



**Dhampur Sugar Mills Limited**

241, Okhla Industrial Estate, Phase III

New Delhi - 110 020, India

Tel: +91-11-3065 9400, 4161 2456

Tele Fax: +91-11-2693 5697

E-mail: corporateoffice@dhampur.com

Website: www.dhampur.com

30.09.2020

To,  
Asst. Vice President  
National Stock Exchange of India Ltd.  
Exchange plaza, Bandra Kurla Complex  
Bandra (E)  
Mumbai - 400 051

Asst. General Manager  
Dept of Corp. Services,  
BSE Limited  
P.J. Towers, Dalal Street, Fort,  
Mumbai: 400001.

Dear Sir/Madam,

**Sub: E-Voting Results alongwith Consolidated Scrutinizers Report**

Please find attached Voting Results pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, along with the copy of Consolidated Scrutinizers Report for 85th Annual General Meeting of Members of the Company held on 29th September, 2020 at 2:00 P.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

You are requested to kindly take the above information on your records.

Thanking you,

Yours Faithfully  
For Dhampur Sugar Mills Limited

  
Aparna Goel  
Company Secretary  
M. No: 22787



**Voting Results of 85<sup>th</sup> Annual General Meeting of Dhampur Sugar Mills Limited held on 29th September, 2020**

Serial No.	Particulars	
1.	Date of the AGM	29.09.2020
2.	Total number of Shareholders on record date/book closure	50287
3.	No. of Shareholders present in the meeting either in person or through proxy -	
	• Promoters and Promoter Group	N.A.
	• Public	N.A.
4.	No. of Shareholders attended the meeting through Video Conferencing/ Other Audio Visual Means -	
	• Promoters and Promoter Group	14
	• Public	54
5.	Detail of the Agenda	
	Resolution required: (Ordinary/Special)	
	Mode of voting: (Remote E-voting/ E-Voting at AGM)	



Item No.	Detail of Agenda	Resolution Required (Ordinary/Special)	Mode of Voting (Remote E-voting/ E-voting at AGM )	Result
1	To receive, consider and adopt: a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2020 and the Reports of the Board of Directors and Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2020 and the Report of Auditors thereon.	Ordinary	Remote E-voting and E-voting at AGM	Passed with requisite majority
2	To confirm the payment of Interim Dividend of ₹6.00 per Equity Share of ₹10 each as final dividend for the year ended March 31, 2020.	Ordinary	Remote E-voting and E-voting at AGM	Passed with requisite majority
3	To appoint a Director in place of Shri Vijay Kumar Goel, who retires by rotation and being eligible offers himself for re-appointment.	Ordinary	Remote E-voting and E-voting at AGM	Passed with requisite majority
4	To appoint a Director in place of Shri Sandeep Kumar Sharma, who retires by rotation and being eligible offers himself for re-appointment.	Ordinary	Remote E-voting and E-voting at AGM	Passed with requisite majority
5	To appoint a Director in place of Shri Gautam Goel, who retires by rotation and being eligible offers himself for re-appointment.	Ordinary	Remote E-voting and E-voting at AGM	Passed with requisite majority
6	Payment of Remuneration to the Cost Auditor for the Financial Year 2020-21.	Ordinary	Remote E-voting and E-voting at AGM	Passed with requisite majority
7	Invitation and Acceptance of Fixed Deposits from the Members and Public.	Special	Remote E-voting and E-voting at AGM	Passed with requisite majority
8	Payment of Commission to Non- Executive Independent Director of Company.	Special	Remote E-voting and E-voting at AGM	Passed with requisite majority





9	Re-appointment of Ms. Nandita Chaturvedi, Non- Executive Independent Director of the Company.	Special	Remote E-voting and E-voting at AGM	Passed with requisite majority
10	Appointment of Mr. Yashwardhan Poddar, Non- Executive Independent Director of the Company.	Special	Remote E-voting and E-voting at AGM	Passed with requisite majority
11	Appointment of Mr. Satpal Kumar Arora Non-Executive Independent Director of the Company.	Special	Remote E-voting and E-voting at AGM	Passed with requisite majority


Agenda Wise Disclosure In case of Remote E-voting/ E-Voting at Annual General Meeting:

Category	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
			(3)=[(2)/(1)]*100			(6)=	(7)=
	-1	-2		-4	-5	[(4)/(2)]*100	[(5)/(2)]*100
<b>Resolution No. 1 ( Ordinary Resolution)</b>							
Promoter and Promoter Group	Remote E-Voting	32318398	48.68	32318398	0	100.00	0.00
	E-Voting at the Venue	181875	0.27	181875	0	100.00	0.00
	<b>Total</b>	<b>32500273</b>	<b>48.96</b>	<b>32500273</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	Remote E-Voting	778429	1.17	778429		100.00	0.00
	E-Voting at the Venue	0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>778429</b>	<b>1.17</b>	<b>778429</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Non Institutions	Remote E-Voting	2702491	4.07	2697430	5061	99.81	0.19
	E-Voting at the Venue	105110	0.16	105110	0	100.00	0.00
	<b>Total</b>	<b>2807601</b>	<b>4.23</b>	<b>2802540</b>	<b>5061</b>	<b>99.82</b>	<b>0.18</b>
<b>Total</b>		<b>36086303</b>	<b>54.36</b>	<b>36081242</b>	<b>5061</b>	<b>99.99</b>	<b>0.01</b>

<b>Resolution No. 2 ( Ordinary Resolution)</b>							
Promoter and Promoter Group	Remote E-Voting	32318398	48.68	32318398	0	100.00	0.00
	E-Voting at the Venue	181875	0.27	181875	0	100.00	0.00
	<b>Total</b>	<b>32500273</b>	<b>48.96</b>	<b>32500273</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	Remote E-Voting	809510	1.22	809510	0	100.00	0.00
	E-Voting at the Venue		0.00		0	0.00	0.00
	<b>Total</b>	<b>809510</b>	<b>1.22</b>	<b>809510</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Non	Remote E-Voting	2702491	4.07	2697263	5278	99.81	0.19
	<b>Total</b>	<b>2702491</b>	<b>4.07</b>	<b>2697263</b>	<b>5278</b>	<b>99.81</b>	<b>0.19</b>

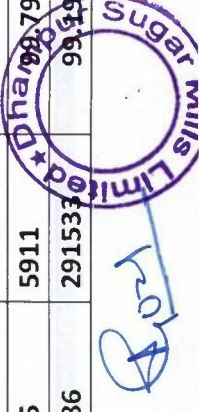




Institutions	E-Voting at the Venue	105110	105110	0.16	105110	0	100.00	0.00
	Total	2807601	2807601	4.23	2802373	5228	99.81	0.19
Total		36117384	36117384	54.40	36112156	5228	99.99	0.01

Resolution No. 3 ( Ordinary Resolution)								
Promoter and Promoter Group	Remote E-Voting	31969282	31969282	48.16	31969282	0	100.00	0.00
	E-Voting at the Venue	181875	181875	0.27	181875	0	100.00	0.00
	Total	32151157	32151157	48.43	32151157	0	100.00	0.00
Public Institutions	Remote E-Voting	809510	809510	1.22	523888	285622	64.72	35.28
	E-Voting at the Venue	0	0	0.00	0	0	0.00	0.00
	Total	809510	809510	1.22	523888	285622	64.72	35.28
Public Non Institutions	Remote E-Voting	2702381	2702381	4.07	2696445	5936	99.78	0.22
	E-Voting at the Venue	105110	105110	0.16	105110	0	100.00	0.00
	Total	2807491	2807491	4.23	2801555	5936	99.79	0.21
Total		35768158	35768158	53.88	35476600	291558	99.18	0.82

Resolution No. 4 ( Ordinary Resolution)								
Promoter and Promoter Group	Remote E-Voting	32318398	32318398	48.68	32318398	0	0.00	0.00
	E-Voting at the Venue	181875	181875	0.27	181875	0	17769.57	0.00
	Total	32500273	32500273	48.96	32500273	0	100.00	0.00
Public Institutions	Remote E-Voting	809510	809510		523888	285622	64.72	35.28
	E-Voting at the Venue	0	0	0.00	0	0	0.00	0.00
	Total	809510	809510	1.22	523888	285622	64.72	35.28
Public Non Institutions	Remote E-Voting	2701626	2701626	4.07	2695715	5911	99.78	0.22
	E-Voting at the Venue	105110	105110	0.16	105110	0	100.00	0.00
	Total	2806736	2806736	4.23	2800825	5911	99.79	0.21
Total		36116519	36116519	54.40	35824986	291533	99.99	0.81



Resolution No. 5 ( Ordinary Resolution)									
Promoter and Promoter Group	Remote E-Voting	28081995	28081995	42.30	28076059	5936	99.98	0.02	
	E-Voting at the Venue	181875	181875	0.27	181875	0	100.00	0.00	
	<b>Total</b>	<b>28263870</b>	<b>28263870</b>	<b>42.57</b>	<b>28257934</b>	<b>5936</b>	<b>99.98</b>	<b>0.02</b>	
Public Institutions	Remote E-Voting	809510	809510		200	809310	0.02	99.98	
	E-Voting at the Venue	0	0	0.00	0	0	0.00	0.00	
	<b>Total</b>	<b>809510</b>	<b>809510</b>	<b>1.22</b>	<b>200</b>	<b>809310</b>	<b>0.02</b>	<b>99.98</b>	
Public Non Institutions	Remote E-Voting	2696445	2696445		2696445	0	100.00	0.00	
	E-Voting at the Venue	105110	105110		105110	0	100.00	0.00	
	<b>Total</b>	<b>2801555</b>	<b>2801555</b>	<b>4.22</b>	<b>2801555</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	
<b>Total</b>		<b>31874935</b>	<b>31874935</b>	<b>48.01</b>	<b>31059689</b>	<b>815246</b>	<b>97.44</b>	<b>2.56</b>	

Resolution No. 6 ( Ordinary Resolution)									
Promoter and Promoter Group	Remote E-Voting	32318398	32318398	48.68	32318398	0	100.00	0.00	
	E-Voting at the Venue	181875	181875	0.27	181875	0	100.00	0.00	
	<b>Total</b>	<b>32500273</b>	<b>32500273</b>	<b>48.96</b>	<b>32500273</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	
Public Institutions	Remote E-Voting	809310	809310	1.22	809310	0	100.00	0.00	
	E-Voting at the Venue	0	0	0.00	0	0	0.00	0.00	
	<b>Total</b>	<b>809310</b>	<b>809310</b>	<b>1.22</b>	<b>809310</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	
Public Non Institutions	Remote E-Voting	2702437	2702437	4.07	2696452	5985	99.78	0.22	
	E-Voting at the Venue	105110	105110	0.16	105110	0	100.00	0.00	
	<b>Total</b>	<b>2807547</b>	<b>2807547</b>	<b>4.23</b>	<b>2801562</b>	<b>5985</b>	<b>99.79</b>	<b>0.21</b>	
<b>Total</b>		<b>36117130</b>	<b>36117130</b>	<b>54.40</b>	<b>36111145</b>	<b>5985</b>	<b>99.98</b>	<b>0.02</b>	





Resolution No. 7 ( Special Resolution)									
Promoter and Promoter Group	Remote E-Voting	32318398	32318398	48.68	32318398	0	100.00	0.00	
	E-Voting at the Venue	181875	181875	0.27	181875	0	100.00	0.00	
	<b>Total</b>	<b>32500273</b>	<b>32500273</b>	<b>48.96</b>	<b>32500273</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	
Public Institutions	Remote E-Voting	809510	809510	1.22	200	809310	0.02	99.98	
	E-Voting at the Venue	0	0	0.00	0	0	0.00	0.00	
	<b>Total</b>	<b>809510</b>	<b>809510</b>	<b>1.22</b>	<b>200</b>	<b>809310</b>	<b>0.02</b>	<b>99.98</b>	
Public Non Institutions	Remote E-Voting	2702437	2702437	4.07	2693525	6039	99.67	0.22	
	E-Voting at the Venue	105110	105110	0.16	105110	0	100.00	0.00	
	<b>Total</b>	<b>2807547</b>	<b>2807547</b>	<b>4.23</b>	<b>2798635</b>	<b>8912</b>	<b>99.68</b>	<b>0.32</b>	
<b>Total</b>		<b>36117330</b>	<b>36117330</b>	<b>54.40</b>	<b>35299108</b>	<b>818222</b>	<b>97.73</b>	<b>2.27</b>	

Resolution No. 8 ( Special Resolution)									
Promoter and Promoter Group	Remote E-Voting	32318398	32318398	48.68	32318398	0	100.00	0.00	
	E-Voting at the Venue	181875	181875	0.27	181875	0	100.00	0.00	
	<b>Total</b>	<b>32500273</b>	<b>32500273</b>	<b>48.96</b>	<b>32500273</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	
Public Institutions	Remote E-Voting	809510	809510	1.22	809510	0	100.00	0.00	
	E-Voting at the Venue	0	0	0.00	0	0	0.00	0.00	
	<b>Total</b>	<b>809510</b>	<b>809510</b>	<b>1.22</b>	<b>809510</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	
Public Non Institutions	Remote E-Voting	2702437	2702437	4.07	2696398	6039	99.78	0.22	
	E-Voting at the Venue	105110	105110	0.16	110	105000	0.10	99.90	
	<b>Total</b>	<b>2807547</b>	<b>2807547</b>	<b>4.23</b>	<b>2696508</b>	<b>111039</b>	<b>96.04</b>	<b>3.96</b>	
<b>Total</b>		<b>36117330</b>	<b>36117330</b>	<b>54.40</b>	<b>36006291</b>	<b>111039</b>	<b>99.69</b>	<b>0.31</b>	





Resolution No. 9 ( Special Resolution)									
Promoter and Promoter Group	Remote E-Voting	32318398	32318398	48.68	32318398	0	48.68	0.00	
	E-Voting at the Venue	181875	181875	0.27	181875	0	0.27	0.00	
	Total	32500273	32500273	48.96	32500273	0	48.96	0.00	
Public Institutions	Remote E-Voting	809510	809510	1.22	200	809310	0.00	99.98	
	E-Voting at the Venue	0	0	0.00	0	0	0.00	0.00	
	Total	809510	809510	1.22	200	809310	0.00	99.98	
Public Non Institutions	Remote E-Voting	2702377	2702377	4.07	2696329	6048	4.06	0.22	
	E-Voting at the Venue	105110	105110	0.16	105110	0	0.16	0.00	
	Total	2807487	2807487	4.23	2801439	6048	4.22	0.22	
Total		36117270	36117270	54.40	35301912	815358	97.74	2.26	

Resolution No. 10 ( Special Resolution)									
Promoter and Promoter Group	Remote E-Voting	32318398	32318398	48.68	32318398	0	100.00	0.00	
	E-Voting at the Venue	181875	181875	0.27	181875	0	100.00	0.00	
	Total	32500273	32500273	48.96	32500273	0	100.00	0.00	
Public Institutions	Remote E-Voting	809510	809510	1.22	809510	0	100.00	0.00	
	E-Voting at the Venue	0	0	0.00	0	0	0.00	0.00	
	Total	809510	809510	1.22	809510	0	100.00	0.00	
Public Non Institutions	Remote E-Voting	2702377	2702377	4.07	2696329	6048	99.78	0.22	
	E-Voting at the Venue	105110	105110	0.16	105110	0	100.00	0.00	
	Total	2807487	2807487	4.23	2801439	6048	99.78	0.22	
Total		36117270	36117270	54.40	36111222	6048	99.98	0.02	



Resolution No. 11 ( Special Resolution)									
Promoter and Promoter Group	Remote E-Voting	32318398	32318398	48.68	32318398	0	100.00	0.00	
	E-Voting at the Venue	181875	181875	0.27	181875	0	100.00	0.00	
	<b>Total</b>	<b>32500273</b>	<b>32500273</b>	<b>48.96</b>	<b>32500273</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	
Public Institutions	Remote E-Voting	809510	809510	1.22	809009	501	99.94	0.06	
	E-Voting at the Venue	0	0	0.00	0	0	0.00	0.00	
	<b>Total</b>	<b>809510</b>	<b>809510</b>	<b>1.22</b>	<b>809009</b>	<b>501</b>	<b>99.94</b>	<b>0.06</b>	
Public Non Institutions	Remote E-Voting	2702381	2702381	4.07	2696382	5999	99.78	0.22	
	E-Voting at the Venue	105110	105110	0.16	105110	0	100.00	0.00	
	<b>Total</b>	<b>2807491</b>	<b>2807491</b>	<b>4.23</b>	<b>2801492</b>	<b>5999</b>	<b>99.79</b>	<b>0.21</b>	
<b>Total</b>		<b>36117274</b>	<b>36117274</b>	<b>54.40</b>	<b>36110774</b>	<b>6500</b>	<b>99.98</b>	<b>0.02</b>	

For Dhampur Sugar Mills Limited



Aparna Goel  
Company Secretary  
M.No :22787



**SECRUTINIZER REPORT**  
**OF**  
**DHAMPUR SUGAR MILLS LIMITED**

(AGM HELD ON 29<sup>TH</sup> DAY OF SEPTEMBER, 2020)

**GSK & Associates**  
Company Secretaries

**Consolidated Scrutinizer's Report**

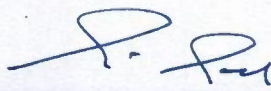
[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Rule 21 of Companies (Management and Administration) Rules, 2014]

To,  
The Chairman  
Dhampur Sugar Mills Limited  
Dhampur, District Bijnor,  
Uttar Pradesh-246761

Reg: 85<sup>th</sup> Annual General Meeting of the Equity Shareholders of DHAMPUR SUGAR MILLS LIMITED held on Tuesday, 29<sup>th</sup> day of September, 2020 at 2:00 p.m. through two way Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') without physical presence of members at the AGM Venue. The venue of the AGM shall be deemed to be the Registered Office of the Company at Sugar Mill compound, Dhampur, Distt. Bijnor (U.P.)- 246761

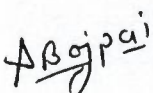
I, Saket Sharma, Partner GSK & Associates, Company Secretaries, appointed as Scrutinizer for the purpose of Scrutinizing the remote e-voting and e-voting system for casting vote during Annual General Meeting on resolutions contained in the Notice dated 30<sup>th</sup> July, 2020 for Annual General Meeting of the Equity Shareholders of Dhampur Sugar Mills Limited (hereinafter referred to as the Company), held on 29<sup>th</sup> day of September, 2020 through Video conferencing/Other Audio Visual Means ("VC/OAVM"), without physical presence of members at the AGM Venue pursuant to General Circular No. 20/2020 dated 5th May, 2020 read with General Circular No. 14/2020 dated 8th April, 2020 and General Circular No. 17/2020 dated 13th April, 2020 issued by Ministry of Corporate Affairs and Circular dated 12th May, 2020 issued by Securities and Exchange Board of India (SEBI), submit my report as under:

- (i) The members of the Company as on the cut-off date i.e. 22<sup>nd</sup> September, 2020 were entitled to vote on the resolutions (Ordinary Businesses being Item Nos. 1 to 5 and Special Businesses being Item Nos. 6 to 11 as set out in the Notice of 85<sup>th</sup> Annual General Meeting of the Company).



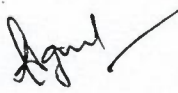


- (i) The remote e-voting period remained open from Saturday, 26<sup>th</sup> day of September, 2020 (09:00 a.m.) upto Monday, 28<sup>th</sup> day of September, 2020 (05:00 p.m.). Further, the company provided the facility of remote e-voting/e-voting system for the members attending the meeting and who have not exercised their right to vote through remote e-voting.
- (ii) The votes cast by remote e-voting were unblocked on 29<sup>th</sup> September, 2020 at 03:11 p.m. in presence of 2 witnesses who are not in the employment of the Company. They have signed below in confirmation of the e-votes being unblocked in their presence.

Signature: 

Name: Anirudh Bajpai

Address: 19/125 Ram Narayan Bazar,  
Phoolbagh Kanpur-208001

Signature: 

Name: Priyan Agarwal

Address: 80/71 Cooper Ganj  
Kanpur-208001

Below is provided the consolidated summary of results of remote e-voting and voting at Annual General Meeting through poll:

#### ORDINARY BUSINESSES

##### a) Resolution No. 1:-

To receive, consider and adopt:

- a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2020 and the Reports of the Board of Directors and Auditors thereon; and
- b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2020 and the Report of Auditors thereon.

Method of voting	Voted in favour of the resolution	Voted against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
Remote E-voting	35794257	5061	0	
E- Voting at Venue	286985	0	0	
<b>Total</b>	<b>36081242</b>	<b>5061</b>	<b>0</b>	<b>99.99</b>





b) **Resolution No. 2:-**

To confirm the payment of Interim Dividend of Rs. 6.00 per Equity Shares of Rs. 10 each as Final Dividend for the year ended March 31, 2020.

Method of voting	Voted in favour of the resolution	Voted against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
Remote E-voting	35825171	5228	0	
E- Voting at Venue	286985	0	0	
<b>Total</b>	<b>36112156</b>	<b>5228</b>	<b>0</b>	<b>99.99</b>

c) **Resolution No. 3:-**

To appoint a director in place of Shri Vijay Kumar Goel, who retires by rotation and being eligible offers himself for re-appointment.

Method of voting	Voted in favour of the resolution	Voted against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
Remote E-voting	35189615	291558	349116	
E- Voting at Venue	286985	0	0	
<b>Total</b>	<b>35476600</b>	<b>291558</b>	<b>349116</b>	<b>99.18</b>

d) **Resolution No. 4:-**

To appoint a Director in place of Shri Sandeep Kumar Sharma, who retires by rotation and being eligible, offers himself for re-appointment

Method of voting	Voted in favour of the resolution	Voted against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
Remote E-voting	35538001	291533	755	
E- Voting at Venue	286985	0	0	
<b>Total</b>	<b>35824986</b>	<b>291533</b>	<b>755</b>	<b>99.19</b>





e) **Resolution No. 5:-**

To appoint a director in place of Shri Gautam Goel, who retires by rotation and being eligible offers himself for re-appointment.

Method of voting	Voted in favour of the resolution	Voted against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
Remote E-voting	30772704	815246	4242339	
E- Voting at Venue	286985	0	0	
<b>Total</b>	<b>31059689</b>	<b>815246</b>	<b>4242339</b>	<b>97.44</b>

**SPECIAL BUSINESSES**

f) **Resolution No. 6 (Ordinary):-**

Payment of Remuneration to the Cost Auditor for the Financial Year 2020-21.

Method of voting	Voted in favour of the resolution	Voted against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
Remote E-voting	35824160	5985	0	
E- Voting at Venue	286985	0	0	
<b>Total</b>	<b>36111145</b>	<b>5985</b>	<b>0</b>	<b>99.98</b>

g) **Resolution No. 7 (Special):-**

Invitation and Acceptance of Fixed Deposits from the Members and Public.

Method of voting	Voted in favour of the resolution	Voted against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
Remote E-voting	35012123	818222	0	
E- Voting at Venue	286985	0	0	
<b>Total</b>	<b>35299108</b>	<b>818222</b>	<b>0</b>	<b>97.73</b>

*[Handwritten Signature]*



**h) ResolutionNo. 8 (Special):-**

Payment of Commission to Non-Executive Independent Directors of the Company.

Method of voting	Voted in favour of the resolution	Voted against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
Remote E-voting	35824306	6039	0	
E- Voting at Venue	181985	105000	0	
<b>Total</b>	<b>36006291</b>	<b>111039</b>	<b>0</b>	<b>99.69</b>

**i) ResolutionNo. 9 (Special):-**

Re-appointment of Ms. Nandita Chaturvedi, Non-Executive Independent Director of the Company.

Method of voting	Voted in favour of the resolution	Voted against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
Remote E-voting	35014927	815358	0	
E- Voting at Venue	286985	0	0	
<b>Total</b>	<b>35301912</b>	<b>815358</b>	<b>0</b>	<b>97.74</b>

**j) Resolution No. 10 (Special):-**

Appointment of Mr. Yashwardhan Poddar, Non- Executive Independent Director of the Company.

Method of voting	Voted in favour of the resolution	Voted against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
Remote E-voting	35824237	6048	0	
E- Voting at Venue	286985	0	0	
<b>Total</b>	<b>36111222</b>	<b>6048</b>	<b>0</b>	<b>99.98</b>

*[Handwritten Signature]*





k) Resolution No. 11 (Special):-

Appointment of Mr. Satpal Kumar Arora Non-Executive Independent Director of the Company.

Method of voting	Voted in favour of the resolution	Voted against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
Remote E-voting	35823789	6500	0	
E- Voting at Venue	286985	0	0	
<b>Total</b>	<b>36110774</b>	<b>6500</b>	<b>0</b>	<b>99.98</b>

I am pleased to submit my report for your appropriate action and doing needful in the matter.

Thanking You,

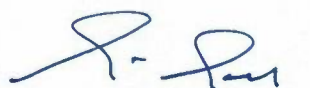
Yours' Faithfully  
For GSK & Associates,  
Company Secretaries  
FRN: P2014UP036000



Saket Sharma  
(Partner)  
M. No.: F4229  
C. P. No.: 2565

Date: 30.09.2020  
Place: Kanpur  
UDIN: F004229B000815523

For Dhampur Sugar Mills Limited

  
Gaurav Goel

(Chairman of the Meeting)



**REPORT OF SCRUTINIZER  
[E-VOTING]**

**[Pursuant to Section 108 of Companies Act, 2013 and Rule 20 of the Companies  
(Management and Administration) Rule, 2014 as amended by the Companies  
(Management and Administration) Amendment Rules, 2015]**

To,  
The Chairman  
Dhampur Sugar Mills Limited  
Dhampur, District Bijnor,  
Uttar Pradesh-246761

**Reg: 85<sup>th</sup> Annual General Meeting of the Equity Shareholders of DHAMPUR SUGAR MILLS LIMITED held on Tuesday, 29<sup>th</sup> day of September, 2020 at 2:00 p.m. through two way Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') without physical presence of members at the AGM venue. The venue of the AGM shall be deemed to be the Registered Office of the Company at Sugar Mill compound, Dhampur, Distt. Bijnor (U.P.)-246761**

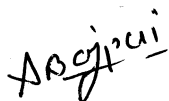
Dear Sir,

I, Saket Sharma, Partner GSK & Associates, Company Secretaries, appointed as Scrutinizer for the 85<sup>th</sup> Annual General Meeting of the Equity Shareholders of Dhampur Sugar Mills Limited, held on Tuesday, 29<sup>th</sup> day of September, 2020 at 2:00 p.m. through two way Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') without physical presence of members at the AGM venue for the purpose of scrutinizing the remote E-Voting Process in a fair and transparent manner and ascertaining the requisite majority on remote E-voting carried out as per the provisions of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and General Circular No. 20/2020 dated 5<sup>th</sup> May, 2020 read with General Circular No. 14/2020 dated 8<sup>th</sup> April, 2020 and General Circular No. 17/2020 dated 13<sup>th</sup> April, 2020 issued by Ministry of Corporate Affairs and Circular dated 12<sup>th</sup> May, 2020 issued by Securities and Exchange Board of India (SEBI), on the below mentioned resolutions, submit my report as under:





1. The remote E-Voting period started on Saturday, 26<sup>th</sup> day of September, 2020 at 09:00 a.m. and ended on Monday, 28<sup>th</sup> day of September, 2020 at 05:00 p.m.
2. The shareholders holding shares either in physical form or in dematerialised form as on the “cut-off” date, i.e. 22<sup>nd</sup> September, 2020 were entitled to vote electronically on the proposed resolutions as mentioned in the Notice of the Annual General Meeting of “Dhampur Sugar Mills Limited”.
3. The votes were unblocked on Tuesday, 29<sup>th</sup> day of September, 2020 at 03:11 p.m. in the presence of two witnesses, namely Mr. Anirudh Bajpai, R/o 19/125 Ram Narayan Bazar, Phoolbagh Kanpur-208001 and Mr. Priyan Agarwal, R/o 80/71 Cooper Ganj Kanpur-208001 who are not in the employment of Dhampur Sugar Mills Limited. They have signed below in confirmation of the votes being unblocked in their presence.



(Anirudh Bajpai)



(Priyan Agarwal)

4. Thereafter the details containing, inter-alia, list of equity shareholders, who voted “For” and “Against”, were downloaded from E-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com>).
5. The result of the poll through remote e-voting is as under (the percentage in decimal has been rounded off):

## ORDINARY BUSINESSES

### (a) Resolution No.1

To receive, consider and adopt:

- (a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2020 and the Reports of the Board of Directors and Auditors thereon; and
- (b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2020 and the Report of Auditors thereon.

### (i) Voted in favour of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
129	35794257	99.99



(ii) Voted **against** the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
3	5061	0.01

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

(b) **Resolution No. 2**

To confirm the payment of Interim Dividend of Rs. 6.00 per Equity Shares of Rs. 10 each as final dividend for the year ended March 31, 2020.

(i) Voted **in favour** of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
128	35825171	99.99

(ii) Voted **against** the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
5	5228	0.01

(iii) **Invalid** votes:

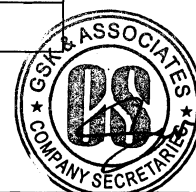
Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

(c) **Resolution No. 3**

To appoint a director in place of Shri Vijay Kumar Goel, who retires by rotation and being eligible offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
121	35189615	99.18





(ii) Voted **against** the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
9	291558	0.82

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	349116

(d) **Resolution No. 4**

To appoint a director in place of Shri Sandeep Kumar Sharma, who retires by rotation and being eligible offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
122	35538001	99.19

(ii) Voted **against** the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
8	291533	0.81

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	755

(e) **Resolution No. 5**

To appoint a director in place of Shri Gautam Goel, who retires by rotation and being eligible offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
114	30772704	97.42



(ii) Voted **against** the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
16	815246	2.58

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	4242339

## SPECIAL BUSINESSES

(f) **Resolution No. 6 (Ordinary)**

Payment of Remuneration to the Cost Auditor for the Financial Year 2020-21

(i) Voted **in favour** of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
123	35824160	99.98

(ii) Voted **against** the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
7	5985	0.02

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

(g) **Resolution No.7 (Special)**

Invitation and Acceptance of Fixed Deposits from the Members and Public.

(i) Voted **in favour** of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
115	35012123	97.72





(ii) Voted **against** the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
16	818222	2.28

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

(h) **Resolution No. 8 (Special)**

Payment of Commission to Non-Executive Independent Directors of the Company.

(i) Voted **in favour** of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
123	35824306	99.98

(ii) Voted **against** the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
8	6039	0.02

(iii) **Invalid** votes:

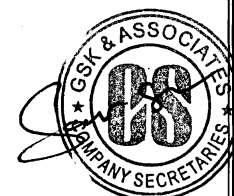
Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

(i) **Resolution No. 9 (Special)**

Re-appointment of Ms. Nandita Chaturvedi, Non-Executive Independent Director of the Company.

(i) Voted **in favour** of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
112	35014927	97.72



(ii) Voted **against** the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
18	815358	2.28

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

**(j) Resolution No. 10 (Special)**

Appointment of Mr. Yashwardhan Poddar, Non- Executive Independent Director of the Company.

(i) Voted **in favour** of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
122	35824237	99.98

(ii) Voted **against** the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
8	6048	0.02

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

**(k) Resolution No. 11 (Special)**

Appointment of Mr. Satpal Kumar Arora Non-Executive Independent Director of the Company.

(i) Voted **in favour** of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
123	35823789	99.98





(ii) Voted **against** the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
8	6500	0.02

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

6. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company.

Thanking you

Yours faithfully

**For GSK & Associates**  
**Company Secretaries**  
**FRN: P2014UP036000**



**Saket Sharma**  
**(Partner)**

**M. No.: F4229**  
**C. P. No.: 2565**

**Date: 30.09.2020**

**Place: Kanpur**

**UDIN: F004229B000815523**

**FORM No. MGT-13**

**Report of Scrutinizer**

**[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]**

To,  
The Chairman  
Dhampur Sugar Mills Limited  
Dhampur, District Bijnor,  
Uttar Pradesh-246761

Reg: 85<sup>th</sup> Annual General Meeting of the Equity Shareholders of DHAMPUR SUGAR MILLS LIMITED held on Tuesday, 29<sup>th</sup> day of September, 2020 at 2:00 p.m. through two way Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') without physical presence of members at the AGM venue. The venue of the AGM shall be deemed to be the Registered Office of the Company at Sugar Mill compound, Dhampur, Distt. Bijnor (U.P.)- 246761

Dear Sir,

I, Saket Sharma, Partner – GSK & Associates, Company Secretaries, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 85<sup>th</sup> Annual General Meeting of the Equity Shareholders of Dhampur Sugar Mills Limited, held on Tuesday, 29<sup>th</sup> day of September, 2020 at 2:00 P.M. through two way Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), without physical presence of members at the AGM Venue. The venue of the AGM shall be deemed to be the Registered Office of the Company at Sugar Mill compound, Dhampur, Distt. Bijnor (U.P.)- 246761. I submit my report as under:

1. Members attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act 2013.
2. The meeting was attended by 68 (Sixty Eight) members.
3. All the shareholders present and entitled to vote, voted through e-voting process.
4. The result of the poll is as under:



## **ORDINARY BUSINESSES**

### **a) Resolution No.1**

To receive, consider and adopt:

- a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2020 and the Reports of the Board of Directors and Auditors thereon; and
- b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2020 and the Report of Auditors thereon.

#### **(i) Voted in favour of the resolution:**

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
5	286985	100

#### **(ii) Voted against the resolution:**

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0

#### **(iii) Invalid votes:**

Number of members present and voting whose votes were declared invalid	Total number of votes cast by them
0	0

### **b) Resolution No. 2**

To confirm the payment of Interim Dividend of Rs. 6.00 per Equity Shares of Rs. 10 each as final dividend for the year ended March 31, 2020.

#### **(i) Voted in favour of the resolution:**

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
5	286985	100

#### **(ii) Voted against the resolution:**

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0





(iii) **Invalid votes:**

Number of members present and voting whose votes were declared invalid	Total number of votes cast by them
0	0

**c) Resolution No. 3**

To appoint a director in place of Shri Vijay Kumar Goel, who retires by rotation and being eligible offers himself for re-appointment.

(i) **Voted in favour** of the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
5	286985	100

(ii) **Voted against** the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid votes:**

Number of members present and voting whose votes were declared invalid	Total number of votes cast by them
0	0

**d) Resolution No. 4**

To appoint a director in place of Shri Sandeep Kumar Sharma, who retires by rotation and being eligible offers himself for re-appointment.

(i) **Voted in favour** of the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
5	286985	100

(ii) **Voted against** the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0



(iii) **Invalid votes:**

Number of members present and voting whose votes were declared invalid	Total number of votes cast by them
0	0

e) **Resolution No. 5**

To appoint a director in place of Shri Gautam Goel, who retires by rotation and being eligible offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
5	286985	100

(ii) Voted **against** the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid votes:**

Number of members present and voting whose votes were declared invalid	Total number of votes cast by them
0	0

**SPECIAL BUSINESSES**

f) **Resolution No. 6 (Ordinary)**

Payment of Remuneration to the Cost Auditor for the Financial Year 2020-21

(i) Voted **in favour** of the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
5	286985	100

(ii) Voted **against** the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0



(iii) **Invalid votes:**

Number of members present and voting whose votes were declared invalid	Total number of votes cast by them
0	0

**g) Resolution No. 7 (Special)**

Invitation and Acceptance of Fixed Deposits from the Members and Public.

(i) **Voted in favour** of the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
5	286985	100

(ii) **Voted against** the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid votes:**

Number of members present and voting whose votes were declared invalid	Total number of votes cast by them
0	0

**h) Resolution No. 8 (Special)**

Payment of Commission to Non-Executive Independent Directors of the Company.

(i) **Voted in favour** of the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
4	181985	63.41

(ii) **Voted against** the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
1	105000	36.59

(iii) **Invalid votes:**

Number of members present and voting whose votes were declared invalid	Total number of votes cast by them
0	0





**i) Resolution No. 9 (Special)**

Re-appointment of Ms. Nandita Chaturvedi, Non-Executive Independent Director of the Company.

**(i) Voted in favour of the resolution:**

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
5	286985	100

**(ii) Voted against the resolution:**

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0

**(iii) Invalid votes:**

Number of members present and voting whose votes were declared invalid	Total number of votes cast by them
0	0

**j) Resolution No. 10 (Special)**

Appointment of Mr. Yashwardhan Poddar, Non- Executive Independent Director of the Company.

**(i) Voted in favour of the resolution:**

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
5	286985	100

**(ii) Voted against the resolution:**

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0

**(iii) Invalid votes:**

Number of members present and voting whose votes were declared invalid	Total number of votes cast by them
0	0



# **XI. Resolution No. 11 (Special)**

Appointment of Mr. Satpal Kumar Arora Non-Executive Independent Director of the Company.

(i) Voted **in favour** of the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
5	286985	100

(ii) Voted **against** the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Number of members present and voting whose votes were declared invalid	Total number of votes cast by them
0	0

5. A list of equity shareholders who voted FOR/ AGAINST for each resolution is enclosed.

Thanking You

Yours' Faithfully

**For GSK & Associates**

**Company Secretaries**

**FRN: P2014UP036000**



**Saket Sharma**

**(Partner)**

**M. No. F4229**

**C. P. No. 2565**

**Date:30.09.2020**

**Place:Kanpur**

**UDIN: F004229B000815523**