



NIRBHAY KUMAR & ASSOCIATES COMPANY SECRETARIES

NIRBHAY KUMAR
L.L.B., ACS

REPORT OF SCRUTINIZER

[Pursuant to section 108 and 109 of the Companies Act, 2013 and rule 20 and rule 21(2) of the Companies (Management and Administration) Rules, 2014 as amended upto date]

To

The Chairman
of the 54th Annual General Meeting of the Equity Shareholders of Mawana Sugars Limited Held on 17th August 2018 at 11 A.M. at Kamani Auditorium, 1 Copernicus Marg, New Delhi - 110001.

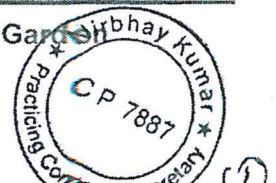
Dear Sir,


I Nirbhay Kumar, Company Secretary in Practice (Membership No. 21093, C.P. 7887), proprietor of M/s Nirbhay Kumar & Associates, New Delhi was appointed as the Scrutinizer by the Board of Directors of M/s Mawana Sugars Limited (the Company) for the purpose of scrutinizing e-voting process (remote e-voting) and voting through ballot, at the 54th Annual General Meeting of the Company held on Friday, 17th August, 2018 at 11.00 A.M. at Kamani Auditorium, 1 Copernicus Marg, New Delhi - 110001, hereby submit my report as under:


1. In accordance with the Notice of the 54th Annual General Meeting sent to the shareholders and the "Advertisement" published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on July 24, 2018, the remote e-voting opened at 9:00 A.M. on August 14, 2018 and remained open upto 5:00 P.M. on August 16, 2018.
2. The Equity Shareholders holding shares as on August 10, 2018, "Cut-off date", were entitled to vote on the resolutions stated in the Notice of the 54th Annual General Meeting of the Company.
3. The Polling papers in Form MGT-12 as per Companies (Management and Administration) Rules, 2014 were distributed to the shareholders present. The shareholders cast their votes in the two ballot boxes kept at convenient locations in the Venue.
4. At 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 me.
5. The votes were unblocked on 17th August 2018 at 2.15 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 Mr. Pawan Kumar Singh R/o D-70, Ramdatt Enclave, Uttam Nagar, New Delhi - 110059 who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

J-22, Flat No-4, Upper Ground Floor, Street No-5, Rama Park Road, Mohan Garden
Uttam Nagar, New Delhi - 110059

E-mail.: nirbhaykumar77@gmail.com
Mob.: 9868717020




Amit Kumar Sinha


Pawan Kumar Singh

6. Poll papers were diligently scrutinized and reconciled with the records maintained by the Registrar and Transfer Agent of the Company and the authorization/proxies lodged with the Company.
7. The poll papers which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
8. The total votes cast in favor or against all the resolutions proposed in the Notice of the AGM are as under:

a. **Resolution No. 1 (Ordinary Resolution)**

To consider and adopt:

- (a) the audited financial statements of the Company for the financial year ended on 31st March, 2018 and the reports of the Board of Directors and Auditors thereon; and
- (b) the audited consolidated financial statements of the Company for the financial year ended 31st March, 2018 and the report of Auditors thereon.

(i) **Voted in favor of the resolution**

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	026	857	00.003
Voting by ballot	088	24836049	99.996
Total	114	24836906	99.999

(ii) **Voted against the resolution**

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Nil	Nil	Nil
Voting by ballot	05	127	00.001
Total	05	127	00.001

(iii) **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	5



b. Resolution No. 2 (Ordinary Resolution)

Re-appointment of Mr. Piar Chand Jaswal(DIN - 07100098), Director who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favor of the resolution

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	024	799	00.003
Voting by ballot	088	24836049	99.996
Total	112	24836848	99.999

(ii) Voted against the resolution

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	002	058	00.000
Voting by ballot	005	127	00.001
Total	007	185	00.001

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	5

c. Resolution No. 3 (Ordinary Resolution)

Ratification of appointment of M/s S.R. Batliboi & Co. LLP Chartered Accountants (ICAI Firm Registration Number: 301003E/E300005) as Statutory Auditors and to fix their remuneration.

(i) Voted in favor of the resolution

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	025	821	00.003
Voting by ballot	088	24836049	99.996
Total	113	24836870	99.999



(ii) Voted against the resolution

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	01	036	00.000
Voting by ballot	05	127	00.001
Total	06	163	00.001

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	05

d. Resolution No. 4 (Ordinary Resolution)

Approval for ratification of remuneration payable to the Cost Auditor for financial Year 2018 - 19

(i) Voted in favor of the resolution

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	024	799	00.003
Voting by ballot	088	24836049	99.996
Total	112	24836848	99.999

(ii) Voted against the resolution

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	002	058	00.000
Voting by ballot	005	127	00.001
Total	007	185	00.001

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	5



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e. **Resolution No. 5 (Special Resolution)**

Approval for payment of remuneration to Mr. Dharm Pal Sharma, (DIN - 07259344) Whole Time Director of the Company for the remaining period of his term of appointment i. e. from 13.08.2018 to 12.08.2020

(i) **Voted in favor of the resolution**

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	023	689	00.003
Voting by ballot	088	24836049	99.996
Total	111	24836738	99.999

(ii) **Voted against the resolution**

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	003	168	00.0005
Voting by ballot	005	127	00.0005
Total	008	295	00.001

(iii) **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	5

9. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

10. All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 54th Annual General Meeting and the same shall be handed over thereafter to the Company Secretary for safe keeping.

Place: New Delhi
Dated: 18.08.2018

Thanking you,
Yours faithfully,

Nirbhay Kumar
M. No. 21093, C.P. No. 7887
Scrutinizer

