

**85<sup>TH</sup> ANNUAL GENERAL MEETING HELD ON SEPTEMBER 15, 2017**  
**Declaration of Results of e-voting and poll**

As per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, the Company had provided the facility of remote e-voting and voting through poll to the shareholders to enable them to cast their vote electronically/poll papers on the resolutions proposed in the Notice of the 85<sup>th</sup> Annual General Meeting (AGM). The e-voting was open from September 11, 2017 to September 14, 2017. Further on September 15, 2017 voting facility through poll papers were provided to those members to vote who could not vote earlier through remote e-voting.

The Board of Directors at its meeting held on May 25, 2017 had appointed M/s. Gupta Baul & Associates, Practising Company Secretaries, as the Scrutinizer for remote e-voting and Mr. Avinash Chaturvedi, Advocate as the Scrutinizer for poll. The Scrutinizers have carried out the scrutiny of all the electronic votes received up to the close of working hours on September 14, 2017 and poll received till the conclusion of the meeting and submitted their Reports on September 15, 2017.

The Consolidated Results as per Scrutinizers' Report dated September 15, 2017 is as follows:

Particulars	% Votes in favour	% Votes Against
<b>Resolution No. 1 (Ordinary Resolution):</b> Adoption of Standalone and Consolidated Financial Statements of the Company for the financial year ended as at March 31, 2017 and the Reports of the Board of Directors and the Auditors thereon for the said year.	99.9994	0.0006
<b>Resolution No. 2 (Ordinary Resolution):</b> Re-appointment of Mr. Ashok Kumar Gupta (DIN:02608184) as Director, who retires by rotation and being eligible offers himself for re-appointment.	97.9911	2.0089
<b>Resolution No. 3 (Ordinary Resolution):</b> Ratification of appointment of Messers Chaturvedi & Shah, Chartered Accountants (Firm Registration No.101720W) as the Statutory Auditors of the Company to hold office from the conclusion of this (85 <sup>th</sup> ) Annual General Meeting until the conclusion of the next (86 <sup>th</sup> ) Annual General Meeting of the Company and fix their remuneration.	99.9974	0.0026
<b>Resolution No. 4 (Ordinary Resolution):</b> Appointment of Ms. Shalu Bhandari (DIN: 00012556), as an Independent Director of the Company to hold office upto September 16, 2021.	99.9923	0.0077
<b>Resolution No.5 (Ordinary Resolution):</b> Appointment of Mr. Mukeshkumar S. Dave (DIN: 07708691) as Nominee Director of the Company, liable to retire by rotation.	97.9880	2.0120
<b>Resolution No. 6 (Special Resolution):</b> Re-appointment of Mr. Ashok Kumar Gupta (DIN: 02608184) as Whole-time Director designated as Director (Group Operations) for a further period of five (5) years w.e.f. October 01, 2017 and fixing remuneration.	99.9944	0.0056
<b>Resolution No. 7 (Ordinary Resolution):</b> Ratification of the remuneration payable to cost auditors for the year 2017-2018.	99.9963	0.0037



Based on the consolidated Report of the Scrutinizers, all Resolutions as set out in the Notice of 85<sup>th</sup> Annual General Meeting have been duly approved by the Shareholders with requisite majority.

**FOR BAJAJ HINDUSTHAN SUGAR LIMITED**



**D.K. SHUKLA**  
**CHAIRMAN OF THE MEETING**  
**(DIN: 00025409)**

Date: September 15, 2017