BANNARI AMMAN SUGARS LIMITED

Regd. Office : 1212, Trichy Road Coimbatore - 641 018 Tamilnadu India
Phone : 91 - 422 - 2204100 Fax : 2309999 (Sales) 2204222 (Purchase) 2204233 (Accounts)
E-Mail : bascbe@bannari.com Website : www.bannari.com CIN : L15421TZ1983PLC001358

SEC/MAIL/2026 22.08.2026

National Stock Exchange of India Ltd Exchange Plaza C-1, Block G Bundera-Kurla Complex, Bandra (E) Mumbai 400051 NSE CODE : BANARISUG ISIN No. : INE459A01010	BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai 400 001 BSE CODE : 500041 ISIN No. : INE459A01010

Dear Sirs,

Sub: Notice of AGM and Annual Report for the Financial Year 2025-26

With reference to the above, we are submitting herewith the 42nd Annual Report of the company for Financial Year 2025-26 along with Notice of AGM. The 42nd Annual General Meeting (AGM) of the company will be held on Wednesday, the 23rd September, 2026 at 4.15 P.M through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

The Cut-Off date for payment of dividend and reckoning voting of the members is 16.09.2026. The remote e-voting will be available from 19.09.2026 (9.00 A.M) to 22.09.2026 (5.00 P.M). Voting at the AGM also available through e-voting.

The company has engaged Central Depository Services (India) Limited (CDSL) for providing remote e-voting facility.

Please note that the soft copies of the Notice and Annual Report 2025-26 is being dispatched to the members of the company through e-mail and the same is also available on the website of the company at https://www.bannari.com/InvestorInformation.html

Kindly take the above information on your records.

Thanking you,

Yours faithfully,
For BANNARI AMMAN SUGARS LIMITED

PALANISWAMY
CHINNAPPAN

Digitally signed by PALANISWAMY CHINNAPPAN
DN: c=IN, o=Personal, postalCode=641045, st=Tamil Nadu, serialNumber=A3896C8F8745DF15DFA15B928631B1FF7233BC0AA95BD337A8E1CBD187CA1EC0, cn=PALANISWAMY CHINNAPPAN
Date: 2026.08.22 16:28:24 +05'30'

(C PALANISWAMY)
COMPANY SECRETARY & COMPLIANCE OFFICER

Encl:

Notice to Shareholders

NOTICE is hereby given that the FORTY SECOND (42nd) ANNUAL GENERAL MEETING of the Members of BANNARI AMMAN SUGARS LIMITED ("the Company") will be held on Wednesday the 23rd day of September, 2026 at 4.15 P.M through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

Ordinary Business

1. To receive, consider and adopt the Audited Financial Statements of the company for the financial year ended March 31, 2026 together with the Reports of the Board of Directors and the Auditors thereon.

2. To declare dividend on equity shares for the financial year ended March 31, 2026.

3. To appoint a Director in the place of Sri B Saravanan (DIN: 00002927), who retires by rotation and being eligible, offers himself for re-appointment.

Special Business

4. Ratification of Remuneration payable to Cost Auditor

To consider and if thought fit to pass the following resolution as an **Ordinary Resolution:**

RESOLVED that pursuant to Section 148 and other applicable provisions if any of the Companies Act 2013 and the Rules made there under the remuneration of Rs.2,00,000/- (Rupees two lakhs only) (plus applicable GST and out of pocket expenses if any for purpose of audit) payable to Sri M Nagarajan (Membership No.F-6384) Cost Accountant as approved by the Board of Directors on recommendations of Audit Committee for conducting the audit of Cost Accounting Records of the company for the financial year ending 31st March 2027 be and is hereby ratified.

5. Alteration of object clause of Memorandum of Association of the Company

To consider and if thought fit to pass the following resolutions as **Special Resolutions:**

RESOLVED that pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to such approvals, permissions and sanctions as may be necessary, consent of the members be and is hereby accorded for alteration of the Object Clauses of the Memorandum of Association of the Company so as to align the same with the provisions of the Companies Act, 2013 in the following manner:

1. The existing Clause III (A) of the Memorandum of Association be and is hereby substituted in its entirety with the following:

III (A) THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:

1. To carry on the business of manufacturing, producing, refining, processing, extracting, purifying, importing, exporting, buying, selling, and dealing in all types and varieties of sugar, including raw sugar, plantation white sugar, refined sugar, crystal sugar, brown sugar, khandsari, jaggery, liquid sugar, invert sugar, sugar cubes, and all other forms of sweetening substances, whether from sugarcane, sugar beet, or any other agricultural raw materials or feedstocks.

2. To manufacture, distill, produce, recover, process, rectify, dehydrate, formulate, buy, sell, import, export, and market all types of molasses based products, including but not limited to alcohols, spirits, and related chemicals and ethanol utilizing molasses (C-heavy, B-heavy or any other grade), direct sugarcane juice, sugar syrup, food grains or grains including broken rice, maize, corn wheat and millets, or any other carbohydrate and starch-rich materials as feedstocks.

3. To establish, operate and maintain power plants generating electricity/power by any means including co-generation power plants and renewable energy

systems and to generate, develop, accumulate, transmit, distribute, supply, wheel, sell and deal in electricity/power, steam and energy produced from any means including bagasse, biomass, solar or any other renewable or conventional sources, either directly or through others, for industrial, domestic, commercial or any other purposes and to supply or feed such power to State Electricity Boards, grid operators, power grids, open-access consumers or any other persons, entities or authorities in accordance with applicable laws.

4. To utilize, process, commercialize and trade in all by-products, residues and waste streams generated during manufacture of sugar and alcohol including but not limited to bagasse, molasses, press-mud, spent wash, and boiler ash and to manufacture downstream products therefrom, including paper, pulp, particle boards, animal feed, bio-gas, compressed bio-gas (CBG), organic compost, bio-fertilizers, potash and carbon dioxide.

5. To plant, produce, purchase, manufacture, process, prepare, trade and generally deal in sugarcane, sweet sorghum, sugar beet, Jatropha and all/any other agricultural produce and produce / manufacture all agricultural products including but not limited to extraction of oils, bio-diesel and fuels of any description.

6. To manufacture, formulate, compound, blend, pelletize, package, distribute, and deal in all kinds of animal feeds, animal nutrition products, and animal supplements, including cattle feed, poultry feed, aqua/fish feed, and livestock rations, by utilizing factory waste streams and industrial by-products such as molasses, yeast sludge, condensed distiller's soluble, Dried Distillers Grains with Soluble (DDGS), Wet Distillers Grains with Soluble (WDGS), sugarcane tops, bagasse pith, and sugar beet pulp, either in raw, semi-processed, or fully processed forms.

7. To manufacture, produce, process, formulate, mix or prepare, purchase, sale, hold, distribute, transfer or otherwise trade, deal in and deal with, import and export of any or all classes and kinds of fertilizers including organic and inorganic fertilizers, Bio fertilizers, Bio fungicides, Bio Insecticides, Bio Nematicides, Decomposing cultures, organic manures, seaward products, micro nutrient mixtures, agricultural chemicals, their mixtures and formulations and derivatives and compounds thereof including but not limited to water soluble fertilizers and other allied items.

8. To carry on the business of importers, exporters, buyers, sellers, manufacturers, processors, polishers and developers of granites and other granite products, granite tiles, monuments, building slabs, architectural pieces, quartz, stone products, stone aggregate of all varieties and kinds and minerals and for that purpose to take on lease or otherwise acquire, produce, transfer, lease out or sell mines, mining rights and lands or any interest therein.

9. To carry on the business of mining, quarrying, grinding, excavating, and take from pits, sand, gravel, stone, gypsum or paving materials and to own, acquire or take on lease areas of land mining bases, licenses or rights in or over land, to wash and screen the sand gravel and/or to produce, manufacture, process, imports, exports, buy, sell or otherwise deal in all types of minerals and sands including manufactured sand (M-Sand), Plastering Sand (P-Sand) and artificial sand etc.,

10. To own, take on lease, hire, lease out, sub-lease, establish, purchase, construct, build, erect, undertake, acquire, equip, operate, maintain and develop storage facilities, tankers, storage chambers, tank farms, freezers, cold storages, ice plants, room coolers, refrigeration houses, godowns, warehouses, for storing, keeping, handling, preserving and commercialising all kinds of commodities.

11. To carry on the business of farming, cultivate, grow, produce, harvest raise or deal in all or any type of agriculture produce as agriculturists, farmers or gardeners and to set up processing unit for import, export, distribute or deal in agriculture produce of all description, like fruits, vegetable, seeds and

medicinal herbs and herbal products and trade in all the products required for cultivation, harvesting, production and developments of seeds, vegetable, fruits and herbal items.

12. To cultivate, grow, produce or deal in agriculture produce and to carry on the business of agriculturists, farmers, gardeners, dairymen, dairy farmers, and to acquire, hold, buy or acquire freehold or leasehold agriculture land, farm, garden or any other, property and to act as growers of corn, hay, straw, seeds or animal feed and to deal in live-stock and deal in such business as may be required by farmers and dealers of agriculture produce.

13. To carry on business of and to deal in dairy farming and garden produce of all kinds in particular milk, cream, butter, cheese, other dairy products and their by-products including canned and tinned fruits, dehydration and processing of pulses, fruits and vegetables.

14. To manufacture, purchase, acquire, sell, give or otherwise deal with engines and other machineries, pumps, tractors, trailers, agricultural implements, tools, hoses and other materials for the purpose of agricultural and cultivation and growing of sugarcane, sugar beet, seeds and other crops and for horticultural purposes and for the manufacture of sugar, paper, paper pulp, alcohol, liquor, chemicals, fertilizers and seeds.

15. To own, fabricate, erect, install, manufacture, maintain, equip, repair, alter, add to or otherwise handle or deal in sugar mills, distilleries, alcohol units, pulp and paper plants, spinning mills, weaving mills or any other factories.

16. To design, engineer, develop, construct, improve, promote, undertake, maintain, operate all or any type of infrastructural projects including software/hardware parks, information technology parks, amusement parks, industrial parks, road, toll road, bridge, rail system, highway project, power houses, housing or other activities, water supply project, water treatment system, irrigation project, sanitation and sewage system or solid waste management system, port, airport inland waterway or inland port, providing telecommunication service whether basic or cellular, domestic satellite service.

2. The sub-heading III(B) "OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS ARE" be substituted by the new sub-heading "III (B) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III(A)" and the existing Sub-Clauses 1 to 37 appearing thereunder shall remain unaltered and continue to be in force as existing.

3. The existing Clause III(C) titled "The other objects not included in (A) and (B) are:" comprising Sub-Clauses 1 to 23 be and is hereby deleted in its entirety.

RESOLVED FURTHER that consequent upon aforesaid alteration, the Memorandum of Association of the Company be and is hereby modified, rearranged, renumbered wherever necessary so as to bring it in conformity with the provisions of the Companies Act, 2013.

RESOLVED FURTHER that Sri C Palaniswamy, Company Secretary and/or any person authorised by the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, proper or desirable and to sign and execute all necessary documents, applications, forms and returns, including filing of necessary e-forms with the Ministry of Corporate Affairs through the MCA portal, for the purpose of giving effect to these Resolutions.

By order of the Board
C PALANISWAMY
Company Secretary

Coimbatore
14.08.2026

NOTES

1. Statement pursuant to Section 102 of the Companies Act, 2013, setting out the material facts concerning the business in respect of Item Nos. 4 and 5 of the Notice to the Shareholders is annexed hereto. The relevant documents relating to the said items are available for inspection at the Registered Office of the Company during business hours. Additional information pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, in respect of the Director seeking re-appointment at this Annual General Meeting, is furnished in the Annexure to this Notice.

2. The general meetings of the companies are being conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 read with Circular No. 20/2020 dated May 05, 2020, Circular No.02/2021 dated January 13, 2021, Circular No.02/2022 dated May 05, 2022, Circular No.10/2022 dated December 28th 2022, Circular No.09/2023 dated 25.09.2023, Circular No.09/2024 dated 19.09.2024 and Circular No.03/2025 dated 22.09.2025 (collectively referred to as "MCA Circulars") without physical presence of members at common venue. MCA has permitted companies to conduct their General meeting through VC/OAVM and SEBI vide its circular No. SEBI/HO/POD-2/P/CIR/2023/4 date 05.01.2023 and SEBI/HO/CFD/CFD-POD-2/P/CIR/2023/167 date 07.10.2023 has granted certain relaxation from compliance with certain provisions of listing Regulations. Accordingly, the Forty Second (42nd) Annual General Meeting ("AGM") of the Company will be held on Wednesday, the 23rd day of September, 2026 at 4.15 P.M. (IST) through video conferencing (VC) or Other Audio Visual Means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.

3. The Members can join the AGM through VC/OAVM mode 15 minutes before and after the scheduled time of commencement of the Meeting by following the procedure mentioned in the Notice.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

5. Since this AGM is being held through VC/OAVM, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. Hence attendance slip and proxy forms are not attached to the notice. In pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

6. In line with the Circulars issued by Ministry of Corporate Affairs (MCA) / SEBI, notice of AGM along with the 42nd Annual Report is being sent only through electronic mode to those members whose email addresses are registered with the company/depositories. The Notice calling the AGM and Annual Report 2025-26 have been uploaded on the website of the Company at www.bannari.com. The Notice and Annual Report can also be accessed from the websites of BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com. Members who have not registered their e-mail addresses so far are requested to register the same to enable the company to send all communications including Annual Report, Notices, Circular etc. in electronic mode.

7. Electronic copies of the entire document referred to in the notice of AGM and the explanatory statement shall be made available for inspection. The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 at the Act, the Register of contracts maintained under section 189 of the Act are available electronically for inspection by the members during the AGM.

8. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, the 17th September, 2026 to Wednesday, the 23rd September, 2026 (both days inclusive).

9. Dividend recommended by the Board of Directors, if approved by the Members at the ensuing Annual General Meeting, will be credited / despatched between 27th September, 2026 and 9th October, 2026 to those members whose names appear on the Register of Members as on 16th September, 2026. In respect of shares held in electronic form, the dividend will be paid on the basis of beneficial ownership furnished by the National Securities Depository Limited (NSDL)/Central Depository Services (India) Limited (CDSL) as at the close of business hours on 16th September, 2026.

10. Members holding shares in the electronic form are requested to inform any changes in address/bank mandate directly to their respective Depository Participants (DPs). The address/ bank mandate as furnished to the Company by the respective Depositories Viz., NSDL and CDSL will be printed on the dividend warrants.

11. In terms of SEBI vide its Circular No. SEBI/HO/ MIRSD-PoD-1/CIR/2023/37 dated March 16, 2023, it is mandatory for the shareholders holding securities in physical form to furnish PAN, KYC (Contact details, Bank Details and Specimen Signature) and nomination details. Members holding shares in physical form and whose folio(s) are not updated with KYC details would be eligible for lodging grievance or any service request only after registering the required details. Any payments including dividend in respect of such folios shall only be made electronically with effect from April 1, 2024 upon registering the required details. Therefore, members are advised to register their details in compliance with the aforesaid SEBI mandate for smooth processing of their service requests and dividend payments. For registration of KYC details members may send their request along with the prescribed form and supporting documents to the Company's Registrar and Transfer Agent M/s Cameo Corporate Services Limited, Subramanian Building, 1, Club House Road, Chennai - 600 002. e-mail : investor@cameo india.com. The following forms have been notified by SEBI for this purpose:

Forms	Description
ISR - 1	For registering PAN, e-mail address, bank details and other KYC details
ISR - 2	Confirmation of Signature of Securities holder by the banker
ISR - 3	Declaration opting out nomination by holders of physical securities
ISR - 4	Request for issue of Duplicate Certificate
ISR - 5	Request for Transmission of Securities by Nominee or Legal Heir
SH - 13	Nomination Form
SH - 14	Cancellation or Variation of Nomination

12. SEBI vide its Circular No. HO/38/13/11(2) 2026-MIRSD-POD/1/3750/2026 dated January 30, 2026, informed that for physical share transfer requests which were originally lodged prior to April 1, 2019, but were rejected / returned due to deficiencies, a special window is now made available from February 05, 2026 to February 04, 2027 for re-lodgment of those physical share transfer requests. Please note that such shares shall be credited to the transferee only in demat mode and shall be under lock-in for a period of one year from the date of registration of transfer and such shares shall not be transferred/lien marked /pledged during the said lock-in period. Shareholders who wish to avail this opportunity are requested to contact the company's Registrar and Transfer Agent M/s Cameo Corporate Services Limited, Subramanian Building, 1, Club House Road, Chennai 600 002 e-mail : investor@cameoindia.com, Tel : 044 - 40020700, Fax : 044 - 28460129.

13. The Company has transferred the unpaid or unclaimed dividends for the financial year 2017-2018 to the Investor Education and Protection Fund (the IEPF) established by the Central Government. The Company has uploaded the details of unpaid and unclaimed dividend amounts lying with the Company as on 31st March 2025 on the website of the Company (www.bannari.com) and also on the website of the Ministry of Corporate Affairs www.iepf.gov.in.

14. As required under section 124(6) read with IEPF Rules as amended, all the shares in respect of which dividend remains unpaid / unclaimed for seven consecutive years have been transferred to IEPF Authority.

PROCEDURE FOR VOTING AND JOINING THE MEETING THROUGH ELECTRONIC MEANS:

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (as amended) and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

2. **The remote e-voting period begins on Saturday, the 19th September, 2026 at 9.00 A.M. and ends on Tuesday, the 22nd September, 2026 at 5.00 P.M.**

   During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **16th September, 2026**, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.

3. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.

4. SEBI vide its Circular No. HO/38/13/11(2) 2026-MIRSD-POD/1/3750/2026, dated January 30, 2026 individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories / Depository Participants. Shareholders are advised to update their mobile number and email ID in their demat accounts in order to access remote e-voting facility.

5. Remote e-voting is enabled to all the demat account holders by way of single login credential through their demat accounts/websites of Depositories / Depository Participants. Demat account Holders can cast their vote without having to register again with e-voting service providers (ESPs).

6. Login method for e-voting and joining virtual meeting

A. Individual shareholders holding securities in Demat mode :

CDSL	NSDL
1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The URL for users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on Login icon and select New System Myeasi TAB. 2) After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-voting Service Providers i.e. CDSL/NSDL/KARVY/ LINKINTIME, so that the user can visit the e-voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website web.cdslindia.com and click on login & my Easi New (Token) tab and then click on registration option. 4) Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from a e-voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.	1) If you are already registered for NSDL IDeAS facility, please visit the e-services website of NSDL. Open web browser by typing the following URL:https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-voting services. Click on through your Depository Participant registered with NSDL/CDSL for e-voting facility. After Successful login, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices. nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/Secure Web / Ideas Direct Reg.jsp 3) Visit the e-voting website of NSDL. Open web browser by typing the following URL:https://www. evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with

CDSL	NSDL
	NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.

Individual shareholders (holding securities in demat mode) Login through their Depository Participants (DP)	Shareholders can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. After Successful login, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.

B. Physical and non-individual shareholders holding shares in demat mode :

i) The shareholders should log on to the e-voting website www.evotingindia.com.

ii) Click on "Shareholders" module.

iii) Now Enter your User ID

a) For CDSL: 16 digits beneficiary ID

b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID

c) Shareholders holding shares in Physical Form should enter Folio Number registered with the Company

iv) Next enter the Image Verification as displayed and Click on Login.

v) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

vi) If you are a first time user follow the steps given below:

For Shareholders holding shares in Physical Form and Non-individual Shareholders holding shares in demat mode:	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company / Depository Participant are requested to use the sequence number sent by Company / RTA or contact Company / RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company please enter the member id /folio number in the Dividend Bank details field as mentioned in instruction.

vii) After entering these details appropriately, click on "SUBMIT" tab.

viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

ix) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

x) Click on the Electronic Voting Sequence Number (EVSN) relevant for "BANNARI AMMAN SUGARS LIMITED" on which you choose to vote.

xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

xiii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

xv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

xvi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

xvii) There is also an optional provision to upload Board Resolution / POA if any uploaded, which will be made available to scrutinizer for verification.

xviii) Note for Non - Individual Shareholders and Custodians:

- ❖ Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- ❖ A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- ❖ After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- ❖ The list of accounts linked in the login will be mapped automatically & can be de-linking in case of any wrong mapping.
- ❖ A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- ❖ Alternatively non-individual shareholders are required to send the relevant Board Resolution / Authority Letter etc., together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the company at the e-mail address viz., secretary@bannari.com if they have voted from individual tab & not uploaded same in the CDSL e-voting system to the scrutinizer to verify the same.

C. Shareholders whose Email addresses are not registered with the Depositories / RTA.

i) For Physical shareholders, please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhaar Card) by email to Company/RTA email id.

ii) For Demat shareholders, Please update your email Id & mobile no. with your respective Depository Participant (DP)

iii) For individual demat shareholders - Please update your email Id and mobile no. with your respective (DP) which is mandatory while e-voting & joining virtual meetings through Depository.

iv) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evoting india.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact at toll free No.1800 21 09911.

GENERAL INFORMATION FOR ATTENDING THE AGM THROUGH VC / OAVM

1. The link for VC/OAVM to attend meeting will be available where the EVSN of company will be displayed after successful login as per the instructions mentioned above for e-voting.

2. Shareholders who have voted through Remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

3. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

4. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

5. Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

6. **Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number through company email id shares@bannari.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number through shares@bannari.com. These queries will be replied to by the company suitably by email.**

7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views /ask questions during the meeting.

8. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system available during the AGM.

9. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

SCRUTINIZER AND RESULTS

1. Mr K Radhakrishnan, Practicing Company Secretary, (FCS No. 12236, CP No. 16911) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and e-voting during the AGM in a fair and transparent manner.

2. The Scrutinizer shall immediately after the conclusion of AGM unblock the votes cast during AGM and votes cast through remote e-voting and make (not later than 48 hours) a consolidated Scrutinizer's Report forthwith to the Chairman of the Company.

3. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.bannari.com and on the website of CDSL www.cdslindia.com immediately after the result is declared by the company and communicated to the Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited.

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No.4

The Board of Directors on the recommendation of the Audit Committee has approved the appointment of Sri M Nagarajan, Cost Accountant, as Cost Auditor to conduct audit of cost records of the Company for the financial year ending March 31, 2027 and fixed his remuneration at Rs.2,00,000/- (Rupees Two Lakhs only) plus reimbursement of actual out-of-pocket expenses.

Sri M Nagarajan (Membership No.6384) is one of the reputed Cost Accountants in Coimbatore. Sri M Nagarajan started his practice in 1985 and holds Certificate of Practice as Cost Accountant. He has vast experience in Textile, Sugar, Cement, Electricity, Steel, Automobile and Engineering industries. His Firm Registration No. is 102133.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor has to be ratified by the Members of the Company.

Accordingly, consent of the shareholders is sought for passing an Ordinary Resolution as set out at Item No.4 of the Notice. The Board recommends the Ordinary Resolution set out in Item No.4 of the Notice for the approval of the shareholders.

None of the Directors, Key Managerial Personnel or their relatives is in any way concerned or interested in the proposed Ordinary Resolution except to the extend of their shareholding if any in the Company.

Item No.5

The company was incorporated under the Companies Act, 1956 and its Memorandum of Association presently contains Clause III (A) relating to Main Objects, Clause III(B) relating to the object incidental or ancillary to the attainment of Main Objects and Clause III(C) relating to Other Objects.

Pursuant to the Companies Act, 2013, the concept of "Other Objects" no longer exists. In order to align the Memorandum of Association of the company with the provisions of the Companies Act, 2013 and reflect the present and proposed business activities of the company, it is proposed to substitute Clause III(A), retain Clause III(B) without modification (except heading) and delete Clause III (C) in its entirety. The draft updated MoA is available for inspection at Registered Office of the Company during business hours. The same is also available on the website of the Company at www.bannari.com.

The resolutions contained under Item No. 5 are required to be transacted by means of postal ballot under Section 110. Pursuant to proviso to the said section, the same may be transacted at a General Meeting by the Company, which provides the facility of e-voting. The Company, provides e-voting to the members and accordingly the special resolutions were placed before the members.

The Board of Directors of the Company recommends the Special Resolutions placed before the Members.

None of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested in the proposed Special Resolutions except to the extent of their shareholding if any in the Company.

By order of the Board
C PALANISWAMY
Company Secretary

Coimbatore
14.08.2026

ANNEXURE TO THE NOTICE

DISCLOSURE PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETATARIAL STANDRD-2 ON GENERAL MEETINGS

Name of the Director	Sri B SARAVANAN
DIN	00002927
Date of Birth & Age	22.11.1972 (53)
Date of first appointment	27.01.1999
Qualifications	B.Com
Designation / Category	Managing Director - Executive
Brief resume / experience and expertise in specific functional area	Sri B Saravanan is an accomplished entrepreneur with over 26 years of experience in sugar industry. He has been serving as the Managing Director of Bannari Amman Sugars Limited Since 2010 after having served as the Joint Managing Director from 2000 to 2010. Under his leadership, Bannari Amman Sugars Limited has continued to strengthen its position across sugar manufacturing, distillery operations, renewable energy generation and allied businesses. He has played a pivotal role in driving the company's growth through modernization, technological upgradation operational excellence and adoption of sustainable business practices.
Terms and conditions of appointment /Re-appointment	Re-appointment on retirement by rotation
No. of equity shares held in the company	He hold 1,80,658 equity shares in the company
Directorship in other company / LLP	1. Goldmine Corporate Investment Private Limited 2. SVB Holdings Private Limited 3. SVB Foundation
Committee Membership	**Bannari Amman Sugars Limited** 1. Risk Management Committee 2. Stakeholder's Relationship Committee
Resignation in listed companies for the last three years	Nil
Relationship with other Directors	Son of Sri S V Balasubramaniam - Chairman

Note : The details of number of Board Meetings attended, remuneration paid etc., are available in the Annexures to Directors' Report.

By order of the Board
C PALANISWAMY
Company Secretary

Coimbatore
14.08.2026