

THE ANDHRA SUGARS LIMITED

Venkatarayapuram : Tanuku - 534 215, Andhra Pradesh, India.



No.ASL/SEC/AGM/2019

September 27, 2019

The Manager, Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor, Plot No.C/1
G Block, Bandra-Kurla Complex, Bandra (E)
Mumbai – 400051

Symbol: ANDHRSUGAR

Dear Sirs,

Sub: Disclosure of Voting Results of the 72nd Annual General Meeting of the company held on September 26, 2019 as per the requirement of Regulation 44(3) of the Equity Listing Agreement.

As per the requirement of Regulation 44(3) of the Equity Listing Agreement, given below are the details of the voting results at the Annual General Meeting of the company as per the format prescribed under the said Clause:

Details of voting results

A	Date of AGM	26 th September, 2019
B	Total No. of shareholders as on record (cut off) date i.e.,	16,304
C	Cut-off date for E-voting	19 th September, 2019
D	No. of shareholders present in the meeting either in person or through proxy - Promoters and Promoter Group - Public	19 113

Agenda-wise

Item No.	Details of Agenda	Resolution required (Ordinary / Special)	Mode of voting (Show of hands / poll / postal ballot / e-voting)	Remarks
1	Adoption of audited financial statements for the year ended 31 st March, 2019	Ordinary	E-voting & Poll	The resolution was passed with requisite majority
2	Declared a Dividend of Rs.10/- per share of Rs.10/- each for the year 2018-19	Ordinary	E-voting & Poll	The resolution was passed with requisite majority

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CIN : L15420AP1947PLC000326



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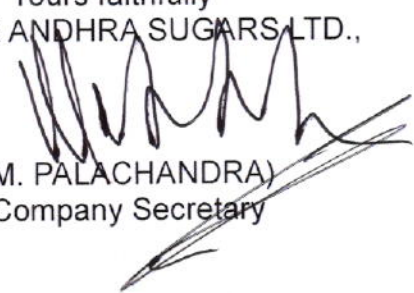
Item No.	Details of Agenda	Resolution required (Ordinary / Special)	Mode of voting (Show of hands / poll / postal ballot / e-voting)	Remarks
3	Appointed Sri Mullapudi Narendranath retiring by rotation	Ordinary	E-voting & Poll	The resolution was passed with requisite majority
4	Appointed Sri P. Achuta Ramayya retiring by rotation	Ordinary	E-voting & Poll	The resolution was passed with requisite majority
5	Fixed the remuneration of Statutory Auditors M/s. K.S. Rao & co. as Statutory Auditors at Rs.15,50,000/- for the FY 2019-20.	Ordinary	E-voting & Poll	The resolution was passed with requisite majority
6	Ratified the remuneration of Rs.5,00,000/- to Cost Auditors for the FY 2019-20.	Special	E-voting & Poll	The resolution was passed with requisite majority
7	Appointed Sri A. Ranga Rao, as Independent Director for a period of 5 years.	Special	E-voting & Poll	The resolution was passed with requisite majority
8	Appointed Dr. P. Kotaiah, as Independent Director for a period of 4 years.	Special	E-voting & Poll	The resolution was passed with requisite majority
9	Appointed Sri V. S. Raju, as Independent Director for a period of 5 years.	Special	E-voting & Poll	The resolution was passed with requisite majority
10	Appointed Dr. A.V. Rama Rao, as Independent Director for a period of 2 years.	Special	E-voting & Poll	The resolution was passed with requisite majority
11	Appointed Sri P. A. Chowdary, as Independent Director for a period of 4 years.	Special	E-voting & Poll	The resolution was passed with requisite majority
12	Appointed Dr.(Smt.) D. Manjulata, as Independent Director & Woman Director for a period of 5 years.	Special	E-voting & Poll	The resolution was passed with requisite majority

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Item No.	Details of Agenda	Resolution required (Ordinary / Special)	Mode of voting (Show of hands / poll / postal ballot / e-voting)	Remarks
13	Accorded consent to pay remuneration to Executive Directors who are Promoters or Promoters Group exceeding 5% of the Net Profits to	Special	E-voting & Poll	The resolution was passed with requisite majority

The voting details are annexed herewith in the prescribed format. Scrutinizer's Report is also annexed.

Yours faithfully
For THE ANDHRA SUGARS LTD.,


(M. PALACHANDRA)
Company Secretary

Encl: as above

THE ANDHRA SUGARS LIMITED - VOTING RESULTS



Resolutions Resolution No.1	Promoter / Public	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
Ordinary Resolution		(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Adoption of Annual accounts for the Financial Year 2018-19	Promoter & Promoter Group	12748907	8471156	66.45	8471156	0	100.00	0.00
	Public Institutional holders	0	0	0	0	0	0	
	Public - others	14358171	469336	3.27	469331	5	100.00	0.001
	Total:	27107078	8940492	32.98	8940487	5	100.00	0.000

Resolution No.2	Promoter / Public	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
Ordinary Resolution		(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Declaration of dividend for 2018-19	Promoter & Promoter Group	12748907	8471156	66.45	8471156	0	100.00	0.000
	Public Institutional holders	0	0	0.00	0	0	0	
	Public - others	14358171	469336	3.27	469331	5	100.00	0.001
	Total:	27107078	8940492	32.98	8940487	5	100.00	0.000

Resolution No.3	Promoter / Public	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
Ordinary Resolution		(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Appointed Sri Mullapudi Narendranath as Director retiring by rotation	Promoter & Promoter Group	12748907	7361554	57.74	7361554	0	100.00	0.000
	Public Institutional holders	0	0	0	0	0		
	Public - others	14358171	469336	3.27	469281	55	99.99	0.012
	Total:	27107078	7830890	28.89	7830835	55	100.00	0.001



Resolution No.4	Promoter / Public	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
Ordinary Resolution		(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Appointed Sri P. Achuta Ramayya as Director retiring by rotation	Promoter & Promoter Group	12748907	8003620	62.78	8003620	0	100.00	0.000
	Public Institutional holders	0	0	0	0	0		
	Public - others	14358171	469336	3.27	469281	55	99.99	0.012
	Total:	27107078	8472956	31.26	8472901	55	100.00	0.001

Resolution No.5	Promoter / Public	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
Ordinary Resolution		(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Fixed remuneration of Statutory Auditors M/s. K.S.Rao & Co. at Rs15,50,000/- for FY 2019-20	Promoter & Promoter Group	12748907	8471156	66.45	8471156	0	100.00	0.000
	Public Institutional holders	0	0	0	0	0		
	Public - others	14358171	469336	3.27	469286	50	99.99	0.011
	Total:	27107078	8940492	32.98	8940442	50	100.00	0.001

Resolution No.6	Promoter / Public	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
Ordinary Resolution		(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Ratified remuneration to Cost Auditors of Rs.5,00,000/- for FY 2019-20	Promoter & Promoter Group	12748907	8471156	66.45	8471156	0	100.00	0.000
	Public Institutional holders	0	0	0	0	0		
	Public - others	14358171	469336	3.27	469281	55	99.99	0.012
	Total:	27107078	8940492	32.98	8940437	55	100.00	0.001



Resolution No.7	Promoter / Public	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
Speical Resolution		(1)	(2)		(4)	(5)	(6)= [(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Appointment of Sri A. Ranga Rao as Independent Director for a Period of 5 years	Promoter & Promoter Group	12748907	8471156	66.45	8471156	0	100.00	0.000
	Public Institutional holders	0	0	0	0	0		
	Public - others	14358171	469336	3.27	469281	55	99.99	0.012
	Total:	27107078	8940492	32.98	8940437	55	100.00	0.001

Resolution No.8	Promoter / Public	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
Speical Resolution		(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Appointment of Dr. P. Kotaiah as Independent Director for a Period of 4 years	Promoter & Promoter Group	12748907	8471156	66.45	8471156	0	100.00	0.000
	Public Institutional holders	0	0	0	0	0		
	Public - others	14358171	469336	3.27	469281	55	99.99	0.012
	Total:	27107078	8940492	32.98	8940437	55	100.00	0.001

Resolution No.9	Promoter / Public	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
Speical Resolution		(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Appointment of Sri V.S. Raju as Independent Director for a Period of 5 years	Promoter & Promoter Group	12748907	8471156	66.45	8471156	0	100.00	0.000
	Public Institutional holders	0	0	0	0	0		
	Public - others	14358171	469336	3.27	469281	55	99.99	0.012
	Total:	27107078	8940492	32.98	8940437	55	100.00	0.001



Resolution No.10	Promoter / Public	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
Speical Resolution		(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Appointment of Dr. A.V. Rama Rao as Independent Director for a Period of 2 years	Promoter & Promoter Group	12748907	8471156	66.45	8471156	0	100.00	0.000
	Public Institutional holders	0	0	0	0	0		
	Public - others	14358171	469336	3.27	469281	55	99.99	0.012
	Total:	27107078	8940492	32.98	8940437	55	100.00	0.001

Resolution No.11	Promoter / Public	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
Speical Resolution		(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Appointment of Sri P.A. Chowdary as Independent Director for a Period of 4 years	Promoter & Promoter Group	12748907	8471156	66.45	8471156	0	100.00	0.000
	Public Institutional holders	0	0	0	0	0		
	Public - others	14358171	469336	3.27	469281	55	99.99	0.012
	Total:	27107078	8940492	32.98	8940437	55	100.00	0.001

Resolution No.12	Promoter / Public	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
Speical Resolution		(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Appointment of Dr. (Smt.) D. Manjulata, as Independent Director & Woman Director for a Period of 5 years	Promoter & Promoter Group	12748907	8471156	66.45	8471156	0	100.00	0.000
	Public Institutional holders	0	0	0	0	0		
	Public - others	14358171	469336	3.27	469281	55	99.99	0.012
	Total:	27107078	8940492	32.98	8940437	55	100.00	0.001



Resolution No.13	Promoter / Public	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
Speical Resolution		(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Remuneration of Executive Directors who are Promoters / Promoters Group Exceeding 5% of Net Profit	Promoter & Promoter Group	12748907	8471156	66.45	8471156	0	100.00	0.000
	Public Institutional holders	0	0	0	0	0		
	Public - others	14358171	469336	3.27	155008	314328	33.03	66.973
	Total:	27107078	8940492	32.98	8626164	314328	96.48	3.516

For THE ANDHRA SUGARS LIMITED

(M.PALACHANDRA)
Company Secretary

COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL

To,
The Chairman,
72nd Annual General Meeting of THE ANDHRA SUGARS LIMITED
Venkatarayapuram,
TANUKU - 534215,
Andhra Pradesh

Sub: Consolidated Scrutinizer Report on remote E-voting conducted pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules, 2015 and voting at the 72nd Annual General Meeting of THE ANDHRA SUGARS LIMITED (the Company) held on 26th September, 2019

I, Nekkanti S.R.V.V.S. Narayana, M/s. Nekkanti S.R.V.V.S. Narayana & Co., Company Secretaries, had been appointed me as Scrutinizer by the Board of Directors of M/s. THE ANDHRA SUGARS LIMITED pursuant to Section 108 of the Companies Act, 2013 (the 'Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the 'Rules') as amended, to conduct the remote e-voting process in respect of the resolutions forming part of the Notice (including addendum to the notice) of the 72nd Annual General Meeting of the members of the Company (AGM) held on Thursday, 26th September, 2019 at 3:00 PM at its Registered Office.

I was also appointed as Scrutinizer to scrutinize the voting process at the said Annual General Meeting held on Thursday, 26th September, 2019 at 3:00 PM.

The Notice dated 10th August, 2019 along with statement setting out material facts under Section 102 of the Act was sent to the members in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolutions contained in the notice to the AGM of the members of the Company. My responsibility as scrutinizer for the e-voting process and for poll at the AGM is restricted to make Scrutinizer's Report of votes cast "in favour" or 'against' the resolutions stated above, based on the reports generated from the e-voting system provided by CDSL, the authorized agency engaged by the Company to provide e-voting facilities for e-voting and also at the time of poll at AGM.

I, now, submit my consolidated report as under on the result of the remote e-voting and voting at the meeting in respect of the said resolutions:



Nekkanti S.R.V.V.S. Narayana & Co., Company Secretaries

Item no of Notice	Particulars of business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	%age	Nos.	%age	Nos.	%age
ORDINARY BUSINESS							
Item No.1 of Notice as ordinary resolution (Adoption of Audited Financial Statements for the year ended 31 st March, 2019)	E-voting	462734	5.18%	5	0.00%	-	-
	Poll	8477753	94.82%	0		-	-
	Total	8940487	100.00%	5	0.00%	-	-
Item No.2 of Notice as ordinary resolution (Approval of dividend for the year 2018-19)	E-voting	462734	5.18%	5	0.00%	-	-
	Poll	8477753	94.82%	0		-	-
	Total	8940487	100.00%	5	0.00%	-	-
Item No.3 of Notice as ordinary resolution (Re-appointment of Sri Mullapudi Narendranath, as Director who retires by rotation)	E-voting	462684	5.91%	55	0.00%		
	Poll	7368151	94.09%	-			
	Total	7830835	100.00%	55	0.00%		
Item No.4 of Notice as ordinary resolution (Re-appointment of Sri P. Achuta Ramayya, as Director who retires by rotation)	E-voting	462684	5.46%	55	0.00%	-	-
	Poll	8010217	94.54%	-		-	-
	Total	8472901	100.00%	55	0.00%	-	-
Item No.5 of Notice as ordinary resolution (To fix the remuneration of Statutory Auditors M/s. K.S. Rao & Co., Chartered Accountants)	E-voting	462689	5.18%	50	0.00%	-	-
	Poll	8477753	94.82%	-		-	-
	Total	8940442	100.00%	50	0.00%	-	-
SPECIAL BUSINESS – ORDINARY RESOLUTION							
Item No.6 of Notice as ordinary resolution (Ratification of remuneration of Cost Auditors)	E-voting	462684	5.18%	55	0.00%	-	-
	Poll	8477753	94.82%	-		-	-
	Total	8940437	100.00%	55	0.00%	-	-
SPECIAL BUSINESS –SPECIAL RESOLUTION							
Item No.7 of Notice as Special resolution (Appointment of Sri A. Ranga Rao as Independent Director)	E-voting	462684	5.18%	55	0.00%	-	-
	Poll	8477753	94.82%	-		-	-
	Total	8940437	100.00%	55	0.00%	-	-
Item No.8 of Notice as Special resolution (Appointment of Dr. P. Kotaiah as Independent Director)	E-voting	462684	5.18%	55	0.00%	-	-
	Poll	8477753	94.82%	-		-	-
	Total	8940437	100.00%	55	0.00%	-	-

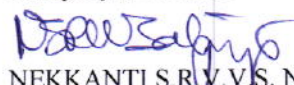


Item no of Notice	Particulars of business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	%age	Nos.	%age	Nos.	%age
SPECIAL BUSINESS – SPECIAL RESOLUTIONS							
Item No.9 of Notice as Special resolution <i>(Appointment of Sri V.S. Raju as Independent Director)</i>	E-voting	462684	5.18%	55	0.00%	-	-
	Poll	8477753	94.82%	-		-	-
	Total	8940437	100.00%	55	0.00%	-	-
Item No.10 of Notice as Special resolution <i>(Appointment of Dr. A.V. Rama Rao as Independent Director)</i>	E-voting	462684	5.18%	55	0.00%	-	-
	Poll	8477753	94.82%	-		-	-
	Total	8940437	100.00%	55	0.00%	-	-
Item No.11 of Notice as Special resolution <i>(Appointment of Sri P.A. Chowdary as Independent Director)</i>	E-voting	462684	5.18%	55	0.00%	-	-
	Poll	8477753	94.82%	-		-	-
	Total	8940437	100.00%	55	0.00%	-	-
Item No.12 of Notice as Special resolution <i>(Appointment of Dr. (Smt.) D. Manjulata as Independent Director)</i>	E-voting	462684	5.18%	55	0.00%	-	-
	Poll	8477753	94.82%	-		-	-
	Total	8940437	100.00%	55	0.00%	-	-
Item No.13 of Notice as Special resolution <i>(Remuneration of Executive Directors who are Promoters / Promoters Group)</i>	E-voting	148411	1.66%	314328	3.52%	-	-
	Poll	8477753	94.82%	0		-	-
	Total	8626164	96.48%	314328	3.52%	-	-

All the Resolutions stand passed under e-voting and poll with the requisite majority.

Thanking you,

Yours faithfully,
For NEKKANTI S.R.V.V.S. NARAYANA & CO.,
Company Secretaries


NEKKANTI S.R.V.V.S. NARAYANA
Proprietor
M.No.F7157, C.P.No.7839

Place: Venkatarayapuram
Date: September 26, 2019



For THE ANDHRA SUGARS LIMITED


(P. NARENDRANATH CHOWDARY)
Chairman & Managing Director.