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SL/SE/2061/2023

24.8.2023

Dear Sirs,

Sub: 61st Annual General Meeting – Declaration of Voting Result.

With respect to 61st Annual Genera! Meeting (AGM) of the Company held on Wednesday, 23rd August 2023 through Video Conferencing/Other Audio Visual Means, we enclose the following:

- 1. Result on the voting by remote E-voting and E-voting at the 61st AGM declared by the Chairman & Managing Director of the Company.
- 2. Scrutinizer's combined Report on remote E-voting and E-voting at the said AGM.

Thanking you,

Yours faithfully,

SAKTHI SUGARS LIMITED

President &

Company Secretary

End: As above.

To:

BSE Ltd P.J.Towers Dalal Street Mumbai – 400 001 THE NATIONAL STOCK EXCHANGE OF INDIA LIMITED Exchange Plaza, 5th Floor, Plot No.C/1, G-Block, Bandra Kurla Complex, Bandra (East), MUMBAI – 400 051



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<u>Declaration of results of the voting on resolution(s) set out in the</u> <u>Notice of the 61st Annual General Meeting ("AGM") of the Company held through</u> Video Conferencing (VC) / Other Audio-Visual Means (OAVM) on 23rd August, 2023

The 61st Annual General Meeting of the Company was held on Wednesday, 23rd August, 2023, at 11:30 AM through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) to seek the approval of the members on the Resolution(s) as set out in the Notice of AGM dated 10th June, 2023 in accordance with the provisions of Section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the relevant circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") and the Securities and Exchange Board of India ("SEBI Circulars") respectively from time to time permitting the conduct of the Annual General Meeting through VC/OAVM facility.

Further, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 read with the MCA / SEBI Circulars, the Company had provided the members the facility to exercise their voting rights electronically through remote e-voting process and also, provided e-voting platform to the shareholders, who were present at the 61st Annual General Meeting through video conferencing / other audio visual means and who had not cast their vote through remote e-voting, on the below mentioned resolution(s).

The Company has appointed Mr. M D Selvaraj, Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, Coimbatore, as the Scrutinizer to conduct the remote e-voting and the e-voting provided at the 61st Annual General Meeting in a fair and transparent manner and to ascertain the requisite majority.

Accordingly, the Scrutinizer has submitted his Combined Report for the remote e-voting process and the e-voting at the 61st Annual General Meeting held on 23rd August, 2023 which has been attached hereto.

Based on the report of the Scrutinizer dated 24th August, 2023, it is hereby declared that the Resolution(s) under Items No.1, 2, 3, 4, 5, 7 and 8 set out in the AGM Notice dated 10th June, 2023, have been duly passed by the members of the Company with requisite majority. However, the Resolution under Item No.6 set out in the AGM Notice dated 10th June, 2023, has not been passed since the requisite majority was not obtained.

SI.	Particulars	Votes in fa	avour of	Votes against		Results of
No.		No of	% of	No of	% of	voting
		Shares	votes	Shares	votes	
1.	Adoption of the audited financial statements of the Company for the financial year ended 31 st March 2023, together with the reports of the Board of Directors and the Auditors thereon. (Ordinary Resolution)	7,80,00,843	100.00	1,511	Negligible	The Ordinary Resolution has been Passed with requisite majority

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2.	Reappointment of Sri.M.Srinivaasan (DIN: 00102387) as Director, who retires by rotation. (Ordinary Resolution)	7,79,99,973	100.00	2,381	Negligible	The Ordinary Resolution has been Passed with requisite majority.
3.	Reappointment of Dr.M.Manickam (DIN: 00102233) as Managing Director of the Company, for a further period of five years from 12 th June 2023 to 11 th June 2028 without remuneration and to continue to hold such position even after attaining the age of 70 years. (Special Resolution)	7,55,47,448	100.00	2,381	Negligible	The Special Resolution has been Passed with requisite majority.
4.	Appointment of Sri V.K.Swaminathan (DIN: 00210869) as a Director of the Company. (Ordinary Resolution)	7,79,97,573	100.00	2,381	Negligible	The Ordinary Resolution has been Passed with requisite majority.
5.	Approval pursuant to Section 185 of the Companies Act,2013, for provision of security by way of mortgage of certain immovable properties and provision of corporate guarantee by the Company in favour of Kotak Mahindra Bank Limited to secure the loans aggregating to Rs.90 Crores availed / to be availed by ABT Limited, a related party. (Special Resolution)	6,85,32,835	90.71	70,16,994	9.29	The Special Resolution has been Passed with requisite majority.



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6.	Approval pursuant to Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable provisions of the Companies Act 2013, for entering into and/or carrying out transactions and/or continuing with the existing transactions with ABT Limited, a related party during the financial year ending 31st March 2024. (Ordinary Resolution)		3.34	70,16,994	96.66	The Ordinary Resolution has not been passed since the requisite majority was not obtained.
7.	Ratification of payment of remuneration to M/s. STR & Associates (Firm Registration No.000029), Tiruchirapalli, as Cost Auditors of the Company for the financial year ending 31st March 2024 pursuant to Section 148 of the Companies Act, 2013. (Ordinary Resolution)	7,80,00,233	100.00	2,121	Negligible	The Ordinary Resolution has been Passed with requisite majority,
8.	Authorization to donate and contribute to bonafide charitable and other funds for deserving causes and institutions during the financial year 2024-25 pursuant to Section 181 of the Companies Act, 2013. (Ordinary Resolution)	7,79,97,643	99.99	4,711	0.01	The Ordinary Resolution has been Passed with requisite majority.

Date: 24th August, 2023

Place : Coimbatore

For Sakthi Sugars Limited

M Manickam

(DIN: 00102233)

Chairman & Managing Director



COMBINED SCRUTINIZER'S REPORT FOR 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 – as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015)

To

The Chairman and Managing Director 61st Annual General Meeting of the Equity Shareholders of

M/s. SAKTHI SUGARS LIMITED

(CIN: L15421TZ1961PLC000396)

Held on Wednesday, 23rd August 2023, at 11:30 AM

Through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)

Dear Sir,

Sub: Scrutinizer's Report on remote e-voting and e-voting conducted at the 61st Annual General Meeting of M/s. Sakthi Sugars Limited held on 23rd August 2023.

I, M D Selvaraj, FCS, Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, Coimbatore, have been appointed by the Board of Directors of M/s. Sakthi Sugars Limited ("the Company") as the Scrutinizer for the purpose of scrutinizing the remote e-voting process and the e-voting conducted at the 61st Annual General Meeting in a fair and transparent manner and for the purpose of ascertaining the requisite majority on the remote e-voting and e-voting at the Annual General Meeting on the resolution(s) as set out in the Notice convening the 61st Annual General Meeting of the Company held on Wednesday, 23rd August 2023, at 11:30 AM (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the relevant circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") and Securities and Exchange Board of India ("SEBI Circulars") respectively from time to time permitting the conduct of the Annual General Meeting through VC/OAVM facility.

Report of Scrutinizer on remote e-voting & e-voting by members of Sakthi Sugars Ltd at the 61st AGM held on 23-08-2023

LLPIN: ABZ-8060 GSTIN: 33ABWFMO766GIZY Registered with Limited Liability Registered Office: "Surya Enclave", No.37. Mayflower Avenue, Sowripalayam Road, Coimbatore - 641O28, Tamil Nadu £ +91 422 2318 780 / 2316 755 info@mdsassociates.in

Company Secretaries
Responsibility of the Management

Continuation Sheet ...

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through electronic means, on the resolution(s) as set out in the Notice convening the 61st Annual General Meeting dated 10th June 2023.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the remote e-voting process and for the e-voting at the 61st Annual General Meeting, is restricted to the preparation of a Scrutinizer's Report on the votes cast "in favour" or "against" the resolution(s), as set out in Item No. 1 to Item No. 8 in the Notice convening the 61st Annual General Meeting of the Company dated 10th June 2023, based on the reports generated from the e-voting system provided by M/s. Link Intime India Private Limited ("LIIPL"), the Authorized Agency, engaged by the Company for providing e-voting facilities.

Further, since the meeting was held through VC/ OAVM facility in accordance with the said MCA Circulars and SEBI Circulars, the facility of appointment of proxies was not made available for the meeting. Accordingly, no proxy registers were made or maintained by the Company in respect of the said meeting.

Further, in addition to the above, I submit my report as under:

- a. The Notice dated 10th June 2023 convening the 61st Annual General Meeting (AGM) of the Company along with necessary statement setting out the material facts under Section 102 of the Companies Act, 2013 and the disclosure under Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), in respect of the below mentioned resolution(s) to be passed at the said 61st Annual General Meeting of the Company, were sent by the M/s. Link Intime India Private Limited ("LIIPL") through electronic mail to the members who had registered their email ID with the Company / Depositories in accordance with the said MCA Circulars and SEBI Circulars. The Company has also placed the notice of the 61st Annual General Meeting on its website.
- b. The Company has availed the e-voting services offered by LIIPL for providing the remote e-voting and the facility of e-voting during the meeting to the shareholders of the Company.

Company Secretaries

Continuation Sheet...

- c. The remote e-voting period commenced on Sunday, 20th August 2023 at 9:00 AM (IST) and ended on Tuesday, 22nd August 2023 at 5:00 PM (IST). During the period, the members of the Company, holding shares in physical and/or in dematerialized form, as on the cut-off date i.e., 16th August 2023 were entitled to vote on the resolutions set out in the Notice of the 61st Annual General Meeting. The remote e-voting module of LIIPL was disabled on Tuesday, 22nd August 2023 at 5:00 PM (IST).
- d. Upon the commencement of the 61st Annual General Meeting, the e-voting platform was activated to enable the shareholders who were present at the 61st Annual General Meeting through video conferencing / other audio-visual means and who had not cast their vote on the resolutions through remote e-voting to vote through e-voting facility at the Meeting. The e-voting facility provided at the meeting was disabled at the conclusion of the Annual General Meeting.
- e. I, as the Scrutinizer, unblocked the votes cast by the Shareholders of the Company through the e-voting process, on 23rd August 2023 at 12:30 PM (IST) in the presence of two witnesses who are not in employment of the Company in accordance with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 (as amended).
- f. Thereafter, the details containing *inter alia* the list of Equity Shareholders of the Company, who have cast "for" or "against" each of the resolution(s) that were put to vote through remote e-voting process and e-voting at the meeting, were generated from the e-voting portal of LIIPL.
- g. I have scrutinized the votes cast by remote e-voting and by e-voting at the Annual General Meeting and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 (as amended).
- h. Based on the reports generated from the e-voting portal of LIIPL, I hereby submit my Combined Report on the results of the votes cast by the shareholders of the Company through remote e-voting and e-voting at the meeting on the resolution(s) as set out under Item No.1 to Item No.8 of the Notice convening the 61st Annual General Meeting as under:

Company Secretaries Ordinary Business Continuation Sheet...

Resolution No: 1

Ordinary Resolution

Adoption of the audited financial statements of the company for the financial year ended 31st March 2023, together with the reports of the Board of Directors and the Auditors thereon.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	97	7,79,89,643	100.00
E-Voting at AGM	19	11,200	100.00
Total Voting	116	7,80,00,843	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	6	1,511	Negligible
E-Voting at AGM	0	0	0.00
Total Voting	6	1,511	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: Thus, the Ordinary Resolution as given in Item No. 1 may be considered as passed with requisite majority.

Company Secretaries

Continuation Sheet...

Ordinary Business

Resolution No: 2

Ordinary Resolution

Reappointment of Sri.M.Srinivaasan (DIN: 00102387) as Director, who retires by rotation.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	93	7,79,88,773	100.00
E-Voting at AGM	19	11,200	100.00
Total Voting	112	7,79,99,973	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	10	2,381	Negligible
E-Voting at AGM	0	0	0.00
Total Voting	10	2,381	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: Thus, the Ordinary Resolution as given in Item No. 2 may be considered as passed with requisite majority.

Company Secretaries Special Business

Continuation Sheet...

Resolution No: 3

Special Resolution

Reappointment of Dr.M.Manickam (DIN: 00102233) as Managing Director of the Company, for a further period of five years from 12th June 2023 to 11th June 2028 without remuneration and to continue to hold such position even after attaining the age of 70 years.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	*88	7,55,36,248	100.00
E-Voting at AGM	19	11,200	100.00
Total Voting	107	7,55,47,448	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	10	2,381	Negligible
E-Voting at AGM	0	0	0.00
Total Voting	10	2,381	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

^{* 5} related parties holding 24,52,525 shares has abstained from Remote e-Voting

Note: Thus, the Special Resolution as given in Item No. 3 may be considered as passed with requisite majority.

Company Secretaries Special Business

Continuation Sheet...

Resolution No: 4

Ordinary Resolution

Approval for appointment of Sri V.K.Swaminathan (DIN: 00210869) as a Director of the Company.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	*91	7,79,86,373	100.00
E-Voting at AGM	19	11,200	100.00
Total Voting	110	7,79,97,573	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	10	2,381	Negligible
E-Voting at AGM	0	0	0.00
Total Voting	10	2,381	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

^{* 2} related parties holding 2,400 shares has abstained from Remote e-Voting

Note: Thus, the Ordinary Resolution as given in Item No. 4 may be considered as passed with requisite majority.



Company Secretaries Special Business Continuation Sheet...

Resolution No: 5

Special Resolution

Approval pursuant to Section 185 of the Companies Act,2013, for provision of security by way of mortgage of immovable properties and provision of corporate guarantee by the Company in favour of Kotak Mahindra Bank Limited to secure the loans aggregating to Rs.90 Crores availed / to be availed by ABT Limited, a related party.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	*90	6,85,21,635	90.71
E-Voting at AGM	19	11,200	100.00
Total Voting	109	6,85,32,835	90.71

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	8	70,16,994	9.29
E-Voting at AGM	0	0	0.00
Total Voting	8	70,16,994	9.29

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

^{* 5} related parties holding 24,52,525 shares has abstained from Remote e-Voting

Note: Thus, the Special Resolution as given in Item No. 5 may be considered as passed with requisite majority.

Company Secretaries Special Business

Continuation Sheet ...

Resolution No: 6

Ordinary Resolution

Approval pursuant to Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable provisions of the Companies Act 2013, for entering into and/or carrying out transactions and/or continuing with the existing transactions with ABT Limited, a related party during the financial year ending 31st March 2024.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	*77	2,31,223	3.19
E-Voting at AGM	19	11,200	100.00
Total Voting	96	2,42,423	3.34

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	8	70,16,994	96.81
E-Voting at AGM	0	0	0.00
Total Voting	8	70,16,994	96.66

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	**8	13,839
E-Voting at AGM	0	0
Total Voting	0	0

^{* 10} related parties holding 7,07,29,098 shares has abstained from Remote e-Voting

**Votes cast by 8 related parties holding 13,839 shares have been considered invalid pursuant to Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, 50 c

Note: Thus, the Ordinary Resolution as given in Item No 6 may be considered to I not passed since the requisite majority was not obtained.

Report of Scrutinizer on remote e-voting & e-voting by members of Sakthi Sugars Ltd at the 61st AGM held on 23-08-2023

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Company Secretaries

Continuation Sheet ...

Special Business

Resolution No: 7

Ordinary Resolution

Ratification of payment of remuneration to M/s. STR & Associates (Firm Registration No.000029), Tiruchirapalli, as Cost Auditors of the Company for the financial year ending 31st March 2024 pursuant to Section 148 of the Companies Act,2013

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	93	7,79,89,033	100.00
E-Voting at AGM	19	11,200	100.00
Total Voting	112	7,80,00,233	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	10	2,121	Negligible
E-Voting at AGM	0	0	0.00
Total Voting	10	2,121	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: Thus, the Ordinary Resolution as given in Item No. 7 may be considered as passed with requisite majority.

Report of Scrutinizer on remote e-voting & e-voting by members of Sakthi Sugars Ltd at the 61st AGM held on 23-08-2023

Company Secretaries Special Business Continuation Sheet ...

Resolution No: 8

Ordinary Resolution

Authorization to donate and contribute to bonafide charitable and other funds for deserving causes and institutions during the financial year 2024-25 pursuant to Section 181 of the Companies Act, 2013.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	93	7,79,86,443	99.99
E-Voting at AGM	19	11,200	100.00
Total Voting	112	7,79,97,643	99,99

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	10	4,711	0.01
E-Voting at AGM	0	0	0
Total Voting	10	4,711	0.01

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: Thus, the Ordinary Resolution as given in Item No. 8 may be considered as passed with requisite majority.

Date: 24th August 2023

Based on the Scrutinizer's Report Resolution nos. 1,2,3,4,5 & 7,8 has been passed with requisite majority and resolution no. 6 has not been passed as the requisite majority was not obtained.

For MDS & Associates LLP Company Secretaries

> MUTHUSWAMY DORAISWAMI SELVARAJ

M D Selvaraj

Managing Partner

FCS No.: 960; C P No.: 411 Péer Review No. 3030/2023 UDIN: F000960E000852470

For SAKTHI SUGARS LIMITED

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CHAIRMAN & MANAGING DIRECTOR