



DWARIKESH SUGAR INDUSTRIES LIMITED

Corp. Off.: 511, Maker Chambers V, 221, Nariman Point, Mumbai - 400 021. Tel.: 2283 2486, 2204 2945 Fax : 2204 7288
E-mail : dsilbom@dwarikesh.com • Website : www.dwarikesh.com • CIN : L15421UP1993PLC018642

REF: DSIL/2019-20/270

September 05, 2019

Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort, Mumbai - 400 001
Fax: 22723 2082 /3132

National Stock Exchange of India Limited
"Exchange Plaza"
Bandra - Kurla Complex,
Bandra [E], Mumbai - 400 051

Scrip Code - 532610

Scrip Code - DWARKESH

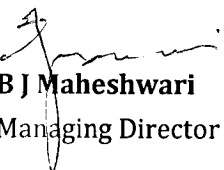
Subject: Scrutinizer Report (25th Annual General Meeting)

Dear Sirs,

Please find enclosed herewith the consolidated report of Scrutinizer on e-voting and physical voting through ballot paper at 25th Annual General Meeting of the Company held on September 05, 2019 at 12.30 p.m. at Registered Office of the Company situated at Dwarikesh Nagar, 246762, Dist. Bijnor, U.P., The same is being uploaded on the website of the company - www.dwarikesh.com.

Thanking you,

Yours faithfully,
For **Dwarikesh Sugar Ind. Ltd.**


B J Maheshwari
Managing Director & CS cum CCO

Encl: a/a

D.P. Agarwal & Co.

CHARTERED ACCOUNTANTS

D. P. AGARWAL
B.COM., L.L.B. (Gen.)
F.C.A., F.C.S.

Tel: 4002 2785
Fax: 2263 6466
Mob: 9820122793

SCRUTINIZER'S REPORT

Name of the Company : Dwarikesh Sugar Industries Limited
Meeting : 25th Annual General Meeting
Date & Time : Thursday, September 05, 2019 at 12.30 noon
Venue : Dwarikesh Nagar - 246 762, Dist. Bijnor, Uttar Pradesh

1. Appointment as Scrutinizer:

I was appointed as the Scrutinizer for the remote e-Voting as well as the electronic voting conducted at the 25th Annual General Meeting (AGM) of Dwarikesh Sugar Industries Limited hereinafter referred to as the Company held on Thursday, September 05, 2019 at 12.30 noon at Dwarikesh Nagar - 246 762, Dist. Bijnor, Uttar Pradesh.

2. Dispatch of Notice convening the Meeting:

The Company has informed that, on the basis of the Register of Members and List of Beneficiary Owners made available by the depositories viz., Central Depository Services (India) Limited (CDSL), the company completed dispatch of the Notice of the AGM;

- On August 5, 2019 by email to 32112 Members who had registered their email-ids with Depositories/the Company.
- On August 5, 2019, by courier / speed post / air mail to 7494 Members in physical form.

3. Cut-Off Date:

The Voting rights were reckoned as on August 29, 2019 being the Cut-Off date for the purpose of deciding the entitlements of members at the remote e-Voting and voting at the meeting.

4. Remote e-Voting

4.1 Agency:

The Company has appointed CDSL as the agency for providing the remote e-voting platform.

4-B, KINI HOUSE (BILQEES MANSION), 4TH FLOOR, 261/263, DR. D.N. ROAD, FORT, MUMBAI - 400 001
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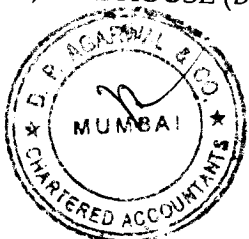
4.2 Remote e-Voting:

Remote e-Voting platform was open from 9.00 a.m. on Monday, September 02, 2019 to 5.00 p.m. on Wednesday, September 04, 2019 and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special Resolutions, on the e-Voting platform provided by CDSL.

5. Voting at the AGM:

- 5.1 As prescribed under Rule 20 (40)(xii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that members who have cast their votes through remote e-Voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-Voting, such as their names, folios, number of shares held but not the manner in which they have voted.
- 5.2 Accordingly, CDSL, the remote e-Voting agency provided us with the names, DP Id & Client ID/ folio numbers and shareholding of the members who had cast their votes through remote e-voting.
- 5.3 The Company had authorized CDSL to conduct voting facility through electronic means for the Meeting and CDSL facilitated the same.
- ### 6. Counting Process:
- 6.1 On completion of electronic voting of the meeting, CDSL provided us with the List of Members who had cast their votes, with their holding details and details of vote on each of the resolutions.

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6.2 The votes were reconciled with the records maintained by the company and RTA with respect to the authorizations/ proxies lodged with the company.

6.3 I unblocked the remote e-Voting results on the CDSL E-Voting platform in presence of 2 members and downloaded the remote e-Voting results.

7. Results:

7.1 I observed that

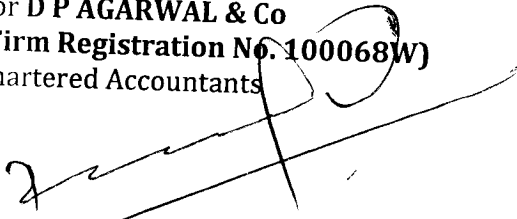
a) 32 members had cast their votes at the meeting; and

b) 28 members had cast their votes through remote e-Voting.

7.2 The Consolidated Results with respect to each items on the agenda as set out in the Notice of the 25th Annual General Meeting dated May 23, 2019 is enclosed.

7.3 Based on the aforesaid results, I report that, Six (6) Ordinary Resolutions as contained in Item No.1 to Item No. 4 & Item No. 6 & Item No. 8 and Two (2) Special Resolutions as contained in Item No. 5 & Item No. 7 have been passed with requisite majority.

For D P AGARWAL & Co
(Firm Registration No. 100068W)
Chartered Accountants



(D P Agarwal - Scrutinizer)

(Proprietor)

(Membership No. FCA 35500)

Date : September 06, 2019

Place : Dwarikesh Nagar, Dist. Bijnor, Uttar Pradesh

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CONSOLIDATED RESULTS

Item No. 1: Ordinary Resolution:

Adoption of financial statement for the year ended March 31, 2019.

1. Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total numbers of valid votes cast
93204544	93200412	99.9955674

2. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total numbers of valid votes cast
93204544	4132	0.00443326

3. Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

Item No. 2: Ordinary Resolution:

Declaration of Dividend on 8% Cumulative Redeemable Preference Shares (Series II)

1. Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total numbers of valid votes cast
93204544	93184599	99.97860083

2. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total numbers of valid votes cast
93204544	19945	0.02139917

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Mob: 9820122793

3. Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

Item No. 3: Ordinary Resolution:

Declaration of Dividend on Equity Shares of the Company.

1. Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total numbers of valid votes cast
93204544	93203544	99.99892709

2. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total numbers of valid votes cast
93204544	1000	0.00107291

3. Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

Item No. 4: Ordinary Resolution:

Appoint Director in place of Shri Vijay S Banka who retires by rotation and being eligible offers himself for re-appointment

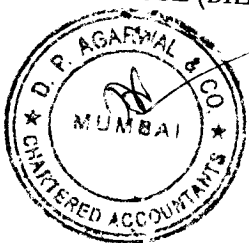
1. Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total numbers of valid votes cast
93204544	93196412	99.9912751

2. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total numbers of valid votes cast
93204544	8132	0.0087249

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3. Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

Item No. 5: Special Resolution:

Alteration of Articles of Association.

1. Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total numbers of valid votes cast
93204194	93199562	99.99503027

2. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total numbers of valid votes cast
93204194	4632	0.00496973

3. Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

Item No. 6: Special Resolution:

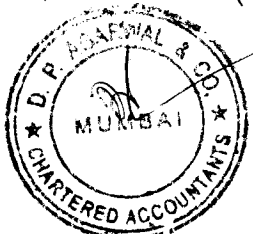
Appoint Shri Gautam Morarka As Executive Director of the Company.

1. Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total numbers of valid votes cast
14371034	14350589	99.85773466

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2. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total numbers of valid votes cast
14371034	20445	0.14226534

3. Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

Item No. 7: Ordinary Resolution:

Appoint Shri Gautam Morarka as Whole Time Director Designated as Executive Chairman of the Company

1. Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total numbers of valid votes cast
14371034	14363402	99.946898317

2. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total numbers of valid votes cast
14371034	7632	0.05310683

3. Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
1	1249710



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Item No. 8: Ordinary Resolution:

Appointment & fixation of remuneration of Cost Auditors.

1. Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total numbers of valid votes cast
93204544	93184009	99.97806437

2. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total numbers of valid votes cast
93204544	20445	0.02193563

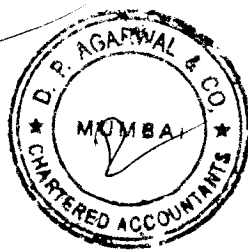
3. Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

For D P AGARWAL & Co
(Firm Registration No. 100068W)
Chartered Accountants

(D P Agarwal - Scrutinizer)
(Proprietor)

(Membership No. FCA 35500)



Place: Dwarikesh Nagar

Date : September 06, 2019

D.P. Agarwal & Co.

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September 06, 2019

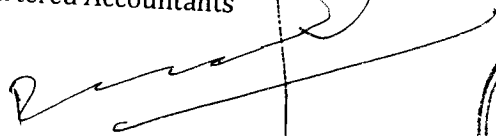
To,
The Chairman,
Dwarikesh Sugar Industries Limited
[CIN: L15421UP1993PLC018642]
Dwarikesh Nagar - 246 762,
Dist. Bijnor, Uttar Pradesh

Dear Sir,

At the outset, I would like to express my gratitude to the Board of Directors of the Company for appointing me as the Scrutinizer for the remote e-Voting and voting by members of the Company at the Twenty Fifth Annual General Meeting held on September 05, 2019.

I am pleased to submit my Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

For **D P AGARWAL & Co.**
(Firm Registration No. 100068W)
Chartered Accountants



(D P Agarwal - Scrutinizer)
(Proprietor)
(Membership No. FCA 35500)

