



DWARIKESH SUGAR INDUSTRIES LIMITED

Corp. off.; 511, Maker Chambers V, 221, Nariman Point, Mumbai – 400021. Tel.: 2283 2486, 2204 2945, Fax: 2204 7288
E Mail: dsilbom@dwarikesh.com Website: www.dwarikesh.com, CIN: L15421UP1993PLC018642

REF: DSIL/2025-2026/131

August 19, 2025

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: Submission of Scrutinizer’s Report – 31st Annual General Meeting

Dear Sir/Madam,

Please find enclosed herewith the Consolidated Scrutinizer’s Report on remote e-voting and physical voting conducted at the 31st Annual General Meeting (“AGM”) of the Company held on Tuesday, August 19, 2025 at 12:15 p.m. (IST) at the Registered Office of the Company at Dwarikesh Nagar – 246 762, District Bijnor, Uttar Pradesh.

The said Scrutinizer’s Report is also being uploaded on the Company’s website at www.dwarikesh.com.

You are requested to kindly take the same on record.

Thanking you,

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

B J Maheshwari
Managing Director & CS cum CCO
(DIN: 00002075)

Encl.: As above

VIJAY KUMAR MISHRA

B. Com (Hons.), A C A . F C S

PARESH D PANDYA

B. Com., A.C.S.

NEHAL GUPTA

B.Com, A.C.S, A.C.A, LLB

SUYASHI MISHRA

B.Com, A.C.S, LLB

VKM & ASSOCIATES

PRACTISING COMPANY SECRETARIES

406, Garnet Paladium,

Panch Bawadi, Near W E highway,

Malad E, Mumbai-400097 Mob.: 9322977388

E-mail: vkmassociates@yahoo.com

Form No. MGT-13

**Report of Scrutinizer(s) Combined Scrutinizer's Report (E-Voting & Ballot Poll)
For DWARIKESH SUGAR INDUSTRIES LIMITED**

To,
The Chairman,
Dwarikesh Sugar Industries Limited,
Dwarikesh Nagar, Dist. Bijnor, Uttar Pradesh- 246762

Subject: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting by ballot poll at Thirty-First Annual General Meeting of the Equity Shareholders of Dwarikesh Sugar Industries Limited held on Tuesday, 19th August, 2025 at 12.15 p.m. at the Registered Office of the Company at Dwarikesh Nagar, Dist. Bijnor, Uttar Pradesh- 246762.

Dear Sir(s),

I, Vijay Kumar Mishra, of VKM & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Dwarikesh Sugar Industries Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 31st Annual General Meeting (AGM) of Dwarikesh Sugar Industries Limited on Tuesday, 19th August, 2025 at 12.15 p.m. at the Registered Office of the Company at Dwarikesh Nagar, Dist. Bijnor, Uttar Pradesh- 246762.

We were appointed as Scrutinizer on 22nd May, 2025 to scrutinize the voting process at the said AGM.

At the request of the management, we hereby submit our Combined Scrutinizer report on e-voting and Ballot poll as under:



- a. The Notice dated 22nd May, 2025, along with a statement setting out material facts under Section 102 of the Act as confirmed by the Company was sent to the shareholders in respect of the below-mentioned resolutions passed at the Thirty First Annual General Meeting of the Company.
- b. The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company.
- c. The Company had also provided voting by way of the Ballot poll to the shareholders present at the Thirty First Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.
- d. The shareholders of the company holding shares as on the "cut-off date/ Record date" of Tuesday, 12th August, 2025 were entitled to vote on the resolutions as contained in the Notice of the Thirty First Annual General Meeting.
- e. The voting period for remote e-voting commenced on Saturday, 16th August, 2025 at 09.00 a.m. and ends on Monday, 18th August, 2025 at 05.00 p.m. and the CDSL e- voting platform was blocked thereafter.
- f. After the closure of the voting at the Thirty First Annual General Meeting the report on voting done at the meeting was generated in our presence and the voting was diligently scrutinized by us.
- g. The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the Thirty First Annual General Meeting the votes cast there under were counted.
- h. We have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the CDSL e-voting system and voting by the Ballot poll at the Thirty First Annual General Meeting.



- i. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and the Ballot poll conducted at the venue of the meeting on the resolutions contained in the notice of the Thirty First Annual General Meeting.
- j. Our responsibility as scrutinizer for the remote e-voting and the voting conducted through a Ballot poll at the venue of the meeting is restricted to making a Scrutinizer's Report of the votes cast in favor or against the resolutions.

Member's approval was sought on the following Resolutions:

- 1) Adoption of Audited Financial Statements of the Company for the financial year ended 31st March 2025 and the Reports of the Board of Directors and the Auditors thereon (Ordinary Resolution).
- 2) To appoint a Director in place of Shri Vijay S Banka (DIN: 00963355), who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution).
- 3) Declaration of Dividend for the year ended 31st March 2025 (Ordinary Resolution).
- 4) Appointment of M/s VKM & Associates (COP No: 4279) as Secretarial Auditor for the term of five years (Ordinary Resolution).
- 5) To appoint Mr. Arun Kumar Tulsian (DIN: 10872777) as Non-Executive Independent Director (Special Resolution).
- 6) To appoint Mrs. Bharati Balaji (DIN- 07485652) as Non-Executive Independent Director (Special Resolution).
- 7) To appoint Ms. Priyanka G Morarka (DIN: 00001088) as Whole Time Director of the Company (Ordinary Resolution).
- 8) To fix the remuneration of Ms. Priyanka G Morarka (DIN: 00001088), Whole Time Director of the Company (Special Resolution).
- 9) To ratify remuneration payable to the Cost Auditors M/s. Ramanath Iyer & Co., Cost Accountants (Firm Reg. No.000019) for the Financial Year 2025-26 (Ordinary Resolution).



We now submit our report as under, based on the result of the remote e-voting and voting by Ballot poll at the Thirty First Annual General Meeting in respect of the said resolutions:

Resolution Item No. 1: Ordinary Resolution

Adoption of Audited Financial Statements of the Company for the financial year ended 31st March 2025 and the Reports of the Board of Directors and the Auditors thereon

(i) Voted in favour of resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	156	80182079	99.92%
Voting at AGM by Ballot Poll	45	56502	0.07%
Total	201	80238581	99.99%

(ii) Voted against the resolution.

Number of Members Voted	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	11	2462	0.01%
Voting at AGM by Ballot Poll	00	00	0.00%
Total	11	2462	0.01%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A.



Resolution No. 2: Ordinary Resolution

To appoint a Director in place of Shri Vijay S Banka (DIN: 00963355), who retires by rotation and being eligible, offers himself for re-appointment

(i) Voted in favour of resolution.

Number of Members Voted	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	149	80342144	99.92%
Voting at AGM by Ballot Poll	45	56502	0.07%
Total	194	80398646	99.99%

(ii) Voted against the resolution.

Number of Members Voted	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	18	8430	0.01%
Voting at AGM by Ballot Poll	00	00	0.00%
Total	18	8430	0.01%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A.



To declare dividend on Equity Shares for the financial year ended March 31, 2025.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	159	80349712	99.92%
Voting at AGM by Ballot Poll	45	56502	0.07%
Total	204	80406214	99.99%

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	09	962	0.01%
Voting at AGM by Ballot Poll	00	00	0.00%
Total	09	962	0.01%

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NA



Resolution No. 4: Ordinary Resolution

Appointment of M/s VKM & Associates (COP No: 4279) as Secretarial Auditor for the term of five years

(i) Voted in favour of resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	156	80345377	99.92%
Voting at AGM by Ballot Poll	45	56502	0.07%
Total	201	80401879	99.99%

(ii) Voted against the resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	12	5297	0.01%
Voting at AGM by Ballot Poll	00	00	0.00%
Total	12	5297	0.01%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NA



Resolution No. 5: Special Resolution :

To appoint Mr. Arun Kumar Tulsian (DIN: 10872777) as Non-Executive Independent Director

(i) Voted in favour of resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	153	80344794	99.92%
Voting at AGM by Ballot Poll	45	56502	0.07%
Total	198	80401296	99.99%

(ii) Voted against the resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	15	5880	0.01%
Voting at AGM by Ballot Poll	00	00	0.00%
Total	15	5880	0.01%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
NIL	N.A



Resolution No. 6: Special Resolution :

To appoint Mrs. Bharati Balaji (DIN- 07485652) as Non-Executive Independent Director

(i) Voted in favour of resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	153	80344794	99.92%
Voting at AGM by Ballot Poll	45	56502	0.07%
Total	198	80401296	99.99%

(ii) Voted against the resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	15	5880	0.01%
Voting at AGM by Ballot Poll	00	00	0.00%
Total	15	5880	0.01%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A.



Resolution No. 7: Ordinary Resolution :

To appoint Ms. Priyanka G Morarka (DIN: 00001088) as Whole Time Director of the Company

(i) Voted in favour of resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	151	79840577	99.92%
Voting at AGM by Ballot Poll	45	56502	0.07%
Total	196	79897079	99.99%

(ii) Voted against the resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	16	5899	0.01%
Voting at AGM by Ballot Poll	00	00	0.00%
Total	16	5899	0.01%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A.



Resolution No. 8: Special Resolution :

To fix the remuneration of Ms. Priyanka G Morarka (DIN: 00001088), Whole Time Director of the Company

(i) Voted in favour of resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	149	79839691	99.92%
Voting at AGM by Ballot Poll	45	56502	0.07%
Total	194	79896193	99.99%

(ii) Voted against the resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	18	6785	0.01%
Voting at AGM by Ballot Poll	00	00	0.00%
Total	18	6785	0.01%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A



Resolution No. 9: Ordinary Resolution :

To ratify remuneration payable to the Cost Auditors M/s. Ramanath Iyer & Co., Cost Accountants (Firm Reg. No.000019) for the Financial Year 2025-26

(i) Voted in favour of resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	155	80347507	99.92%
Voting at AGM by Ballot Poll	45	56502	0.07%
Total	200	80404009	99.99

(ii) Voted against the resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	13	3167	0.01%
Voting at AGM by Ballot Poll	00	00	0.00%
Total	13	3167	0.01%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A.



- k. The above Resolutions No.01 to No. 09 were passed with majority of Votes.
- l. All electronic data and relevant records of voting will remain in our custody until the Chairman considers, approves and sign the Minutes of 31st Annual General Meeting of the Company and after, the same will be handed over to Shri Balkishan J Maheshwari, Managing Director of the Company for safe keeping.

Thanking you,

For VKM & ASSOCIATES
Company Secretaries




(Vijay Kumar Mishra)
Partner
C.P.No.4279

UDIN : F005023G001032093

Place : Mumbai

Date : 20/08/2025

Countersigned by :

For Dwarikesh Sugar Industries Limited

B. J. Maheshwari
Managing Director & CS cum CCO
(DIN: 00002075)