



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/1383/SE'S/2023-24

11.3.2024

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

Dear Sir,

Sub: Intimation of Postal Ballot Results pursuant to Regulation 30 and 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Ref: Scrip Code: NSE - BASML; BSE - 532674

This is in furtherance to our letter dated BASML/SEC/1302/SE'S/2023-24 dated February 9th, 2024, seeking the approval of the Members of the Company by way of Ordinary/ Special Resolutions through Remote E-Voting process for the following items as set out in the Postal ballot Notice:

1. Increase of Authorised Share Capital and Alteration in the Capital Clause of the Memorandum of Association of the Company;
2. Alteration in Object Clause of the Memorandum of Association;
3. Approval for disinvestment in the equity shares of Material Subsidiary VIZ., Young Brand Apparel Private Limited;

We wish to inform that above Resolutions have been duly passed by the Members of the Company with requisite majority on 10th March, 2024, being the last date of the Remote E-Voting. In this regard, please find enclosed the following:

1. Voting results through Remote E-Voting, under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
2. Scrutinizer's Report dated March 11, 2024 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014

Kindly take on record the above information.

Thanking you,

Yours faithfully,

For BANNARI AMMAN SPINNING MILLS LIMITED

**N KRISHNARAJ
COMPANY SECRETARY**

A20472

Encl: as above



General information about company	
Scrip code	532674
NSE Symbol	BASML
MSEI Symbol	NOTLISTED
ISIN	INE186H01022
Name of the company	BANNARI AMMAN SPINNING MILLS LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	10-03-2024
Start time of the meeting	
End time of the meeting	

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	04-12-2024
Date of Issuance of Report to the company	11-03-2024

Voting results	
Record date	07-02-2024
Total number of shareholders on record date	20592
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	3
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				Increase of Authorised Share Capital and alteration in the Capital Clause of the Memorandum of Association of the Company.				
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	35880124	35880124	100	35880124	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		35880124	35880124	100	35880124	0	100
Public-Institutions	E-Voting	125525	27269	21.724	27269	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		125525	27269	21.724	27269	0	100
Public- Non Institutions	E-Voting	28836222	69622	0.2414	62702	6920	90.0606	9.9394
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		28836222	69622	0.2414	62702	6920	90.0606
Total		64841871	35977015	55.4842	35970095	6920	99.9808	0.0192
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	

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Alteration in Object Clause of the Memorandum of Association				
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	35880124	35880124	100	35880124	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		35880124	35880124	100	35880124	0	100
Public-Institutions	E-Voting	125525	27269	21.724	27269	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		125525	27269	21.724	27269	0	100
Public- Non Institutions	E-Voting	28836222	69222	0.2401	60428	8794	87.2959	12.7041
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		28836222	69222	0.2401	60428	8794	87.2959
Total		64841871	35976615	55.4836	35967821	8794	99.9756	0.0244
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	

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for disinvestment in the equity shares of Material Subsidiary VIZ., Young Brand Apparel Private Limited				
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	35880124	35880124	100	35880124	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		35880124	35880124	100	35880124	0	100
Public- Institutions	E-Voting	125525	27269	21.724	0	27269	0	100
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		125525	27269	21.724	0	27269	0
Public- Non Institutions	E-Voting	28836222	69622	0.2414	61702	7920	88.6243	11.3757
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		28836222	69622	0.2414	61702	7920	88.6243
Total		64841871	35977015	55.4842	35941826	35189	99.9022	0.0978
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	



Certificate No.: 150/2023-24

SCRUTINIZER'S REPORT

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014)

To

The Chairman
Bannari Amman Spinning Mills Limited
(CIN: L17111TZ1989PLC002476)
252, Mettupalayam Road,
Coimbatore 641043.

Reg: Report on the Postal ballot process for the resolutions as set out in the Notice of Postal Ballot dated 7th February, 2024

Sir

1. The board of directors of Bannari Amman Spinning Mills Limited ("the Company") (CIN: L17111TZ1989PLC002476) at its meeting held on 4th December, 2023, appointed me as a Scrutinizer to scrutinize the Postal Ballot Process (voting by e-voting) and issue a report in connection with the subject matter.
2. I submit my report as under:
 - a. As per General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 03/2022 dated May 05, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), the Company has sent the Postal Ballot Notice dated 7th February, 2024 through electronic mode to the members whose names appeared in the Registrar of Members/list of beneficial owners as on cut-off date i.e 7th February, 2024
 - b. As the Postal Ballot process was conducted only through remote e-voting system pursuant to the above referred circulars, no Postal Ballot forms were required to be sent by the Company.
 - c. Particulars of all votes cast through electronic mode have been entered in the Register separately maintained for the purpose in electronic mode.





- d. Since there was no voting by physical postal ballot form, the question of keeping them in my safe custody before commencing the scrutiny does not arise.
 - e. The votes cast through electronic means were unblocked after 5.00 P.M. on 10th March, 2024
 - f. Votes cast through electronic means were scrutinized and the shareholding was matched with the Register of Members of the Company /list of beneficiaries as on the cut-off date (7th February, 2024).
 - g. Votes cast through electronic means up to 5.00 P.M. of 10th March, 2024, being the last time and date fixed by the company for voting through electronic means were considered for my scrutiny.
 - h. Since the voting on Postal ballot Process was conducted only through e-voting, reporting on number of envelopes containing postal ballot form received after due date and up to the date of this report does not arise.
 - i. Since the voting on Postal ballot Process was conducted only through e-voting, reporting on number of envelopes containing postal ballot form returned undelivered also does not arise.
 - j. Since the voting on Postal ballot Process was conducted only through e-voting, reporting on finding of defaced or mutilated ballot papers also does not arise.
 - k. All the e-registers and records relating to e-voting process kept by me be returned to the Company on receipt of proof of signing of the related minutes by the Chairman for their safe custody.
3. A Summary of votes cast through electronic means is given in Annexure 1
 4. Accordingly, the results of e-voting done by the members of the Company on the resolutions set out in the Postal Ballot Notice dated 7th February, 2024, may be declared.

R Dhanasekaran
Company Secretary in Practice
FCS 7070 / CP 7745
Peer Review No 811/2020
ICSI UDIN: F007070E003564107

Date: 11.03.2024
Place: Coimbatore



ANNEXURE - 1

Based on the scrutiny of remove e-voting, summary of votes cast through electronic means in "favour" and "against" in respect of the resolutions set out in the Postal Ballot Notice dated 7th February, 2024 of M/s. Bannari Amman Spinning Mills Limited (CIN: L17111TZ1989PLC002476)

1. Increase of Authorised Share Capital and alteration in the Capital Clause of the Memorandum of Association of the Company (Ordinary Resolution)

Particulars	No. of members who voted	No of votes cast	% to the total vote cast
Valid votes in FAVOUR of the resolution	98	35970095	99.981
Valid votes AGAINST the resolution	9	6920	00.019
Total	107	35977015	100.000
Invalid votes	Nil	Nil	Nil

2. Alteration in object clause of the Memorandum of Association of the Company (Special Resolution)

Particulars	No. of members who voted	No of votes cast	% to the total vote cast
Valid votes in FAVOUR of the resolution	97	35967821	99.976
Valid votes AGAINST the resolution	9	8794	00.024
Total	106*	*35976615	100.000
Invalid votes	Nil	Nil	Nil

*1 member holding 400 shares was abstained.

3. Approval for disinvestment in the equity shares of material subsidiary viz., Young Brand Apparel Private Limited (Special Resolution)

Particulars	No. of members who voted	No of votes cast	% to the total vote cast
Valid votes in FAVOUR of the resolution	96	35941826	99.902
Valid votes AGAINST the resolution	11	35189	00.098
Total	107	35977015	100.000
Invalid votes	Nil	Nil	Nil

