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Clause 35A – Voting Results of 79th Annual General Meeting of Dhampur Sugar Mills Limited held on 26th September, 2014

Serial No.	Particulars	
1.	Date of the AGM/EGM	26.09.2014
2.	Total number of Shareholders on record date/book closure	44014
3.	No. of Shareholders present in the meeting either in person or through proxy -	
	• Promoters and Promoter Group	8
	• Public	38
4.	No. of Shareholders attended the meeting through Video Conferencing -	N.A
	• Promoters and Promoter Group	N.A
	• Public	N.A
5.	Detail of the Agenda	
	Resolution required: **(Ordinary/Special)**	
	Mode of voting: **(Show of hands/Poll/Postal ballot/E-voting)**	

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Item No.	Detail of Agenda	Resolution Required (Ordinary/ Special)	Mode of Voting (Show of Hands/Poll/Postal Ballot/E-voting)	Result
1	To receive, consider and adopt the audited Balance Sheet as at the 31st March, 2014, the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.	**Ordinary**	**E- Voting and Poll**	**Passed with requisite majority**
2	To declare dividend on Preference Shares to IFCI Limited for the financial year ended 31st March, 2014.	**Ordinary**	**E- Voting and Poll**	**Passed with requisite majority**
3	To appoint a director in place of Shri Gaurav Goel, who retires by rotation and being eligible offers himself for re-appointment.	**Ordinary**	**E- Voting and Poll**	**Passed with requisite majority**
4	To appoint a director in place of Shri Gautam Goel, who retires by rotation and being eligible offers himself for re-appointment	**Ordinary**	**E- Voting and Poll**	**Passed with requisite majority**
5	To re-appoint M/s S Vaish & Co. and M/s Mittal Gupta & Company, Chartered Accountants, Kanpur, as Joint Statutory Auditors of the Company for the financial year 2014-15 to hold office from the conclusion of this meeting to the conclusion of next Annual General Meeting	**Ordinary**	**E- Voting and Poll**	**Passed with requisite majority**
6	To appoint M/s S.S. Kothari Mehta & Co., Chartered Accountants, as Branch Auditors of Meerganj Unit of the Company for the financial year 2014-15 to hold office from the conclusion of this meeting to the conclusion of next Annual General Meeting.	**Ordinary**	**E- Voting and Poll**	**Passed with requisite majority**
7	Payment of Remuneration to the Cost Auditor for the Financial Year 2014-15	**Ordinary**	**E- Voting and Poll**	**Passed with requisite majority**
8	Appointment of Shri Priya Brat as an Independent Director	**Ordinary**	**E- Voting and Poll**	**Passed with requisite majority**
9	Appointment of Shri M.P Mehrotra as an Independent Director	**Ordinary**	**E- Voting and Poll**	**Passed with requisite majority**



10	Appointment of Shri Ashwani K Gupta as an Independent Director	**Ordinary**	**E- Voting and Poll**	**Passed with requisite majority**
11	Appointment of Shri B.B Tandon as an Independent Director	**Ordinary**	**E- Voting and Poll**	**Passed with requisite majority**
12	Appointment of Shri Harish Saluja as an Independent Director.	**Ordinary**	**E- Voting and Poll**	**Passed with requisite majority**
13	Appointment of Shri Rahul Bedi as an Independent Director.	**Ordinary**	**E- Voting and Poll**	**Passed with requisite majority**
14	Appointment of Shri Sandeep Sharma as Whole Time Director.	**Ordinary**	**E- Voting and Poll**	**Passed with requisite majority**
15	Invitation and Acceptance of Fixed Deposits from the Members and Public	**Special**	**E- Voting and Poll**	**Passed with requisite majority**
16	Limit of Borrowings U/S 180(1)(c) of the Companies Act, 2013	**Special**	**E- Voting and Poll**	**Passed with requisite majority**
17	Providing security u/s 180(1)(a) of the Companies act, 2013 in connection with the borrowings of the Company.	**Special**	**E- Voting and Poll**	**Passed with requisite majority**
18	Special resolution under Section 186 of Companies Act, 2013 for giving of loans, making investments, providing guarantees and securities upto aggregating limit of Rs. 700 crores.	**Special**	**E- Voting and Postal Ballot**	**Passed with requisite majority**



In case of Poll/E-voting in Annual General Meeting :

Particulars	Promoter/Public	No. of shares held -1	No. of votes polled -2	% 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
Resolution 1	Promoter and Promoter Group	30585637	30500273	99.721	30500273	0	100	0
	Public – Institutional holders	2216670	467200	21.077	467200	0	100	0
	Public-Others	24412628	37098	0.152	36572	526	98.58	1.42
	Total	**57214935**	**31004571**	**54.190**	**31004045**	**526**	**99.998**	**0.002**
Resolution 2	Promoter and Promoter Group	30585637	30500273	99.721	30500273	0	100	0
	Public – Institutional holders	2216670	467200	21.077	467200	0	100	0
	Public-Others	24412628	37098	0.152	35431	1667	95.51	4.49
	Total	**57214935**	**31004571**	**54.190**	**31002904**	**1667**	**99.995**	**0.005**
Resolution 3	Promoter and Promoter Group	30585637	30500273	99.721	30500273	0	100	0
	Public – Institutional holders	2216670	467200	21.077	467200	0	100	0
	Public-Others	24412628	34007	0.139	32232	1775	94.78	5.22
	Total	**57214935**	**31001480**	**54.184**	**30999705**	**1775**	**99.994**	**0.006**
Resolution 4	Promoter and Promoter Group	30585637	30500273	99.721	30500273	0	100	0
	Public – Institutional holders	2216670	467200	21.077	467200	0	100	0
	Public-Others	24412628	34098	0.140	31497	2601	92.37	7.63
	Total	**57214935**	**31001571**	**54.184**	**30998970**	**2601**	**99.992**	**0.008**



Resolution 5	Promoter and Promoter Group	30585637	30500273	99.721	30500273	0	100	0
	Public – Institutional holders	2216670	467200	21.077	467200	0	100	0
	Public-Others	24412628	34098	0.140	32918	1180	96.54	3.46
	Total	**57214935**	**31001571**	**54.184**	**31000391**	**1180**	**99.996**	**0.004**
Resolution 6	Promoter and Promoter Group	30585637	30500273	99.721	30500273	0	100	0
	Public – Institutional holders	2216670	467200	21.077	467200	0	100	0
	Public-Others	24412628	34098	0.140	32542	1556	95.44	4.56
	Total	**57214935**	**31001571**	**54.184**	**31000015**	**1556**	**99.995**	**0.005**
Resolution 7	Promoter and Promoter Group	30585637	30500273	99.721	30500273	0	100	0
	Public – Institutional holders	2216670	467200	21.077	467200	0	100	0
	Public-Others	24412628	34098	0.140	32652	1446	95.76	4.24
	Total	**57214935**	**31001571**	**54.184**	**31000125**	**1446**	**99.995**	**0.005**
Resolution 8	Promoter and Promoter Group	30585637	30500273	99.721	30500273	0	100	0
	Public – Institutional holders	2216670	467200	21.077	467200	0	100	0
	Public-Others	24412628	33948	0.139	31432	2516	92.59	7.41
	Total	**57214935**	**31001421**	**54.184**	**30998905**	**2516**	**99.992**	**0.008**
Resolution 9	Promoter and Promoter Group	30585637	30500273	99.721	30500273	0	100	0
	Public – Institutional holders	2216670	467200	21.077	467200	0	100	0
	Public-Others	24412628	28198	0.116	25682	2516	91.08	8.92
	Total	**57214935**	**30995671**	**54.174**	**30993155**	**2516**	**99.992**	**0.008**



Resolution 10	Promoter and Promoter Group	30585637	30500273	99.721	30500273	0	100	0
	Public – Institutional holders	2216670	467200	21.077	467200	0	100	0
	Public-Others	24412628	34098	0.140	32042	2056	93.97	6.03
	Total	**57214935**	**31001571**	**54.184**	**30999515**	**2056**	**99.993**	**0.007**
Resolution 11	Promoter and Promoter Group	30585637	30500273	99.721	30500273	0	100	0
	Public – Institutional holders	2216670	467200	21.077	467200	0	100	0
	Public-Others	24412628	34098	0.140	31582	2516	92.62	7.38
	Total	**57214935**	**31001571**	**54.184**	**30999055**	**2516**	**99.992**	**0.008**
Resolution 12	Promoter and Promoter Group	30585637	30500273	99.721	30500273	0	100	0
	Public – Institutional holders	2216670	467200	21.077	467200	0	100	0
	Public-Others	24412628	34068	0.140	32012	2056	93.97	6.03
	Total	**57214935**	**31001541**	**54.184**	**30999485**	**2056**	**99.993**	**0.007**
Resolution 13	Promoter and Promoter Group	30585637	30500273	99.721	30500273	0	100	0
	Public – Institutional holders	2216670	467200	21.077	467200	0	100	0
	Public-Others	24412628	33588	0.138	31072	2516	92.51	7.49
	Total	**57214935**	**31001061**	**54.184**	**30998545**	**2516**	**99.992**	**0.008**
Resolution 14	Promoter and Promoter Group	30585637	30500273	99.721	30500273	0	100	0
	Public – Institutional holders	2216670	467200	21.077	467200	0	100	0
	Public-Others	24412628	34098	0.140	31582	2516	92.62	7.38
	Total	**57214935**	**31001571**	**54.184**	**30999055**	**2516**	**99.992**	**0.008**

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Resolution 15	Promoter and Promoter Group	30585637	30500273	99.721	30500273	0	100	0
	Public – Institutional holders	2216670	467200	21.077	467200	0	100	0
	Public-Others	24412628	37098	0.152	32516	4582	87.65	12.35
	Total	**57214935**	**31004571**	**54.190**	**30999989**	**4582**	**99.985**	**0.015**
Resolution 16	Promoter and Promoter Group	30585637	30500273	99.721	30500273	0	100	0
	Public – Institutional holders	2216670	467200	21.077	467200	0	100	0
	Public-Others	24412628	37098	0.152	32506	4592	87.62	12.38
	Total	**57214935**	**31004571**	**54.190**	**30999979**	**4592**	**99.985**	**0.015**
Resolution 17	Promoter and Promoter Group	30585637	30500273	99.721	30500273	0	100	0
	Public – Institutional holders	2216670	467200	21.077	467200	0	100	0
	Public-Others	24412628	37098	0.152	35506	1592	95.71	4.29
	Total	**57214935**	**31004571**	**54.190**	**31002979**	**1592**	**99.995**	**0.005**



Result of Voting of Postal Ballot as set out in Item No. 18 of Notice of Annual General Meeting

Particulars	Promoter/Public	No. of shares held -1	No. of votes (E-voting + Postal Ballot) -2	% 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
Resolution No. 18	Promoter and Promoter Group	30585637	30500273	99.721	30500273	0	100	0
	Public – Institutional holders	2216670	67200	3.032	67200	0	100	0
	Public-Others	24412628	119958	0.491	108707	11251	90.62	9.38
	Total	**57214935**	**30687431**	**53.635**	**30676180**	**11251**	**99.963**	**0.037**

For Dhampur Sugar Mills Limited

Arhant Jain
(Executive President (Finance) & Company Secretary)