Dharani Sugars and Chemicals Limited

Regd. Office : "PGP HOUSE", (Old No.57) New No.59, Sterling Road, Nungambakkam,
Chennai - 600 034. Tel. : 28311313, 28254176, Fax : 28232074, 28232076
Email : commercial@pgpgroup.in, finance@pgpgroup.in, secretarial@pgpgroup.in
Website : www.dharanisugars.in

PGP GROUP CIN No.: L15421TN1987PLC014454 TIN No.: 33061502443 CST No.: 818529/19.11.87

DSCL/E-voting/2015-16

March 28, 2016

The Stock Exchange, Mumbai
Corporate Relationship Department,
First Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort, Mumbai 400 001.

Email ID : corp.relations@bseindia.com

Mr Hari – Vice President
National Stock Exchange Limited
Exchange Plaza, 5th Floor
Plot No.C/1 G Block, Bandra – Kurla Complex
Bandra East, Mumbai 400 051

E-mail : cc_nse@nse.co.in

Email – corp.relations@bseindia.com

Sub: Details of Results of the Voting on Resolution through postal Ballot by Shareholders.

Dear Sir,

Pursuant to the provisions of Section 110 and Section 108 of the Companies Act, 2013, read with Companies (Management & Administration) Rules, 2014, and Regulations 44 (1) Security Exchange Board of India (SEBI) Listing Obligation and Disclosure Requirement Regulations, 2015, the Company had provided facility to the members to vote electronically and also through Postal ballot on the said resolution 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 Postal ballot at 6.30 p.m. on the 26th March 2016.

Accordingly, the Chairman declared that the special resolution as set out in the Notice of Postal Ballot dated 11.02.2016 of the Company has been passed with requisite majority by the Members of the Company. The Company has also 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 and 22 the Companies (Management & Administration) Rule 2014 as amended and as per Regulation 44 (3) Security Exchange Board of India (SEBI) Listing Obligation and Disclosure Requirement Regulations, 2015.

Kindly take the above on record.

Thanking you,

Yours faithfully,
For Dharani Sugars and Chemicals Limited

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

E P Sakthivel
Company Secretary

Encl.: as above

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 19.02.2016

Date of / declaration of Postal Ballot results / e-Voting Results	26-Mar-16
Total number of shareholders on record date i.e. 19 February 2016	14233
No. of shareholders cast their votes through Postal Ballot / e-Voting	130
Promoters and Promoter Group	22
Public	108
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	NA
Public	NA

ITEM NO: 1: Preferential issue of Equity shares

Resolution required: (Ordinary/ Special)				**Special Resolution**				
Whether promoter/ promoter group are interested in the agenda/resolution?				No (Excepting Dr Palani G Periasamy, Chairman and Mrs Visalakshi Periasamy, Director)				
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 vote-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	16625505	16166175	97.24	16166175	0	100.00	0.00
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	16625505	459330	2.76	459330	0	100.00	0.00
	Total	16625505	16625505	100.00	16625505	0	100.00	0.00
Public-Institutions	E-Voting	17950	0	0.00	0	0	0.00	0.00
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	17950	0	0.00	0	0	0.00	0.00
	Total	17950	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	12746391	145394	1.14	144892	502	99.65	0.35
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	12746391	12783	0.10	11958	825	93.55	6.45
	Total	12746391	158177	1.24	156850	1327	99.16	0.84
TOTAL		**29389846**	**16783682**	**57.11**	**16782355**	**1327**	**99.99**	**0.01**

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

IAF
ISO 9001:2008

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

SCRUTINIZER'S REPORT
(POSTAL BALLOT)

[Pursuant to Section 108 & Section 110 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman
M/s. DHARANI SUGARS AND CHEMICALS LIMITED
PGP HOUSE 57,STERLING RD
NUNGAMBAKKAM,
CHENNAI- 600034

I, M Damodaran, a Company Secretary in Practice having office at New No. 6, Old No. 12, AppavooGramni 1st Street, Mandaveli, 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

Scrutinizing the Postal Ballot process under the provisions of Section 110 of The Companies Act 2013 (the2013 Act) read with Rule 22 of the Companies (Management and Administration) Rules,2014, for

Item:1- To issue 1540154 Equity Shares on preferential basis to the existing Promoter Group Dharani Developers Private Limited under section 62 read with section 42 of the Companies Act 2013 and related rules made there on and as per Regulation chapter VII of the SEBI (ICDR) Regulations 2009.

1. The management of the Company is responsible to ensure the compliance with the requirement ofThe Companies Act 2013 and Rules relating to e-voting and voting through Postal Ballot for the resolutions contained in the Notice of the company. My responsibility as a scrutinizer for the voting process is restricted to make a scrutinizer's report of the votes cast "in favor "or "against" the resolution stated above, based on the report generated from the e-voting system provided by CDSL, authorized under the Rules and engaged by the company to provide e-voting facilities for voting through electronic means and based on the Ballot forms report provided to me bythe company.

for Dharani Sugars and Chemicals Limited

Dr Palani G Periasamy
Executive Chairman

CHAIRMAN

M. DAMODARAN 5081 COMPANY SECRETARY

2. I submit herewith my Scrutinizers report on the results of e-voting andvoting through postal ballot as under:

M/s. DHARANI SUGARS AND CHEMICALS LIMITED -E VOTING &POSTAL BALLOT REPORT

	Mode	Ballots Received	Favour			Against			Invalid		
			Ballots	Votes	%	Ballots	Votes	%	Ballots	Vote	%
ITEM-1 To issue 1540154 Equity Shares on preferential basis to the existing Promoter Group Dharani Developers Private Limited under section 62 read with section 42 of the Companies Act 2013 and related rules made there on and as per Regulation chapter VII of the SEBI (ICDR) Regulations 2009. **(As a Special Resolution)**	POSTAL BALLOT	91	82	4,71,288	2.8080	8	825	0.0049	1	100	0.0006
	E VOTING	39	37	1,63,11,067	97.1835	2	502	0.0030	-	-	-
	TOTAL	**130**	**119**	**1,67,82,355**	**99.9915**	**10**	**1,327**	**0.0079**	**1**	**100**	**0.0006**

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 General Meeting.

Thanking You,

Yours faithfully,

M.Damodaran
Practicing Company Secretary
Membership No: 5837
CP No. 5081

Place: Chennai
Date: 26.03.2016

for Dharani Sugars and Chemicals Limited

Dr Palani G Periasamy
Executive Chairman