

Eastern Sugar & Industries Limited

Corporate Office : Chandra Kunj, 3, Pretoria Street, 4th Floor, Kolkata - 700 071
Phones: 2282 1169 (4 Lines), 2282 1183(2 Lines), Fax: (033) 2282 1187/1188
E-mail: esil@nopany.in / info@easternsugar.in, Website : www.easternsugar.in
CIN : L15421BR1964PLC006630

29th January, 2020

To,
The BSE Ltd.
Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

The National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East)
Mumbai-400051

Dear Sir/Madam,

Sub: Postal Ballot Notice- Disclosure under Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

With reference to captioned subject, we enclose herewith a copy of the Postal Ballot Notice dated January 17, 2020 ("Postal Ballot Notice") which is being sent to the Members of the Company along with postal ballot form for their approval.

The Company has engaged the services of NSDL for the purpose of providing e-voting facility to all its members. The voting through postal ballot and through e-voting will commence from Thursday, January 30, 2020 (10:00 A.M. IST) and shall end on Friday, February 28, 2020 (5:00 P.M. IST) (both days inclusive). The results of the postal ballot will be announced on Saturday, February 29, 2020.

The copy of the Postal Ballot Notice along with Postal ballot form will also be made available on the website of the Company www.easternsugar.in.

This is for your information and records.

Thanking you,
Yours faithfully,
For Eastern Sugar & Industries Limited



Shirish Goswami
Whole Time Director

Encl: As above



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POSTAL BALLOT NOTICE

To
The Member(s),

NOTICE is hereby given that the following Resolutions are circulated herewith for approval of the members of **Eastern Sugar & Industries Limited** ("the Company") to be accorded by Postal Ballot in accordance with the provisions of Section 108 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 :

Special Business :

1. **Ratification of Special Resolution passed by the Shareholders on 03.10.2013 for issue of equity shares on preferential basis to the Preference Shareholders against their redemption amount.**

To consider and, if thought fit, to pass with or without modification(s), if any, the following resolution as Special Resolution :

"RESOLVED THAT, pursuant to the provisions of the Companies Act, 2013 (erstwhile The Companies Act, 1956) (hereinafter referred to as 'the Act') and SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 (hereinafter referred to as said Regulation) including any statutory modification(s) or re-enactment thereof for the time being in force and Regulations/guidelines, if any, prescribed by the Securities and Exchange Board of India and/or any other regulatory authority, the Special Resolution set out as Item No. 1 of Notice dated 03.09.2013 of Extra-ordinary General Meeting convened on 03.10.2013 and passed by the Shareholders at the said meeting for issue of Equity Shares of Rs.10/- (Ten) each on preferential basis to the holders of 12% Cumulative Preference Shares of Rs.100/- each and 3% Cumulative Preference Shares of Rs.100/- each (hereinafter referred to as "the Preference Share(s)") at par against their redemption amount be and is hereby ratified to the extent equity shares were issued, as aforesaid, to Non-Promoter Preference Shareholders;

2. **Ratification of Special Resolution passed by the Shareholders on 03.10.2013 for fresh issue of equity shares on preferential basis.**

To consider and, if thought fit, to pass with or without modification(s), if any, the following resolution as Special Resolution :

"RESOLVED THAT pursuant to the provisions of the Companies Act, 2013 (erstwhile The Companies Act, 1956) (hereinafter referred to as 'the Act') and SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 (hereinafter referred to as said Regulation) including any statutory modification(s) or re-enactment thereof for the time being in force and Regulations/guidelines, if any, prescribed by the Securities and Exchange Board of India and/or any other regulatory authority, the Special Resolution set out as Item No. 2 of Notice dated 03.09.2013 of Extra-ordinary General Meeting convened on 03.10.2013 and passed by the Shareholders at the said meeting for issue of 7000000 Equity Shares of Rs.10/- (Ten) each on preferential basis, be and is hereby ratified."

By Order of the Board
For Eastern Sugar & Industries Limited
Shirish Goswami
Whole Time Director

Corporate Office:
Chandra Kunj, 4th Floor
3, Pretoria Street
Kolkata-700 071
17th January, 2020
CIN: L15421BR1964PLC006630
E-mail: esil@nopany.in
Website: www.easternsugar.in

NOTES:

1. Explanatory Statements setting out all the material facts concerning each of the businesses set out in the Notice pursuant to Section 102 of the Companies Act, 2013 ('the Act') read with Section 110 of the Companies Act, 2013 are annexed.
2. In terms of Section 110 of the Companies Act, 2013 read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014, assent or dissent of the members in respect of the Resolutions set out in the Postal Ballot Notice has been sought by postal ballot or through electronic voting. If a shareholder has voted through e-voting facility, he is not required to send Postal Ballot Form. However, in case a member votes through e-voting facility as well as sends his Postal Ballot Form, the votes casted through e-voting shall be considered and votes casted through Postal Ballot shall be ignored by the Scrutinizer.
3. The Board of Directors of the Company at their meeting held on 17.01.2020, have appointed Ms. Meena Chowdhary, Practicing Company Secretary, as the Scrutinizer for conducting the Postal Ballot voting process (including e-voting) in a fair and transparent manner.
4. Postal Ballot form and self-addressed Business Reply Envelope are being sent for use of the members. Postage will be borne and paid by the Company. Envelopes containing the Postal Ballot Forms, if sent by any other mode at the expense of the registered Member, will also be accepted. Members are requested to exercise their voting rights by using the attached Postal Ballot Form only or voting by the electronic means. No other form or a photocopy of the Form is permitted.
5. The notice is being dispatched/mailed to all the members whose names appear on the register of members/list of beneficial owners as received from the National Securities Depository Ltd. (NSDL) and Central Depository Services Ltd (CDSL) on 24.01.2020 and voting rights shall be reckoned on the paid-up value of the shares registered in the name of the shareholders as on the same date.
6. A member desiring to exercise vote by e-Voting/physical Postal Ballot Form is requested to carefully read the instructions printed on the Postal Ballot Form.
7. The shareholders opting to vote through physical mode i.e. by sending duly filled up Postal Ballot Form are requested to send the postal ballot to the Scrutinizer so as to reach not later than 5.00 p.m. on 28.02.2020. Any postal ballot form received after 5.00 p.m. on 28.02.2020 shall be treated as invalid and shall be ignored.

8. The voting through e-voting facility and through Postal Ballot Form shall commence from 10:00 a.m. on 30.01.2020 and shall end at 5:00 p.m. on 28.02.2020. Therefore, the shareholders are requested to kindly cast their votes well within the aforesaid period.
9. The result of the Postal Ballot shall be announced by the Chairman of the meeting, or in his absence, by any other person so authorized by him on or before 29.02.2020 at the Corporate Office of the Company ("the Venue") and the Resolutions will be taken as passed effectively on the last date of receipt of the physical postal ballot form if the result of the Postal Ballot indicates that the requisite majority of the Shareholders had assented to the Resolutions. The result of Postal Ballot shall be declared by placing it along with the scrutinizer's report on Company's Website at www.hanumansugar.com besides being communicated to the stock exchanges on which shares of the Company are listed.

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956,

Re. Item No. 1 :Ratification of issue and allotment of equity shares on preferential basis to the Preference Shareholders pursuant to Special Resolution dated 03.10.2013

Pursuant to provisions of Section 81(1A) and all other applicable provisions, if any of the Companies Act, 1956 and SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 (hereinafter referred to as said Regulation) including any statutory modification(s) or re-enactment thereof for the time being in force and regulations/guidelines, if any, prescribed by the Securities and Exchange Board of India and/or any other regulatory authority, the listing agreement entered into by the Company with the Stock Exchange(s) where the equity shares of the Company are listed, the Shareholders of the Company passed a Special Resolution on 03.10.2013 to issue and allot 1,00,00,000 Equity Shares of Rs. 10 each on preferential basis to the Promoter and Non-Promoter holders of 300000 12% Cumulative Preference Shares of Rs.100/- each and 700000 3% Cumulative Preference Shares of Rs.100/- each (hereinafter referred to as "the Preference Share(s)"), against their redemption amount. However, allotment of equity shares to the Promoter Preference Shareholders holding 205000 12% Cumulative Preference Shares of Rs.100/- each and 270000 3% Cumulative Preference Shares of Rs.100/- each was not permitted by the BSE Limited.

Consequently, the Board of Directors of the Company (hereinafter referred to as 'the Board') allotted on 16.09.2014, 5250000 Equity shares of Rs. 10 each to the following Preference Shareholders holding Preference Shares mentioned against their names:

Name of the allottee	No. of preference shares hold	No. of equity shares allotted on preferential basis
M/s Indian Die Casting Co. Ltd.	9000	90000
M/s Nopany Marketing Co. Pvt. Ltd.	125000	1250000
M/s DaulatramRawatmullPvt Ltd.	125000	1250000
M/s Shubham Holdings Pvt. Ltd.	60000	600000
M/s Jaldhara Holdings Pvt. Ltd.	120000	1200000
Mrs. Shabnam Agarwal	4500	45000
Mrs. Shrabani Sinha	3000	30000
Mr. K S Bhutoria	1000	10000
Mr. B P Sharma	1000	10000
Mr. D K Sharma	2000	20000
Mrs. Purnima Patel	1000	10000

Mr. C K Garodia	1000	10000
Mrs. Rajshree Pandey	1000	10000
Mr. Ajay Kabra	1000	10000
Mr. Pradip Agarwal	1000	10000
Mrs. HemaMalini	15000	150000
Mr. UttamKhandelwal	1000	10000
Mr. N R Sewak	500	5000
Ms. Shyamshree Sen	3000	30000
Mrs. Madhu Tiwari	50000	500000
Total	525000	5250000

The redemption amount was outstanding against 300000 12% Cumulative Preference Shares of Rs.100/- each and 700000 3% Cumulative Preference Shares of Rs.100/- each, allotted on 20.08.1998 and 20.01.1998 respectively, on account of the following facts and terms attached thereto:

1. As per terms of allotment, the Preference Shares were convertible at the option of the Shareholders.
2. Since, no option was exercised by any Shareholder for conversion, the shares became redeemable in terms of Clause 13.2.1 of the DIP Regulations. However, no redemption could be undertaken in the absence of funds and. therefore, it remained payable.

As such, it is proposed by the Board to pass the Special Resolution set out at Item No. 1 of this Notice.

None of the Directors of the Company is in any way concerned or interested in the resolution except to the extent they are shareholders of the Company.

Re. Item No. 2 :Ratification of Special Resolution passed by the Shareholders on 03.10.2013 for fresh issue of equity shares on preferential basis.

Pursuant to provisions of Section 81(1A) and all other applicable provisions, if any of the Companies Act, 1956 and SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 (hereinafter referred to as said Regulation) including any statutory modification(s) or re-enactment thereof for the time being in force and regulations/guidelines, if any, prescribed by the Securities and Exchange Board of India and/or any other regulatory authority, the listing agreement entered into by the Company with the Stock Exchange(s) where the equity shares of the Company are listed, the Shareholders of the Company passed a Special Resolution on 03.10.2013 to issue and allot 13000000 Equity Shares of Rs. 10 each on preferential basis.

Subsequently, the Board of Directors of the Company (hereinafter referred to as 'the Board') allotted on 16.09.2014, 70,00,000 to the below mentioned persons.

Name of the allottee	No. of equity shares allotted on preferential basis
M/s Indian Die Casting Co. Ltd.	1500000
M/s Nopany Marketing Co. Pvt. Ltd.	2000000
M/s Daulatram Rawatmull Pvt. Ltd.	2000000
M/s Kolhapur Forge Pvt. Ltd	1500000
Total	7000000

It is proposed by the Board to ratify the aforesaid Special Resolution dated 03.10.2013 in connection with listing application made with NSE. Special Resolution set out at time no. 2 is therefore recommended for approval.

None of the Directors of the Company is in any way concerned or interested in the resolution except to the extent they are shareholders of the Company.

Corporate Office:
Chandra Kunj, 4th Floor
3, Pretoria Street
Kolkata-700 071
17th January, 2020
CIN: L15421BR1964PLC006630
E-mail: esil@nopany.in
Website: www.easternsugar.in

By Order of the Board
For Eastern Sugar & Industries Limited
Shirish Goswami
Whole Time Director



Eastern Sugar & Industries Limited

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POSTAL BALLOT FORM

(Pursuant to Section 110 of the Companies Act, 2013)

Postal Ballot No.:.....

1. Name and Registered address of :
 Sole/First named member

2. Name(s) of Joint Holders, if any :

3. i) Registered Folio No. :

ii) *DPID No./Client ID. No. :

(*Applicable to investors
 holding share(s) in demat form)

4. No. of Share (s) :

5. I/We hereby exercise my/our vote in respect of the resolutions to be passed through Postal ballot for the business stated in the Notice dated 17.01.2020, of the Company by sending my/our assent/dissent to the said resolution by placing tick (✓) mark at the appropriate box below:-

Item No.	Description	No. of shares	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
1.	Ratification of Special Resolution passed by the Shareholders on 03.10.2013 for issue of 5250000 equity shares on preferential basis to the Preference Shareholders against their redemption amount.			
2.	Ratification of Special Resolution passed by the Shareholders on 03.10.2013 for fresh issue of 7000000 equity shares on preferential basis.			

Place:

Date:

 (Signature of the Shareholder)

ELECTRONIC VOTING PARTICULARS

EVEN (E-voting Event Number)	USER ID	PASSWORD
112759		

NOTE:PLEASE READ THE INSTRUCTIONS PRINTED OVERLEAF CAREFULLY BEFORE EXERCISING YOUR VOTES

INSTRUCTIONS

1. The Company also offers e-Voting facility. Please see the instructions below for details:

In compliance with the provisions of the Companies Act, 2013, the Company also offers e-voting option to all the shareholders. For this purpose, the Company has made necessary arrangement with National Securities Depository Limited (NSDL) for facilitating e-voting and is pleased to offer e-voting facility for its Members to enable them to cast their votes electronically.

2. Shareholders have option to vote either through e-voting or through Ballot Form. Shareholders who wish to vote through Ballot Form can download the Ballot Form from the link www.easternsugar.in or seek duplicate form from R & T Agent, M/s Maheshwari Datamatics Pvt. Ltd., Unit: Eastern Sugar & Industries Limited, 23, R.N Mukherjee Road, 5th Floor, Kolkata - 700001 fill in the details and send the same to the Scrutinizer (Ms. Meena Chowdhary) by post addressed to Eastern Sugar Sugar & Industries Limited, Chandra Kunj, 3, Pretoria Street, 4th Floor, Kolkata - 700 071.

3. The voting period ends at 5.00 p.m. on the 28.02.2020. The e-voting module will be disabled for voting thereafter by NSDL.

4. In case of any query, Mr. Ajay Kumar Kabra, Chief Financial Officer, of M/s. Eastern Sugar & Industries Limited, Chandra Kunj, 3, Pretoria Street, 4th Floor, Kolkata - 700 071 may be contacted. Telephone No. 033-22821183 E-mail: esil@npany.in

5. The voting period begins on 30.01.2020 at 10.00 a.m and ends on 28.02.2020 at 5.00 p.m. During this period shareholder of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 24.01.2020, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.

6. The e-Voting procedure to be followed by the shareholders to cast their votes:

e-Voting Procedure

The procedure and instructions for e-Voting are as follows:

A. In case of members receiving e-mail:

(i) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.

NOTE: Shareholders already registered with NSDL for e-voting will not receive the PDF file "remote e-voting.pdf".

(ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>

(iii) Click on Shareholder - Login

(iv) Put your user ID and password. Click Login.

(v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.

(vii) Select "EVEN" of Eastern Sugar & Industries Limited

(viii) Now you are ready for remote e-voting as Cast Vote page opens.

(ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.

(x) Upon confirmation, the message "Vote cast successfully" will be displayed.

(xi) Once you have voted on the resolution, you will not be allowed to modify your vote.

(xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to scrutinizer@gmail.com with a copy marked to evoting@nsdl.co.in

B. In case of members receiving the physical copy: (i) Please follow all steps from sl. no. (i) to sl. no. (xii) above to cast vote.

C. The voting period begins on 30.01.2020 at 10.00 a.m and ends on 28.02.2020 at 5.00 p.m. During this period shareholder of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 24.01.2020, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.

Physical Voting

1. A Member desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the enclosed Self Addressed Business Reply Envelope. Postage will be borne and paid by the Company. Envelopes containing Postal Ballots, if sent by courier at the expense of the Member will also be accepted.

2. This Form should be completed and signed by the Member (as per the specimen signature registered with the Company/Depository Participant). In case of joint holding, this Form should be completed and signed by the first named Member and in his absence, by the next named Member.

3. In case of shares held by companies, trusts, societies etc. the duly completed Postal Ballot Form should be accompanied by a certified true copy of Board Resolution/Authority.

4. The consent must be accorded by recording the assent in the Column 'FOR' and dissent in the Column "AGAINST" by placing a tick mark (v) in the appropriate column.

5. Unsigned Postal Ballot Forms will be rejected.

6. Duly completed Postal Ballot Forms should reach the Scrutinizer not later than 5.00 p.m. on 28.02.2020. All Postal Ballot Forms received after this date will be treated as if reply from such Member has not been received.

7. A Member may request for a duplicate Postal Ballot Form from the RTA as mentioned in point no-2 of instruction, if so required. However, the duly filled in duplicate Postal Ballot Form should reach the Scrutinizer not later than the date and time specified at item No. 6 above.

8. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed postage prepaid Self-Addressed Business Reply envelope.

9. The Scrutinizer's decision on the validity of a Postal Ballot Form will be final.

10. The result of the Postal Ballot will be declared on 29.02.2020 at the Registered Office of the Company as specified in the Notice.