



(formerly: Bajaj Hindusthan Ltd.)

Registered Office: Golagokarannath, Lakhimpur-Kheri, District Kheri, Uttar Pradesh 262802
Tel.:+91-5876-233754/5/7/8, 233403, Fax:+91-5876-233401, Website: www.bajajhindusthan.com
[Corporate Identity No.L15420UP1931PLC065243](#)

NOTICE TO SHAREHOLDERS – POSTAL BALLOT

Shareholders are hereby informed that pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 including any statutory modification(s) or amendment (s) thereto or re-enactment thereof for the time being in force, the Company has on January 18, 2017 completed the dispatch of a Notice dated January 02, 2017 along with the postal ballot form and a self-addressed reply envelope (for which postage will be paid by the Company) in relation to;

1. Special Resolution for approval of Sale and transfer of Cogeneration power business under Section 180(1)(a) of the Companies Act, 2013;
2. Ordinary Resolution for transaction with Lalitpur Power Generation Company Limited, being a related party for sale of Co-generation power business under Section 188 of the Companies Act, 2013 and Rules thereunder and Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
3. Ordinary Resolution for transaction with Lalitpur Power Generation Company Limited, being a related party to enter into contracts/arrangements for supply of fuel (bagasse and biogas), purchase of power and steam and shared services in respect of common facilities under Section 188 of the Companies Act, 2013 and Rules thereunder and Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The shareholders can opt to exercise their voting right either through Physical Ballot or through e-Voting. The detailed procedure for e-Voting is given in Notice and is also available on the website: www.bajajhindusthan.com.

The Company has appointed M/s Gupta Baul & Associates, Company Secretaries, as the Scrutinizer for conducting Postal Ballot Process in a fair and transparent manner. The voting shall commence from January 19, 2017.

Shareholders are requested to note that:-

- a) The Postal Ballot Form duly completed and signed should reach the Scrutinizer not later than the close of working hours on February 17, 2017. All postal ballot forms received after the said date will be treated as if the reply from such Shareholder has not been received.
- b) Similarly the e-Voting, can be exercised till 5.00 p.m. on February 17, 2017. Please note that e-Voting module will be disabled for e-Voting after the said date.

A shareholder may request for a duplicate postal ballot form, if so required, from the R & T Agent M/s Link Intime India Private Limited, Unit - Bajaj Hindusthan Sugar Limited, C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai - 400 078, Tel. No. 25963838, E-mail id: sharad.patkar@linkintime.co.in or to the Company at e-mail: investor.complaints@bajajhindusthan.com.

The Voting rights are reckoned on the shares registered in the name of the Shareholders/Beneficial Owners as on December 31, 2016, which is the cut-off date.

Any query or grievances in relation to voting by Postal Ballot including voting by electronic means may be addressed to Mr. Kausik Adhikari, Deputy Company Secretary, Bajaj Hindusthan Sugar Limited, Bajaj Bhawan, 2nd Floor, Jamnalal Bajaj Marg, 226, Nariman Point, Mumbai - 400 021 or can be forwarded at email: investor.complaints@bajajhindusthan.com.

For **Bajaj Hindusthan Sugar Limited**

Sd/-

Pradeep Parakh

Group President (GRC) & Company Secretary

Place: Mumbai

Date: January 19, 2017