312	65	35210540	98	4	39903	0	1	688869	2
4	Appointment of Sri C Sivasamy (DIN: 00002921) as a director and as an Independent Director.	Special Resolution	35939312	66	35938187	100	3	1075	0	1	50	0



Reso lutio n 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	% of votes (*)
5	Ratification of remuneration payable to Sri M Nagarajan, Cost Auditor (Firm Registration No. 102133) for the year ending 31st March, 2024.	Ordinary Resolution	35939312	66	35938187	100	3	1075	0	1	50	0

* Rounded off

