



PONNI SUGARS (ERODE) LIMITED

CIN : L15422 TN1996 PLC037200
Regd. Office: ESVIN House, No.13, Rajiv Gandhi Salai (OMR),
Perungudi, Chennai - 600 096.
Phone : 044 - 24961920, 24960156
E-mail : admin@ponnisugars.com Website : www.ponnisugars.com



PEL / SH / 89

20.07.2022

National Stock Exchange of India Ltd
Exchange plaza, 5th Floor
Flat No.C / 1 G Block
Bandra-Kurla Complex
Bandra East, Mumbai 400 051

BSE Ltd
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai 400001

Trading Symbol: **PONNIERODE**

Scrip Code:**532460**

Dear Sirs,

Subject: Disclosure of Voting Results of the 26th Annual General Meeting of Ponni Sugars (Erode) Limited held on 20th July 2022, as per the requirements of Regulation 44 (3) of the Listing Regulations

The Company offered the following voting facilities for all the Seven (7) resolutions proposed in the 26th Annual General Meeting held on 20.07.2022:

- a) Remote e-voting in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014.
- b) E-Voting at the venue of AGM pursuant to MCA Circulars dt.13.01.2021 and Rule 20 (4) (iii) (B) of the Companies (Management and Administration) Rules 2014

The details of the voting results of the 26th Annual General Meeting of the Company held on 20th July 2022 are enclosed in the format prescribed under Regulation 44 (3) of the Listing Regulations read with SEBI Circular dated 4th November 2015.

Thanking you

Yours truly

R Madhusudhan
Company Secretary

Encl: As above

Enclosure to letter no.PEL/SH/89 dated 20.07.2022

Details of Voting Results

Date of AGM:	20.07.2022
Total number of shareholders on Cut-off date (i.e.13 th July 2022)	15961
No. of shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group: Public: Total	Not applicable
No. of shareholders attended the meeting through Video conferencing Promoter and Promoter Group: Public: Total	 5 63 68

The mode of voting for all resolutions was:

- a) Remote E-voting - commenced on 16th July 2022 (10.30 AM) and closed on 19th July 2022 (5 PM)
- b) E-Voting at the AGM Venue (conducted on 20th July 2022 at the Meeting).

Passing of resolutions at the 26th AGM held on 20th July 2022 is on the basis of combined votes under remote e-voting and e-voting at the AGM Venue. All the Seven resolutions were passed with requisite majority. The Agenda-wise voting results is enclosed.

**Consolidated Scrutinizer's Report on Remote e-voting and e- voting
at the Annual General Meeting**

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the
Companies (Management and Administration) Rules 2014]

To

The Chairman of 26th Annual General Meeting of
Ponni Sugars (Erode) Limited held at 10.30 AM on 20th July 2022
thro Video Conference / Other Audio Visual Means

Dear Sir,

1. I, A.S.Kalyanaraman, Practicing Chartered Accountant (Membership No.201149) have been appointed by the Board of Directors of Ponni Sugars (Erode) Limited (the company) by a resolution passed at their meeting held on 6th May 2022 as a Scrutinizer for the purpose of scrutinizing the remote e-voting & e-voting at the Annual General Meeting in terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 and Regulation 44 of the Listing Regulations, on the resolutions proposed in the Notice for the 26th Annual General Meeting (AGM) of the company to be held on 20th July 2022 thro Video Conference / Other Audio Visual Means. The deemed venue of the meeting is the Registered Office of the Company viz: No 13 Rajiv Gandhi Salai (OMR), Perungudi, Chennai 600096.
2. The management of the company is responsible for compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting on the resolutions proposed in the Notice for the 26th AGM of the company. My responsibility as a Scrutinizer for the e-voting process is restricted to scrutinize the process for remote e-voting and e-voting at the AGM in a fair and transparent manner and make the Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Ltd (CDSL), the authorized agency to provide e-voting facilities, engaged by the company.
3. I have accordingly scrutinized the e-voting process followed by the company and verified the following to my satisfaction:

- i) In compliance to the MCA Circular dt.5th January'22 and SEBI Circular dt. 13th January'22, the soft copy of the 26th Annual Report of the company for financial year 2021-22, containing inter alia the Notice for AGM and the statement describing e-voting process was sent by the company to all its shareholders who have registered their email id's, on 25th June 2022. Hard copies of annual report couriered to those shareholders who requested for same.
- ii) The Notice as above was sent to shareholders who were members of the company being entitled to vote on the resolutions.
- iii) As required under the above MCA Circulars, the company published requisite advertisement in Business Standard and Makkal Kural on 22.06.2022 before mailing the annual report and on 27.6.2022 after mailing the annual report and AGM Notice specifying requisite information in accordance with Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014.
- iv) The company has also informed the shareholders through the AGM Notice and published advertisement that in addition to remote e-voting, they will have the alternative option to vote at the AGM venue thro e-voting.

4. Further to the above, I submit my report as under:

- i) The e-voting process, based on checks and verification conducted by me, has been carried out by the company in a fair and transparent manner.
- ii) Persons who have acquired shares and become members of the company after the dispatch of AGM Notice were duly advised of the process to obtain the login ID and password.
- iii) The e-voting remained open from Saturday, the 16th July 2022 (10.30 AM) to Tuesday, the 19th July 2022 (5.00 PM).
- iv) The members of the company on the "cut off" date ie.13th July 2022 were given the facility to electronically vote on the 7 resolutions proposed for the 26th AGM.
- v) The relevant portal for casting votes by the members of the company was blocked by CDSL at the close of voting period, namely, 19th July 2022 (5.00 PM).
- vi) After conclusion of voting at AGM on 20.7.2022, the votes cast at AGM and the the votes cast through remote e-voting were unblocked simultaneously in the presence of two

witnesses, namely Mr G Swaminathan and Mr A Babu. The two witnesses have signed below in confirmation of the votes being unblocked in their presence.

Signature: 

Name: G Swaminathan

Signature: 

Name: A Babu

vii) Thereafter, the details containing, inter alia the list of equity shareholders who voted electronically 'for' and 'against' was downloaded from the e-voting website of CDSL, ie. www.evotingindia.co.in

5. A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid, if any, for each resolution is enclosed.
6. Based on the reports generated by CDSL as above and relied upon by me , I hereby furnish the result of the remote e-voting and e-voting at the AGM in respect of each of the 7 resolutions proposed for the 26th AGM of the company in Annx-1 hereto which shall form an integral part of this Report.
7. The Register, all other papers and the relevant records pertaining to electronic voting, would remain in my custody until the Chairman considers, approves and signs the minutes of the 26th AGM. Thereupon I shall handover same to the Company Secretary for safe keeping.

Thanking you

Yours faithfully



A.S.Kalyanaraman

Practicing Chartered Accountant

Membership No.201149

UDIN: 22201149ANHFHQ3629

Chennai
20th July 2022



Countersigned by Managing Director

PONNI SUGARS (ERODE) LIMITED

Regd. Office: "ESVIN HOUSE", 13 Rajiv Gandhi Salai (OMR), Perungudi, Chennai 600 096

Voting Results of the Resolutions passed at the 26th AGM convened thro Video Conference

Date of the AGM	20.07.2022
Total no. of shareholders on record date	15,961
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group:	Not applicable
Public:	Not applicable
No. of shareholders present in the meeting through video conferencing	
Promoters and Promoter Group:	5
Public:	63

Agenda-wise disclosure (to be disclosed separately for each agenda item)**1. Adoption of Financial Statements for the FY 2021 - 2022**

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter / promoter group are interested in the agenda / resolution?

No

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)]x100	(4)	(5)	(6)=[(4)/(2)]x100	(7)=[(5)/(2)]x100
Promoter and Promoter Group	Remote E-Voting	36,42,537	31,42,071	86.26	31,42,071	-	100.000	-
	E-Voting at AGM Venue	36,42,537	-	-	-	-	-	-
	Total	36,42,537	31,42,071	86.26	31,42,071	-	100.000	-
Public - Institutions	Remote E-Voting	19,91,278	18,216	0.91	18,216	-	100.000	-
	E-Voting at AGM Venue	19,91,278	-	-	-	-	-	-
	Total	19,91,278	18,216	0.91	18,216	-	100.000	-
Public - Non-Institutions	Remote E-Voting	29,64,603	22,115	0.75	22,115	-	100.000	-
	E-Voting at AGM Venue	29,64,603	35	0.00	35	-	100.000	-
	Total	29,64,603	22,150	0.75	22,150	-	100.000	-
Total		85,98,418	31,82,437	37.01	31,82,437	-	100.000	-

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2. Declaration of Dividend for the FY 2021 - 2022

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter / promoter group are interested in the agenda / resolution?

Yes - to the extent of shareholding

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)]x100	(4)	(5)	(6)=[(4)/(2)]x100	(7)=[(5)/(2)]x100
Promoter and Promoter Group	Remote E-Voting	36,42,537	31,42,071	86.26	31,42,071	-	100.000	-
	E-Voting at AGM Venue	36,42,537	-	-	-	-	-	-
	Total	36,42,537	31,42,071	86.26	31,42,071	-	100.000	-
Public - Institutions	Remote E-Voting	19,91,278	18,216	0.91	18,216	-	100.000	-
	E-Voting at AGM Venue	19,91,278	-	-	-	-	-	-
	Total	19,91,278	18,216	0.91	18,216	-	100.000	-
Public - Non-Institutions	Remote E-Voting	29,64,603	22,115	0.75	22,115	-	100.000	-
	E-Voting at AGM Venue	29,64,603	35	0.00	35	-	100.000	-
	Total	29,64,603	22,150	0.75	22,150	-	100.000	-
Total		85,98,418	31,82,437	37.01	31,82,437	-	100.000	-

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3. Reappointment of retiring Director - Mr Arun G Bijur

Resolution required: (Ordinary / Special)

Special

Whether promoter / promoter group are interested in the agenda / resolution?

Yes

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)]x100	(4)	(5)	(6)=[(4)/(2)]x100	(7)=[(5)/(2)]x100
Promoter and Promoter Group	Remote E-Voting	36,42,537	31,42,071	86.26	31,42,071	-	100.00	-
	E-Voting at AGM Venue	36,42,537	-	-	-	-	-	-
	Total	36,42,537	31,42,071	86.26	31,42,071	-	100.00	-
Public - Institutions	Remote E-Voting	19,91,278	18,216	0.91	-	18,216	-	100.00
	E-Voting at AGM Venue	19,91,278	-	-	-	-	-	-
	Total	19,91,278	18,216	0.91	-	18,216	-	100.00
Public - Non-Institutions	Remote E-Voting	29,64,603	22,115	0.75	21,876	239	98.92	1.08
	E-Voting at AGM Venue	29,64,603	35	0.00	35	-	100.00	-
	Total	29,64,603	22,150	0.75	21,911	239	98.92	1.08
Total		85,98,418	31,82,437	37.01	31,63,982	18,455	99.42	0.58

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4. Appointment of Statutory Auditors - M/s S Viswanathan LLP, Chartered Accountants

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter / promoter group are interested in the agenda / resolution?

No

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)]x100	(4)	(5)	(6)=[(4)/(2)]x100	(7)=[(5)/(2)]x100
Promoter and Promoter Group	Remote E-Voting	36,42,537	31,42,071	86.26	31,42,071	-	100.00	-
	E-Voting at AGM Venue	36,42,537	-	-	-	-	-	-
	Total	36,42,537	31,42,071	86.26	31,42,071	-	100.00	-
Public - Institutions	Remote E-Voting	19,91,278	18,216	0.91	18,216	-	100.00	-
	E-Voting at AGM Venue	19,91,278	-	-	-	-	-	-
	Total	19,91,278	18,216	0.91	18,216	-	100.00	-
Public - Non-Institutions	Remote E-Voting	29,64,603	22,115	0.75	21,890	225	98.98	1.02
	E-Voting at AGM Venue	29,64,603	35	0.00	35	-	100.00	-
	Total	29,64,603	22,150	0.75	21,925	225	98.98	1.02
Total		85,98,418	31,82,437	37.01	31,82,212	225	99.99	0.01

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5. Appointment of Director - Mrs Bharti Chhotubhai Pithawalla

Resolution required: (Ordinary / Special)

Special

Whether promoter / promoter group are interested in the agenda / resolution?

Yes

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)]x100	(4)	(5)	(6)=[(4)/(2)]x100	(7)=[(5)/(2)]x100
Promoter and Promoter Group	Remote E-Voting	36,42,537	31,42,071	86.26	31,42,071	-	100.00	-
	E-Voting at AGM Venue	36,42,537	-	-	-	-	-	-
	Total	36,42,537	31,42,071	86.26	31,42,071	-	100.00	-
Public - Institutions	Remote E-Voting	19,91,278	18,216	0.91	-	18,216	-	100.00
	E-Voting at AGM Venue	19,91,278	-	-	-	-	-	-
	Total	19,91,278	18,216	0.91	-	18,216	-	100.00
Public - Non-Institutions	Remote E-Voting	29,64,603	22,115	0.75	22,115	-	100.00	-
	E-Voting at AGM Venue	29,64,603	35	0.00	35	-	100.00	-
	Total	29,64,603	22,150	0.75	22,150	-	100.00	-
Total		85,98,418	31,82,437	37.01	31,64,221	18,216	99.43	0.57

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6. Appointment of Independent Director - Mr Mohan Verghese Chunkath

Resolution required: (Ordinary / Special)

Special

Whether promoter / promoter group are interested in the agenda / resolution?

No

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)]x100	(4)	(5)	(6)=[(4)/(2)]x100	(7)=[(5)/(2)]x100
Promoter and Promoter Group	Remote E-Voting	36,42,537	31,42,071	86.26	31,42,071	-	100.00	-
	E-Voting at AGM Venue	36,42,537	-	-	-	-	-	-
	Total	36,42,537	31,42,071	86.26	31,42,071	-	100.00	-
Public - Institutions	Remote E-Voting	19,91,278	18,216	0.91	18,216	-	100.00	-
	E-Voting at AGM Venue	19,91,278	-	-	-	-	-	-
	Total	19,91,278	18,216	0.91	18,216	-	100.00	-
Public - Non-Institutions	Remote E-Voting	29,64,603	22,115	0.75	21,840	275	98.76	1.24
	E-Voting at AGM Venue	29,64,603	35	0.00	35	-	100.00	-
	Total	29,64,603	22,150	0.75	21,875	275	98.76	1.24
Total		85,98,418	31,82,437	37.01	31,82,162	275	99.99	0.01

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7. Remuneration to Cost Auditor

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter / promoter group are interested in the agenda / resolution?

No

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)]x100	(4)	(5)	(6)=[(4)/(2)]x100	(7)=[(5)/(2)]x100
Promoter and Promoter Group	Remote E-Voting	36,42,537	31,42,071	86.26	31,42,071	-	100.00	-
	E-Voting at AGM Venue	36,42,537	-	-	-	-	-	-
	Total	36,42,537	31,42,071	86.26	31,42,071	-	100.00	-
Public - Institutions	Remote E-Voting	19,91,278	18,216	0.91	18,216	-	100.00	-
	E-Voting at AGM Venue	19,91,278	-	-	-	-	-	-
	Total	19,91,278	18,216	0.91	18,216	-	100.00	-
Public - Non-Institutions	Remote E-Voting	29,64,603	22,115	0.75	21,890	225	98.98	1.02
	E-Voting at AGM Venue	29,64,603	35	0.00	35	-	100.00	-
	Total	29,64,603	22,150	0.75	21,925	225	98.98	1.02
Total		85,98,418	31,82,437	37.01	31,82,212	225	99.99	0.01

Place: Chennai
Date: 20.07.2022

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Countersigned by Managing Director



A S Kalyanaraman
Practising Chartered Accountant
Membership No: 201149
UDIN: 22201149ANHFHQ3629