



**NIRBHAY KUMAR & ASSOCIATES
COMPANY SECRETARIES**

NIRBHAY KUMAR
L.L.B., ACS

To

The Chairman
51st AGM (Held on 23.03.2015)

Mawana Sugars Limited

05th Floor
Kirti Mahal
19, Rajendra Place
PIN - 110025

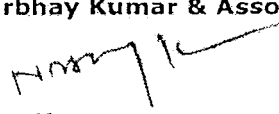
Sir

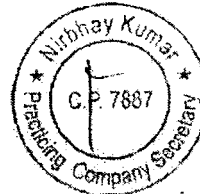
I **NIRBHAY KUMAR**, Company Secretary in Practice (Membership No. 21093, C.P. 7887), proprietor of M/s Nirbhay Kumar & Associates, Delhi was appointed as the scrutinizer in connection with 51st Annual General Meeting of the Company held on March 23, 2015 at 10.00 AM at Shriram Bharatiya Kala Kendra (Lawn), 1 Copernicus Marg, Mandi House, New Delhi - 110001 for the purpose of scrutinizing the e-voting and poll process in a fair and transparent manner and ascertaining the requisite majority on E- voting and polling carried out as per the provisions of the Companies Act, 2013 and Rule made there under.

In connection with this I am pleased to enclose my reports as under:

1. **Annexure - A**, Scrutinizer Report (**E - Voting**) Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (3) (xi) of the Companies (Management and Administration) Rule, 2014.
2. **Annexure - B**, Scrutinizer Report (**Poll**) Pursuant to Section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014.
3. **Annexure - C**, Consolidated Report containing information for both polling and E-Voting.

Thanking you
Yours faithfully
For Nirbhay Kumar & Associates


Nirbhay Kumar
C.P. 7887
Date - 24/03/2015



J-22, Flat No-4, Upper Ground Floor, Street No 5, Ramp Park Road, Mohan Garden,
Mayapuri, New Delhi - 110029

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(1)



REPORT OF SCRUTINIZER

[E - VOTING]

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (3) (xi) of the Companies (Management and Administration) Rule, 2014]

To

The Chairman
51st AGM
Mawana Sugars Limited

05th Floor
Kirti Mahal
19, Rajendra Place
PIN - 110025

I **NIRBHAY KUMAR**, Company Secretary in Practice (Membership No. 21093, C.P. 7887), proprietor of M/s Nirbhay Kumar & Associates, Delhi was appointed as the scrutinizer in connection with 51st Annual General Meeting of the Company held on March 23, 2015 at 10.00 AM at Shriram Bhartiya Kala Kendra (Lawn); 1 Copernicus Marg, Mandi House, New Delhi - 110001 for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on E- voting and polling carried out as per the provisions of the Companies Act, 2013 and Rule 20 (3) (xi) of the Companies (Management and Administration) Rules 2014 on the resolutions referred to in this report.

I submit my report as under -

- A.** The E - Voting period remained open from 17th March 2015 (09.00 AM) to 19th March 2015 (06.00 PM).
- B.** The Shareholders holding shares as on the cutoff date i.e. 13th February 2015 entitled to vote on the proposed resolutions (Item no. 1 to 7 as set out in the Notice of the AGM).
- C.** The votes were unblocked on 20th March 2015 at 06.00 PM in presence of two witnesses Mr. Amit Kumar Sinha R/o D - 371, Gali No. 9, Bhagwati Garden Extension Jain Road, New Delhi - 110059 and Santosh Kumar R/o 45/8 Ashok Nagar, New Delhi - 110018 who are not in employment of the Company.

J-22 Flat No-4, Upper Ground Floor, Street No-5, Rama Park Residential Garden,
Uttam Nagar, New Delhi - 110058

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(2)

D. There after the details containing inter alia list of Equity Shareholders who voted "For "and "Against" were downloaded from the E-voting website of Central Depository Services India Limited (<http://www.evotingindia.com>).

The result of E-Voting is as under:

1. Resolution No. 1 (Ordinary Resolution)

Adoption of Financial Statement for the Financial Period ended on 31st December 2014.

(i) Voted in favor of the resolution

| No. of Members voted through Electronic Voting System | No. of Vote Cast | Percentage of total no. of valid vote cast |
|---|------------------|--|
| 10 | 443870 | 100 % |

(ii) Voted against the resolution

| No. of Members voted through Electronic Voting System | No. of Vote Cast | Percentage of total no. of valid vote cast |
|---|------------------|--|
| Nil | ---- | ---- |

(iii) Invalid Votes

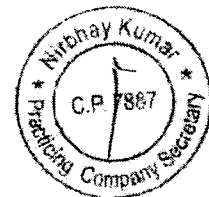
| No. of Members voted through Electronic Voting System | No. of Vote Cast | Percentage of total no. of valid vote cast |
|---|------------------|--|
| Nil | ---- | ---- |

2. Resolution No. 2 (Ordinary Resolution)

Appointment of Prof. Dinesh Mohan, Director who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favor of the resolution

| No. of Members voted through Electronic Voting System | No. of Vote Cast | Percentage of total no. of valid vote cast |
|---|------------------|--|
| 10 | 443870 | 100 % |



(ii) Voted against the resolution

| No. of Members voted through Electronic Voting System | No. of Vote Cast | Percentage of total no. of valid vote cast |
|---|------------------|--|
| Nil | ----- | ----- |

(iii) Invalid Votes

| No. of Members voted through Electronic Voting System | No. of Vote Cast | Percentage of total no. of valid vote cast |
|---|------------------|--|
| Nil | ----- | ----- |

3. Resolution No. 3 (Ordinary Resolution)

Appointment of Statutory Auditors for F.Y. 2015 - 2016

(i) Voted in favor of the resolution

| No. of Members voted through Electronic Voting System | No. of Vote Cast | Percentage of total no. of valid vote cast |
|---|------------------|--|
| 10 | 443870 | 100 % |

(ii) Voted against the resolution

| No. of Members voted through Electronic Voting System | No. of Vote Cast | Percentage of total no. of valid vote cast |
|---|------------------|--|
| Nil | ----- | ----- |

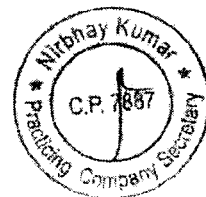
(iii) Invalid Votes

| No. of Members voted through Electronic Voting System | No. of Vote Cast | Percentage of total no. of valid vote cast |
|---|------------------|--|
| Nil | ----- | ----- |

4. Resolution No. 4 (Ordinary Resolution)

Appointment of Prof. Dinesh Mohan as an Independent Director

(i) Voted in favor of the resolution



(4)

| No. of Members voted through Electronic Voting System | No. of Vote Cast | Percentage of total no. of valid vote cast |
|---|------------------|--|
| 9 | 443760 | 99.99 % |

(ii) Voted against the resolution

| No. of Members voted through Electronic Voting System | No. of Vote Cast | Percentage of total no. of valid vote cast |
|---|------------------|--|
| 1 | 110 | -- |

(iii) Invalid Votes

| No. of Members voted through Electronic Voting System | No. of Vote Cast | Percentage of total no. of valid vote cast |
|---|------------------|--|
| Nil | ----- | ----- |

5. Resolution No. 5 (Ordinary Resolution)

Appointment of Mr. Ravinder Singh Bedi as an Independent Director

(i) Voted in favor of the resolution

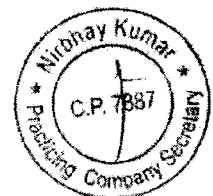
| No. of Members voted through Electronic Voting System | No. of Vote Cast | Percentage of total no. of valid vote cast |
|---|------------------|--|
| 9 | 443760 | 99.99 % |

(ii) Voted against the resolution

| No. of Members voted through Electronic Voting System | No. of Vote Cast | Percentage of total no. of valid vote cast |
|---|------------------|--|
| 1 | 110 | -- |

(iii) Invalid Votes

| No. of Members voted through Electronic Voting System | No. of Vote Cast | Percentage of total no. of valid vote cast |
|---|------------------|--|
| Nil | ----- | ----- |



6. Resolution No. 6 (Ordinary Resolution)

Appointment of Mr. Piar Chand Jaswal as Director of the Company

(i) Voted in favor of the resolution

| No. of Members voted through Electronic Voting System | No. of Vote Cast | Percentage of total no. of valid vote cast |
|---|------------------|--|
| 9 | 443760 | 99.99 % |

(ii) Voted against the resolution

| No. of Members voted through Electronic Voting System | No. of Vote Cast | Percentage of total no. of valid vote cast |
|---|------------------|--|
| 1 | 110 | -- |

(iii) Invalid Votes

| No. of Members voted through Electronic Voting System | No. of Vote Cast | Percentage of total no. of valid vote cast |
|---|------------------|--|
| Nil | ---- | --- |

7. Resolution No. 7 (Ordinary Resolution)

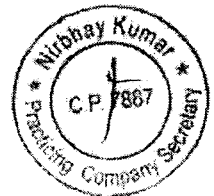
Appointment and Remuneration of Cost Auditor for 2015 - 2016

(i) Voted in favor of the resolution

| No. of Members voted through Electronic Voting System | No. of Vote Cast | Percentage of total no. of valid vote cast |
|---|------------------|--|
| 10 | 443870 | 100 % |

(ii) Voted against the resolution

| No. of Members voted through Electronic Voting System | No. of Vote Cast | Percentage of total no. of valid vote cast |
|---|------------------|--|
| Nil | ---- | --- |



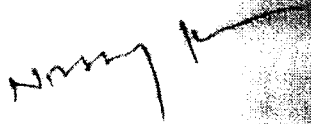
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(iii) Invalid Votes

| No. of Members voted through Electronic Voting System | No. of Vote Cast | Percentage of total no. of valid vote cast |
|---|------------------|--|
| Nil | ----- | ----- |

Thanking you
Yours faithfully

For Nirbhay Kumar



Nirbhay Kumar
C.P. 7887
Date - 24/03/2015





REPORT OF SCRUTINIZER

[VOTING]

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To

The Chairman

51st Annual General Meeting of the Equity Shareholders of
Mawana Sugars Limited
Held on 23rd March 2015 at

Shriram Bhartiya Kala Kendra (Lawn)
1 Copernicus Marg
Mandi House
New Delhi - 110001

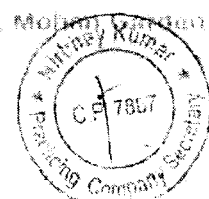
I NIRBHAY KUMAR, Company Secretary in Practice (Membership No. 21093, C.P. 7887), proprietor of M/s Nirbhay Kumar & Associates, Delhi was appointed as the scrutinizer in connection with 51st Annual General Meeting of the Company held at Shriram Bhartiya Kala Kendra (Lawn), 1 Copernicus Marg, Mandi House, New Delhi - 110001 for the purpose of poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Equity Shareholders of Mawana Sugars Limited, held on 23rd March 2015 at 10.00 AM.

I submit my report as under -

1. After the time fixed for closing of the poll by the Chairman, two ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

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Dilip Nagar New Delhi - 110059

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3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

4. The Result of the Poll is as under.

1. Resolution No. 1 (Ordinary Resolution)

Adoption of Financial Statement for the Financial Period ended on 31st December 2014.

(i) Voted in favor of the resolution

| No. of Members present and Voting (in person or by proxy) | No. of Vote Cast by them | Percentage of total no. of valid vote cast |
|---|--------------------------|--|
| 141 | 27368237 | 99.99 % |

(ii) Voted against the resolution

| No. of Members present and Voting (in person or by proxy) | No. of Vote Cast by them | Percentage of total no. of valid vote cast |
|---|--------------------------|--|
| 9 | 186 | |

(iii) Invalid Votes

| No. of Members present and Voting (in person or by proxy) | No. of Vote Cast by them |
|---|--------------------------|
| 16 | 300 |

2. Resolution No. 2 (Ordinary Resolution)

Appointment of Prof. Dinesh Mohan, Director who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favor of the resolution

| No. of Members present and Voting (in person or by proxy) | No. of Vote Cast by them | Percentage of total no. of valid vote cast |
|---|--------------------------|--|
| 141 | 27368237 | 99.99 % |



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