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

PGP GROUP
Website: www.dharanisugars.in

DSCL/E-voting/2016-17

August 9, 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: Declaration of Results of the Voting on Resolution through postal Ballot.

Dear Sir,

Pursuant to the provisions of Section 110 of the Companies Act, 2013, Further, Pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Companies (Management & Administration) Rules, 2014, and Regulation 44 (3) Security Exchange Board of India (SEBI) as per Listing Obligation and Disclosure Requirement Regulations, 2015, the Company had provided facility to the members to vote electronically and also through Postal ballot on aforesaid 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 on 09.08.2016 at 5.30 p.m. his report on the e-voting and the Postal ballot.

Accordingly, the Chairman has declared that the special resolutions as set out in the Notice of Postal Ballot dated 26.05.2016 of the Company have 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 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

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Tirunelveli District - 627 760
Ph : (04636) 241370, 371, 372
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Kalayanallur Village,
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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 26.05.2016

Date of / declaration of Postal Ballot results / e-Voting Results	09.08.2016
Total number of shareholders on record date i.e. 24th June 2016	14770
No. of shareholders cast their votes through Postal Ballot / e-Voting	226
Promoters and Promoter Group	22
Public	204
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	NA
Public	NA

ITEM NO: 1: Approval of the Corporate Debt Restructuring Scheme as approved by the JLF/CDR EG

Resolution required: (Ordinary/ Special)				**Special Resolution**				
Whether promoter/ promoter group 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	16625505	16166175	97.24	16166175	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		459330	0	459330	0	100	0
	SUB TOTAL	**16625505**	**16625505**	100	**16625505**	**0**	100	0
PUBLIC-INSTITUTIONS	E-VOTING	17950	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**17950**	**0**	0	**0**	**0**	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	12746391	167568	1.31	166968	600	99.64	0.36
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		45080	0	33970	11110	75.35	24.65
	SUB TOTAL	**12746391**	**212648**	1.67	**200938**	**11710**	94.49	5.51
GRAND TOTAL		**29389846**	**16838153**	57.29	**16826443**	**11710**	99.93	0.07

Note: excludes votes rejected / abstained

Result - Resolution passed with requisite majority

ITEM NO: 2: Preferential issue of Equity shares to Promoter Group

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 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	16625505	16166175	97.24	16166175	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		459330	0	459330	0	100	0
	SUB TOTAL	**16625505**	**16625505**	100	**16625505**	**0**	100	0
PUBLIC-INSTITUTIONS	E-VOTING	17950	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**17950**	**0**	0	**0**	**0**	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	12746391	167568	1.31	154418	13150	92.15	7.85
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		45080	0	32970	12110	73.14	26.86
	SUB TOTAL	**12746391**	**212648**	1.67	**187388**	**25260**	88.12	11.88
GRAND TOTAL		**29389846**	**16838153**	57.29	**16812893**	**25260**	99.85	0.15

Note: excludes votes rejected / abstained

Result - Resolution passed with requisite majority

for Dharani Sugars and Chemicals Limited

Company Secretary

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

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
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M. DAMODARAN & ASSOCIATES

Practicing Company Secretaries

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 of the Companies Act, 2013 and
Companies (Management and Administration) Rules, 2014 as amended and the provisions
of Regulation 44 of the SEBI LODR, 2015]

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

1. I, M.Damodaran, a Company Secretary in Practice having office at New No. 6, Old No. 12, Appavoo Gramni 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 the provisions of Regulation 44 of the SEBI LODR, 2015.

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

(i) Resolution for approval of the CDR Scheme by the Shareholders.
(ii) Resolution for preferential allotment under section 62 read with section 42 of the Companies Act 2013

2. The management of the Company is responsible to ensure the compliance with the requirement of The 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.

M. DAMODARAN 5081

for Dharani Sugars and Chemicals Limited

Company Secretary

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

M. Damodaran

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

Results of Postal Ballot and E-Voting of M/s DHARANI SUGARS AND CHEMICALS LIMITED

Item No: 1 Resolution for approval of the CDR Scheme by the Shareholders.

Passed as Special Resolution as follows:

Mode of Voting	Total Valid Ballots Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Ballots & e-voting	Number of shares Voted	%	Number of Ballots & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Postal Ballot	168	158	493300	97.80	10	11110	2.20	100
E-Voting	58	56	16333143	99.99	2	600	0.01	100
Total	226	214	16826443	99.93	12	11710	0.07	**100**

Details of invalid Votes:

Mode of Voting	Number of shares
Postal Ballot	0
E-Voting	0
Total	0

for Dharani Sugars and Chemicals Limited

Company Secretary

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

M. DAMODARAN 5081 COMPANY SECRETARY

Item No: 2 To offer, issue and allot 2270000 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.

Passed as Special Resolution as follows:

Mode of Voting	Total Valid Ballots Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Ballots & e-voting	Number of shares Voted	%	Number of Ballots & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Postal Ballot	168	154	492300	97.60	14	12110	2.40	100
E-Voting	58	54	16320593	99.92	4	13150	0.08	100
Total	226	208	16812893	99.85	18	25260	0.15	**100**

Details of invalid Votes:

Mode of Voting	Number of shares
Postal Ballot	0
E-Voting	0
Total	0

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 * 5081 * COMPANY SECRETARY

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

Place: Chennai
Date: 09.08.2016

for Dharani Sugars and Chemicals Limited

Company Secretary

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