GIRDHARILAL SUGAR AND ALLIED INDUSTRIES LIMITED

45/47-A, INDUSTRIAL AREA NO. 1, A.B. ROAD, DEWAS - 455 001 (MP) India
PHONE NOS : 91 7272 25505
E-mai: preind2002@yahoo.com NO. L15124MP1989PLC005564

Date: 29/09/2018

To, The Manager Listing Department The National Stock Exchange of India Limited Exchange Plaza, Bandra- Kurla Complex, Bandra (East) Mumbai-400 051	To, The Manager- Listing Department Bombay Stock Exchange Limited Floor 25, P.J. Towers, Dalal Street, Mumbai-400 001

REF: Girdharilal Sugar andAllied Industries Limited, BSECode-507506, NSE Symbol NARMADASU

Sub: Outcome of 29th Annual General Meeting ofthe Company

Dear Sir/Madam

In compliance of clause 44 of the Listing Obligation we hereby informs you that the members of the company in the 29th Annual General Meeting held on Friday, September 28TH 2018 at 10.00 AM at the registered office of the Company have decided the following:

1) Adoption of Audited Balance Sheet as at March 31, 2018 and the profit & Loss account for the year ended on that date together with the reports of Directors and Auditors thereon.

2) Re-appointment of Shri Rajesh Agrawal (DIN: 00107009) as Directors of the Company who retire by rotation.

3) Approval to Remuneration of Cost Auditor as per provisions of Section 148 of the Companies Act, 2013.

Kindly take the same in your record.

Please do the needful.

Thanking You Yours faithfully For Girdharilal Sugar and Allied Industries Limited

VIshnudatt Sharma
(Secretarial Officer)

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Amendments Rules, 2015]]

To,
Mr. Rajesh Agrawal, Chairman,
29th Annual General Meeting of the Equity Shareholders of
Girdharilal Sugar and Allied Industries Limited,
Held on Friday, 28th September, 2018 at
45/47-A, Industrial Area No. 1, A.B. Road, Dewas (M.P.)

Dear Sir,

I, Rajesh Lohia, Company Secretary in Practice, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the twenty Nine Annual General Meeting of the Equity Shareholders of Girdharilal Sugar and Allied Industries Limited, held on Friday, 28th September, 2018 at the registered office of the company at 45/47-A, Industrial Area No 1, A.B Road, Dewas, (M.P.) submit our report as under.

1. After the time fixed for closing of the poll by the Chairman, I find 43 ballot polling was exercised by members.
2. The result of the Poll is as under:

Resolution: Item No.1 (Ordinary Resolution)

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast*
43	5193354	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast*
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Resolution: Item No.2 (Ordinary Resolution)

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes*
43	5193354	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes
NIL	NIL	NIL

(iii) **Invalid** votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Resolution: Item No. 3 (Ordinary Resolution)

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes*
43	5193354	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes
NIL	NIL	NIL



(iii) **Invalid** votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

*Percentage calculation with respect to total votes cast in the physical ballot form (5193354).

Thanking you,

Yours faithfully,

(Rajesh Lohia)
Practicing Company Secretary
FCS 4548
CP 2694

Place: Indore
Dated: 29/09/2018

Report of Scrutinizer on E-Voting Process

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendments Rules, 2015]

To
Mr. Rajesh Agrawal, Chairman,
29th Annual General Meeting,
Girdharilal Sugar and Allied Industries Limited,
45/47-A, Industrial Area No 1, A.B. Road, Dewas (M.P.)

Dear Sir,

Sub: Scrutinizer's Report on E-Voting Process conducted pursuant to the provision of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Amendments Rules, 2015 for twenty seventh Annual General Meeting

The Board of Directors of Girdharilal Sugar and Allied Industries Limited ('the Company') vide resolution passed on 13th August , 2018 has provided the members of the company, a facility to exercise their right on the resolutions as set out in the notice of twenty nine Annual General Meeting held on 28th September, 2018 by way of electronic means as required under the provision of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendments Rules, 2015.

I, Rajesh Lohia, Company Secretary in Practice having membership no. 4548, has been appointed as the scrutinizer by the Board of Directors of the company vide resolution passed on 13th August , 2018 as required under section 108 of the Companies Act, 2013 read with Rule 20(ix) of the Companies (Management and Administration) Amendments Rules, 2015 for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisites majority for passing of resolution as contained in the notice convening the twenty nine Annual General Meeting of the company held on 28th September, 2018.

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 on the resolution contained in the notice for the Annual General Meeting of the members of the company. My responsibility as a scrutinizer for the e-voting process is restricted to ensure that the e-voting process is conducted in a fair and transparent manner and make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by company.

The notice dated 13th August, 2018 convening the Twenty nine Annual General Meeting of the Company to be held on 28th September, 2018 along with the statement setting out material facts under section 102 of the Companies Act, 2013 was sent to members of the Company.
The members of the Company holding shares on the commencement of Book Closer date (22nd September, 2018) were entitled to vote on the resolutions proposed as set out in the Annual General Meeting.

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In this regard, I submit my report as under:

1. The e-voting period remained open from Tuesday, 25th September, 2018 (9:00 Am) to Thursday, 27th September, 2018 (5:00 Pm).

2. At the end of the e-voting period, I have unblocked the electronics votes in the presence of two witnesses not in the employment of the Company.

3. The details containing list of shareholders who vote for or against each of the resolutions that were put to vote were downloaded from e-voting website of CDSL (www evotingindia.com).

4. Pursuant to Regulation 44(1) of the Listing Obligation (LOADR) entered by the Company, the Company has also provided facility of voting through the physical ballot form to those members who do not have access to the e-voting facility. **This report does not include the result of voting through the physical ballot forms.**

5. I have scrutinized the votes casted through electronics means for the purpose of this report. The result of the voting is as under:

Item No. (of AGM Notice)	Voting Type	Votes in favour of resolution		Votes against resolution		Invalid votes	
		Nos.	%age*	Nos.	%age*	Nos.	%age
Item No.1 (Ordinary Resolution)	E-voting	2522100	100%	0	0	0	0
Item No.2 (Ordinary Resolution)	E-voting	2522100	100%	0	0	0	0
Item No.3 (Ordinary Resolution)	E-voting	2522100	100%	0	0	0	0

*Percentage calculation with respect to total votes cast under E- voting process 2522100

Thanking you,

Yours faithfully,

R. Lohia & Co. CP No 2694 Company Secretaries

(Rajesh Lohia)
Practicing Company Secretary
FCS 4548
CP 2694
Place: Indore
Dated: 29/09/2018

Consolidated Report of Scrutinizer on E-Voting Process And Ballot

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendments Rules, 2015]

To
Mr. Rajesh Agrawal, Chairman,
29th Annual General Meeting,
Girdharilal Sugar and Allied Industries Limited,
45/47-A, Industrial Area No. 1, A.B. Road, Dewas (M.P.)

Dear Sir,

Sub: Scrutinizer's Report on E-Voting Process conducted pursuant to the provision of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Amendments Rules, 2015 for twenty seven Annual General Meeting.

The Board of Directors of Girdharilal Sugar and Allied Industries Limited ('the Company') vide resolution passed on 13th August , 2018 has provided the members of the company, a facility to exercise their right on the resolutions as set out in the notice of twenty nine Annual General Meeting held on Friday, 28th September, 2018 by way of electronic means as required under the provision of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendments Rules, 2015.

I, Rajesh Lohia, Company Secretary in Practice having membership no. 4548, has been appointed as the scrutinizer by the Board of Directors of the company vide resolution passed on 13th August , 2018 as required under section 108 of the Companies Act, 2013 read with Rule 20(ix) of the Companies (Management and Administration) Amendments Rules, 2015 for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisites majority for passing of resolution as contained in the notice convening the twenty nine Annual General Meeting of the company held on 28th September, 2018.

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 on the resolution contained in the notice for the Annual General Meeting of the members of the company. My responsibility as a scrutinizer for the e-voting process is restricted to ensure that the e-voting process is conducted in a fair and transparent manner and make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by company.

The notice dated 13th August , 2018 convening the twenty nine Annual General Meeting of the Company to be held on 28th September, 2016 along with the

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statement setting out material facts under section 102 of the Companies Act, 2013 was sent to members of the Company.

The members of the Company holding shares on the commencement of Book Closer date (22nd September To 28th September 2018) were entitled to vote on the resolutions proposed as set out in the Annual General Meeting.

In this regard, I submit my report as under:

1. The e-voting period remained open from Tuesday, 25th September, 2018 (09:00 am) to Thursday, 27th September, 2018 (5:00 pm).
2. At the end of the e-voting period, I have unblocked the electronics votes in the presence of two witnesses not in the employment of the Company.
3. The details containing list of shareholders who vote for or against each of the resolutions that were put to vote were downloaded from e-voting website of CDSL (www evotingindia.com).
4. Pursuant to clause 44 of the Listing Obligation entered by the Company, the Company has also provided facility of voting through the physical ballot from to those members who do not have access to the e-voting facility. This report includes the result of voting through the physical ballot forms in addition to votes cast through e-voting website of CDSL by the eligible shareholders.
5. I have scrutinized the votes casted through electronics means and also through physical ballot forms for the purpose of this report. The result of the voting is as under:

Item No. (of AGM Notice)	Voting Type	Votes in favour of resolution		Votes against resolution		Invalid votes	
		Nos.	%age*	Nos.	%age*	Nos.	%age
Item No.1 (Ordinary Resolution)	E-voting	2522100	32.69%	0	0	0	0
	Poll	5193354	67.31%				
	Total	7715454	100%				
Item No.2 (Ordinary Resolution)	E-voting	2522100	32.69%	0	0	0	0
	Poll	5193354	67.31%				
	Total	7715454	100%				
Item No.3 (Ordinary Resolution)	E-voting	2522100	32.69%	0	0	0	0
	Poll	5193354	67.31%				
	Total	7715454	100%				

*Percentage calculation with respect to total votes cast (7715454).

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Conclusion:

All the 4 resolutions have secured majority votes in favour, therefore the resolutions are considered to have been carried with requisite majority.

Thanking you,

Yours faithfully,



(Rajesh Lohia)
Practicing Company Secretary
FCS 4548
CP 2694
Place: Indore.
Dated:29./09/2018