

THE ANDHRA SUGARS LIMITED

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



No.ASL/SEC/AGM/2015

September 26, 2015

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:

Dear Sirs,

Sub: Disclosure of Voting Results of the 68th Annual General Meeting of the company held on September 26, 2015 as per the requirement of Clause 35A of the Equity Listing Agreement

As per the requirement of Clause 35A 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, 2015
B	Total No. of shareholders as on record (cut off) date i.e.,	14021
C	Cut-off date for E-voting	19 th September, 2015
D	No. of shareholders present in the meeting either in person or through proxy - Promoters and Promoter Group - Public	52 88

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, 2015	Ordinary	E-voting & Poll	The resolution was passed with requisite majority
2	Declaration of Dividend for the year 2014-15	Ordinary	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
3	Re-appointment of Sri M. Narendranath who retires by rotation	Ordinary	E-voting & Poll	The resolution was passed with requisite majority
4	Re-appointment of Sri P. Achyuta Ramayya who retires by rotation	Ordinary	E-voting & Poll	The resolution was passed with requisite majority
5	Ratification of appointment of M/s. Brahmayya & co. as Statutory Auditors	Ordinary	E-voting & Poll	The resolution was passed with requisite majority
6	Ratification of remuneration of Cost Auditors	Ordinary	E-voting & Poll	The resolution was passed with requisite majority
7	Appointment of Sri P. Narendranath Chowdary as Managing Director	Ordinary	E-voting & Poll	The resolution was passed with requisite majority
8	Acceptance of deposits	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.

This may also be considered as compliance of clause 31(d) of the Listing Agreement.

Yours faithfully
For THE ANDHRA SUGARS LTD.,

(M. PALACHANDRA)
Company Secretary

Encl: as above

AGM results in format under Clause 35A of the Listing Agreement



Resolutions	Promoter / Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares (3) = [(2)/(1)]*	No. of votes in favour	No. of votes against	% of votes in favour on votes polled (6) = [(4)/(2)]*	% of votes against on votes polled (7) = [(5)/(2)]*
Resolution No.1 Ordinary Resolution Adoption of Annual accounts for the Financial Year 2014-15		(1)	(2)	100	(4)	(5)	100	100
	Promoter & Promoter Group	12599651	10297242	81.73	10297242	0	100	0
	Public Institutional holders	0	0	0	0	0	0	0
	Public - others	14507427	786286	5.42	786286	0	100	0
	Total:	27107078	11083528	40.89	11083528	0	100	0

Resolution No.2	Promoter / Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares (3) = [(2)/(1)]*	No. of votes in favour	No. of votes against	% of votes in favour on votes polled (6) = [(4)/(2)]*	% of votes against on votes polled (7) = [(5)/(2)]*
Ordinary Resolution Declaration of dividend for 2014-15		(1)	(2)	100	(4)	(5)	100	100
	Promoter & Promoter Group	12599651	10297242	81.73	10297242	0	100	0
	Public Institutional holders	0	0	0	0	0	0	0
	Public - others	14507427	786286	5.42	786286	0	100	0
	Total:	27107078	11083528	40.89	11083528	0	100	0

Resolution No.3	Promoter / Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares (3) = [(2)/(1)]*	No. of votes in favour	No. of votes against	% of votes in favour on votes polled (6) = [(4)/(2)]*	% of votes against on votes polled (7) = [(5)/(2)]*
Ordinary Resolution Reappointment of Sri M. Narendranath as Director		(1)	(2)	100	(4)	(5)	100	100
	Promoter & Promoter Group	12599651	9187640	72.92	9187640	0	100	0
	Public Institutional holders	0	0	0	0	0	0	0
	Public - others	14507427	786286	5.42	786286	0	100	0
	Total:	27107078	9973926	36.79	9973926	0	100	0

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
Ordinary Resolution Appointment of Sri P. Narendranath Chowdary as Managing Director	Promoter & Promoter Group	(1)	(2)	(3) = [(2)/(1)]*	(4)	(5)	(6) = [(4)/(2)]*	(7) = [(5)/(2)]*
	Public Institutional holders	12599651	9880393	78.42	9880393	0	100	0
	Public - others	0	0	0	0	0	0	0
	Public - others	14507427	786286	5.42	786286	0	100	0
	Total:	27107078	10666679	39.35	10666679	0	100	0

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
Special Resolution Acceptance of Deposits	Promoter & Promoter Group	(1)	(2)	(3) = [(2)/(1)]*	(4)	(5)	(6) = [(4)/(2)]*	(7) = [(5)/(2)]*
	Public Institutional holders	12599651	10297242	81.73	10297242	0	100	0
	Public - others	0	0	0	0	0	0	0
	Public - others	14507427	786286	5.42	786286	0	100	0
	Total:	27107078	11083528	40.89	11083528	0	100	0

FOR THE ANDHRA SUGARS LIMITED

(Mr. P. PALACHANDRABABU)
 Company Secretary

**COMBINED SCRUTINIZER REPORT
FOR E-VOTING & POLL FOR JOCIL LIMITED**

To,
The Chairman,
68th 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 68th Annual General Meeting of THE ANDHRA SUGARS LIMITED (the Company) held on 26th September, 2015

I, Nekkanti S.R.V.V.S. Narayana, M/s. Nekkanti S.R.V.V.S. Narayana & Co., Company Secretaries, had been appointed 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 and also to scrutinize the voting process in respect of the resolutions forming part of the Notice of the 68th Annual General Meeting of the members of the Company (AGM) held on Saturday, 26th September, 2015 at 3:00 PM at its Registered Office.

The Notice dated May 26, 2015 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:



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 31st March 2015)	E-voting	1428704	12.89	-	-	-	-
	Poll	9654824	87.11	-	-	-	-
	Total	11083528	100	-	-	-	-
Item No.2 of Notice as ordinary resolution (Approval of dividend for the year 2014-15)	E-voting	1428704	12.89	-	-	-	-
	Poll	9654824	87.11	-	-	-	-
	Total	11083528	100	-	-	-	-
Item No.3 of Notice as ordinary resolution (Reappointment of Sri M. Narendranath, as Director who retires by rotation)	E-voting	1428704	14.32	-	-	-	-
	Poll	8545222	85.68	-	-	-	-
	Total	9973926	100	-	-	-	-
Item No.4 of Notice as ordinary resolution (Reappointment of Sri P. Achutha Ramayya, as Director who retires by rotation)	E-voting	1428704	12.89	-	-	-	-
	Poll	9654824	87.11	-	-	-	-
	Total	11083528	100	-	-	-	-
Item No.5 of Notice as ordinary resolution (Ratification of the appointment of M/s. Brahmayya & Co., Chartered Accountants as Auditors and fixing their remuneration)	E-voting	1428704	12.89	-	-	-	-
	Poll	9654824	87.11	-	-	-	-
	Total	11083528	100	-	-	-	-



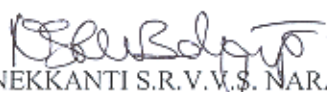
Item no of Notice	Particulars of business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	%age	Nos.	%age	Nos.	%age
SPECIAL BUSINESS – ORDINARY RESOLUTIONS							
Item No.6 of Notice as ordinary resolution (<i>Ratification of remuneration of Cost Auditors</i>)	E-voting	1428704	12.89	-	-	-	-
	Poll	9654824	87.11	-	-	-	-
	Total	11083528	100	-	-	-	-
Item No.7 of Notice as ordinary resolution (<i>Appointment of Sri P. Narendranath Chowdary as Managing Director</i>)	E-voting	1428704	13.39	-	-	-	-
	Poll	9237975	86.61	-	-	-	-
	Total	10666679	100	-	-	-	-
SPECIAL BUSINESS – SPECIAL RESOLUTION							
Item No.8 of Notice as ordinary resolution (<i>Acceptance of deposits</i>)	E-voting	1428704	12.89	-	-	-	-
	Poll	9654824	87.11	-	-	-	-
	Total	11083528	100	-	-	-	-

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.


NEKKANTI S.R.V.V.S. NARAYANA
Proprietor
C.P.No.7839



Place: Venkatarayapuram, Tanuku

Date: September 26, 2015


Signed by Dr. B.B. Ramaiah
Chairman of the Meeting.