



SIMBHAOLI SUGARS

Simbhaoli Sugars Limited

CIN-L15122UP2011PLC044210

Regd. Office :

Simbhaoli - 245 207, Distt. Hapur U.P. (INDIA)

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Fax: (05731) 223039, 223262

E-mail : info@simbhaolisugars.com

www.simbhaolisugars.com

Ref: SSL/SE/2022

October 27, 2022

To,
The Corporate Relations Department
The BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001.

The National Stock Exchange of India Limited
Exchange Plaza, Bandra -Kurla Complex,
Mumbai- 400051
Fax No. 022-26598237 /38

Ref: Scrip Code: NSE: SIMBHALS BSE: 539742


Dear Sir /Madam,

Sub: Minutes of the 11th Annual General Meeting of Simbhaoli Sugars Limited ("the Company")

We are enclosing herewith Minutes of the 11th Annual General Meeting of "Simbhaoli Sugars Limited" held on Saturday, September 24, 2022 through video conferencing deemed venue at Simbhaoli, Distt. Hapur- 205207, Uttar Pradesh.

This is for your information and record.

For **Simbhaoli Sugars Limited**


Kamal Samtani
Company Secretary
M. No. - F5140

Specialty Sugars

Potable Alcohol

Ethanol

Power

(AN ISO 9001 ; 14001 & FSSC 22000 CERTIFIED COMPANY)

Noida Office : A-112, Sector 63, Noida - 201301 (U.P.)

Tel. : 0120-2427155 Fax : 0120-2427166

GST No. : 09AAPCS7569A1ZV | PAN No. AAPCS7569A

MINUTE BOOK

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Simbhaoli Sugars Limited

MINUTES OF THE 11TH ANNUAL GENERAL MEETING OF THE MEMBERS OF SIMBHAOLI SUGARS LIMITED HELD ON SATURDAY, SEPTEMBER 24, 2022 AT 12:30 P.M. THROUGH VIDEO CONFERENCING ('VC')/OTHER AUDIO VISUAL MEANS ('OAVM')

Mr. Kamal Samtani, Company Secretary of the Company welcomed all the Directors, Auditors and Members of the Company, who have joined the 11th Annual General Meeting (AGM) of the members of the Company through Video Conferencing ('VC') or Other Audio-Video Means ('OAVM'). He apprised that as a tradition, your Company has always conducted the AGM physically at the Registered Office of the Company. However, in the light of this unprecedented situation, caused by Covid-19 pandemic, the physical meeting could not be conducted and with intent to support the government in prevention of spread of CoVID-19, the Company, has conducted AGM as such in electronic mode. The deemed venue for the AGM shall be the Registered office of the Company situated at Simbhaoli 245 207, District-Hapur.

He, thereafter, submitted that as per the attendance register for the meeting, 44 members (4 from Promoters/ Promoters Group and 40 from Public) were present through VC or OVAM including representative of Bodies Corporates. Pursuant to Circular No. 14/2020 issued by the Ministry of Corporate Affairs (MCA), the facility for appointment of proxy for the AGM was not provided to the Members. Accordingly, there was no proxy present at the meeting. The quorum was present throughout the meeting.

Chairperson

Mr. Gurmit Singh Mann, Chairperson, occupied the Chair. He extended a warm welcome to the members present at the Meeting and mentioned that in view of the massive outbreak of the COVID-19 pandemic and considering the social distancing norms, the AGM is being convened through electronic mode in compliance with the Companies Act, 2013, read with the Circulars issued by the MCA and SEBI in this regard, without the physical presence of the members at the registered office of the Company.

Mr. Mann, Chairperson informed that the copies of annual report for the financial year ended March 31, 2022 have been circulated and with the permission of members, the same was considered as read. The qualifications, observations, comments, remarks on the financial transactions as mentioned in Independent Audit Report and Secretarial Audit Report are self-explanatory.

Mr. Kamal Samtani apprised the members that directors, auditors and Key Managerial Personnel are present at the meeting as follows: -

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Directors Present:

1. Mr. Gurmit Singh Mann, Chairperson
2. Ms. Gursimran Kaur Mann, Managing Director
3. Mr. Sachchida Nand Misra, Chief Operating Officer
4. Mr. H P Kain, an Independent Director and Chairman Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee
5. Mr Shyam Sunder, Independent Director
6. Mr Aseem Sehgal, Independent Director
7. Justice (Retd) C K Mahajan, Independent Director

Mr. Gurpal Singh and Mr. Atul Mahindru couldn't attend the meeting.

Others:

Scrutinizer: Mr. Sandeep Joshi, Company Secretary

Chief Financial Officer: Mr. Dayal Chand Popli

Company Secretary: Mr. Kamal Samtani

Company secretary informed that the representatives of the Statutory Auditors as well as Secretarial Auditors of the Company were also present through video conferencing.

Proceedings

Mr. Kamal Samtani, Company Secretary requested all the directors and auditors to remained joined at, the proceedings of the meeting commenced at 12:30 PM.

Company Secretary requested the Chairperson to proceed with the business of the meeting as per Notice of AGM dated August 27, 2022 read with the Explanatory Statement annexed to the Notice, forming part of the 11th Annual Report 2021-22.

Company Secretary informed the members that in compliance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Remote E-Voting Facilities were provided to the Members of the Company from National Securities Depository Ltd., to cast their votes for business items to be transacted at the AGM. The remote e-voting was opened at 9:00 am on Tuesday, September 20, 2022 and closed at 5:00 pm on Friday, September 23, 2022. He informed that Mr. Sandeep Joshi, Company Secretary was appointed as the Scrutinizer for E-voting and with your permission, he shall continue to act as Scrutinizer for E-voting, being conducted at this AGM.

CHAIRMAN'S
INITIALS

[Handwritten Initials]



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The resolutions were then placed before the members one by one and put to vote in the following manner and the members were informed that those members who have not casted their votes through remote e-voting may cast their votes through e-voting facility available during AGM. Before commencing the official proceedings, he informed all the attendees that:

1. The attendees can post their queries, if any; and they shall be placed on mute mode to avoid any disturbance from background to ensure smooth conduct of the meeting.
2. Upon commencement of the meeting, the Chairman will conduct the meeting as per the best possible means of connectivity through NSDL/CDSL portals.

The meeting was called to order by the Chairman and thereafter, the proceedings of the meeting commenced at 12:30 PM.

The Chairman then proceeded with the Agenda items as per Notice of 11th AGM as follows:

ORDINARY BUSINESSES**ITEM NO. 1**

To receive, consider and adopt (a) the audited financial statements of the Company comprising of the balance sheet as on March 31, 2022 and the statement of profit and loss along with cash flow statement for the financial year ended on March 31, 2022 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 on March 31, 2022 and the report of the Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"Resolved that, the audited financial statements of the Company comprising of the balance sheet as at March 31, 2022 and the statement of profit and loss along with cash flow statement for the financial year ended on that date and the reports of the Board of Directors and Auditors thereon laid before the 11th Annual General Meeting of the members of the Company, be and are hereby received, considered and adopted."

"Resolved further that, the audited consolidated financial statements of the Company comprising of the balance sheet as on March 31, 2022 and the statement of profit and loss along with cash flow statement for the financial year ended on March 31, 2022 and the report of Auditors thereon laid before the 11th Annual

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General Meeting of the members of the Company, be and are hereby received, considered and adopted."

"Resolved further that, the Board of Directors of the Company be and is hereby authorized to do, perform and execute all such acts, deeds and things and to settle any question, difficulty or doubt, that may arise and to do all such acts, deeds, matters and things as may be required and to sign and execute all documents or writings as may be deemed necessary, proper or expedient including to delegate for matters concerned therewith or incidental thereto for the purpose of giving effect to this resolution."

As per the voting results declared on September 26, 2022 based on the Scrutinizer's report dated September 24, 2022, the above resolution was passed as an Ordinary Resolution with below voting details:

Particulars	Number of Votes Contained in			Percentage
	Remote E voting	E Voting During AGM	Total	
Assent	22989692	0	22989692	99.996
Dissent	865	0	865	0.003
Abstain/Invalid		-		
Total	22990557	0	22990557	100.000

ITEM NO. 2

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution regarding appointment of Mr. Gurpal Singh, who retires by rotation and being eligible, offers himself for re-appointment as a Director.

"Resolved that, pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Gurpal Singh (DIN:00064807), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director to the Board of the Company, whose period shall be liable to retire by rotation."

"Resolved further that, the Board of Directors of the Company be and is hereby authorized to do, perform and execute all such acts, deeds and things and to settle any question, difficulty or doubt, that may arise and to do all such acts, deeds, matters and things as may be required and to sign and execute all documents or writings as may be deemed necessary, proper or expedient including to delegate for matters concerned therewith or incidental thereto for the purpose of giving effect to this resolution."

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As per the voting results declared on September 26, 2022 based on the Scrutinizer's report dated September 24, 2022, the above resolution was passed as an Ordinary Resolution with below voting details:

Particulars	Number of Votes Contained in			Percentage
	Remote E voting	E Voting During AGM	Total	
Assent	22988761	0	22988761	99.992
Dissent	1796	0	1796	0.007
Abstain/Invalid	-	-	-	
Total	22990557	0	22990557	100

SPECIAL BUSINESSES

ITEM NO. 3

To consider, and if thought fit, to pass, with or without modification(s), the following resolution, as an Ordinary Resolution for ratification of remuneration to the Cost Auditors of the Company

"Resolved that, pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and rules made there under including any statutory modification(s) or re-enactment thereof for the time being in force, the consent of the members of the Company, be and is hereby accorded for the payment of remuneration of Rs. 3 lakh plus other out of pocket expenses as may be incurred on the concerned assignment for the financial year 2022-23, as may be approved by the Board, to Mr. Satnam Singh Saggi, Cost Accountant (Membership Number 10555), who has been re-appointed as the Cost Auditors for audit of the cost accounting records of the Company."

"Resolved further that, the Board of Directors of the Company be and is hereby authorized to do, perform and execute all such acts, deeds and things and to settle any question, difficulty or doubt, that may arise and to do all such acts, deeds, matters and things as may be required and to sign and execute all documents or writings as may be necessary, proper or expedient including to delegate for matters concerned therewith or incidental thereto for the purpose of giving effect to this resolution.

As per the voting results declared on September 26, 2022 based on the Scrutinizer's report dated September 24, 2022, the above resolution was passed as an Ordinary Resolution with below voting details:

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Particulars	Number of Votes Contained in		Total	Percentage
	Remote E voting	E Voting During AGM		
Assent	22988880	0	22988880	99.992
Dissent	1677	0	1677	0.007
Abstain/Invalid		-		
Total	22990557	0	22990557	100

Vote of thanks

There being no other matter, the Chairman concluded the business of the AGM and thanked all the shareholders present for their kind attention, co-operation, valuable support and the time spent. The Company Secretary informed that the quorum was present throughout the meeting. Thereafter, the Chairperson advised the Company Secretary to proceed for the e-voting at the AGM through NSDL portal for those members who could not cast their vote through remote e-voting.

Company Secretary informed that the e-voting platform would remain open for a short while about 20 minutes and requested the members to cast their vote on the above resolutions through e-voting. It was informed that the combined results of the votes cast through remote e-voting and e-voting during the AGM on all the resolutions would be uploaded on the Company's website and will be intimated to the Stock Exchanges as per the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 within the prescribes time.

The Company Secretary announced that the voting results shall be submitted to the Stock exchanges in the prescribed format and the said results along-with Scrutinizer's Consolidated Report shall also be placed on the Company's website at www.simbhaolisugars.com. He also stated that the voting results shall also be placed on the Notice Board of the Company at its Registered Office.

There being no other business, the Chairman declared the meeting as ended, and the meeting concluded at 12:50 PM with vote of thanks to all the participants by the Company Secretary of the Company.

Date of Entry: 23.10.2022
 Date of signing: OCTOBER 23, 2022
 Place: DHARAMSALA

Gurmit Singh Mann
 Chairperson

CHAIRMAN'S INITIALS

For Simbhaoli Sugars Limited

Kamal Samtani
 Company Secretary

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