



# NIRBHAY KUMAR & ASSOCIATES COMPANY SECRETARIES

NIRBHAY KUMAR  
L.L.B., ACS

To

The Chairman  
51<sup>st</sup> AGM (Held on 23.03.2015)

Mawana Sugars Limited

05<sup>th</sup> Floor  
Kirti Mahal  
19, Rajendra Place  
PIN - 110025

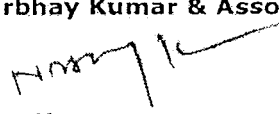
Sir

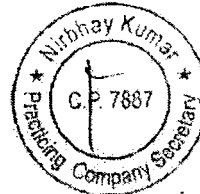
I **NIRBHAY KUMAR**, Company Secretary in Practice (Membership No. 21093, C.P. 7887), proprietor of M/s Nirbhay Kumar & Associates, Delhi was appointed as the scrutinizer in connection with 51<sup>st</sup> Annual General Meeting of the Company held on March 23, 2015 at 10.00 AM at Shriram Bharatiya Kala 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  
51<sup>st</sup> AGM  
Mawana Sugars Limited

05<sup>th</sup> 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 51<sup>st</sup> 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 17<sup>th</sup> March 2015 (09.00 AM) to 19<sup>th</sup> March 2015 (06.00 PM).
- B.** The Shareholders holding shares as on the cutoff date i.e. 13<sup>th</sup> 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 20<sup>th</sup> 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 31<sup>st</sup> 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**

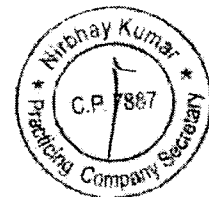
No. of Members voted through Electronic Voting System	No. of Vote Cast	Percentage of total no. of valid vote cast
Nil	----	----

**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	-----	----

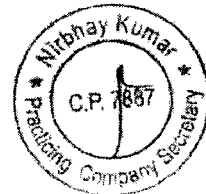
(iii) Invalid Votes

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



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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

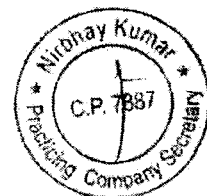
No. of Members voted through Electronic Voting System	No. of Vote Cast	Percentage of total no. of valid vote cast
9	443760	99.99 %

(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)**

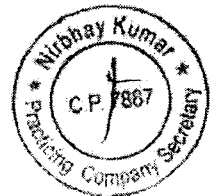
Appointment and Remuneration of Cost Auditor for 2015 - 2016

**(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	-----	-----

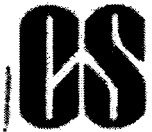
Thanking you  
Yours faithfully

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

51<sup>st</sup> Annual General Meeting of the Equity Shareholders of  
**Mawana Sugars Limited**  
Held on 23<sup>rd</sup> March 2015 at

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

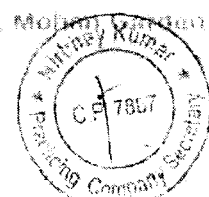
I NIRBHAY KUMAR, Company Secretary in Practice (Membership No. 21093, C.P. 7887), proprietor of M/s Nirbhay Kumar & Associates, Delhi was appointed as the scrutinizer in connection with 51<sup>st</sup> Annual General Meeting of the Company held at Shriram Bhartiya Kala Kendra (Lawn), 1 Copernicus Marg, 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 23<sup>rd</sup> 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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(8)



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 31<sup>st</sup> 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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