

**Date: 28.08.2025**

To,  
**The Manager - Listing**  
**National Stock Exchange of India Ltd.**  
**Exchange Plaza, Bandra Kurla Complex**  
**Bandra (East)**  
**Mumbai - 400 051**  
**Tel No. 022-2659 8237 /38**  
**Symbol: DHAMPURSUG**

**The General Manager – DSC**  
**BSE Limited**  
**Phiroze Jeejeebhoy Towers,**  
**Dalal Street, Fort,**  
**Mumbai - 400001**  
**Tel No. 022-22722039/37/3121**  
**Security Code: 500119**

Dear Sir/Madam,

**Sub: Proceedings of 90<sup>th</sup> Annual General Meeting of Dhampur Sugar Mills Limited held today i.e., 28<sup>th</sup> August, 2025 .**

This is to inform you that 90<sup>th</sup> Annual General Meeting of Members of the Company has been conducted today i.e., 28<sup>th</sup> August, 2025 through Video Conferencing (VC) /Other Audio-Visual Means (OAVM) in accordance with the applicable circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI). The businesses as stated in the Notice dated 16<sup>th</sup> May, 2025 were transacted and put to vote at the Annual General Meeting.

The meeting concluded at 04:25 P.M. (IST) including the time allotted for e-voting at AGM.

In compliance with Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the proceedings of the 90<sup>th</sup> Annual General Meeting.

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**

**PROCEEDINGS OF THE 90<sup>TH</sup> ANNUAL GENERAL MEETING OF DHAMPUR SUGAR MILLS LIMITED HELD ON THURSDAY, 28<sup>TH</sup> DAY OF AUGUST, 2025 THROUGH TWO WAY VIDEO CONFERENCING (VC)/OTHER AUDIO-VISUAL MEANS ('OAVM') AT 03:00 P.M. (IST)**

The 90<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company was duly convened and held on Thursday, 28<sup>th</sup> August, 2025 at 3:00 P.M. (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) in accordance with General Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 8, 2021, 21/2021 dated December 14, 2021, 2/2022 dated May 5, 2022, 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, latest being Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ("MCA") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/ CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023, circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 issued by the Securities and Exchange Board of India. ("SEBI").

National Securities Depositories Limited (NSDL) was appointed to conduct voting through remote e-voting and e-voting facility during the meeting in a secure manner and to provide the necessary platform for holding the meeting through video conferencing.

Ms. Aparna Goel, Company Secretary and Compliance Officer welcomed the Shareholders, Directors, and others present. She introduced the Chairman, Vice Chairman and Managing Director, other Directors, Chief Financial Officer and other Company officials who have joined the meeting from their respective locations. All the Directors including the respective Chairpersons of the Audit Committee, Risk Management Committee and Corporate Social Responsibility Committee of the Company were present at the AGM except Mr. Yashwardhan Poddar, Independent Director and Chairman of Nomination and Remuneration Committee, who could not attend the meeting and nominated Mr. S.P. Arora to answer shareholders queries related to the same.

Mrs Pallavi Khandelwal, Independent Director, could not attend the meeting due to pre-occupation.

Mr. Ajay Kumar Rastogi Partner of M/s Mittal Gupta & Co. and Mr. Hitesh Garg, Partner of TR Chadha & Co. LLP, Representatives of the Statutory Auditors of the Company were also present through video conferencing.

Mr. Saket Sharma, Partner of M/s GSK & Associates, representing Secretarial Auditors of the Company and appointed as the Scrutinizer to scrutinize the remote e-voting process and e-voting at Annual General Meeting in a fair and transparent manner was also present through Video Conference.

It was then informed that in compliance with the provisions of the Companies Act, 2013, Secretarial Standard - 2 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the remote e-voting facility was made available by the Company to its shareholders through NSDL from Sunday, 24<sup>th</sup> August, 2025 (9:00 A.M. IST) to Wednesday, 27<sup>th</sup> August, 2025, (5:00 P.M. IST).

It was further informed that:

- the members who had not cast their votes through remote e-voting facility and who were present in the meeting would have an opportunity to cast their votes through e-voting system during the meeting. The e-voting facility was made available 30 minutes after the conclusion of the meeting.
- All the documents referred to in the accompanying Notice and Explanatory Statements, were available for inspection during the Annual General Meeting.
- The Statutory Registers and other documents referred to in the AGM Notice and explanatory statement were available for inspection electronically during the AGM.

Total 73 shareholders attended the meeting.

After ascertaining the requisite quorum, Mr. Ashok Kumar Goel, Chairman, called the meeting to order and extended a warm welcome to the members present.

He briefed the members about the Company's performance during the year. He also briefed the members about the challenges faced by the Company and necessary mitigating actions initiated at the Company's end, which are likely to have favourable impact in future. The significant challenges included lower ethanol sales due to government order restricting use of sugarcane syrup and B-heavy molasses. He briefed about Company's focus towards cane development as a significant action for future. He reiterated the Company's commitment to increase stakeholders' value.

Thereafter the Notice of AGM dated 16<sup>th</sup> May, 2025, Report of Board of Directors and the Financial Statements for the Financial Year 2024–25 were taken as read. There were no qualifications in the Auditors Report on Standalone and Consolidated Financial Statements and Secretarial Audit Report of the Company for the Financial Year ended 31<sup>st</sup> March, 2025.

The Company Secretary thereafter invited the members to give their views and raise their queries and stated that the Management of the Company shall respond to the queries. Seven (7) members shared their views and raised queries on various aspects, which were duly noted and responded by Mr. Gaurav Goel, Vice Chairman and Managing Director.

Thereafter, the items as set out in the notice convening the meeting were taken up. It was further informed that the members who have not cast their vote through remote e-voting were requested to vote on the proposed resolutions (i.e., Resolution No. 1 to 9 of the Notice of AGM) through e-voting at the AGM. It was also informed that the e-voting module in the AGM for casting vote was already active and will remain active for thirty minutes after the closure of the meeting.

The Company Secretary informed the members that the results of remote e-voting shall be downloaded by the Scrutinizer, and he would prepare his report on the same. Thereafter scrutinizer will club the remote e-voting results with results of e-voting at the AGM. The Scrutinizer will submit his report to the Chairman,

and he will countersign the same. The combined results would be announced/displayed through the website of the Company i.e. ([www.dhampursugar.com](http://www.dhampursugar.com)) and through website of NSDL i.e. ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)) within 2 working days from the conclusion of the meeting and will be intimated to Stock Exchanges where the securities of the Company are listed. Further, a copy of same shall also be placed on the Notice Board at the Registered Office and the Corporate Office of the Company. The combined results would be treated as part of proceedings. The Company Secretary also thanked all the members for their presence and involvement.

The e-voting was conducted on the following items:

S. No.	Details of Resolutions	Resolution Type
1	To receive, consider and adopt: a) the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2025 and the Reports of the Board of Directors, Corporate Governance and Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2025 and the Report of Auditors thereon.	Ordinary
2	To appoint a director in place of Mr. Gaurav Goel (DIN: 00076111), who retires by rotation and being eligible, offers himself for re- appointment.	Ordinary
3	Payment of Remuneration to the Cost Auditors for the Financial Year 2025-26.	Ordinary
4	Appointment of Secretarial Auditor of the Company.	Ordinary
5	Payment of Commission to Non- Executive Independent Directors of the Company.	Special
6	Payment of minimum remuneration to Mr. Ashok Kumar Goel, Chairman and Executive Director of the Company.	Special
7	Payment of minimum remuneration to Mr. Gaurav Goel, Vice Chairman and Managing Director of the Company.	Special
8	Re-Appointment of Mr. Yashwardhan Poddar as Non- Executive Independent Director of the Company.	Special
9	Re-appointment of Mr. Satpal Kumar Arora as Non- Executive Independent Director of the Company.	Special

**Note:** Since Mr. Ashok Kumar Goel, Chairman had an interest in the Item No. 2, 6 and 7 of the Notice, Mr. Anuj Khanna, Independent Director with the permission of members, chaired the meeting for the consideration of aforesaid resolutions.

The voting results along with the Scrutinizer's report will be submitted separately.