



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/535/NSE/2019-2020

20.8.2019

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

Scrip Code: BASML

Scrip Code: 532674

Sir,

Sub: Outcome of 29th 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 29th Annual General Meeting convened on 19.8.2019.

Sri C S K Prabhu (DIN 00002913) has retired as an Independent Director of the Company with effect from 19.8.2019 on conclusion of 5 years term of appointment.

It was informed to the shareholders that the Company is evaluating options to consolidate certain divisions of the Company with the subsidiary to optimize finance costs and improve supply chain of the retail division.

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 29th Annual General Meeting held on 19.8.2019 along with Scrutinizer Report is enclosed herewith.

Please take on 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 / last day of receipt of postal ballot forms (in case of Postal Ballot)	19-08-2019
Start time of the meeting	09:45 AM
End time of the meeting	10:45 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	30-05-2019
Date of Issuance of Report to the company	19-08-2019



Voting results	
Record date	12-08-2019
Total number of shareholders on record date	5835
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	3
b) Public	86
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	



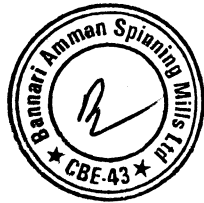
Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of Financial Statements both Standalone and Consolidated for the Year Ended 31st March, 2019, the reports of the Board of Directors and the reports 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	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	0
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	0
Public- Non Institutions	E-Voting	12902	261	2.0229	186	75	71.2644	28.7356
	Poll		12641	97.9771	12641	0	100	0
	Postal		0	0	0	0	0	0



	Ballot (if applicable)							
	Total	12902	12902	100	12827	75	99.4187	0.5813
	Total	8764152	8764152	100	8764077	75	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							311	



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	311



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	0
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	0
Public- Non Institutions	E-Voting	12902	261	2.0229	211	50	80.8429	19.1571
	Poll		12641	97.9771	12641	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0



	Total	12902	12902	100	12852	50	99.6125	0.3875
	Total	8764152	8764152	100	8764102	50	99.9994	0.0006
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	311





Resolution(3)								
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	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	0
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	0
Public- Non Institutions	E-Voting	12902	261	2.0229	186	75	71.2644	28.7356
	Poll		12641	97.9771	12641	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	applicable)							
	Total	12902	12902	100	12827	75	99.4187	0.5813
Total		8764152	8764152	100	8764077	75	99.9991	0.0009
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	311



Resolution(4)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Sri K N V Ramani (DIN 00007931) as an Independent Director, pursuant to Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013.				
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	0
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	0
Public- Non Institutions	E-Voting	12902	261	2.0229	186	75	71.2644	28.7356
	Poll		12641	97.9771	12641	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0



	applicable)							
	Total	12902	12902	100	12827	75	99.4187	0.5813
	Total	8764152	8764152	100	8764077	75	99.9991	0.0009
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	311



Resolution(5)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Dr K R Thillainathan (DIN 00009400) as an Independent Director, pursuant to Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013.				
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	0
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	0
Public- Non Institutions	E-Voting	12902	261	2.0229	186	75	71.2644	28.7356
	Poll		12641	97.9771	12641	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0



	applicable)							
	Total	12902	12902	100	12827	75	99.4187	0.5813
Total		8764152	8764152	100	8764077	75	99.9991	0.0009
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	311



Resolution(6)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Sri S Palaniswami (DIN 00007901) as an Independent Director, pursuant to Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013.				
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	0
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	0
Public- Non Institutions	E-Voting	12902	261	2.0229	186	75	71.2644	28.7356
	Poll		12641	97.9771	12641	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0



	applicable)							
	Total	12902	12902	100	12827	75	99.4187	0.5813
Total		8764152	8764152	100	8764077	75	99.9991	0.0009
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	311



Resolution(7)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Sri K Sadhasivam (DIN 00610037) as an Independent Director, pursuant to Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013.				
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	0
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	0
Public- Non Institutions	E-Voting	12902	261	2.0229	186	75	71.2644	28.7356
	Poll		12641	97.9771	12641	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0



	applicable)							
	Total	12902	12902	100	12827	75	99.4187	0.5813
Total		8764152	8764152	100	8764077	75	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

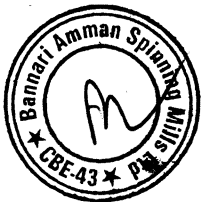


Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	311



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 Reg No. 102133).				
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	0
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	0
Public- Non Institutions	E-Voting	12902	261	2.0229	186	75	71.2644	28.7356
	Poll		12641	97.9771	12641	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0



	applicable)							
	Total	12902	12902	100	12827	75	99.4187	0.5813
	Total	8764152	8764152	100	8764077	75	99.9991	0.0009
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	311





Certificate No.: 67/2019-20

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)

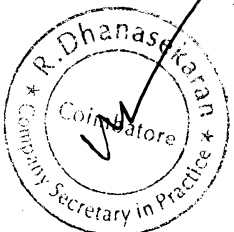
252, Mettupalayam Road,

Coimbatore - 641043.

Ref: Consolidated Scrutinizer's Report on e-voting process (remote e-voting) and voting by use of ballot at the 29th Annual General Meeting of the members of M/s.Bannari Amman Spinning Mills Limited ("the Company") – held on Monday, the 19th day of August, 2019 at 9.45. A.M. at Nani Kalaiarangam, Mani Higher Secondary School, Pappanaickenpalayam, Coimbatore 641037.

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 29th Annual General Meeting of the members of the company held on Monday the 19th of August 2019 at 9.45. A.M. at Nani Kalaiarangam, Mani Higher Secondary School, Pappanaickenpalayam, Coimbatore 641037.
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 29th 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 29th Annual General Meeting.

Thanking you

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

Date: 19.08.2019

Place: Coimbatore

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 (LIPL) website <https://instavote.linkintime.co.in>.

1. Signature

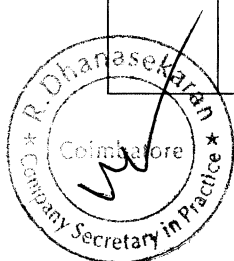
Name and address

M. SHYAMALA
W/o R. Mahalingam
290-A, Cheron colony
Thudiyalur Post
Coimbatore - 641034 2

C. K. K. K.
C. KRISHNAKUMAR
S/o Chennimalai Gounder
2/3, Co-operative Colony
Kavundam Palayam
Coimbatore 641030

Bannari Amman Spinning Mills Limited: (CIN L17111TZ1989PLC002476) – 29th Annual General Meeting held on 19.08.2019 – Remote e-voting and Ballot Results

Resol ution No.	Item	Type of resolutions	Total No. of 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, 2019, the Report of the Board of Directors and the Report of the Auditors thereon.	Ordinary	87,64,152	51	87,64,077	99.999	2	75	0.001	311
2	Declaration of Dividend on equity shares	Ordinary	87,64,152	52	87,64,102	99.999	1	50	0.000	311
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	87,64,152	51	87,64,077	99.999	2	75	0.001	311
4	Appointment of Directorship of Sri K N V Ramani, (DIN 00007931) as a Non-Executive Independent Director, for a second term of five consecutive years, from 25.08.2019 to 24.08.2024, who has attained the age of 75 Years.	Special	87,64,152	51	87,64,077	99.999	2	75	0.001	311



5	Appointment of Directorship of Dr K R Thillainathan, (DIN 00009400) as a Non-Executive Independent Director, for a second term of five consecutive years, from 25.08.2019 to 24.08.2024.	Special	87,64,152	51	87,64,077	99.999	2	75	0.001	311
6	Appointment of Directorship of Sri S Palaniswami, (DIN 00007901) as a Non-Executive Independent Director, for a second term five consecutive years, from 25.08.2019 to 24.08.2024, who has attained the age of 75 Years.	Special	87,64,152	51	87,64,077	99.999	2	75	0.001	311
7	Appointment of Directorship of Sri K Sadhasivam, (DIN 00610037) as a Non-Executive Independent Director, for a second term of five consecutive years, from 25.08.2019 to 24.08.2024.	Special	87,64,152	51	87,64,077	99.999	2	75	0.001	311
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, 2020.	Special	87,64,152	51	87,64,077	99.999	2	75	0.001	311

