



Dhampur Sugar Mills Limited
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New Delhi - 110 020, India
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Tele Fax: +91-11-2693 5697
E-mail: corporateoffice@dhampur.com
Website: www.dhampur.com

Date: 30.08.2021

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: Proceedings of Annual General Meeting of Dhampur Sugar Mills Limited.

This is to inform you that 86th Annual General Meeting of Members of the Company has been conducted today through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) in accordance with the applicable circulars issued by Ministry of Corporate Affairs and SEBI. The businesses as stated in the Notice dated June 7, 2021 were transacted and put to vote at the Annual General Meeting.

The meeting concluded at 02.50 P.M.

In compliance with Regulation 30 read with Para A of Part A of Schedule III of SEBI (LODR) Regulations, 2015, please find enclosed the proceedings of the 86th 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



CIN : L15249UP1933PLC000511
Regd. Office: Dhampur, Dist. Bijnor, Pin Code: 246 761 (U.P.)
Branch Office: 1/125, Vijay Khand, Gomti Nagar, Lucknow - 226 010 (U.P.), Tel.: +91-522-239243
Sugar Units : 1. Dhampur, 2. Mansurpur, 3. Asmoli, 4. Rajpura, 5. Meerganj
Distillery : Asmoli & Dhampur

PROCEEDINGS OF THE 86TH ANNUAL GENERAL MEETING OF DHAMPUR SUGAR MILLS LIMITED HELD ON MONDAY, 30TH DAY OF AUGUST, 2021 THROUGH TWO WAY VIDEO CONFERENCING ('VC')/OTHER AUDIO VISUAL MEANS ('OAVM') AT 2.00 P.M.

The 86th Annual General Meeting (AGM) of the Members of the Company has been duly convened and held today i.e. Monday, 30th August, 2021 at 2:00 P.M. (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) in accordance with General Circular No.14/2020 dated April 8, 2020, General Circular No.17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, and General Circular No.02/2021 dated January 13, 2021 issued by Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India.

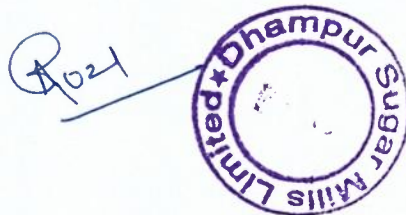
Ms. Aparna Goel, Company Secretary welcomed the Shareholders, Directors and others present. She introduced the Directors and Chief Financial Officer who joined the meeting from their respective locations. All the Directors including the respective Chairpersons of the Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee, etc. of the Company were also present at the AGM. The representatives of the Statutory Auditors of the Company were also present through video conferencing.

Mr. Saket Sharma, partner of GSK & Associates, representing Secretarial Auditors of the Company and appointed as the Scrutinizer to scrutinize the remote e-voting process and 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 provided by the Company to its shareholders through NSDL from Friday, 27th August 2021, (9:00 A.M. IST) to Sunday, 29th August, 2021 (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 and will remain for thirty minutes after the closure of the meeting.
- all the documents referred to in the accompanying Notice and Explanatory Statements, have been made available electronically for inspection during the Annual General Meeting.



- the Register of Directors and Key Managerial Personnel's and their Shareholdings maintained under Section 170 of the Act, the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Act have been made available electronically for inspection during the AGM.

It was informed to the members that Shri. Vijay Kumar Goel, Chairman, was unable to attend the meeting and in his absence, Shri. Gaurav Goel, Managing Director was elected as Chairman of the meeting in terms of the provisions of Articles of Association of the Company.

Total 70 Members attended the meeting as per the records of attendance.

After ascertaining the requisite quorum, the Chairman called the meeting to start and extended a warm welcome to the members present. He explained the overall scenario of sugar industry vis a vis Company's performance at macro level. Financial Performance of the Company was explained by the Chief Financial Officer of the Company.

Thereafter the Notice of the AGM dated 7th June, 2021, Report of Board of Directors and the Financial Statements for the Financial Year 2020-21 and Report of Auditors were taken as read. There were no qualifications in the Auditor's Report and the report of Secretarial Auditors of the Company.

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. Six (6) members gave their views and raised queries on various aspects. The questions/ queries raised were duly noted.

The questions/ queries raised were duly responded by the Chairman.

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 open for thirty minutes after the closure of the meeting.

The Company Secretary also 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 voting at the AGM. The Scrutinizer will submit his report to the Chairman, and he will countersign the same. Thereafter, the combined results would be announced/displayed through the website of the Company i.e. (www.dhampur.com) and NSDL (www.evoting.nsdl.com) within 48 hours 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 Chairman thanked all the members for their presence and involvement and the meeting was concluded.

The e-voting was then 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 March 31, 2021 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, 2021 and the Report of Auditors thereon.	Ordinary
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, 2021.	Ordinary
3.	To appoint a director in place of Shri Ashok Kumar Goel, who retires by rotation and being eligible offers himself for re- appointment.	Ordinary
4.	To appoint a director in place of Shri Gaurav Goel, who retires by rotation and being eligible offers himself for re-appointment.	Ordinary
5.	To appoint a director in place of Shri Sandeep Sharma, who retires by rotation and being eligible offers himself for re- appointment.	Ordinary
6.	Payment of Remuneration to the Cost Auditor for the Financial Year 2021-22.	Ordinary
7.	Invitation and Acceptance of Fixed Deposits from the Members and Public.	Ordinary
8.	Payment of Commission to Non- Executive Independent Director of Company.	Special
9.	Appointment of Shri Anuj Khanna, Non- Executive Independent Director of the Company.	Special

The meeting concluded with vote of thanks at 02:50 P.M.

For Dhampur Sugar Mills Limited



Aparna Goel
Company Secretary
M. No: 22787

