



# K.M. Sugar Mills Ltd.

Factory & Works : P.O. Motinagar-224201, Dist. Ayodhya (U. P.)  
Phone : 7571000692, Email : director@kmsugar.com  
CIN No.:L15421UP1971PLC003492 GSTIN No.:09AAACK5545P1ZZ

Date: 30.05.2026

To  
Listing Compliance Department  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400001

The Manager Listing Compliance  
National Stock Exchange of India Limited  
'Exchange Plaza' C-1, Block G,  
Bandra Kurla Complex, Bandra (East),  
Mumbai – 400051

Scrip Code: 532673

Symbol: KMSUGAR

**Sub:** *E-voting results and Scrutinizer's Report of the meeting of Equity Shareholders of K M Sugar Mills Limited convened pursuant to the NCLT Order dated March 24, 2026("NCLT Convened Meeting"/"the Meeting") for their approval on Scheme of Arrangement for Demerger between K M Sugar Mills Limited ("Demerged Company"/"the Company"/"KMSM") and KM Spirits and Allied Industries Limited ("Resulting Company"/"KMSAIL") and their respective shareholders and creditors ("Scheme of Arrangement") pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.*

Dear Sir/ Ma'am,

In continuation to our letter dated May 30, 2026, wherein the Company had submitted the summary of the proceedings of the meeting of the Equity Shareholders convened pursuant to the NCLT Order dated March 24, 2026 ("Order") passed by the Hon'ble National Company Law Tribunal, Allahabad Bench ("Hon'ble Tribunal") held on Saturday, May 30, 2026 through video conferencing / Other Audio Visual Means ("VC"/"OAVM"), for approval to the Scheme of Arrangement for Demerger between K M Sugar Mills Limited ("Demerged Company"/"the Company"/"KMSM") and KM Spirits and Allied Industries Limited ("Resulting Company"/"KMSAIL") and their respective Shareholders and Creditors under the provisions of Section 230 – 232 the Companies Act, 2013.

This is to inform you that the resolution mentioned in the Notice of Equity Shareholders dated April 18, 2026 has been passed by the Equity Shareholders with requisite majority at their meeting held on Saturday, May 30, 2026.

In this regard, we are enclosing herewith the following:

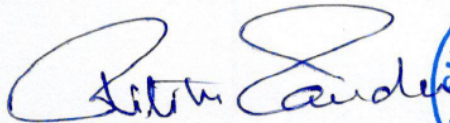
1. E-voting Results (Remote e-voting and voting during the meeting) of the Meeting of the Equity Shareholders of the Company, as required under Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed as *Annexure-A*;

2. Scrutinizer's Report dated May 30, 2026 on the E-voting results of the Meeting of the Equity Shareholders of the Company enclosed as *Annexure-B*.

You are kindly requested to take the same on records.

**Yours faithfully,**

**For & on behalf of K M Sugar Mills Limited**



**Ritika Tandon**  
**Company Secretary and Compliance Officer**

*Encl: As Above*

K M Sugar Mills Limited- Regulation 44									
1 - RESOLVED THAT pursuant to Sections 230-232 of the Companies Act, 2013, SEBI (LODR) Regulations, 2015, and other applicable provisions, and subject to the sanction of the Hon'ble NCLT, Allahabad Bench and necessary regulatory approvals, the Scheme of Arrangement for Demerger between K M Sugar Mills Limited (Demerged Company) and KM Spirits and Allied Industries Limited (Resulting Company) and their respective shareholders and creditors be and is hereby approved.									
Resolution Required :Special									
Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes -Against	% of Votes in favour on votes polled	% of Votes against on votes polled	
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100	
Promoter and Promoter Group	E-Voting		50071499	96.3071	50071499	0	100.0000	0.0000	
	Poll	51991499	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>50071499</b>	<b>96.3071</b>	<b>50071499</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		103403	77.4966	103403	0	100.0000	0.0000	
	Poll	133429	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>103403</b>	<b>77.4966</b>	<b>103403</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting		7924797	19.8740	7924792	5	99.9999	0.0001	
	Poll	39875242	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>7924797</b>	<b>19.8740</b>	<b>7924792</b>	<b>5</b>	<b>99.9999</b>	<b>0.0001</b>	<b>0.0000</b>
<b>Total</b>		<b>92000170</b>	<b>58099699</b>	<b>63.1517</b>	<b>58099694</b>	<b>5</b>	<b>100.0000</b>	<b>0.0000</b>	



**ANKIT KUMAR SINGH**  
F.C.S.

Annexure B

Ankit & Associates  
Company Secretaries  
1<sup>st</sup> Floor, 202/3, Tagore Town,  
Prayagraj-211002  
Mob:-8009166450  
Email : cs.ankitsingh22@gmail.com

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**Report of Scrutinizer**

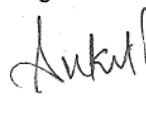
To,  
**Mr. Harnam Singh Thakur**  
Chairperson of the meeting of Equity Shareholders of  
K M Sugar Mills Limited ("Demerged Company"/ "the Company")

**Sub: Consolidated Scrutinizer's Report on the voting made through e-voting system in the meeting of Equity Shareholders of K M Sugar Mills Limited as well as through remote e-voting process before the meeting**

**Respected Sir**

I, **Ankit Kumar Singh**, Practicing Company Secretary (Membership No. FCS 9653), appointed by the Hon'ble National Company Law Tribunal, Allahabad Bench, Prayagraj, ('Hon'ble Tribunal'/NCLT') vide its Order dated 24.03.2026 ('Order') passed in Company Application (CAA) 5/ALD/2026, to act as the Scrutinizer, for the meeting of **Equity Shareholders of K M Sugar Mills Limited** (hereinafter referred to as "Demerged Company"/ "the Company") held on Saturday, 30<sup>th</sup> May, 2026 at 11.00 A.M. through video conferencing, to consider and, if thought fit, approve, the Scheme of Arrangement for Demerger between K M Sugar Mills Limited ('Demerged Company') and KM Spirits and Allied Industries Limited ('Resulting Company') and their respective Shareholders and Creditors under the provisions of Section 230 - 232 of the Companies Act, 2013 ('Scheme'/ 'Scheme of Arrangement'), submit my report as under:

1. That as directed by this Hon'ble Tribunal, the meeting of the Equity Shareholders of **K M Sugar Mills Limited** was duly convened and held on Saturday, 30<sup>th</sup> May, 2026, at 11:00 A.M. through video conferencing. The Chairperson- Mr. Harnam Singh Thakur, chaired the meeting. Mr. Deependra Mohan, the Alternate Chairperson; and the undersigned being the Scrutinizer of the meeting, attended the meeting through video conferencing. Legal Counsel of the Demerged Company-Mr. Suman Kumar Jha, Advocate, Ms. Ritika Tandon Company Secretary of the Demerged Company were also present in the meeting through video conferencing.
2. The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules thereunder and the SEBI Listing Regulations relating to voting done through the remote e-voting and e-voting

  
ANKIT KUMAR SINGH  
Company Secretary  
M.No. FCS-9653  
C.P. No. 17072


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at the NCLT Convened Meeting on the resolution contained in the Notice of the Meeting.

3. My responsibility as a Scrutinizer for the voting process (through remote e-voting and e-voting at the NCLT convened Meeting) was restricted to scrutinize the e-voting process in a fair and transparent manner and to prepare a Consolidated Scrutinizer's Report of the vote cast in **favour or against** the resolution stated in the Notice dated 18<sup>th</sup> April, 2026 based on the reports generated from the e-voting system provided by MUFG Intime India Pvt. Ltd., Registrar and Transfer Agent ("RTA").
4. That as on the cut-off date i.e. **Saturday, 23<sup>rd</sup> May, 2026**, the total number of equity shareholders was 53,100 representing 9,20,00,170 Equity Shares of Rs. 2/- each fully paid up who were entitled to participate in the meeting held on **30<sup>th</sup> May, 2026** and vote on the proposed resolution placed before the meeting for approval of the Scheme of Arrangement, with or without modification.
5. That the Notice dated 18<sup>th</sup> April, 2026 for convening the meeting of Equity Shareholders on **30<sup>th</sup> May, 2026** along with the copy of the proposed Scheme of Arrangement, Explanatory Statement and the documents as mentioned therein, were duly sent to all Equity Shareholders whose names appear in the list of shareholders as on the cut-off date (17.04.2026) for sending the notice 30 days before the scheduled date of the meeting. The notices were dispatched on 25 April, 2026 to 51874 Equity Shareholders through electronic mail whose e-mail addresses are registered with the Company/ Registrar and Transfer Agent ("RTA")/ Depository Participant ("DP") and to 1735 Equity Shareholders by speed post and by joint advertisement published in "Financial Express" (English) and

  
ANKIT KUMAR SINGH  
Company Secretary  
M.No. FCS-9653  
C.P. No. 17072

"Jan Satta" (Hindi) newspapers on April 26, 2026. The Company also published the notice on its website [www.kmsugar.com](http://www.kmsugar.com). The Demerged Company and Resulting Company have already filed requisite Compliance Affidavit of Service with this Hon'ble Tribunal on 21<sup>st</sup> May, 2026 vide Diary No. 0902109001442026/2 and on 19<sup>th</sup> May, 2026 vide Diary No. 0902109001442026/1, respectively.

6. That in terms of the provisions of Section 108 of the Companies Act, 2013, read with Rule 20(2) of the Companies (Management and Administration) Rules, 2014, as amended, the Company has provided facility of remote e-voting during the prescribed time period before the Meeting (without attending the Meeting), in addition to the facility of attending the meeting through video conferencing and voting thereat through e-voting system. In compliance with the provisions of the Companies Act, 2013 and the aforesaid Rules, requisite information/instructions for remote e-voting facility were duly incorporated in the Notice of the Meeting as well as in the publication made in the newspapers.
7. That MUFG Intime India Pvt. Ltd. ("MUFG"), was appointed to provide remote e-voting facility before the meeting and to provide e-voting platform during the meeting, in a secured manner to provide platform for convening the meeting through Video Conferencing as well as to handle and supervise the entire process of holding the meeting through Video Conferencing, e-voting and processing of data relating to the meeting and voting, etc.
8. The Company had provided remote e-voting facility and e-voting facility during the Meeting through "MUFG" to its **Equity Shareholders** as on the cut-off date i.e. **May 23, 2026**.

  
ANKIT KUMAR SINGH  
Company Secretary  
M.No. FCS-9863  
C.P. No. 17072

9. The Company has also provided facility of remote e-voting during the prescribed time period before the meeting (without attending the meeting); in addition to the facility of attending the meeting through video conferencing and voting thereat through e-voting system. Remote e-voting period commenced on Wednesday, May 27, 2026, at 09:00 AM (IST) and was closed for voting on Friday, May 29, 2026, at 05:00 PM (IST). Complete details of the remote e-voting made by the Equity Shareholders of the Company was provided to me by MUFG.
10. The remote e-voting module was disabled and blocked by MUFG for voting on Friday, May 29, 2026, at 05:00 PM (IST).
11. The votes were unblocked after the votes cast through the e-voting module of MUFG on Saturday, 30<sup>th</sup> May, 2025 at around 1.30 P.M. in the presence of two witnesses Mr. Suman Kumar Jha and Ms. Nandini Mahajan, who are not in the employment of the Company and/or MUFG.
12. I first counted the votes cast through remote e-voting and e-voting done at the NCLT convened Meeting reconciled with the records maintained by the Company and MUFG.
13. The following resolution was considered by the Equity Shareholders of the Company:-

*“RESOLVED THAT pursuant to the provisions of Sections 230 – 232 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), the rules, circulars and notifications made thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment thereof for the time being in force) as may be applicable and the enabling provisions of the Memorandum and Articles of Association of the Company and subject to the sanction of Hon’ble National Company Law Tribunal, Allahabad Bench (“NCLT”) and subject to such other approval(s), permission(s) and sanction(s) of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be*

*A. Ankit*

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*prescribed or imposed by NCLT or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this resolution), the arrangement embodied in the Scheme of Arrangement for Demerger between K M Sugar Mills Limited ('Demerged Company') and KM Spirits and Allied Industries Limited ('Resulting Company') and their respective Shareholders and Creditors ("Scheme"), be and is hereby approved.*

**RESOLVED FURTHER THAT** any Director, Chief Financial Officer and the Company Secretary and Compliance Officer of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the arrangement embodied in the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the NCLT while sanctioning the arrangement embodied in the Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and/or making such adjustments in the books of accounts as considered necessary in giving effect to the Scheme, as any one of the Whole-time Directors, Chief Financial Officer and the Company Secretary and Compliance Officer may deem fit and proper."

14. At 11.15 a.m. (IST), as communicated to the undersigned by Ms. Shikha Karakoti (Moderator), MUFG Intime India Pvt. Ltd., Registrar and Transfer Agent ("RTA") the quorum i.e. 30 members of the Company, as specified in NCLT Order was present. As the requisite quorum was present, the Chairperson in accordance with the directions contained in the Order, called the meeting to order. The Meeting commenced at 11.15 a.m. and total 54 equity shareholders holding 4,53,34,855 equity shares, representing 49.27% of the total issued shares attended the meeting.

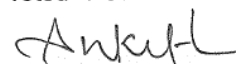


ANKIT KUMAR SINGH  
Company Secretary  
M.No. FCS-9653  
C.P. No. 17072

15. That I was provided all relevant documents, information and assistance as required by me for discharging my duties as Scrutinizer, by Ms. Ritika Tandon Company Secretary the Company and by MUFG and their team members.
16. The result of the voting upon the Scheme of Arrangement (by way of voting through e-voting system in the meeting as well as through remote e-voting process before the meeting), based on the reports generated by MUFG and scrutinized on test check basis and relied upon by me, is given as under:

Sl. No.	Particulars	No. of Voters	No. of Votes
1.1	Equity Shareholders present in the meeting through video conferencing	54	4,53,34,855
1.2	Equity Shareholders present in the meeting and voted through e-voting system in the meeting	-	-
1.3	Equity Shareholders present in the meeting who have already voted through remote e-voting process during the prescribed time period before the meeting	21	4,53,02,409
1.4	Equity Shareholders present in the meeting who have abstained from voting	33	32,446
2.1	Equity Shareholders who did not attend the meeting but cast their Votes through remote e-voting process during the prescribed time period before the meeting	18	1,27,97,290
3.1	<b>Total Votes Cast in the meeting and through remote e-voting process before the meeting which were considered for the purpose of this Report</b> [1.2+1.3+2.1]	<b>39</b>	<b>5,80,99,699</b>
4.1	<b>Invalid Votes</b>	-	-
5.1	<b>Total Valid Votes</b>	<b>39</b>	<b>5,80,99,699</b>
6.1	<b>Votes Against</b>	<b>1</b>	<b>5</b>
7.1	Votes Against as % of total valid votes cast	2.5%	0.01
8.1	<b>Votes in Favour</b>	<b>38</b>	<b>5,80,99,694</b>
9.1	Votes in Favour as % of total valid votes cast	97.5%	99.99%

17. List of **Equity Shareholders** of the Company who voted "FOR" is enclosed herewith.



ANKIT KUMAR SINGH  
Company Secretary  
M.No. FCS-9853  
C.P. No. 17072

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18. List of **Equity Shareholders** of the Company who voted "AGAINST" is enclosed herewith.
19. No vote was found to be invalid.
20. As per the result reported above, the Scheme of Arrangement placed before the Equity Shareholders for approval, has been agreed upon/approved by the majority of members representing more than three-fourths of total valid votes polled. The Scheme stands approved, without any modification, by the Equity Shareholders of the Company by the requisite majority as stipulated in Section 230(6) of the Companies Act, 2013.
21. The records of the voting made on the approval of Scheme of Arrangement (through e-voting system in the meeting as well as through remote e-voting process before the meeting) and all other relevant records including electronic data files pertaining to remote e-voting and e-voting at the Meeting are handed over to Ms. Ritika Tandon, Company Secretary of the Company for safe keeping.

Thanking you.

Yours Sincerely,

  
ANKIT KUMAR SINGH  
Company Secretary  
M.No. FCS-9653  
C.P. No. 17072

**Ankit Kumar Singh**  
**Practicing Company Secretary**  
**FCS: 9653; CP: 17072**  
**Scrutinizer for the meeting of Equity Shareholders**  
**of K M Sugar Mills Limited**

**Date:** 30.05.2026


**Place:** Lucknow

**UDIN:** F009653H000557277

**Peer Review Cert. No. 2921/2023**

**Consolidated List of Equity Shareholders of K M Sugar Mills Limited who voted in favour of the Scheme of Arrangement (through e-voting system in the meeting as well as through remote e-voting process before the meeting)**

Sl. No.	Name of Equity Shareholder	No. of Equity Shares	Value of Votes
1	K M VYAPAR	22,83,364	22,83,364
2	MARVEL BUSINESS PVT LTD	1,20,65,975	1,20,65,975
3	VATSAL JHUNJHUNWALA	4,99,721	4,99,721
4	MARIADA HOSPITALITY PRIVATE	27,581	27,581
5	NAINA DEVI JHUNJHUNWALA	11,793	11,793
6	ADITYA JHUNJHUNWALA	52,89,242	52,89,242
7	JHUN JHUN WALA SECURITIES PRIVATE	5,00,000	5,00,000
8	FRANCOISE COMMERCE PRIVATE	20	20
9	VRIDHI TRUST	1,88,780	1,88,780
10	UMADEVI JHUNJHUNWALA	16,40,900	16,40,900
11	MADHU PRAKASH JHUNJHUNWALA	9,10,000	9,10,000
12	MANJARI K THANAWALA	16,75,000	16,75,000
13	AAKASH NARESH AGRAWAL	100	100
14	NITIN CHINTAMAN CHAMORSHIKAR	262	262
15	MADHU P JHUNJHUNWALA	6,87,919	6,87,919
16	UMA PRAKASH JHUNJHUNWALA	7,98,448	7,98,448
17	BAYANT KAUR SAHNI	50	50
18	PRAVEEN KUMAR	1	1
19	SATYAM TRADE CENTER PRIVATE LIMITED	11,000	11,000
20	HARISH RAMCHANDRA DESAI	2	2
21	SHILPA SHOREWALA	17,890	17,890
22	SUNIL VITTHALRAO SAKHARE	1	1
23	RAJESH KUMAR AGARWAL	500	500
24	RAJ LAXMI DEVI	1,625	1,625
25	SHRIPAL SINGH MOHNOT	10	10
26	SHREYANS MOHNOT	200	200
27	MRS. SHAILJA JAIN	15,66,123	15,66,123
28	VLS FINANCE LTD	5,00,000	5,00,000
29	LAKSHMI KANT JHUNJHUNWALA	1,43,02,600	1,43,02,600
30	NAINA JHUNJHUNWALA	41,68,955	41,68,955
31	SANJAY JHUNJHUNWALA	24,94,600	24,94,600
32	LAKSHMI KANT DWARKADAS	81,45,900	81,45,900
33	SACHIN KUMAR SRIVASTAVA	1,000	1,000
34	ACADIAN EMERGING MARKETS MICRO-CAP EQUITY MASTER FUND	1,03,403	1,03,403
35	VARDA GOENKA	200	200

  
ANKIT KUMAR SINGH  
Company Secretary  
M.No. FCS-9853  
C.P. No. 17972

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36	RAJNI SOHANE	700	700
37	SHIVAM S SHOREWALA	1,20,549	1,20,549
38	SHAILJA JAIN	85,280	85,280
		<b>5,80,99,694</b>	<b>5,80,99,694</b>

*Ankit*

ANKIT KUMAR SINGH  
Company Secretary  
M.No. FCS-9953  
C.P. No. 17072

**ANKIT KUMAR SINGH**  
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**Consolidated List of Equity Shareholders of K M Sugar Mills Limited who voted against the Scheme of Arrangement (through e-voting system in the meeting as well as through remote e-voting process before the meeting)**

Sl. No.	Name of Equity Shareholder	No. of Equity Shares	Value of Votes
1	ASHOK MAGANLAL SHAH	5	5
	<b>Total</b>	<b>5</b>	<b>5</b>



ANKIT KUMAR SINGH  
Company Secretary  
M.No. FCS-9853  
C.P. No. 17072