



Birla Sugar

K.K. BIRLA GROUP OF SUGAR COMPANIES

OSML/SE/2015-16/21

September 14, 2015

The Secretary
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (E)
Mumbai 400 051

Stock Code : OUDHSUG

The Dy. General Manager
Corporate Relationship Department
BSE Ltd.
1st Floor, New Trading Ring,
Rotunda Building
P.J. Towers, Dalal Street, Fort
Mumbai-400 001

Stock Code : 507260

Dear Sir,

Outcome of 83rd Annual General Meeting

This is to inform you that the 83rd Annual General Meeting of the members of the Company was duly convened and held on 14th September 2015 at 11:AM at the Registered Office of the Company at P O Hargaon, Dist- Sitapur, Uttar Pradesh – 261 121.

Shri Anand Ashvin Dalal, chaired the proceedings of the meeting.

Total 35 members attended the meeting as per separate records of attendance.

The Chairman informed the members that pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and clause 35B of the Listing Agreement the Company has provided the facility of electronic voting to the members of the Company and had appointed National Securities Depository Limited (NSDL) as the Service Provider, in respect of all the business items to be transacted at this Annual General Meeting. The e- voting period commenced from 9.00 a.m. on 11th September, 2015 and ended at 5.00 p.m. on 13th September, 2015. Mr Mohan Ram Goenka, Practicing Company Secretary & Partner of MR & Associates was appointed as the Scrutinizer for the purpose of scrutinizing the e-voting process in a fair & transparent manner and ascertaining the votes cast on e-voting and to submit his report thereon.

The Chairman further informed the members that the Company is also providing the facility of voting through ballot process at this meeting to the members of the Company, who have not opted for remote e-voting and/or who have not casted their vote through e-voting

On invitation of the Chairman, members addressed the meeting and gave their suggestions and sought clarifications on the company's financial statements and business outlook, which was duly responded by the Chairman of the meeting. The Chairman also provided an overview of the financial performance of the company for the year ended 31st March 2015 and its future outlook. Thereafter the Chairman ordered voting to be taken at the meeting through Ballot Paper and informed that Mr Goenka will also act as Scrutiniser at the AGM venue for the voting by Ballot paper.

The Chairman stated that the e-voting results alongwith consolidated scrutinizers' report shall be placed on the website of the Company besides being submitted to concerned stock exchanges.



The Oudh Sugar Mills Limited



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Corporate Office and Correspondence Address : Birla Building (5th Floor) • 9/1 R. N. Mukherjee Road • Kolkata 700 001 • E-mail : birlasugar@birla-sugar.com
Phone : (+91 33) 2243 0497-8, 2248 7068, 3057 3700, 3041 0900 • Fax : (+91 33) 2248 6369
Regd. Office : P.O. Hargaon • Dist. Sitapur (U.P.) • PIN - 261 121
CIN : L15432UP1932PLC025186



Birla Sugar

K.K. BIRLA GROUP OF SUGAR COMPANIES

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The following resolutions have been passed by the members with requisite majority, based on the Consolidated Scrutinizers report dated 14th September, 2015 combining the results of e-voting and voting at the venue of AGM through ballot papers:

1. Adoption of the Audited Financial Statement of the Company for the financial year ended March 31, 2015, the Reports of the Directors and Auditors thereon, and the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2015.
2. Re-appointment of Mr. Chand Bihari Patodia (DIN-01389238), as Director of the Company, liable to retire by rotation.
3. Re-appointment of M/s S R Batliboi & Co., LLP, Chartered Accountants, having Firm Registration No. 301003E, as Statutory Auditors of the Company to hold office till the conclusion of the next Annual General Meeting.
4. Approval of the modification in the terms of appointment of Mr Chandra Shekhar Nopany (DIN – 00014587).
5. Appointment of Ms Shashi Sharma (DIN-02904948), as an Independent Director.
6. Approval and ratification of the remuneration payable to M/s D Radhakrishnan & Co., Cost Auditors for the financial year 2015-16.
7. Appointment of Mr Chand Bihari Patodia (DIN-01389238), as Whole-time Director of the Company.

A copy of the Consolidated Scrutinizer's report dated 14th September, 2015, combining the results of e-voting and voting at the venue of AGM through ballot papers pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and clause 35B of the Listing Agreement the Company is enclosed herewith for your reference and records.

A copy of the proceedings of AGM in terms of clause 31(d) of the Listing Agreement shall be forwarded in due course.

The above is for your information and records.

Yours faithfully,

For The Oudh Sugar Mills Limited

Anand Sharma
Company Secretary
FCS – F7305



Encl – as above

The Oudh Sugar Mills Limited

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CONSOLIDATED SCRUTINIZER'S REPORT

(Voting through Remote E-Voting and Ballot Form)

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

To,

The Chairman of Eighty Third Annual General Meeting of the Equity shareholders of **The Oudh Sugar Mills Limited**, held on Monday, the **14th day of September, 2015** at the at the Registered Office of the Company at the Meeting Hall of Oudh Sugar Mills Complex, P.O. Hargaon, District - Sitapur, Uttar Pradesh, Pin - 261 121.

Dear Sir,

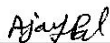
1. I Mohan Ram Goenka, a Company Secretary in Practice, have been appointed as a Scrutinizer by the Board of Directors of **The Oudh Sugar Mills Limited** (the Company) for the purpose of Scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Rules, 2015 and Clause 35B of the Listing Agreement.
2. The Management of the Company is responsible to ensure the Compliance of the requirements of the Companies Act, 2013 and Rules relating to voting through remote e-voting and Ballot Form and for the resolutions proposed in the Notice of Eighty Third Annual General Meeting of the equity shareholders of the Company. My responsibility as a Scrutinizer for the process of voting through remote e-voting and Ballot Form at the venue of AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolution proposed in the Notice of the 83rd AGM of the Company, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency engaged by the Company to provide e-voting facilities for voting through electronic means and votes casted through ballot forms at the venue of Annual General Meeting in respect of the resolutions considered at the Eighty Third Annual General Meeting of the shareholders of the Company.

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Phone No : 2237 9517

3. In terms of the aforesaid Notice and as prescribed in the aforesaid rules, the remote e-voting facility was kept open from **Friday, 11th September, 2015 at 9.00 A.M., to Sunday, 13th September, 2015 at 5 P.M.** and members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on e-voting platform provided by NSDL.
4. The member of the Company as on "**cut off" date (record date) i.e. 7th September, 2015.** were entitled to vote on the resolutions (Item No. 1 to 7)as set out in the notice of 83rd AGM of the Company.
5. At the end of the voting period on Sunday, September 13, 2015 at 5.00 P.M. IST, the voting portal of the service provider was blocked forthwith.
6. The votes cast were unblocked on 14.09.2015 in the presence of two witnesses Mr. Ajay Pal and Mr. Prem Narayan who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


Mr. Ajay Pal


Mr. Prem Narayan
7. Thereafter, the details containing inter alia, list of the Members, who voted "for" or "against" on each of the resolution that were put to vote, were derived from the ballot forms as received and the report generated from the e-voting website of National Securities Depository Limited (NSDL), and based on such reports,

The brief analysis of the results of the voting through Remote e-voting and Ballot Form are as under:

Item No. 1 - Ordinary Resolution :

Adoption of the Audited Financial Statement of the Company for the financial year ended March 31, 2015, the Reports of the Directors and Auditors thereon and the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2015.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	27	16311909	21	2362	48	16314271	100
Dissent	0	0	0	0	0	0	0
Total	27	16311909	21	2362	48	16314271	100
Abstain / Invalid	0	0	0	0	0	0	0

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Item No. 2 - Ordinary Resolution:

Re-appointment of Director in place of Mr. Chand Bihari Patodia (DIN-01389238), who retires by rotation and is eligible for re-appointment.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	27	16311909	21	2362	48	16314271	100
Dissent	0	0	0	0	0	0	0
Total	27	16311909	21	2362	48	16314271	100
Abstain / Invalid	0	0	0	0	0	0	-

Item No. 3 - Ordinary Resolution :

Appointment of Statutory Auditors and fixing of their remuneration

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	27	16311909	21	2362	48	16314271	100
Dissent	0	0	0	0	0	0	0
Total	27	16311909	21	2362	48	16314271	100
Abstain / Invalid	0	0	0	0	0	0	-

Item No. 4 - Ordinary Resolution:

Amendment of the terms and conditions of appointment of Mr. Chandra Shekhar Nopany, (DIN-00014587)

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	25	16227304	21	2362	46	16229666	100
Dissent	0	0	0	0	0	0	0
Total	25	16227304	21	2362	46	16229666	100
Abstain / Invalid	0	0	0	0	0	0	-



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MR & Associates

Company Secretaries

Item No. 5 - Ordinary Resolution:

Appointment of Ms Shashi Sharma (DIN 02904948), as an Independent Director.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	26	16311424	21	2362	47	16313786	99.99 (approx.)
Dissent	1	485	0	0	1	485	0.01 (approx.)
Total	27	16311909	21	2362	48	16314271	100
Abstain / Invalid	0	0	0	0	0	0	-

Item No. 6 – Ordinary Resolution:

Ratification of the Remuneration of Cost Auditors of the Company for Financial year 2015-16

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	26	16311409	21	2362	47	16313771	100
Dissent	0	0	0	0	0	0	0
Total	26	16311409	21	2362	47	16313771	100
Abstain / Invalid	0	0	0	0	0	0	-

Item No. 7 – Special Resolution:

Appointment of Mr Chand Bihari Patodia (DIN-01389238), as Whole-time Director of the Company

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	26	16311424	21	2362	47	16313786	99.99 (approx.)
Dissent	1	485	0	0	1	485	0.01 (approx.)
Total	27	16311909	21	2362	48	16314271	100
Abstain / Invalid	0	0	0	0	0	0	-



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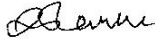
MR & Associates

Company Secretaries

Based on the foregoing, the aforesaid resolutions shall be deemed to have been passed with the requisite majority.

All the relevant records relating to the voting through ballot form and remote e-voting is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,
Yours Faithfully,

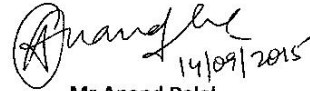


Mohan Ram Goenka
Practicing Company Secretary
C.P. No: 2551



Place: Hargaoon
Date: 14.09.2015

Countersigned by:



Mr Anand Dalal
Chairman of the Meeting

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