

Ref: SSL: SE
Oct 1, 2015



**SIMBHAOLI
SUGARS**

Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort, Mumbai
Fax No. 022-22723121/2037/2041

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

Simbhaoli Sugars Limited

CIN-L24231UP1936PLC000740
(An FSSC 22000 : 2011, ISO 9001 : 2008
& 14001 : 2004 Certified Company)

Corporate Office :

A-112, Sector-63, Noida-201301(Delhi NCR) INDIA
Tel. : +91-120-480 6666, 242 4145
Fax : +91-120-2427166
E-mail : info@simbhaolisugars.com
www.simbhaolisugars.com

Ref: Scrip code: BSE - 507446; NSE - SIMBHSUGAR

Sub: Outcome of the Annual General Meeting held on September 30, 2015

Dear Sir,

In Annual General Meeting of the members of the Company held at 10.00 a.m. on Wednesday, Sept 30, 2015 at the registered office of the Company, the following business items were transacted:

1. Item No.1 was passed as an Ordinary Resolution to receive, consider and adopt the Financial Statements of the Company for the year 2014-15 and the Reports of the Board of Directors and Auditors thereon.
2. Item No. 2 was passed as an Ordinary Resolution for re-appointment of Ms. Gursimran Kaur Mann as a director on the Board of the Company, whose office shall be liable to retire by rotation.
3. Item No. 3 was passed as an Ordinary Resolution for re-appointment of Mr. Gurpal Singh as a director on the Board of the Company, whose office shall be liable to retire by rotation.
4. Item No. 4 was passed as an Ordinary Resolution for the appointment of M/s Mittal Gupta and Company, Chartered Accountants as statutory auditors of the Company for a term of five consecutive years from the conclusion of the 78th AGM upto the conclusion of the 83rd AGM of the Company and fix their remuneration in place of M/s Deloitte Haskins and Sells, Chartered Accountants, the auditors, who have expressed their intention not to seek ratification to continue as the statutory auditors of the Company at the 78th AGM of the Company.
5. Item No. 5 was passed as a Special Resolution for the appointment of Mr. Gurmit Singh Mann as the Executive Chairman of the Company, and fix his remuneration for a period of one year effective from October 1, 2015 till September 30, 2016.
6. Item No. 6 was passed as a Special Resolution for the appointment of Mr. Gurpal Singh as the Managing Director of the Company, and fix his remuneration for a period of one year effective from October 1, 2015 till September 30, 2016.
7. Item No. 7 was passed as a Special Resolution for the appointment of Ms. Gursimran Kaur Mann as the Managing Director of the Company and fix her remuneration for a period of one year effective from October 1, 2015 till September 30, 2016.

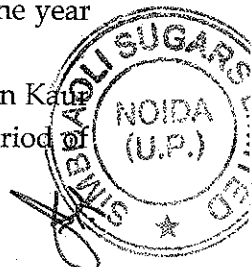
Specialty Sugars

Potable Alcohol

Ethanol

Power

REG. OFFICE : SIMBHAOLI, DISTT. HAPUR, UTTAR PRADESH, 245207



one year effective from October 1, 2015 till September 30, 2016.

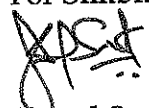
8. Item No. 8 was passed as a Special Resolution for the appointment of Mr. Sanjay Tapriya as the Chief Financial Officer and fix his remuneration for a period of one year effective from October 1, 2014 till September 30, 2015.
9. Item No. 9 was passed as Ordinary Resolution for the appointment of Mr. Satnam Singh Saggi as the cost auditors and fix his remuneration for the financial year 2015-16.

The Chairman has announced the result, after completion of the scrutiny of the Ballots including e-voting by Mr. Amit Gupta of M/s Amit Gupta & Associates (Practicing Company Secretary: PCS-4682 and FCS No. 5478), the Scrutinizer. The result will also be uploaded at the website of the Company.

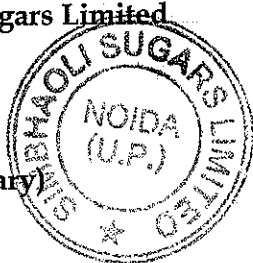
This is for your information and record.

Thanking You,
Yours faithfully,

For **Simbhaoli Sugars Limited**



Kamal Samtani
(Company Secretary)



SSL/AGM/2015

Ref: SSL: SE

Oct 1, 2015

Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort, Mumbai
Fax No. 022-22723121/2037/2041

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Exchange Plaza, Bandra -Kurla Complex,
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**SIMBHAOLI
SUGARS**

Simbhaoli Sugars Limited

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Ref: Scrip code: BSE - 507446; NSE - SIMBHSUGAR

Sub: Resolutions passed at the 78th Annual General Meeting

Dear Sir/Ma'am,

The 78th Annual General Meeting of 'Simbhaoli Sugars Limited' (hereinafter referred to as the 'Company') was held on Wednesday, September 30, 2015. All the businesses were transacted in-line with the notice of meeting previously circulated. The Meeting concluded at 11:30 AM (IST). The details regarding the voting results pursuant to the compliance of Clause 35A of the Equity Listing Agreement signed by our Company is enclosed herewith. All resolutions have been passed with requisite majority. Copy of scrutinizer report is also attached herewith.

This is for your information and records.

Thanking you,

For Simbhaoli Sugars Limited

(Kamal Samtani)
Company Secretary



Encl.: as above

Specialty Sugars

Potable Alcohol

Ethanol

Power

REG. OFFICE : SIMBHAOLI, DISTT. HAPUR, UTTAR PRADESH, 245207

Information pursuant to Clause 35A of the Listing Agreement

Date of AGM: September 30, 2015

Total number of shareholders on record date: 15097 (Record date: Sept 25, 2015)

No. of shareholders present in the meeting either in person or through proxy:

Promoters and Promoters Group: 6

Public: 26

No of Shareholders who casted voted through remote e-voting: 08

No. of Shareholders attended the meeting through Video Conferencing:

Promoters and Promoters Group: Nil

Public: Nil

Agenda wise:

ORNIDARY BUSINESS:

1. To receive, consider and adopt the Financial Statements of the Company for the year 2014-15 and the Reports of the Board of Directors and Auditors thereon.

Resolution required: Ordinary Resolution

Voting details:

| Promoter/Public | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|--------------------------------|--------------------|---------------------|--|---------------------------------|-------------------------------|---|---|
| Promoter and Promoter Group | 14098869 | 13115541 | 93.02% | 13115541 | Nil | 100% | Nil |
| Public - Institutional holders | 1048237 | Nil | Nil | NA | NA | NA | NA |
| Public-Others | 13081704 | 162689 | 1.24% | 160174 | 2,515 | 98.45% | 1.55% |
| Total | 28228810 | 13278230 | 47.04% | 13275715 | 2515 | 99.98% | 0.02% |

2. To appoint a director in place of Ms. Gursimran Kaur Mann, who retires by rotation and being eligible offers herself for reappointment

Resolution required: Ordinary Resolution

Voting details:

| Promoter/Public | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|--------------------------------|--------------------|---------------------|--|---------------------------------|-------------------------------|---|---|
| Promoter and Promoter Group | 14098869 | 13115541 | 93.02% | 13115541 | Nil | 100% | Nil |
| Public - Institutional holders | 1048237 | Nil | Nil | NA | NA | NA | NA |
| Public-Others | 13081704 | 160239 | 1.23% | 160074 | 165 | 99.90% | 0.10% |
| Total | 28228810 | 13275780 | 47.03% | 13275615 | 165 | 99.999% | 0.001% |



3. To appoint a director in place of Mr. Gurpal Singh, who retires by rotation and being eligible offers himself for re-appointment.

Resolution required: Ordinary Resolution

Voting details:

| Promoter/Public | 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 |
|------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | 14098869 | 13115541 | 93.02% | 13115541 | Nil | 100% | Nil |
| Public Institutional holders | 1048237 | Nil | Nil | NA | NA | NA | NA |
| Public-Others | 13081704 | 160239 | 1.23% | 160074 | 165 | 99.90% | 0.10% |
| Total | 28228810 | 13275780 | 47.03% | 13275615 | 165 | 99.999% | 0.001% |

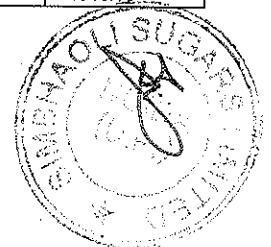
SPECIAL BUSINESS:

4. To appoint M/s Mittal Gupta and Company, Chartered Accountants as statutory auditors of the Company for a term of five consecutive years from the conclusion of the 78th AGM upto the conclusion of the 83rd AGM of the Company and fix their remuneration in place of M/s Deloitte Haskins and Sells, Chartered Accountants, the auditors, who have expressed their intention not to seek ratification to continue as the statutory auditors of the Company at the 78th AGM of the Company

Resolution required: Ordinary Resolution

Voting details:

| Promoter/Public | 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 |
|------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | 14098869 | 13115541 | 93.02% | 13115541 | Nil | 100% | Nil |
| Public Institutional holders | 1048237 | Nil | Nil | NA | NA | NA | NA |
| Public-Others | 13081704 | 159239 | 1.22% | 159074 | 165 | 99.90% | 0.10% |
| Total | 28228810 | 13274780 | 47.03% | 13274615 | 165 | 99.999% | 0.001% |



5. To appoint Mr. Gurmit Singh Mann as the Executive Chairman of the Company, and fix his remuneration for a period of one year effective from October 1, 2015 till September 30, 2016.

Resolution required: Special Resolution

Voting details:

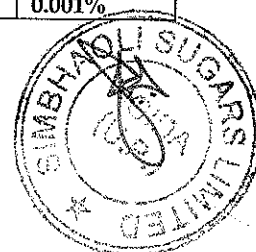
| Promoter/Public | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes - in favour | No. of Votes - against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | 14098869 | 13115541 | 93.02% | 13115541 | Nil | 100% | Nil |
| Public Institutional holders | 1048237 | Nil | Nil | NA | NA | NA | NA |
| Public-Others | 13081704 | 160239 | 1.23% | 160074 | 165 | 99.90% | 0.10% |
| Total | 28228810 | 13275780 | 47.03% | 13275615 | 165 | 99.999% | 0.001% |

6. To appoint Mr. Guralp Singh as the Managing Director of the Company, and fix his remuneration for a period of one year effective from October 1, 2015 till September 30, 2016.

Resolution required: Special Resolution

Voting details:

| Promoter/Public | 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 |
|------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | 14098869 | 13115541 | 93.02% | 13115541 | Nil | 100% | Nil |
| Public Institutional holders | 1048237 | Nil | Nil | NA | NA | NA | NA |
| Public-Others | 13081704 | 160239 | 1.23% | 160074 | 165 | 99.90% | 0.10% |
| Total | 28228810 | 13275780 | 47.03% | 13275615 | 165 | 99.999% | 0.001% |



7. To appoint Ms. Gursimran Kaur Mann as the Managing Director of the Company, and fix her remuneration for a period of one year effective from October 1, 2015 till September 30, 2016.

Resolution required: Special Resolution

Voting details:

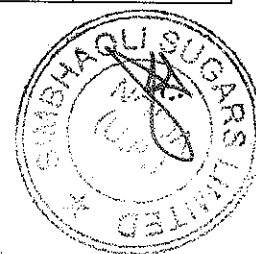
| Promoter/Public | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares $(3)=[(2)/(1)]*100$ | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled $(6)=[(4)/(2)]*100$ | % of Votes against on votes polled $(7)=[(5)/(2)]*100$ |
|------------------------------|--------------------|---------------------|--|---------------------------------|-------------------------------|---|---|
| Promoter and Promoter Group | 14098869 | 13115541 | 93.02% | 13115541 | Nil | 100% | Nil |
| Public Institutional holders | 1048237 | Nil | Nil | NA | NA | NA | NA |
| Public-Others | 13081704 | 160239 | 1.23% | 160074 | 165 | 99.90% | 0.10% |
| Total | 28228810 | 13275780 | 47.03% | 13275615 | 165 | 99.999% | 0.001% |

8. To appoint Mr. Sanjay Tapriya as the Chief Financial Officer and fix his remuneration for a period of one year effective from October 1, 2014 till September 30, 2015.

Resolution required: Special Resolution

Voting details:

| Promoter/Public | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares $(3)=[(2)/(1)]*100$ | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled $(6)=[(4)/(2)]*100$ | % of Votes against on votes polled $(7)=[(5)/(2)]*100$ |
|------------------------------|--------------------|---------------------|--|---------------------------------|-------------------------------|---|---|
| Promoter and Promoter Group | 14098869 | 13115541 | 93.02% | 13115541 | Nil | 100% | Nil |
| Public Institutional holders | 1048237 | Nil | Nil | NA | NA | NA | NA |
| Public-Others | 13081704 | 160239 | 1.23% | 160074 | 165 | 99.90% | 0.10% |
| Total | 28228810 | 13275780 | 47.03% | 13275615 | 165 | 99.999% | 0.001% |



9. To appoint Mr. Satnam Singh Saggi as the cost auditors and fix his remuneration for the financial year 2015-16

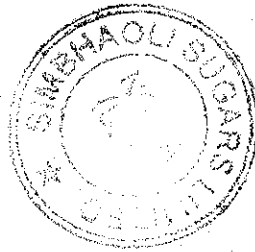
Resolution required: Ordinary Resolution

Voting details:

| Promoter/Public | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|------------------------------|--------------------|---------------------|--|---------------------------------|-------------------------------|---|---|
| Promoter and Promoter Group | 14098869 | 13115541 | 93.02% | 13115541 | Nil | 100% | Nil |
| Public Institutional holders | 1048237 | Nil | Nil | NA | NA | NA | NA |
| Public-Others | 13081704 | 160239 | 1.23% | 160074 | 165 | 99.90% | 0.10% |
| Total | 28228810 | 13275780 | 47.03% | 13275615 | 165 | 99.999% | 0.001% |

For SIMBHAOLI SUGARS LIMITED


Kamal Samtani
Company Secretary





AMIT GUPTA & ASSOCIATES

Practicing Company Secretaries

B-12, Basement, Murli Bhawan, 10-A, Ashok Marg, Lucknow – 226 001

Phone : 0522 – 4024033, Mobile : 94150 05108

E-mail:amitguptacs@gmail.com

REPORT OF SCRUTINIZER

To,

The Chairman 78th Annual General Meeting of Equity Shareholders of

M/s SIMBHAOLI SUGARS LIMITED

SIMBHAOLI, HAPUR,

Uttar Pradesh-245207

Dear Sir,

At the outset, I would like to thank you for appointing me as scrutinizer for the remote e-voting and voting by your members, at the 78th Annual General Meeting of your Company held on Wednesday, September 30th at 10:00 A.M. at SIMBHAOLI, HAPUR, Uttar Pradesh-245207.

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

Thanking you,

Yours faithfully,

Amit Gupta

Proprietor

Amit Gupta & Associates

Company Secretaries

FCS - 5478, C.P. - 4682

Date: 30th September, 2015



SCRUTINIZER'S REPORT

| | |
|---------------------|---|
| Name of the Company | SIMBHAOLI SUGARS LIMITED |
| Meeting | 78 th Annual General Meeting |
| Date and Time | Wednesday, September, 30 th 2015 at 10:00 A.M. |
| Venue | Simbhaoli, Hapur, Uttar Pradesh-245207 |

1. Appointment as Scrutinizer

I was appointed as Scrutinizer for the remote e-voting as well as the voting to be conducted through physical ballots at 78th Annual General Meeting of SIMBHAOLI SUGARS LIMITED (hereinafter referred as “**the Company**”) held on Wednesday, 30th September, 2015 at 10:00 A.M. at Simbhaoli, Hapur, Uttar Pradesh-245207.

2. Dispatch of Notice Convening the Meeting

The Company had informed that, on the basis of Register of Members and the list of Beneficiary Owners (cut of date September 25, 2015) made available to the depositories viz., National Securities Depositories Limited and Central Depositories Services (India) Limited for the purpose of voting, the Company completed dispatch of notice & 78th annual Report in the following manner:

| | |
|-------------------|---|
| By email | To 6133 members who have registered their e-mail ids with Depository/the RTA on September 4, 2015 |
| By permitted mode | To 8999 members in physical form on September 4, 2015 |

3. Cut Off Date

The Voting rights were reckoned as on the September 25, 2015, being the Cut-off date for the purpose of deciding the entitlements of members for remote e voting and voting at the meeting.

4. Remote E-Voting

4.1. Agency

The Company had appointed National Securities Depositories Limited (NSDL) as the agency for providing e voting platform.



4.2. Remote E voting

Remote e voting was open from September 27, 2015 at 09:00 a.m. to September 29, 2015 at 05.00 p.m and Members were required to cast their votes electronically conveying their assent or dissent in respect of all the Ordinary and /or Special Resolutions, on e-voting platform provided by NSDL.

5. Voting at AGM

5.1. As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rule, 2015, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the general meeting, after the closure of period of e-voting, the Scrutinizer was provided access to particulars of members such as - their names folio, number of shares held, but not the manner in which they have voted.

5.2. Accordingly NSDL, the e-voting agency provided us the name, DP ID/folio numbers and shareholding of the members who had cast their votes through remote e voting.

5.3. The Company has authorized M/s Mas Services Limited (RTA), Registrar and Transfer Agent of the Company to provide necessary support for remote e-voting as well as physical ballot at the meeting and RTA provided the same.

6. Counting Process

6.1. On completion of voting at the meeting, the Company provided me with the list of members who had cast their votes, with their holding details and details of vote on each of the resolution.

6.2. The votes were reconciled with the records maintained by the Company and RTA with respect to the authorized representatives/ proxies lodged with the Company.

6.3. I unblocked the remote e voting results on the NSDL E-voting platform before Ms. Meenakshi Kesri and Mr. Vibhu Mishra and downloaded the e voting details.

7. Result

7.1. I observed that

7.1.1.1. 32 Members had cast their votes through poll facility provided through physical ballots at meeting.

7.1.1.2. 8 Members had casted their votes through remote e-voting.

7.2. The result of remote e-voting and poll as well as consolidated result with respect to each item on the Agenda as set out in the notice of the 78th AGM dated August, 14th 2015 is enclosed as Annexure - 1, 2 and 3 respectively.

7.3. Based on the aforesaid result, all the **Ordinary resolutions** as contained in item no. 1, 2, 3,



- 4 & 9 of the notice dated 14th August, 2015, have been passed with the **requisite majority**.
- 7.4. Based on the aforesaid result, the **Special resolution** as contained in item no. 5, 6, 7 & 8 of the notice dated 14th August, 2015, have been passed with the **requisite majority**.
- 7.5. Soft copy of the List of Members, for both voting at AGM as well as remote e-voting containing the details of members who voted "FOR", who voted "AGAINST" & whose votes were declared "INVALID", for each resolution will be emailed to the Company, after the announcement of the result by the Company.
- 7.6. The poll papers and all other relevant records shall also be duly handed over to the Company for keeping in safe records, after the announcement of the result by the Company.

Amit Gupta
Proprietor
Amit Gupta & Associates
Company Secretaries
FCS - 5478, C.P. - 4682
Date: September, 30th 2015

Annexure-1

**Results of remote E-Voting conducted at the 78th Annual General Meeting of
SIMBHAOLI SUGARS LIMITED**

1. The result of remote e-voting is as under:

- a) **Resolution 1 - To receive, consider and adopt the Financial Statements of the Company for the year 2014-15 and the Reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)**

i. Voted in favour of the resolution:

| Number of members who voted in favour through remote - electronic voting system | Number of votes casted in favour of the resolution | % of total number of valid votes casted on the resolution |
|---|--|---|
| 6 | 2664 | 51.44 |

ii. Voted against the resolution:

| Number of members who voted against through remote - electronic voting system | Number of votes casted against the resolution | % of total number of valid votes casted on the resolution |
|---|---|---|
| 2 | 2515 | 48.56 |

iii. Invalid votes :

| Total number of members whose votes were declared invalid | Total number of votes casted by members whose votes were declared invalid |
|---|---|
| 0 | 0 |



- b) **Resolution 2 -To appoint a director in place of Ms. Gursimran Kaur Mann (DIN 00642094), who retires by rotation and being eligible offers herself for re-appointment. (Ordinary Resolution)**

i. Voted in favour of the resolution:

| Number of members who voted in favour through remote - electronic voting system | Number of votes casted in favour of the resolution | % of total number of valid votes casted on the resolution |
|---|--|---|
| 5 | 2564 | 93.95 |

ii. Voted against the resolution:

| Number of members who voted against through remote - electronic voting system | Number of votes casted against the resolution | % of total number of valid votes casted on the resolution |
|---|---|---|
| 1 | 165 | 6.05 |

iii. Invalid votes :

| Total number of members whose votes were declared invalid | Total number of votes casted by members whose votes were declared invalid |
|---|---|
| 0 | 0 |

- c) **Resolution 3 - To appoint a director in place of Mr. Gurpal Singh (DIN-00064807), who retires by rotation and being eligible offers himself for re-appointment.(Ordinary Resolution)**

i. Voted in favour of the resolution:

| Number of members who voted in favour through remote - electronic voting system | Number of votes casted in favour of the resolution | % of total number of valid votes casted on the resolution |
|---|--|---|
| 5 | 2564 | 93.95 |

ii. Voted against the resolution:

| Number of members who voted against through remote - electronic voting system | Number of votes casted against the resolution | % of total number of valid votes casted on the resolution |
|---|---|---|
| 1 | 165 | 6.05 |

iii. Invalid votes :

| | |
|---|---|
| Total number of members whose votes were declared invalid | Total number of votes casted by members whose votes were declared invalid |
| 0 | 0 |

- d) **Resolution 4 - To appoint M/s Mittal Gupta and Company, Chartered Accountants as statutory auditors of the Company and fix their remuneration in place of M/s Deloitte Haskins and Sells, Chartered Accountants, the existing auditors.. (Ordinary Resolution)**

i. Voted in favour of the resolution:

| | | |
|---|--|---|
| Number of members who voted in favour through remote - electronic voting system | Number of votes casted in favour of the resolution | % of total number of valid votes casted on the resolution |
| 4 | 1564 | 90.46 |

ii. Voted against the resolution:

| | | |
|---|---|---|
| Number of members who voted against through remote - electronic voting system | Number of votes casted against the resolution | % of total number of valid votes casted on the resolution |
| 1 | 165 | 9.54 |

iii. Invalid votes :

| | |
|---|---|
| Total number of members whose votes were declared invalid | Total number of votes casted by members whose votes were declared invalid |
| 0 | 0 |

- a) **Resolution 5 - To appoint Mr. Gurmit Singh Mann as the Executive Chairman of the Company, and fix his remuneration. (Special Resolution)**

i. Voted in favour of the resolution:

| | | |
|--|--|---|
| Number of members who voted in favour through remote - | Number of votes casted in favour of the resolution | % of total number of valid votes casted on the resolution |
| | | |

| | | |
|--------------------------|------|-------|
| electronic voting system | | |
| 5 | 2564 | 93.95 |

ii. **Voted against the resolution:**

| | | |
|---|---|---|
| Number of members who voted against through remote - electronic voting system | Number of votes casted against the resolution | % of total number of valid votes casted on the resolution |
| 1 | 165 | 6.05 |

iii. **Invalid votes :**

| | |
|---|---|
| Total number of members whose votes were declared invalid | Total number of votes casted by members whose votes were declared invalid |
| 0 | 0 |

f) **Resolution 6 - To appoint Mr. Gural Singh as the Managing Director of the Company, and fix his remuneration. (Special Resolution)**

i. **Voted in favour of the resolution:**

| | | |
|---|--|---|
| Number of members who voted in favour through remote - electronic voting system | Number of votes casted in favour of the resolution | % of total number of valid votes casted on the resolution |
| 5 | 2564 | 93.95 |

ii. **Voted against the resolution:**

| | | |
|---|---|---|
| Number of members who voted against through remote - electronic voting system | Number of votes casted against the resolution | % of total number of valid votes casted on the resolution |
| 1 | 165 | 6.05 |

iii. **Invalid votes :**

| | |
|---|---|
| Total number of members whose votes were declared invalid | Total number of votes casted by members whose votes were declared invalid |
| 0 | 0 |

f) Resolution 7 - To appoint Ms. Gursimran Kaur Mann as the Managing Director of the Company, and fix her remuneration. (Special Resolution)

i. Voted in favour of the resolution:

| Number of members who voted in favour through remote - electronic voting system | Number of votes casted in favour of the resolution | % of total number of valid votes casted on the resolution |
|---|--|---|
| 5 | 2564 | 93.95 |

ii. Voted against the resolution:

| Number of members who voted against through remote - electronic voting system | Number of votes casted against the resolution | % of total number of valid votes casted on the resolution |
|---|---|---|
| 1 | 165 | 6.05 |

iii. Invalid votes :

| Total number of members whose votes were declared invalid | Total number of votes casted by members whose votes were declared invalid |
|---|---|
| 0 | 0 |

h) Resolution 8 - To appoint Mr. Sanjay Tapriya as the Chief Financial Officer and fix his remuneration. (Special Resolution)

i. Voted in favour of the resolution:

| Number of members who voted in favour through remote - electronic voting system | Number of votes casted in favour of the resolution | % of total number of valid votes casted on the resolution |
|---|--|---|
| 5 | 2564 | 93.95 |

ii. Voted against the resolution:

| Number of members who voted against through remote - electronic voting system | Number of votes casted against the resolution | % of total number of valid votes casted on the resolution |
|---|---|---|
| 1 | 165 | 6.05 |

iii. Invalid votes :

| Total number of members whose votes were declared invalid | Total number of votes casted by members whose votes were declared invalid |
|---|---|
| 0 | 0 |



i) Resolution 9 - To appoint Mr Satnam Singh Saggu as the cost auditors and fix his remuneration. (Ordinary Resolution)

i. Voted in favour of the resolution:

| Number of members who voted in favour through remote - electronic voting system | Number of votes casted in favour of the resolution | % of total number of valid votes casted on the resolution |
|---|--|---|
| 5 | 2564 | 93.95 |

ii. Voted against the resolution:

| Number of members who voted against through remote - electronic voting system | Number of votes casted against the resolution | % of total number of valid votes casted on the resolution |
|---|---|---|
| 1 | 165 | 6.05 |

iii. Invalid votes :

| Total number of members whose votes were declared invalid | Total number of votes casted by members whose votes were declared invalid |
|---|---|
| 0 | 0 |

Annexure-2

**Results of Voting through physical ballot conducted at the 78th Annual General Meeting of
SIMBHAOLI SUGARS LIMITED**

1. The result of the poll conducted through ballot at meeting is as under:

a) **Resolution 1 - To receive, consider and adopt the Financial Statements of the Company for the year 2014-15 and the Reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)**

i. **Voted in favour of the resolution:**

| Number of members present and voting in favour (in person or by proxy) | Number of votes casted in favour of the resolution | % of total number of valid votes casted on the resolution |
|--|--|---|
| 32 | 13273051 | 100 |

ii. **Voted against the resolution:**

| Number of members present and voting against (in person or by proxy) | Number of votes casted against the resolution | % of total number of valid votes casted on the resolution |
|--|---|---|
| 0 | 0 | 0 |

iii. **Invalid votes :**

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes casted by members whose votes were declared invalid |
|---|---|
| 0 | 0 |

b) **Resolution 2 - To appoint a director in place of Ms. Gursimran Kaur Mann, who retires by rotation and being eligible offers herself for reappointment. (Ordinary Resolution)**

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

| Number of members present and voting in favour (in person or by proxy) | Number of votes casted in favour of the resolution | % of total number of valid votes casted on the resolution |
|--|--|---|
| 32 | 13273051 | 100 |

i. **Voted against the resolution:**

| Number of members present and voting against | Number of votes casted against the | % of total number of valid votes casted on the |
|--|------------------------------------|--|
| | | |

| | | |
|-------------------------|------------|------------|
| (in person or by proxy) | resolution | resolution |
| 0 | 0 | 0 |

ii. **Invalid votes :**

| | |
|---|---|
| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes casted by members whose votes were declared invalid |
| 0 | 0 |

c) **Resolution 3 - To appoint a director in place of Mr. Gurpal Singh, who retires by rotation and being eligible offers himself for re-appointment.(Ordinary Resolution)**

i. **Voted in favour of the resolution:**

| | | |
|--|--|---|
| Number of members present and voting in favour (in person or by proxy) | Number of votes casted in favour of the resolution | % of total number of valid votes casted on the resolution |
| 32 | 13273051 | 100 |

ii. **Voted against the resolution:**

| | | |
|--|---|---|
| Number of members present and voting against (in person or by proxy) | Number of votes casted against the resolution | % of total number of valid votes casted on the resolution |
| 0 | 0 | 0 |

iii. **Invalid votes :**

| | |
|---|---|
| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes casted by members whose votes were declared invalid |
| 0 | 0 |

d) **Resolution 4 - To appoint M/s Mittal Gupta and Company, Chartered Accountants as statutory auditors of the Company and fix their remuneration in place of M/s Deloitte Haskins and Sells, Chartered Accountants, the existing auditors. (Ordinary Resolution)**



i. Voted in favour of the resolution:

| Number of members present and voting in favour (in person or by proxy) | Number of votes casted in favour of the resolution | % of total number of valid votes casted on the resolution |
|--|--|---|
| 32 | 13273051 | 100 |

ii. Voted against the resolution:

| Number of members present and voting against (in person or by proxy) | Number of votes casted against the resolution | % of total number of valid votes casted on the resolution |
|--|---|---|
| 0 | 0 | 0 |

iii. Invalid votes :

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes casted by members whose votes were declared invalid |
|---|---|
| 0 | 0 |

e) Resolution 5 - To appoint Mr. Gurmit Singh Mann as the Executive Chairman of the Company, and fix his remuneration. (Special Resolution)

i. Voted in favour of the resolution:

| Number of members present and voting in favour (in person or by proxy) | Number of votes casted in favour of the resolution | % of total number of valid votes casted on the resolution |
|--|--|---|
| 32 | 13273051 | 100 |

ii. Voted against the resolution:

| Number of members present and voting against (in person or by proxy) | Number of votes casted against the resolution | % of total number of valid votes casted on the resolution |
|--|---|---|
| 0 | 0 | 0 |

iii. Invalid votes :

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes casted by members whose votes were declared invalid |
|---|---|
| 0 | 0 |

f) **Resolution 6 - To appoint Mr. Guralp Singh as the Managing Director of the Company, and fix his remuneration. (Special Resolution)**

i. **Voted in favour of the resolution:**

| Number of members present and voting in favour (in person or by proxy) | Number of votes casted in favour of the resolution | % of total number of valid votes casted on the resolution |
|--|--|---|
| 32 | 13273051 | 100 |

ii. **Voted against the resolution:**

| Number of members present and voting against (in person or by proxy) | Number of votes casted against the resolution | % of total number of valid votes casted on the resolution |
|--|---|---|
| 0 | 0 | 0 |

iii. **Invalid votes :**

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes casted by members whose votes were declared invalid |
|---|---|
| 0 | 0 |

g) **Resolution 7 - To appoint Ms. Gursimran Kaur Mann as the Managing Director of the Company, and fix her remuneration. (Special Resolution)**

i. **Voted in favour of the resolution:**

| Number of members present and voting in favour (in person or by proxy) | Number of votes casted in favour of the resolution | % of total number of valid votes casted on the resolution |
|--|--|---|
| 32 | 13273051 | 100 |

ii. **Voted against the resolution:**

| Number of members present and voting against (in person or by proxy) | Number of votes casted against the resolution | % of total number of valid votes casted on the resolution |
|--|---|---|
| 0 | 0 | 0 |



iii. Invalid votes :

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes casted by members whose votes were declared invalid |
|---|---|
| 0 | 0 |

g) Resolution 8 - To appoint Mr. Sanjay Tapriya as the Chief Financial Officer and fix his remuneration. (Special Resolution)

i. Voted in favour of the resolution:

| Number of members present and voting in favour (in person or by proxy) | Number of votes casted in favour of the resolution | % of total number of valid votes casted on the resolution |
|--|--|---|
| 32 | 13273051 | 100 |

ii. Voted against the resolution:

| Number of members present and voting against (in person or by proxy) | Number of votes casted against the resolution | % of total number of valid votes casted on the resolution |
|--|---|---|
| 0 | 0 | 0 |

iii. Invalid votes :

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes casted by members whose votes were declared invalid |
|---|---|
| 0 | 0 |

h) Resolution 9 - To appoint Mr Satnam Singh Saggi as the cost auditors and fix his remuneration. (Ordinary Resolution)

i. Voted in favour of the resolution:

| Number of members present and voting in favour (in person or by proxy) | Number of votes casted in favour of the resolution | % of total number of valid votes casted on the resolution |
|--|--|---|
| 32 | 13273051 | 100 |



ii. Voted against the resolution:

| Number of members present and voting against (in person or by proxy) | Number of votes casted against the resolution | % of total number of valid votes casted on the resolution |
|--|---|---|
| 0 | 0 | 0 |

iii. Invalid votes :

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes casted by members whose votes were declared invalid |
|---|---|
| 0 | 0 |



Annexure -3

**Consolidated Results of remote E-Voting & Voting conducted through physical ballot at the
78th Annual General Meeting of SIMBHAOLI SUGARS LIMITED**

| Particulars | Number of Votes Contained in | | | Percentage |
|--|------------------------------|--|----------|------------|
| | Remote E votes | Poll through physical Ballots at AGM | TOTAL | |
| Item No. 1: | | | | |
| To receive, consider and adopt the Financial Statements of the Company for the year 2014-15 and the Reports of the Board of Directors and Auditors thereon. (Ordinary Resolution) | | | | |
| Assent | 2664 | 13273051 | 13275715 | 99.981 |
| Dissent | 2515 | 0 | 2515 | 0.019 |
| Invalid | 0 | 0 | 0 | 0 |
| Total | 5179 | 13273051 | 13278230 | 100.00 |
| Item No. 2: | | | | |
| To appoint a director in place of Ms. Gursimran Kaur Mann, who retires by rotation and being eligible offers herself for reappointment (Ordinary Resolution) | | | | |
| Assent | 2564 | 13273051 | 13275715 | 99.999 |
| Dissent | 165 | 0 | 165 | 0.001 |
| Invalid | 0 | 0 | 0 | 0 |
| Total | 2729 | 13273051 | 13275780 | 100.00 |
| Item No. 3: | | | | |
| To appoint a director in place of Mr. Guralp Singh, who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution) | | | | |
| Assent | 2564 | 13273051 | 13275715 | 99.999 |
| Dissent | 165 | 0 | 165 | 0.001 |
| Invalid | 0 | 0 | 0 | 0 |
| Total | 2729 | 13273051 | 13275780 | 100.00 |
| Item No. 4: | | | | |



To appoint M/s Mittal Gupta and Company, Chartered Accountants as statutory auditors of the Company and fix their remuneration in place of M/s Deloitte Haskins and Sells, Chartered Accountants, the existing auditors. (Ordinary Resolution)

| | | | | |
|---------|------|----------|------------|--------|
| Assent | 1564 | 13273051 | 13274615 | 99.999 |
| Dissent | 165 | 0 | 165 | 0.001 |
| Invalid | 0 | 0 | 0 | 0 |
| Total | 1729 | 13273051 | 10,471,102 | 100.00 |

Item No. 5:

To appoint Mr. Gurmit Singh Mann as the Executive Chairman of the Company, and fix his remuneration. (Special Resolution)

| | | | | |
|---------|------|----------|----------|--------|
| Assent | 2564 | 13273051 | 13275715 | 99.999 |
| Dissent | 165 | 0 | 165 | 0.001 |
| Invalid | 0 | 0 | 0 | 0 |
| Total | 2729 | 13273051 | 13275780 | 100.00 |

Item No. 6:

To appoint Mr. Guralp Singh as the Managing Director of the Company, and fix his remuneration. (Special Resolution)

| | | | | |
|---------|------|----------|----------|--------|
| Assent | 2564 | 13273051 | 13275715 | 99.999 |
| Dissent | 165 | 0 | 165 | 0.001 |
| Invalid | 0 | 0 | 0 | 0 |
| Total | 2729 | 13273051 | 13275780 | 100.00 |

Item No. 7:

To appoint Ms. Gursimran Kaur Mann as the Managing Director of the Company, and fix her remuneration. (Special Resolution)

| | | | | |
|---------|------|----------|----------|--------|
| Assent | 2564 | 13273051 | 13275715 | 99.999 |
| Dissent | 165 | 0 | 165 | 0.001 |
| Invalid | 0 | 0 | 0 | 0 |
| Total | 2729 | 13273051 | 13275780 | 100.00 |

Item No. 8:

To appoint Mr. Sanjay Tapriya as the Chief Financial Officer and fix his remuneration. (Special Resolution)

| | | | | |
|---------|------|----------|----------|--------|
| Assent | 2564 | 13273051 | 13275715 | 99.999 |
| Dissent | 165 | 0 | 165 | 0.001 |
| Invalid | 0 | 0 | 0 | 0 |
| Total | 2729 | 13273051 | 13275780 | 100.00 |



| | | | | |
|---|------|----------|----------|--------|
| Item No. 9: To appoint Mr. Satnam Singh Saggi as the cost auditors and fix his remuneration. (Ordinary Resolution) | | | | |
| Assent | 2564 | 13273051 | 13275715 | 99.999 |
| Dissent | 165 | 0 | 165 | 0.001 |
| Invalid | 0 | 0 | 0 | 0 |
| Total | 2729 | 13273051 | 13275780 | 100.00 |

Amit Gupta
Proprietor
Amit Gupta & Associates
Company Secretaries
FCS - 5478, C.P. - 4682
Date: 30th September, 2015