

# PONNI SUGARS (ERODE) LIMITED

CIN : L15422 TN1996 PLC037200

Regd. Office: ESVIN House, No.13, Rajiv Gandhi Salai (OMR)

Perungudi, Chennai 600 096.

Phone : 044 - 39279300 Fax : 044 - 24960156

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PEL / SH / 180

03.08.2017

National Stock Exchange of India Ltd  
Exchange plaza, 5<sup>th</sup> 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 21<sup>st</sup> Annual General Meeting of Ponni Sugars (Erode) Limited held on 2<sup>nd</sup> August 2017, 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 21<sup>st</sup> Annual General Meeting held on 02.08.2017:

- 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) Voting on Poll at the venue of AGM pursuant to Rule 20 (4) (iii) (B) of the Companies (Management and Administration) Rules 2014

The details of the voting results of the 21<sup>st</sup> Annual General Meeting of the Company held on 2<sup>nd</sup> August 2017 are enclosed (Annex-1) in the format prescribed under Regulation 44 (3) of the Listing Regulations read with SEBI Circular dt 4<sup>th</sup> November 2015.

Thanking you

Yours truly

  
N Ramanathan  
Managing Director

Encl: As above

Details of Voting Results

Date of AGM:	02.08.2017
Total number of shareholders on Cut-off date (ie.26 <sup>th</sup> July 2017)	10426
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter Group:	6
Public:	355
Total	<b>361</b>
No. of shareholders attended the meeting through Video conferencing	Not arranged

The mode of voting for all resolutions was:

- a) E-voting (commenced on 29<sup>th</sup> July 2017 (10 AM ) and closed on 01-Aug-2017 (5 PM)
- b) Poll (conducted on 2<sup>nd</sup> August 2017 at the Meeting)

Passing of resolutions at the 21<sup>st</sup> AGM held on 2<sup>nd</sup> August 2017 is on the basis of combined votes under e-voting and Poll. All the Seven resolutions were passed with requisite majority.

The Agenda-wise voting results is enclosed (**Annx-2**).



**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 21st AGM**

<b>Date of the AGM</b>				02.08.2017				
<b>Total no. of shareholders on record date</b>				10426				
<b>No. of shareholders present in the meeting either in person or through proxy</b>								
Promoters and Promoter Group:				6				
Public:				<b>355</b>				
<b>No. of shareholders present in the meeting through video conferencing</b>				Not Arranged				
Promoters and Promoter Group:								
Public:								
<b>Agenda-wise disclosure (to be disclosed separately for each agenda item)</b>								
<b>1. Adoption of Financial Statements for FY 2016 - 17</b>								
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	E-Voting	36,42,537	36,42,537	100.00%	36,42,537	-	100.00%	0.00%
	Poll	36,42,537	-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>	<b>36,42,537</b>	<b>36,42,537</b>	<b>100.00%</b>	<b>36,42,537</b>	<b>-</b>	<b>100.00%</b>	<b>0.00%</b>
Public - Institutions	E-Voting	21,25,918	-	0.00%	-	-	0.00%	0.00%
	Poll	21,25,918	-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>	<b>21,25,918</b>	<b>-</b>	<b>0.00%</b>	<b>-</b>	<b>-</b>	<b>0.00%</b>	<b>0.00%</b>
Public - Non-Institutions	E-Voting	28,29,963	3,60,891	12.75%	3,60,891	-	100.00%	0.00%
	Poll	28,29,963	2,410	0.09%	2,410	-	100.00%	0.00%
	<b>Total</b>	<b>28,29,963</b>	<b>3,63,301</b>	<b>12.84%</b>	<b>3,63,301</b>	<b>-</b>	<b>100.00%</b>	<b>0.00%</b>
<b>Total</b>		<b>85,98,418</b>	<b>40,05,838</b>	<b>46.59%</b>	<b>40,05,838</b>	<b>-</b>	<b>100.00%</b>	<b>0.00%</b>

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2. Dividend declaration for FY 2016 - 17								
Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter / promoter group are interested		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	E-Voting	36,42,537	36,42,537	100.00%	36,42,537	-	100.00%	0.00%
	Poll	36,42,537	-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>	<b>36,42,537</b>	<b>36,42,537</b>	<b>100.00%</b>	<b>36,42,537</b>	<b>-</b>	<b>100.00%</b>	<b>0.00%</b>
Public - Institutions	E-Voting	21,25,918	-	0.00%	-	-	0.00%	0.00%
	Poll	21,25,918	-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>	<b>21,25,918</b>	<b>-</b>	<b>0.00%</b>	<b>-</b>	<b>-</b>	<b>0.00%</b>	<b>0.00%</b>
Public - Non-Institutions	E-Voting	28,29,963	3,60,891	12.75%	3,60,891	-	100.00%	0.00%
	Poll	28,29,963	2,410	0.09%	2,410	-	100.00%	0.00%
	<b>Total</b>	<b>28,29,963</b>	<b>3,63,301</b>	<b>12.84%</b>	<b>3,63,301</b>	<b>-</b>	<b>100.00%</b>	<b>0.00%</b>
<b>Total</b>		<b>85,98,418</b>	<b>40,05,838</b>	<b>46.59%</b>	<b>40,05,838</b>	<b>-</b>	<b>100.00%</b>	<b>0.00%</b>

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### 3.Reappointment of retiring Director - Ms Bharti Chhotubhai Pithawalla

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter / promoter group are interested

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	E-Voting	36,42,537	36,42,537	100.00%	36,42,537	-	100.00%	0.00%
	Poll	36,42,537	-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>	<b>36,42,537</b>	<b>36,42,537</b>	<b>100.00%</b>	<b>36,42,537</b>	<b>-</b>	<b>100.00%</b>	<b>0.00%</b>
Public - Institutions	E-Voting	21,25,918	-	0.00%	-	-	0.00%	0.00%
	Poll	21,25,918	-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>	<b>21,25,918</b>	<b>-</b>	<b>0.00%</b>	<b>-</b>	<b>-</b>	<b>0.00%</b>	<b>0.00%</b>
Public - Non-Institutions	E-Voting	28,29,963	3,60,891	12.75%	3,60,891	-	100.00%	0.00%
	Poll	28,29,963	2,410	0.09%	2,410	-	100.00%	0.00%
	<b>Total</b>	<b>28,29,963</b>	<b>3,63,301</b>	<b>12.84%</b>	<b>3,63,301</b>	<b>-</b>	<b>100.00%</b>	<b>0.00%</b>
<b>Total</b>		<b>85,98,418</b>	<b>40,05,838</b>	<b>46.59%</b>	<b>40,05,838</b>	<b>-</b>	<b>100.00%</b>	<b>0.00%</b>

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<b>4. Auditors' appointment</b>								
Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter / promoter group are interested		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	E-Voting	36,42,537	36,42,537	100.00%	36,42,537	-	100.00%	0.00%
	Poll	36,42,537	-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>	<b>36,42,537</b>	<b>36,42,537</b>	<b>100.00%</b>	<b>36,42,537</b>	<b>-</b>	<b>100.00%</b>	<b>0.00%</b>
Public - Institutions	E-Voting	21,25,918	-	0.00%	-	-	0.00%	0.00%
	Poll	21,25,918	-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>	<b>21,25,918</b>	<b>-</b>	<b>0.00%</b>	<b>-</b>	<b>-</b>	<b>0.00%</b>	<b>0.00%</b>
Public - Non-Institutions	E-Voting	28,29,963	3,60,891	12.75%	3,60,891	-	100.00%	0.00%
	Poll	28,29,963	2,410	0.09%	2,410	-	100.00%	0.00%
	<b>Total</b>	<b>28,29,963</b>	<b>3,63,301</b>	<b>12.84%</b>	<b>3,63,301</b>	<b>-</b>	<b>100.00%</b>	<b>0.00%</b>
<b>Total</b>		<b>85,98,418</b>	<b>40,05,838</b>	<b>46.59%</b>	<b>40,05,838</b>	<b>-</b>	<b>100.00%</b>	<b>0.00%</b>

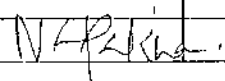
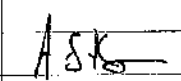
5. Reappointment of Managing Director								
Resolution required: (Ordinary / Special)		Special						
Whether promoter / promoter group are interested		No						
Category	Mode-of Voting	No. of Shares held	No. of Votes polled	% of Votes polled on outstanding shares	No. of Votes in favour	No. of Votes 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	E-Voting	36,42,537	36,42,537	100.00%	36,42,537	-	100.00%	0.00%
	Poll	36,42,537	-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>	<b>36,42,537</b>	<b>36,42,537</b>	<b>100.00%</b>	<b>36,42,537</b>	<b>-</b>	<b>100.00%</b>	<b>0.00%</b>
Public - Institutions	E-Voting	21,25,918	-	0.00%	-	-	0.00%	0.00%
	Poll	21,25,918	-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>	<b>21,25,918</b>	<b>-</b>	<b>0.00%</b>	<b>-</b>	<b>-</b>	<b>0.00%</b>	<b>0.00%</b>
Public - Non-Institutions	E-Voting	28,29,963	3,60,891	12.75%	3,60,891	-	100.00%	0.00%
	Poll	28,29,963	2,410	0.09%	2,405	5	99.79%	0.21%
	<b>Total</b>	<b>28,29,963</b>	<b>3,63,301</b>	<b>12.84%</b>	<b>3,63,296</b>	<b>5</b>	<b>99.999%</b>	<b>0.001%</b>
<b>Total</b>		<b>85,98,418</b>	<b>40,05,838</b>	<b>46.59%</b>	<b>40,05,833</b>	<b>5</b>	<b>99.9999%</b>	<b>0.0001%</b>

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<b>6. Commission to Non- Executive Directors</b>								
Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter / promoter group are interested		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	E-Voting	36,42,537	36,42,537	100.00%	36,42,537	-	100.00%	0.00%
	Poll	36,42,537	-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>	<b>36,42,537</b>	<b>36,42,537</b>	<b>100.00%</b>	<b>36,42,537</b>	<b>-</b>	<b>100.00%</b>	<b>0.00%</b>
Public - Institutions	E-Voting	21,25,918	-	0.00%	-	-	0.00%	0.00%
	Poll	21,25,918	-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>	<b>21,25,918</b>	<b>-</b>	<b>0.00%</b>	<b>-</b>	<b>-</b>	<b>0.00%</b>	<b>0.00%</b>
Public - Non-Institutions	E-Voting	28,29,963	3,60,891	12.75%	3,60,891	-	100.00%	0.00%
	Poll	28,29,963	2,410	0.09%	2,392	18	99.25%	0.75%
	<b>Total</b>	<b>28,29,963</b>	<b>3,63,301</b>	<b>12.84%</b>	<b>3,63,283</b>	<b>18</b>	<b>99.995%</b>	<b>0.005%</b>
<b>Total</b>		<b>85,98,418</b>	<b>40,05,838</b>	<b>46.59%</b>	<b>40,05,820</b>	<b>18</b>	<b>99.9996%</b>	<b>0.0004%</b>

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7. Remuneration to Cost Auditor FY 2017-18								
Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter / promoter group are interested		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	E-Voting	36,42,537	36,42,537	100.00%	36,42,537	-	100.00%	0.00%
	Poll	36,42,537	-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>	<b>36,42,537</b>	<b>36,42,537</b>	<b>100.00%</b>	<b>36,42,537</b>	<b>-</b>	<b>100.00%</b>	<b>0.00%</b>
Public - Institutions	E-Voting	21,25,918	-	0.00%	-	-	0.00%	0.00%
	Poll	21,25,918	-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>	<b>21,25,918</b>	<b>-</b>	<b>0.00%</b>	<b>-</b>	<b>-</b>	<b>0.00%</b>	<b>0.00%</b>
Public - Non-Institutions	E-Voting	28,29,963	3,60,891	12.75%	3,60,891	-	100.00%	0.00%
	Poll	28,29,963	2,410	0.09%	2,397	13	99.46%	0.54%
	<b>Total</b>	<b>28,29,963</b>	<b>3,63,301</b>	<b>12.84%</b>	<b>3,63,288</b>	<b>13</b>	<b>99.996%</b>	<b>0.004%</b>
<b>Total</b>		<b>85,98,418</b>	<b>40,05,838</b>	<b>46.59%</b>	<b>40,05,825</b>	<b>13</b>	<b>99.9997%</b>	<b>0.0003%</b>
Place: Chennai								
Date: 02.08.2017		Countersigned by Chairman			Practising Chartered Accountant Membership No: 201149			