

CONSOLIDATED SCRUTINIZER'S REPORT

To,

**The Chairman,
ATHANI SUGARS LIMITED
VISHNUANNA NAGAR, POST NAVALIHAL,
TALUKA ATHANI, DIST. BELGAUM
KARNATAKA 591234**

The Twenty Sixth Annual General Meeting of the Equity Shareholders of Athani Sugars Limited (the "Company") held on Wednesday, 30th September, 2020, at 4.00 P.M through Video Conferencing (VC)/ other Audio-Visual Means (OAVM).

Dear Sir,

I, CS Dinesh Joshi, Designated Partner of KANJ & Co. LLP, Company Secretaries, Pune appointed as a Scrutinizers for the following purposes:

1. The remote E-Voting process was conducted for the below mentioned resolutions, as per Section 108 of the Companies Act, 2013 between 27th September, 2020 at 2:30 p.m to 29th September, 2020 at 5:00 p.m.
2. Considering the COVID-19 pandemic and considering the circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI) in this regard, the Company has conducted its 26th Annual General Meeting through VC/OVAM. The E-Voting (hereinafter referred to as "Poll") was conducted during the meeting in my presence and equity shareholders who had not casted their votes through remote E-Voting mechanism were allowed to cast the votes through Poll at the Annual General Meeting.
3. The votes casted by Poll were subsequently counted by me and reconciled with the records maintained by the Company/Registrar and Share Transfer Agents of the Company and the authorizations lodged with the Company.
4. Since the Annual General Meeting was held through VC/OAVM, physical attendance of members had been dispensed with. Accordingly, in terms of the relevant MCA and SEBI Circulars, the facility for appointment of proxies by the members was also dispensed with.
5. Members attended the meeting through VC/OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. I first counted the votes casted at the meeting by E-Voting process, thereafter unblocked and counted the voting casted through remote e-voting, in the presence of two witnesses, not in the employment of the Company.

My responsibility as Scrutinizer for E-Voting and Poll process is restricted to make Scrutinizers' Report of the votes casted "in favor and against" the Resolutions stated below.




Scrutinizers' Report of the votes casted "in favor and against" the Resolutions stated below, based on the data downloaded from website www.evoting.nsdl.com and the votes casted by Poll process by the shareholders of the Company at this Annual General Meeting.

7. The cumulative result of the E-Voting process and the Poll process taken at the Meeting is as under:

1. Resolution No.1 (Ordinary Resolution):

To receive, consider and adopt the Audited Standalone financial statements and the Audited Consolidated financial statements of the company for the year ended 31st March, 2020 together with Directors' and Auditors' reports thereon.

(i) Voted in favor of the resolution:

Total Number of members voted through remote E-Voting and Poll	Number of votes cast by them	% of total number of valid vote cast
90	38663	100

(ii) Voted against the resolution:

Total Number of members voted through remote E-Voting and Poll	Number of votes cast by them	% of total number of Valid vote cast
0	0	0

(iii) Invalid Votes

Total Number of members voted through remote E-Voting and Poll	Number of votes cast by them
0	0

2. Resolution No.2 (Ordinary Resolution)

To appoint a Director in place of Mr. Shankarao Shamrao Patil, (DIN: 00443088), who retires by rotation, and being eligible, offers himself for reappointment.

(i) Voted in favor of the resolution:

Total Number of members voted through remote E-Voting and Poll	Number of votes cast by them	% of total number of valid vote cast
90	38663	100

(ii) Voted against the resolution:

Total Number of members voted through remote E-Voting and Poll	Number of votes cast by them	% of total number of Valid vote cast
0	0	0

(iii) Invalid Votes

Total Number of members voted through remote E-Voting and Poll	Number of votes cast by them
0	0

3. Resolution No.3 (Ordinary Resolution)

To appoint a Director in place of Mr. Prakash Vyankatrao Chavan, (DIN: 02208454), who retires by rotation, and being eligible, offers himself for reappointment.

(i) Voted in favor of the resolution:

Total Number of members voted through remote E-Voting and Poll	Number of votes cast by them	% of total number of valid vote cast
90	38663	100

(ii) Voted against the resolution:

Total Number of members voted through remote E-Voting and Poll	Number of votes cast by them	% of total number of Valid vote cast
0	0	0

(iii) Invalid Votes

Total Number of members voted through remote E-Voting and Poll	Number of votes cast by them
0	0

4. Resolution No. 4 (Ordinary Resolution)

To appoint a Director in place of Mr. Abdulbari Abdulrajak Mulla, (DIN: 07355537), who retires by rotation, and being eligible, offers himself for reappointment.

(i) Voted in favor of the resolution:

Total Number of members voted through remote E-Voting and Poll	Number of votes cast by them	% of total number of valid vote cast
90	38663	100

(ii) Voted against the resolution:

Total Number of members voted through remote E-Voting and Poll	Number of votes cast by them	% of total number of Valid vote cast
0	0	0

(iii) Invalid Votes

Total Number of members voted through remote E-Voting and Poll	Number of votes cast by them
0	0

5. Resolution No.5 (Ordinary Resolution)

To appoint a Director in place of Mr. Uttam Pandit Patil, (DIN: 02417412), who retires by rotation, and being eligible, offers himself for reappointment.

(i) Voted in favor of the resolution:

Total Number of members voted through remote E-Voting and Poll	Number of votes cast by them	% of total number of valid vote cast
90	38663	100

(ii) Voted against the resolution:

Total Number of members voted through remote E-Voting and Poll	Number of votes cast by them	% of total number of Valid vote cast
0	0	0

(iii) Invalid Votes

Total Number of members voted through remote E-Voting and Poll	Number of votes cast by them
0	0

6. Resolution No. 6 (Special Resolution):

“RESOLVED THAT, pursuant to the provisions of sections 196 and 203 read with Schedule V of the Companies Act, 2013 and other applicable provisions if any, of the Companies Act, 2013, and Rules made thereunder, and Articles of Association of the Company, approval be and is hereby accorded for change in designation of Mr. Shrinivas Shrimant Patil, (DIN: 02807974) from Joint Managing Director (who was appointed in the 22nd Annual General Meeting held on 30th September, 2016 for a period of 5 years from 1st October 2016 to 30th September, 2021) to Managing Director, made and approved by the Board of Directors in its meeting held on 20th January 2020.

“RESOLVED FURTHER THAT, pursuant to the provisions of sections 196, 197, 198, 203 read with Schedule V of the Companies Act, 2013 and other applicable provisions if any, of the Companies Act, 2013, and Rules made thereunder, and Articles of Association of the Company, approval be and is hereby accorded to the alteration in the terms of appointment of Mr. Shrinivas Shrimant Patil, (DIN: 02807974), Managing Director (who was appointed in the 22nd Annual General Meeting held on 30th September, 2016 for a period of 5 years from 1st October 2016 to 30th September, 2021), made and approved by the Board of Directors in its meeting held on 22nd August 2020, to the effect that -

(a) His Salary shall be increased from Rs. 2,00,000/- per month to Rs.3,00,000/- per month with effect from 1st April 2020 to 30th September 2021.

“RESOLVED further that all other terms and conditions of his appointment as contained in the special resolution passed in the Annual General Meeting held on 30th September 2016 shall remain unchanged.”

“RESOLVED further that in the event of loss, absence or inadequacy of profits, the remuneration aforesaid shall be treated as minimum remuneration pursuant to the proviso under table A of Schedule V - Part II- section II of the Companies Act 2013 for the financial years 2020-21”.

(i) Voted in favor of the resolution:

Total Number of members voted through remote E-Voting and Poll	Number of votes cast by them	% of total number of valid vote cast
90	38663	100

(ii) Voted against the resolution:

Total Number of members voted through remote E-Voting and Poll	Number of votes cast by them	% of total number of Valid vote cast
0	0	0

(iii) Invalid Votes

Total Number of members voted through remote E-Voting and Poll	Number of votes cast by them
0	0

7. Resolution No. 7 (Special Resolution):

“RESOLVED THAT, pursuant to the provisions of sections 196, 197, 198, 203 read with Schedule V of the Companies Act, 2013 and other applicable provisions if any, of the Companies Act, 2013, and Rules made thereunder, and Articles of Association of the Company, approval be and is hereby accorded to the alteration in the terms of appointment of Mr. Yogesh Shrimant Patil, Executive Director & CFO (DIN 03560198) (who was appointed in the 23rd Annual General Meeting held on 23rd September, 2017 for a period of 5 years from 1st October 2017 to 30th September, 2022), made and approved by the Board of Directors in its meeting held on 22nd August 2020, to the effect that -

(a) His Salary shall be increased from Rs. 1,75,000/- per month to Rs. 2,75,000/- per month with effect from 1st April 2020 to 30th September 2022.

“RESOLVED further that all other terms and conditions of his appointment as contained in the special resolution passed in the Annual General Meeting held on 23rd September 2017 shall remain unchanged.”

“RESOLVED further that in the event of loss, absence or inadequacy of profits, the remuneration aforesaid shall be treated as minimum remuneration pursuant to the proviso under table A of Schedule V - Part II- section II of the Companies Act 2013 for the financial years 2020-21 & 2021-22”.

(i) Voted in favor of the resolution:

Total Number of members voted through remote E-Voting and Poll	Number of votes cast by them	% of total number of valid vote cast
90	38663	100

(ii) Voted against the resolution:

Total Number of members voted through remote E-Voting and Poll	Number of votes cast by them	% of total number of Valid vote cast
0	0	0

(iii) Invalid Votes

Total Number of members voted through remote E-Voting and Poll	Number of votes cast by them
0	0

8. Resolution No. 8 (Special Resolution):

“RESOLVED THAT, pursuant to the provisions of sections 196, 197, 198, 203 read with Schedule V of the Companies Act, 2013 and other applicable provisions if any, of the Companies Act, 2013, and Rules made thereunder, and Articles of Association of the Company, approval be and is hereby accorded to the alteration in the terms of appointment of Mr. Sushant Shrimant Patil, Executive Director (DIN 06842330) (who was appointed in the 22nd Annual General Meeting held on 30th September, 2016 for a period of 5 years from 1st October 2016 to 30th September, 2021),

made and approved by the Board of Directors in its meeting held on 22nd August 2020, to the effect that -

(a) His Salary shall be increased from Rs. 1,75,000/- per month to Rs. 2,75,000/- per month with effect from 1st April 2020 to 30th September 2021.

“RESOLVED further that all other terms and conditions of his appointment as contained in the special resolution passed in the Annual General Meeting held on 30th September 2016 shall remain unchanged.”

“RESOLVED further that in the event of loss, absence or inadequacy of profits, the remuneration aforesaid shall be treated as minimum remuneration pursuant to the proviso under table A of Schedule V - Part II- section II of the Companies Act 2013 for the financial years 2020-21”.

(i) Voted in favor of the resolution:

Total Number of members voted through remote E-Voting and Poll	Number of votes cast by them	% of total number of valid vote cast
90	38663	100

(ii) Voted against the resolution:

Total Number of members voted through remote E-Voting and Poll	Number of votes cast by them	% of total number of Valid vote cast
0	0	0

(iii) Invalid Votes

Total Number of members voted through remote E-Voting and Poll	Number of votes cast by them
0	0

9. Resolution No. 9 (Ordinary Resolution):

“RESOLVED THAT, pursuant to the provisions of section 148 and all other applicable provisions of the Companies Act, 2013, and the Companies (Audit and Auditors) Rules, 2014 for the time being in force, the appointment of M/s. A. G. Anikhindi & Co., Cost Accountants, Kolhapur (Firm Registration No. 100049) as Cost Auditors of the Company at a remuneration of Rs. 2,50,000/- plus GST, whose appointment and remuneration has been recommended by the Audit Committee and approved by the Board, to conduct the audit of the cost accounts / records maintained by the Company in respect of manufacture of all its products for the financial year 2020-21, be and is hereby confirmed and ratified.”


 Dinesh Joshi
 Company Secretary

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

(i) Voted in favor of the resolution:

Total Number of members voted through remote E-Voting and Poll	Number of votes cast by them	% of total number of valid vote cast
90	38663	100

(ii) Voted against the resolution:

Total Number of members voted through remote E-Voting and Poll	Number of votes cast by them	% of total number of Valid vote cast
0	0	0

(iii) Invalid Votes

Total Number of members voted through remote E-Voting and Poll	Number of votes cast by them
0	0

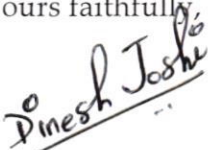
5. A Compact Disc (CD) containing exhaustive details of the voting pattern, of each of the aforementioned resolutions for both the E-voting process and the Poll taken at the Meeting is enclosed.

Dinesh P. Joshi


6. All the relevant records of the E-Voting along with the Poll will remain in our safe custody until the Chairman considers, approves and signs the minutes of the 26th Annual General Meeting and the same shall be handover thereafter to the Chairman of the Company for the safe keeping.

Thanking You.

Yours faithfully,



Dinesh Joshi
Designated Partner
KANJ & CO. LLP
Scrutinizes



UDIN: F003752B000837354

Date: 01.10.2020

Place: PUNE