Dharani Sugars and Chemicals Limited

CIN No. L15421TN1987PLC014454

Regd. Office : "PGP HOUSE" , 57, Sterling Road, Nungambakkam, Chennai - 600 034.

Tel. : 28311313, 28254176, Fax : 28232074, 28232076

Email : commercial@pgpgroup.in, finance@pgpgroup.in, secretarial@pgpgroup.in

PGP GROUP

Website: www.dharanisugars.in

TIN No. : 33061502443 CST No. : 818529 / 19.11.87

DSCL/E-voting/2015-16

September 29, 2016

To

The Corporate Relationship Department BSE Ltd., 1st Floor, New Trading Wing P J Towers, Dalal Street Mumbai – 400 001	The Authorised Signatory National Stock Exchange of India Limited Exchange Plaza, 5th Floor Plot No. C/1 G Block, Bandra – Kurla Complex Bandra East, Mumbai 400 051

Sub: Declaration of Results of the Voting on Resolutions set out in the Notice of 29th Annual General Meeting held on 28th September, 2016

Dear Sir,

Pursuant to the provisions of Section 96 of the Companies Act, 2013, the 29th Annual General Meeting (AGM) of the Company was convened on 28th September, 2016 at the Narada Gana Sabha, Mini Hall, No.314 TTK Road, Alwarpet, Chennai – 600 018 at 10:30 A.M. to seek the approval of members of the Company on the resolutions set out in the Notice.

Further, Pursuant to the provisions of section 108 of the Companies Act, 2013, read with Companies (Management & Administration) Rules, 2014, and Regulation 44 (3) SEBI as per Listing Obligation and Disclosure Requirement Regulations, 2015, the Company had provided facility to the members to vote electronically and also by physical ballot on aforesaid resolutions and had appointed Mr M Damodaran & Associates, Practicing Company Secretary, as the Scrutinizer to conduct the voting process in a fair and transparent manner.

The Scrutinizer has submitted his report on the e-voting and the physical ballot.

Accordingly, the Chairman has declared that all 5 (Five) resolutions as set out in the Notice of the 29th AGM of the Company have been passed with requisite majority by the Members of the Company. Further, the Company has made necessary disclosures on the website of the Company.

A copy of the scrutinizers' report and the declaration of results by the duly authorised person are sent herewith as required by Rule 20 the Companies (Management & Administration) Rule 2014 as amended.

Kindly take the above on record.

Thanking you,

Yours faithfully
For Dharani Sugars and Chemicals Limited

E P Sakthivel
Company Secretary

Encl.: as above

DHARANI SUGARS AND CHEMICALS LIMITED
No. 57, Sterling Road, Nungambakkam, Chennai - 34.

Dharani Sugars and Chemicals Limited

CIN No. L15421TN1987PLC014454

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Website: www.dharanisugars.in TIN No. : 33061502443 CST No. : 818529 / 19.11.87

DECLARATION

Based on the report dated 29th September 2016 of the Scrutinizers Mr M Damodaran & Associates, Practising Company Secretary, Chennai. I, E P Sakthivel, Company Secretary and duly authorised by Chairman on this behalf do hereby declare the results of voting by the equity shareholders at the Annual General Meeting held on 28th September 2016 as follows.

Sl.No	Resolutions	% Votes in favour	Results
Ordinary Resolutions			
01	To adopt the Audited Statement of Profits and Loss for the year ended 31st March 2016 and Balance Sheet.	100	Passed with majority
02	To re – appoint Mrs Visalakshi Periasamy as Director	100	Passed with majority
03	To Appoint Statutory Auditors	100	Passed with majority
Special Resolutions			
04	To approve the payment of Remuneration to Dr Palani G Periasamy whole time Director designated as Executive Chairman	100	Passed with majority
05	To approve the payment of Remuneration to M Ramalingam whole time Director designated as Managing Director	100	Passed with majority

For Dharani Sugars and Chemicals Limited

DHARANI SUGARS AND CHEMICALS LIMITED No. 57, Sterling Road, Nungambakkam, Chennai - 34.

E P Sakthivel
Company Secretary
Duly authorised by Chairman to declare the results

Place: Chennai
Date : 29 .09.2016

Dharani Sugars and Chemicals Limited

As per Regulation 44(3) of The SEBI (LODR) Regulations, 2015

RESULTS OF THE ~~POSTAL BALLOT~~ INCLUDING E-VOTING NOTICE DATED 28.09.2016

Date of / declaration of ~~Postal Ballot results /~~ e-Voting Results	29.09.2016
Total number of shareholders on record date i.e. 21st September 2016	14953
No. of shareholders cast their votes through ~~Postal Ballot~~ / e-Voting	25
Promoters and Promoter Group	14
Public	11
No. of Shareholders attended the meeting through Video Conferencing	NA
Promoters and Promoter Group	-
Public	-

1.ORDINARY BUSINESS: To adopt Audited Statement of Profit and Loss for the Year ended 31.03.2016 and Balance Sheet.

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	**MODE OF VOTING**	**NO OF SHARES HELD**	**NO OF VOTES POLLED**	**% OF SHARES POLLED ON OUTSTANDING SHARES**	**NO OF VOTES IN FAVOUR**	**NO OF VOTES AGAINST**	**% OF VOTES IN FAVOUR ON VOTES POLLED**	**% OF VOTES AGAINST ON VOTE POLLED**
		(1)	**(2)**	**(3)=(2/1)*100**	**(4)**	**(5)**	**(6)=(4/2)*100**	**(7)=(5/2)*100**
PROMOTER AND PROMOTER~GROUP	E-VOTING	18165659	18165659	100	18165659	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**18165659**	**18165659**	100	**18165659**	**0**	100	0
PUBLIC-INSTITUTIONS	E-VOTING	17950	0	0.00	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**17950**	**0**	0.00	**0**	**0**	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	12746391	143995	1.13	143995	0	100	0
	POLL		6767	0.05	6767	0	100	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**12746391**	**150762**	1.18	**150762**	**0**	100	0
GRAND TOTAL		**30930000**	**18316421**	59.22	**18316421**	**0**	100	0

2.ORDINARY BUSINESS: To Appoint a Director - Mrs. Visalakshi Palanisamy

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	**MODE OF VOTING**	**NO OF SHARES HELD**	**NO OF VOTES POLLED**	**% OF SHARES POLLED ON OUTSTANDING SHARES**	**NO OF VOTES IN FAVOUR**	**NO OF VOTES AGAINST**	**% OF VOTES IN FAVOUR ON VOTES POLLED**	**% OF VOTES AGAINST ON VOTE POLLED**
		(1)	**(2)**	**(3)=(2/1)*100**	**(4)**	**(5)**	**(6)=(4/2)*100**	**(7)=(5/2)*100**
PROMOTER AND PROMOTER~GROUP	E-VOTING	18165659	18165659	100	18165659	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**18165659**	**18165659**	100	**18165659**	**0**	100	0
PUBLIC-INSTITUTIONS	E-VOTING	17950	0	0.00	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**17950**	**0**	0.00	**0**	**0**	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	12746391	143695	1.13	143695	0	100	0
	POLL		6767	0.05	6767	0	100	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**12746391**	**150462**	1.18	**150462**	**0**	100	0
GRAND TOTAL		**30930000**	**18316121**	59.22	**18316121**	**0**	100	0



'3.ORDINARY BUSINESS: To Appoint Statutory Auditors

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	18165659	18165659	100	18165659	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**18165659**	**18165659**	100	**18165659**	**0**	100	0
PUBLIC-INSTITUTIONS	E-VOTING	17950	0	0.00	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**17950**	**0**	0.00	**0**	**0**	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	12746391	143995	1.13	143995	0	100	0
	POLL		6767	0.05	6767	0	100	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**12746391**	**150762**	1.18	**150762**	**0**	100	0
GRAND TOTAL		**30930000**	**18316421**	59.22	**18316421**	**0**	100	0

4.SPECIAL RESOLUTION: To approve the payment of Remuneration to Dr Palani G Periasamy whole time Director designated as Executive Chairman

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	18165659	18165659	100	18165659	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**18165659**	**18165659**	100	**18165659**	**0**	100	0
PUBLIC-INSTITUTIONS	E-VOTING	17950	0	0.00	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**17950**	**0**	0.00	**0**	**0**	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	12746391	143695	1.13	143695	0	100	0
	POLL		6767	0.05	6767	0	100	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**12746391**	**150462**	1.18	**150462**	**0**	100	0
GRAND TOTAL		**30930000**	**18316121**	59.22	**18316121**	**0**	100	0

5.SPECIAL RESOLUTION: To approve the payment of Remuneration to Mr M Ramalingam whole time Director designated as Managing Director

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	18165659	18165659	100	18165659	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**18165659**	**18165659**	100	**18165659**	**0**	100	0
PUBLIC-INSTITUTIONS	E-VOTING	17950	0	0.00	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**17950**	**0**	0.00	**0**	**0**	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	12746391	143695	1.13	143695	0	100	0
	POLL		6767	0.05	6767	0	100	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**12746391**	**150462**	1.18	**150462**	**0**	100	0
GRAND TOTAL		**30930000**	**18316121**	59.22	**18316121**	**0**	100	0

Note: excludes votes rejected / abstained

Result - Resolution passed with requisite majority

New No.6, Old No.12,
Appavoo Gramani 1st Street,
Mandaveli,
(Opp. to Church Near by BSNL Office)
Chennai - 600 028.
Ph : 044-4360 1111
E-mail : secretarial@mdassociates.co.in
accounts@mdassociates.co.in

M. DAMODARAN & ASSOCIATES

Practicing Company Secretaries

ISO 9001:2008

M. Damodaran, B.Com, F.C.S. L.L.B.
Mobile:98412 81693

CONSOLIDATED SCRUTINIZER'S REPORT

(REMOTE E-VOTING & INSTA POLL)

[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended and the provisions of Regulation 44 of the SEBI LODR, Regulations 2015]

To,

The **Chairman** of 29th Annual General Meeting of the Equity Shareholders of M/s DHARANI SUGARS AND CHEMICALS LIMITED (CIN: L15421TN1987PLC014454) held on Wednesday, 28th September, 2016 at 10.30 AM at Sathguru Gnanananda Mini Hall, Narada Gana Sabha, New No.314 TTK Road, Alwarpet, Chennai-600018.

Dear Sir,

1. I, M.Damodaran, a Company Secretary in Practice having office at New No. 6, Old No. 12, Appavoo Gramani 1st Street, Velayudaraja Street, Mandavelipakkam, Raja Annamalai Puram, Chennai, Tamil Nadu 600028 have been appointed as a scrutinizer by the Board of Directors of M/s DHARANI SUGARS AND CHEMICALS LIMITED (the company) for the purpose of:

(i) Scrutinizing the e-voting process (remote e- voting) under the provisions of Section 108 of The Companies Act 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) and the provisions of Regulation 44 of the SEBI LODR, Regulations 2015.

(ii) Poll through Ballot Paper (Insta Poll) under the provisions of Section 109 of the 2013 Act read with Rule 21 of the Rules, on the resolutions contained in the notice to the 29th Annual General Meeting (AGM) of the Equity Shareholders of the Company, held 28th September, 2016 at 10.30 AM at Sathguru Gnanananda Mini Hall, Narada Gana Sabha, New No.314 TTK Road, Alwarpet, Chennai-600018.

2. The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act 2013 and Rules relating to voting through electronic means [i.e. by remote e-voting and voting by Poll by Ballot Paper (Insta Poll) at the AGM] for the resolutions contained in the Notice to the 29th AGM of the Equity Shareholders of the company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e by remote e-voting and Insta Poll at AGM) is restricted to make a consolidated scrutinizer's report of the voted cast "in favor "or "against" the resolution stated above, based on the report generated from the e-voting system provided by CDSL

(Central Depository Services Limited), the Agency authorized under the Rules and engaged by the company to provide e-voting facilities for voting through electronic means.

for Dharani Sugars and Chemicals Limited

E P Sakthivel
Company Secretary
Duly authorised by Chairman to declare the results

DHARANI SUGARS AND CHEMICALS LIMITED
No.57, Sterling Road, Nungambakkam, Chennai - 34.

M. DAMODARAN 5081 COMPANY SECRETARY

M. DAMODARAN & ASSOCIATES
Practicing Company Secretaries

Results of E-Voting and Insta Poll of M/s DHARANI SUGARS AND CHEMICALS LIMITED

Item No: 1

Consider and adopt Audited Financial Statements, Reports of the Board of Directors and Auditors as on 31st March 2016.

Passed as Ordinary Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	6	6	6767	100	0	0	0	100
E-Voting	35	35	18309654	100	0	0	0	100
Total	41	41	18316421	100	0	0	0	**100**

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
Total	0

for Dharani Sugars and Chemicals Limited

E P Sakthivel
Company Secretary
Duly authorised by Chairman to declare the results

DHARANI SUGARS AND CHEMICALS LIMITED
No. 57, Sterling Road, Nungambakkam, Chennai - 34.

M. DAMODARAN & ASSOCIATES
Practicing Company Secretaries

Item No: 2

Re-appointment of Mrs Visalakshi Periasamy (DIN 00064517) as Director, who retires by rotation.

Passed as Ordinary Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	6	6	6767	100	0	0	0	100
E-Voting	34	34	18309354	100	0	0	0	100
Total	40	40	18316121	100	0	0	0	**100**

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
Total	0

M. DAMODARAN 508 COMPANY SECRETARY

for Dharani Sugars and Chemicals Limited

E P Sakthivel
Company Secretary
Duly authorised by Chairman to declare the results

DHARANI SUGARS AND CHEMICALS LIMITED
No. 57, Sterling Road, Nungambakkam, Chennai - 34.

M. DAMODARAN & ASSOCIATES

Practicing Company Secretaries

Item No: 3

Ratification of appointment of M/s Srinivasan & Shankar, Chartered Accountants, Chennai (Registration number 005093S) as the statutory auditors of the Company for the year 2016-17.

Passed as Ordinary Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	**Favour**			**Against**			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	6	6	6767	100	0	0	0	100
E-Voting	35	35	18309654	100	0	0	0	100
Total	41	41	18316421	100	0	0	0	**100**

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
Total	0

M. DAMODARAN 5081 COMPANY SECRETARY

for Dharani Sugars and Chemicals Limited

E P Sakthivel
Company Secretary
Duly authorised by Chairman to declare the results

DHARANI SUGARS AND CHEMICALS LIMITED
No. 57, Sterling Road, Nungambakkam, Chennai - 34.

M. DAMODARAN & ASSOCIATES

Practicing Company Secretaries

Item No: 4

Payment of Remuneration to Dr. PALANI GOUNDER PERIASAMY (DIN: 00081002), whole time director designated as Executive Chairman for a period not exceeding 3 years from the year 2015 – 16.

Passed as Special Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	**Favour**			**Against**			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	6	6	6767	100	0	0	0	100
E-Voting	34	34	18309354	100	0	0	0	100
Total	40	40	18316121	100	0	0	0	**100**

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
Total	0

M. DAMODARAN 5081 COMPANY SECRETARY

for Dharani Sugars and Chemicals Limited

E P Sakthivel
Company Secretary
Duly authorised by Chairman to declare the results

DHARANI SUGARS AND CHEMICALS LIMITED No. 57, Sterling Road, Nungambakkam, Chennai - 34.

M. DAMODARAN & ASSOCIATES
Practicing Company Secretaries

Item No: 5

Payment of Remuneration to Mr M Ramalingam (DIN: 00278025), whole time director designated as Managing Director for the year 2015 - 16.

Passed as Special Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	**Favour**			**Against**			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	6	6	6767	100	0	0	0	100
E-Voting	34	34	18309354	100	0	0	0	100
Total	40	40	18316121	100	0	0	0	**100**

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
Total	0

3. The electronic data and all other relevant records relating to e voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,
Yours faithfully,

M.Damodaran & Associates
Practicing Company Secretary

Date: 29.09.2016
Place: Chennai

for Dharani Sugars and Chemicals Limited

E P Sakthivel
Company Secretary
Duly authorised by Chairman to declare the results

DHARANI SUGARS AND CHEMICALS LIMITED
No. 57, Sterling Road, Nungambakkam, Chennai