

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%	-	-

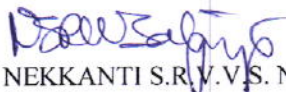


Item no of Notice	Particulars of business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	%age	Nos.	%age	Nos.	%age
SPECIAL BUSINESS – SPECIAL RESOLUTIONS							
Item No.9 of Notice as Special resolution (Appointment of Sri V.S. Raju as Independent Director)	E-voting	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 (Appointment of Dr. A.V. Rama 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.11 of Notice as Special resolution (Appointment of Sri P.A. Chowdary as Independent Director)	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 (Appointment of Dr. (Smt.) D. Manjulata as Independent Director)	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 (Remuneration of Executive Directors who are Promoters / Promoters Group)	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,

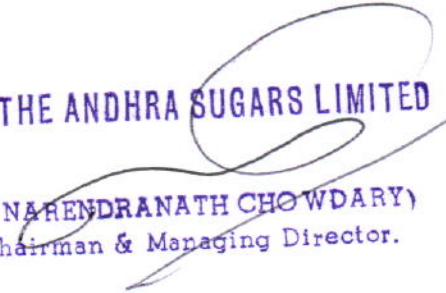
Yours faithfully,
For NEKKANTI S.R.V.V.S. NARAYANA & CO.,
Company Secretaries


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.