

# THE ANDHRA SUGARS LIMITED

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



No.ASL/SEC/AGM/2021

September 24, 2021

The Manager, Listing Department,  
National Stock Exchange of India Limited,  
Exchange Plaza, 5<sup>th</sup> Floor, Plot No.C/1  
G Block, Bandra-Kurla Complex, Bandra (E)  
Mumbai – 400051

**Symbol: ANDHRSUGAR**

Dear Sirs,

Sub: Disclosure of Voting Results of the 74<sup>th</sup> Annual General Meeting of the company held on September 23, 2021 as per the requirement of Regulation 44(3) of the Equity Listing Agreement.

As per the requirement of Regulation 44(3) 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	23 <sup>rd</sup> September, 2021
B	Total No. of shareholders as on record (cut off) date i.e.,	26,742
C	Cut-off date for E-voting	16 <sup>th</sup> September, 2021
D	No. of shareholders present in the meeting either in person or through proxy - Promoters and Promoter Group - Public	21 52

#### 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 <sup>st</sup> March, 2021	Ordinary	E-voting & Poll	The resolution was passed with requisite majority
2	Declared a Dividend of Rs.10/- per share of Rs.10/- each for the year 2020-21	Ordinary	E-voting & Poll	The resolution was passed with requisite majority

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CIN : L15420AP1947PLC000326



Item No.	Details of Agenda	Resolution required (Ordinary / Special)	Mode of voting (Show of hands / poll / postal ballot / e-voting)	Remarks
3	Appointed Sri Mullapudi Narendranath retiring by rotation	Ordinary	E-voting & Poll	The resolution was passed with requisite majority
4	Appointed Sri P. Achuta Ramayya retiring by rotation	Ordinary	E-voting & Poll	The resolution was passed with requisite majority
5	Fixed the remuneration of Statutory Auditors M/s. K.S. Rao & co. as Statutory Auditors at Rs.17,00,000/- for the FY 2021-22.	Ordinary	E-voting & Poll	The resolution was passed with requisite majority
6	Ratified the remuneration of Rs.6,00,000/- to Cost Auditors for the FY 2021-22.	Ordinary	E-voting & Poll	The resolution was passed with requisite majority
7	Appointment of Sri P. Venkateswara Rao as Independent Director for a period of 5 years.	Special	E-voting & Poll	The resolution was passed with requisite majority
8.	Split of Face Value of Equity Shares of Rs.10/- each into five Equity Shares of Rs.2/- each.	Special	E-voting & Poll	The resolution was passed with requisite majority
9.	Alteration of Clause V of Memorandum of Association with regard to face value of Equity Shares	Special	E-voting & Poll	The resolution was passed with requisite majority
10.	Alteration of Articles 4(a) of Articles of Association with regard to face value of Equity Shares.	Special	E-voting & Poll	The resolution was passed with requisite majority

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The voting details are annexed herewith in the prescribed format. Scrutinizer's Report is also annexed.

Yours faithfully  
For THE ANDHRA SUGARS LTD.,



(P. NARENDRANATH CHOWDARY)  
Chairman & Managing Director

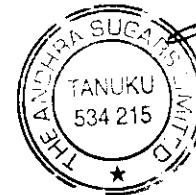
Encl: as above

**THE ANDHRA SUGARS LIMITED - VOTING RESULTS**

Resolutions Resolution No.1	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		( 1 )	( 2 )	(3) = $\frac{[(2)/(1)]^*}{100}$	(4)	(5)	(6) = $\frac{[(4)/(2)]^*}{100}$	(7) = $\frac{[(5)/(2)]^*}{100}$
Adoption of Annual accounts for the Financial Year 2020-21	Promoter & Promoter Group	12718466	9679264	76.10	9679264	0	100.00	0.00
	Public Institutional holders	447592	375557	83.91	375557	0	100.00	0.00
	Public - others	13941020	65922	0.47	65840	82	99.88	0.12
	<b>Total:</b>	<b>27107078</b>	<b>10120743</b>	<b>37.34</b>	<b>10120661</b>	<b>82</b>	<b>100.00</b>	<b>0.00</b>

Resolution No.2	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		( 1 )	( 2 )	(3) = $\frac{[(2)/(1)]^*}{100}$	(4)	(5)	(6) = $\frac{[(4)/(2)]^*}{100}$	(7) = $\frac{[(5)/(2)]^*}{100}$
Declaration of dividend for 2020-21	Promoter & Promoter Group	12718466	9679264	76.10	9679264	0	100.00	0.000
	Public Institutional holders	447592	396693	88.63	396693	0	100.00	0.000
	Public - others	13941020	65922	0.47	65855	67	99.89	0.11
	<b>Total:</b>	<b>27107078</b>	<b>10141879</b>	<b>37.41</b>	<b>10141812</b>	<b>67</b>	<b>100.00</b>	<b>0.00</b>

Resolution No.3	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		( 1 )	( 2 )	(3) = $\frac{[(2)/(1)]^*}{100}$	(4)	(5)	(6) = $\frac{[(4)/(2)]^*}{100}$	(7) = $\frac{[(5)/(2)]^*}{100}$
Appointed Sri Mullapudi Narendranath as Director retiring by rotation	Promoter & Promoter Group	12718466	9679264	76.10	9679264	0	100.00	0.000
	Public Institutional holders	447592	396693	88.63	76018	320675	19.16	80.837
	Public - others	13941020	62172	0.45	57063	5109	91.78	8.22
	<b>Total:</b>	<b>27107078</b>	<b>10138129</b>	<b>37.40</b>	<b>9812345</b>	<b>325784</b>	<b>96.79</b>	<b>3.21</b>

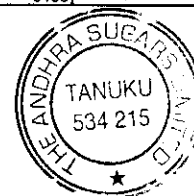


Resolution No.4	Promoter / Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Ordinary Resolution		(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6) = [(4)/(2)]* 100	(7) = [(5)/(2)]* 100
Appointed Sri P. Achuta Ramayya as Director retiring by rotation	Promoter & Promoter Group	12718466	9679264	76.10	9679264	0	100.00	0.000
	Public Institutional holders	447592	396693	88.63	3496	393197	0.88	99.119
	Public - others	13941020	62172	0.45	57063	5109	91.78	8.22
	Total:	27107078	10138129	37.40	9739823	398306	96.07	3.93

Resolution No.5	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		(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6) = [(4)/(2)]* 100	(7) = [(5)/(2)]* 100
Fixed remuneration of Statutory Auditors M/s. K.S.Rao & Co. at Rs17,00,000/- for FY 2021-22	Promoter & Promoter Group	12718466	9679264	76.10	9679264	0	100.00	0.000
	Public Institutional holders	447592	396693	88.63	396693	0	100.00	0.000
	Public - others	13941020	62172	0.45	57059	5113	91.78	8.22
	Total:	27107078	10138129	37.40	10133016	5113	99.95	0.05

Resolution No.6	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		(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6) = [(4)/(2)]* 100	(7) = [(5)/(2)]* 100
Ratified remuneration to Cost Auditors of Rs.6,00,000/- for FY 2021-22	Promoter & Promoter Group	12718466	9679264	76.10	9679264	0	100.00	0.000
	Public Institutional holders	447592	396693	88.63	396693	0	100.00	0.000
	Public - others	13941020	62172	0.45	57059	5113	91.78	8.22
	Total:	27107078	10138129	37.40	10133016	5113	99.95	0.05

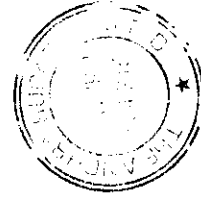
Resolution No.7	Promoter / Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Speical Resolution		(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6) = [(4)/(2)]* 100	(7) = [(5)/(2)]* 100
Appointment of Sri P. Venkateswara Rao, Independent Director	Promoter & Promoter Group	12718466	9679264	76.10	9679264	0	100.00	0.000
	Public Institutional holders	447592	396693	88.63	396693	0	100.00	0.000
	Public - others	13941020	62172	0.45	57063	5109	91.78	8.22
	Total:	27107078	10138129	37.40	10133020	5109	99.95	0.05



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		(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6) = [(4)/(2)]* 100	(7) = [(5)/(2)]* 100
Split of Face Value of Equity Shares of the Company from 10/- to Rs.2/-	Promoter & Promoter Group	12718466	9679264	76.10	9679264	0	100.00	0.000
	Public Institutional holders	447592	396693	88.63	396693	0	100.00	0.000
	Public - others	13941020	60840	0.47	60840	5082	92.29	7.71
	Total:	27107078	10136797	37.41	10136797	5082	99.95	0.05

Resolution No.9	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		(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6) = [(4)/(2)]* 100	(7) = [(5)/(2)]* 100
Alteration of Clause V of Memorandum of Association with regard to face value of Equity Shares	Promoter & Promoter Group	12718466	9679264	76.10	9679264	0	100.00	0.000
	Public Institutional holders	447592	396693	88.63	396693	0	100.00	0.000
	Public - others	13941020	60815	0.47	60815	5107	92.25	7.75
	Total:	27107078	10136772	37.41	10136772	5107	99.95	0.05

Resolution No.10	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		(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6) = [(4)/(2)]* 100	(7) = [(5)/(2)]* 100
Alteration of Articles 4(a) of Articles of Association with regard to face value of Equity Shares.	Promoter & Promoter Group	12718466	9679264	76.10	9679264	0	100.00	0.000
	Public Institutional holders	447592	396693	88.63	396693	0	100.00	0.000
	Public - others	13941020	60840	0.47	60840	5082	92.29	7.71
	Total:	27107078	10136797	37.41	10136797	5082	99.95	0.05



For The Andhra Sugars Limited

J.B. MENDRANATH CHOWDARY  
Chairman & Managing Director

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

To,  
The Chairman,  
74<sup>th</sup> 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 74<sup>th</sup> Annual General Meeting of THE ANDHRA SUGARS LIMITED (the Company) held on 23<sup>rd</sup> September, 2021

I, Nekkanti S.R.V.V.S. Narayana, M/s. Nekkanti S.R.V.V.S. Narayana & Co., Company Secretaries, had been appointed me 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 in respect of the resolutions forming part of the Notice (including addendum to the notice) of the 74<sup>th</sup> Annual General Meeting of the members of the Company (AGM) held on Thursday, 23<sup>rd</sup> September, 2021 at 3:00 PM at its Registered Office.

I was also appointed as Scrutinizer to scrutinize the voting process at the said Annual General Meeting held on Thursday, 23<sup>rd</sup> September, 2021 at 3:00 PM.

The Notice dated 30<sup>th</sup> June, 2021 and addendum to notice dated 11<sup>th</sup> August, 2021 along with statement setting out material facts under Section 102 of the Act was sent to the members through email in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.

The Company had availed the e-voting facility offered by Central Depository Services Limited (CDSL) for conducting remote e-voting by the shareholders of the Company.

The voting period for remote e-voting commenced on Monday, September 20, 2021 (9.00 a.m. IST) and ended on Wednesday, September 22, 2021 (5.00 p.m. IST) and the CDSL e-voting platform i.e., [www.evotingindia.com](http://www.evotingindia.com) was disabled thereafter

The shareholders of the Company holding shares as on the "cut-off" date Thursday, September 16, 2021 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After closure of remote e-voting at the AGM, the report on voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were un-blocked and counted.

I have scrutinized and reviewed the votes cast during the AGM and remote e-voting cast prior to the AGM based on the data downloaded from the CDSL e-voting system.



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
<b>ORDINARY BUSINESS</b>							
Item No.1 of Notice as ordinary resolution (Adoption of Audited Financial Statements for the year ended 31 <sup>st</sup> March, 2021)	E-voting	433398	4.28%	82	0.00%	-	-
	Poll	9687263	95.72%	-	-	-	-
	Total	10120661	100.00%	82	0.00%	-	-
Item No.2 of Notice as ordinary resolution (Declaration of Dividend on Equity Shares for the year 2020-21)	E-voting	454549	4.48%	67	0.00%	-	-
	Poll	9687263	95.52%	-	-	-	-
	Total	10141812	100.00%	67	0.00%	-	-
Item No.3 of Notice as ordinary resolution (Re-Appointment of Sri Mullapudi Narendranath (DIN 00016764) as Director who retires by rotation)	E-voting	125082	1.23%	325784	3.21%	-	-
	Poll	9687263	95.55%	-	-	-	-
	Total	9812345	96.79%	325784	3.21%	-	-
Item No.4 of Notice as ordinary resolution (Re-Appointment of Sri P. Achuta Ramayya, (DIN 00015065) as Director who retires by rotation)	E-voting	52560	0.52%	398306	3.93%	-	-
	Poll	9687263	95.55%	-	-	-	-
	Total	9739823	96.07%	398306	3.93%	-	-
Item No.5 of Notice as ordinary resolution (To fix the remuneration of Statutory Auditors M/s. K.S. Rao & Co., Chartered Accountants)	E-voting	445753	4.40%	5113	0.05%	-	-
	Poll	9687263	95.55%	-	-	-	-
	Total	10133016	99.95%	5113	0.05%	-	-
<b>SPECIAL BUSINESS</b>							
Item No.6 of Notice as ordinary resolution (Ratification of remuneration of Cost Auditors)	E-voting	445753	4.40%	5113	0.05%	-	-
	Poll	9687263	95.55%	-	-	-	-
	Total	10133016	99.95%	5113	0.05%	-	-





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
<b>SPECIAL BUSINESS</b>							
Item No.7 of Notice as Special resolution (Appointment of Sri P. Venkateswara Rao (DIN 06387165) as Independent Director for a period of 5 years)	E-voting	445757	4.40%	5109	0.05%	-	-
	Poll	9687263	95.55%	-	-	-	-
	Total	10133020	99.95%	5109	0.05%	-	-
Item No.8 of Notice as Special resolution (Splitting of Face Value of One Equity Share of Rs.10/- each into Five Equity Shares of Rs.2/- each.)	E-voting	449534	4.43%	5082	0.05%	-	-
	Poll	9687263	95.52%	-	-	-	-
	Total	10136797	99.95%	5082	0.05%	-	-
Item No.9 of Notice as Special resolution (Alteration of Clause V of Memorandum of Association with regard to Face Value of Equity Shares)	E-voting	449509	4.43%	5107	0.05%	-	-
	Poll	9687263	95.52%	-	-	-	-
	Total	10136772	99.95%	5107	0.05%	-	-
Item No.10 of Notice as Special resolution (Alteration of Article 4(a) of Articles of Association with regard to Face Value of Equity Shares.)	E-voting	449534	4.43%	5082	0.05%	-	-
	Poll	9687263	95.52%	-	-	-	-
	Total	10136797	99.95%	5082	0.05%	-	-

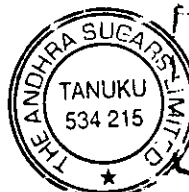
All the Resolutions stand passed under e-voting and poll with the requisite majority.

Thanking you,

Yours faithfully,  
For NEKKANTI S.R.V.V.S. NARAYANA & CO.,  
Company Secretaries

NEKKANTI S.R.V.V.S. NARAYANA  
Proprietor  
M.No.F7157, C.P.No.7839

Place: Venkatarayapuram  
Date: September 23, 2021  
UDIN: F007157C000997289



For THE ANDHRA SUGARS LIMITED

P. NARENDRANATH CHOWDARY  
Chairman & Managing Director