



ND/SY/ 3505

September 22, 2021

BSE Limited New Trading Ring, Rotunda Building, P J Towers, Dalal Street, Fort, Mumbai-400001 Scrip Code: 500097

National Stock Exchange of India Limited "Exchange Plaza", Plot No. C-1, Block G Bandra – Kurla Complex, Bandra (East), Mumbai – 400 051

Symbol: DALMIASUG

Sub: <u>Proceedings of Annual General Meeting cum voting results pursuant to Regulations 30(6) and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").</u>

Dear Sir/Madam,

Pursuant to Regulation 30(6) read with Schedule III of the SEBI Listing Regulations, we wish to inform you that the 69th Annual General Meeting of the Company was held on Tuesday, September 21, 2021 at 10.45 a.m. (scheduled at 10.30 a.m.) through video conferencing facility provided by Kfin Technologies Private Limited, the Registrar and Share Transfer Agent. All the items of agenda included in the Notice of the Annual General Meeting dated July 30, 2021 have been approved with requisite majority.

The shareholders were provided with the facility to cast their vote electronically through e-voting services provided by KFin Technologies Private Limited. The e-voting facility was made available to all the persons who were members of the Company as on the cut-off date, i.e., September 14, 2021.

The remote e-voting had commenced on Saturday, September 18, 2021 (09:00 am. IST) and ended on Monday, September 20, 2021 (05:00 pm. IST). The e-voting facility was also made available to the shareholders during the Annual General Meeting from 10.30 am to 11.45 am.

M/s Harish Khurana and Associates, Practising Company Secretaries, was appointed as the Scrutinizer to scrutinize the votes cast by the members through remote e-voting and through e-voting at the Annual General Meeting in a fair and transparent manner.





Pursuant to Regulation 44(3) of the SEBI Listing Regulations, the brief details of agenda items and voting results thereof along with Scrutinizer's report are attached and marked as **Annexure 1**. The same are also displayed at the registered office and posted on the Company's website www.dalmiasugar.com.

Further, pursuant to Regulation 30(6) read with Schedule III of the SEBI Listing Regulations, brief details about change in Directors/Key Managerial Personnel and alteration in Memorandum and Articles of Association are attached and marked as Annexure 2.

Thanking you.

For Dalmia Sugar and Industries Limited

Aashhima V Khanna **Company Secretary**

Membership No.: A34517

Aashhima V Khanna

Enclosures: As above.



Annexure - 1

NAME: DALMIA BHARAT SUGAR AND INDUSTRIES LTD

SLNO	DESCRIPTION								
А	DATE OF AGM			21-09-20	021				
В	RECORD/CUT OFF DATI	Ē		14-09-2021					
С	TOTAL NUMBER OF SHARECORD DATE	AREHOLDERS O	N	36134					
D	NO OF SHAREHOLDERS MEETING EITHER IN PE PROXY	-		57					
	SHAREHOLDERS	PRESENT IN PERSON		SENT OUGH XY	TOTAL	SHARES	% TO CAPITAL		
	PROMOTER AND PROMOTER GROUP ()	18	0		18	60634092	74.91304		
	PUBLIC	39	0		39	4546	0.00562		
	TOTAL	57	0		57	60638638	74.91866		
E	No. of shareholders att	ting th	rough Vic	leo confer	encing - 57.	1			

	DALMIA BHARAT SUGAR AND INDUSTRIES LTD
Date of the AGM/EGM	21-09-2021
Total number of shareholders on record date	36134
No. of shareholders present in the meeting either in person or	
through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video	
Conferencing	
Promoters and Promoter Group:	18
Public:	39

Resolution No.	1									
Resolution required: (Ordinary/	ORDINARY - To con	sider and adopt the	(a) audited Stand	alone Financial Statem	ents of the Compa	iny for the financ	ial year ended Marc	n 31, 2021, and the Re	eports of the	ne Auditors and
Special)	Directors thereon a	ind (b) audited Con:	solidated Financial	Statements of the Con	pany for the final	ncial year ended	March 31, 2021 and	the Report of the Auc	litors' ther	eon
Whether promoter/ promoter										
group are interested in the										
	No									
agenda/resolution:	INO						% of Votes in			
				% of Votes Polled on			favour on votes	% of Votes against		
		No. of shares	No. of votes	outstanding shares	No. of Votes -	No. of Votes -	polled	on votes polled	Votes	Votes
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	in favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	Invalid	Abstained
	E-Voting		6,05,59,762	99.8774	6,05,59,762	0	100.0000	0.0000	0	0
	Poll		74,360	0.1226	74,360	0	100.0000	0.0000	0	0
		6,06,34,122								
	Postal Ballot (if									
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,06,34,122	100.0000	6,06,34,122	0	100.0000	0.0000	0	0
	E-Voting		2,79,862	30.0523	2,79,862	0	100.0000	0.0000	0	24,939
	Poll	9,31,249	0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,79,862	30.0523	2,79,862	0	100.0000	0.0000	0	24939
	E-Voting		7,09,392	3.6616	7,09,390	2	99.9997	0.0002	0	1,035
	Poll	1,93,73,932	2,885	0.0149	2,885	0	100.0000	0.0000	0	0
	Postal Ballot (if	_,,_,_								
	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,12,277	3.6765	7,12,275	2	99.9997	0.0003	0	1035
	Total	8,09,39,303	6,16,26,261	76.1389	6,16,26,259	2	100.0000	0.0000	0	25974

Resolution No.	2									
Resolution No.	2									
Resolution required: (Ordinary/										
	ORDINARY - To con	sider and declare a	dividend of Rs.3/-	(150) per equity share	of Rs. 2/- for the	financial year 20	20-21.			
Whether promoter/ promoter										
group are interested in the										
agenda/resolution?	No									
							% of Votes in			
				% of Votes Polled on				% of Votes against		
			No. of votes	outstanding shares				on votes polled	Votes	Votes
	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	in favour (4)			(7)=[(5)/(2)]*100	Invalid	Abstained
	E-Voting	4	6,05,59,762	99.8774	6,05,59,762	0	100.0000	0.0000	0	0
	Poll	6,06,34,122	74,360	0.1226	74,360	0	100.0000	0.0000	0	0
	Postal Ballot (if									
	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,06,34,122	100.0000	6,06,34,122	0	100.0000	0.0000	0	0
	E-Voting		3,04,801	32.7303	3,04,801	0	100.0000	0.0000	0	0
	Poll	9,31,249	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,04,801	32.7303	3,04,801	0	100.0000	0.0000	0	0
	E-Voting		7,10,422	3.6669	7,10,420	2	99.9997	0.0002	0	5
	Poll	1,93,73,932	2,885	0.0149	2,885	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)	2,20,10,202	0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,13,307	3.6818	7,13,305	2	99.9997	0.0003	0	
	Total	8,09,39,303	6,16,52,230			2	100.0000	0.0000	0	5

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To cor	nsider and appoint a	Director in place	of Shri Gautam Dalmia	(DIN 00009758), w	ho retires by rot	ation and being eligi	ble offers himself for	re-appoint	ment.
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes –	polled	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
	E-Voting		6,05,59,762	99.8774	6,05,59,762	0	100.0000	0.0000	0	
	Poll	6,06,34,122	74,360	0.1226	74,360	0	100.0000	0.0000	0	
Promoter and Promoter Group	Postal Ballot (if applicable)	0,00,34,122	0	0.0000	0	0	0.0000	0.0000	0	
	Total		6,06,34,122	100.0000	6,06,34,122	0	100.0000	0.0000	0	
	E-Voting		3,04,801	32.7303	2,32,768	72,033	76.3672	23.6327	0	
	Poll	9,31,249	0	0.0000	0	0	0.0000	0.0000	0	
Public- Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	
	Total		3,04,801	32.7303	2,32,768	72,033	76.3672	23.6328	0	
	E-Voting		7,10,256	3.6660	7,10,245	11	99.9984	0.0015	0	16
	Poll	1,93,73,932	2,885	0.0149	2,885	0	100.0000	0.0000	0	
Public- Non Institutions	Postal Ballot (if applicable)	,55,75,55	0	0.0000	0	0	0.0000	0.0000	O	
	Total		7,13,141	3.6809	7,13,130	11	99.9985	0.0015	0	10
	Total	8,09,39,303	6,16,52,064	76.1707	6,15,80,020	72,044	99.8831	0.1169	0	16



Resolution No.	4									
Resolution required: (Ordinary/										
Special)	ORDINARY - To con	sider and approve t	he remuneration	of M/s. NSBP Co., Char	tered Accountant	s, the statutory a	uditors of the Comp	any for the financial y	ear 2021-2	2.
Whether promoter/ promoter										
group are interested in the agenda/resolution?	No									
agenda/resolution.	110						% of Votes in			
				% of Votes Polled on			favour on votes	% of Votes against		
		No. of shares	No. of votes	outstanding shares	No. of Votes -	No. of Votes –	polled	on votes polled	Votes	Votes
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	in favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	Invalid	Abstained
	E-Voting		6,05,59,762	99.8774	6,05,59,762	0	100.0000	0.0000	0	0
	Poll Postal Ballot (if	6,06,34,122	74,360	0.1226	74,360	0	100.0000	0.0000	- 0	0
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,06,34,122	100.0000	6,06,34,122	0		0.0000	0	
	E-Voting		3,04,801	32.7303	3,04,801	0		0.0000	0	
	Poll	9.31.249	0	0.0000	0	0	0.0000	0.0000	0	0
Dublic Institutions	Postal Ballot (if	.,. ,	_	0.000	_	_		0.000	_	
Public- Institutions	applicable) Total		3,04,801	0.0000 32.7303	3,04,801	0		0.0000	0	0
	E-Voting		7,09,392	32.7303	7,09,101	291		0.0000	0	
	Poll	4.00.77	2,885	0.0149		291			0	
	Postal Ballot (if	1,93,73,932	2,003	5.0245	2,003		222.0000	2.0000		ا
Public- Non Institutions	applicable)		0	0.0000	0	0		0.0000	0	0
	Total		7,12,277					0.0409	0	
	Total	8,09,39,303	6,16,51,200	76.1697	6,16,50,909	291	99.9995	0.0005	0	1035
Resolution No.	5									
Resolution required: (Ordinary/										
Special)	ORDINARY - To con	sider and ratify the	remuneration of I	M/s R. J. Goel Co., Cost	Accountants, the	Cost Auditors of	f the Company for the	e financial year 2021-2	22.	
Whether promoter/ promoter										
group are interested in the										
agenda/resolution?	No									
							% of Votes in			
		No of shares	No. of water	% of Votes Polled on	No of Votes	N= =6.V=4==	favour on votes	% of Votes against		V-+
Category	Mode of Voting	No. of shares	No. of votes	outstanding shares	No. of Votes –	No. of Votes –	favour on votes polled	on votes polled	Votes	Votes Abstained
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)		No. of Votes – in favour (4)	No. of Votes – against (5)	favour on votes		Votes Invalid	Votes Abstained
Category			polled (2)	outstanding shares (3)=[(2)/(1)]* 100	in favour (4)		favour on votes polled (6)=[(4)/(2)]*100	on votes polled (7)=[(5)/(2)]*100		Abstained
Category	Mode of Voting			outstanding shares			favour on votes polled	on votes polled		
Category	E-Voting	held (1)	polled (2) 6,05,59,762	outstanding shares (3)=[(2)/(1)]* 100 99.8774	in favour (4) 6,05,59,762	against (5)	favour on votes polled (6)=[(4)/(2)]*100	on votes polled (7)=[(5)/(2)]*100 0.0000	Invalid 0	Abstained 0
Category			polled (2)	outstanding shares (3)=[(2)/(1)]* 100	in favour (4)		favour on votes polled (6)=[(4)/(2)]*100	on votes polled (7)=[(5)/(2)]*100		Abstained
Category	E-Voting Poll	held (1)	polled (2) 6,05,59,762	outstanding shares (3)=[(2)/(1)]* 100 99.8774	in favour (4) 6,05,59,762	against (5)	favour on votes polled (6)=[(4)/(2)]*100	on votes polled (7)=[(5)/(2)]*100 0.0000	Invalid 0	Abstained 0
	E-Voting Poll Postal Ballot (if	held (1)	polled (2) 6,05,59,762 74,360	outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226	in favour (4) 6,05,59,762 74,360	against (5) 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000	on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000	Invalid 0	Abstained 0
Category Promoter and Promoter Group	E-Voting Poll	held (1)	polled (2) 6,05,59,762	outstanding shares (3)=[(2)/(1)]* 100 99.8774	in favour (4) 6,05,59,762	against (5)	favour on votes polled (6)=[(4)/(2)]*100 100.0000	on votes polled (7)=[(5)/(2)]*100 0.0000	Invalid 0	Abstained 0
	E-Voting Poll Postal Ballot (if applicable)	held (1)	polled (2) 6,05,59,762 74,360	outstanding shares (3)=((2)/(1))* 100 99.8774 0.1226	in favour (4) 6,05,59,762 74,360	against (5) 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000 100.0000	on votes polled (7)=((5)/(2))*100 0.0000 0.0000	Invalid 0	Abstained 0
	E-Voting Poll Postal Ballot (if	held (1)	polled (2) 6,05,59,762 74,360	outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226	in favour (4) 6,05,59,762 74,360	against (5) 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000	on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000	Invalid 0	Abstained 0
	E-Voting Poll Postal Ballot (if applicable)	held (1)	polled (2) 6,05,59,762 74,360	outstanding shares (3)=((2)/(1))* 100 99.8774 0.1226	in favour (4) 6,05,59,762 74,360	against (5) 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000 100.0000	on votes polled (7)=((5)/(2))*100 0.0000 0.0000	Invalid 0	Abstained 0
	E-Voting Poll Postal Ballot (if applicable) Total	held (1)	polled (2) 6,05,59,762 74,360 0 6,06,34,122	outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000	6,05,59,762 74,360 0 6,06,34,122	against (5) 0 0 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000 100.0000 100.0000	on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000	Invalid 0	Abstained 0 0 0 0
	E-Voting Poll Postal Ballot (if applicable)	held (1)	polled (2) 6,05,59,762 74,360	outstanding shares (3)=((2)/(1))* 100 99.8774 0.1226	in favour (4) 6,05,59,762 74,360	against (5) 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000 100.0000 100.0000	on votes polled (7)=((5)/(2))*100 0.0000 0.0000	Invalid 0	Abstained 0
	E-Voting Poll Postal Ballot (if applicable) Total	held (1)	polled (2) 6,05,59,762 74,360 0 6,06,34,122	outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000	6,05,59,762 74,360 0 6,06,34,122	against (5) 0 0 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000 100.0000 100.0000	on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000	Invalid 0	Abstained 0 0 0 0
	E-Voting Poll Postal Ballot (if applicable) Total	held (1) 6,06,34,122	polled (2) 6,05,59,762 74,360 0 6,06,34,122	outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000	6,05,59,762 74,360 0 6,06,34,122	against (5) 0 0 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000 100.0000 100.0000 100.0000 100.0000	on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000	Invalid 0	Abstained 0 0 0 0
	E-Voting Poli Postal Ballot (if applicable) Total E-Voting Poli	held (1) 6,06,34,122	6,05,59,762 74,360 0 6,06,34,122 3,04,801	outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000 100.0000	in favour (4) 6,05,59,762 74,360 0 6,06,34,122 3,04,801	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000 100.0000 100.0000 100.0000 100.0000	on votes polled (7)=((5)/(2))*100 0.0000 0.0000 0.0000	Invalid 0	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0
Promoter and Promoter Group	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if	held (1) 6,06,34,122	6,05,59,762 74,360 0 6,06,34,122 3,04,801	outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000 100.0000 32.7303	in favour (4) 6,05,59,762 74,360 0 6,06,34,122 3,04,801	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000	on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000	O O O	0 0 0 0 0
	E-Voting Poli Postal Ballot (if applicable) Total E-Voting Poli	held (1) 6,06,34,122	0 6,06,34,122 3,04,801	outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000 100.0000	6,05,59,762 74,360 0 6,06,34,122 3,04,801	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000	on votes polled (7)=((5)/(2))*100 0.0000 0.0000 0.0000	Invalid 0	0 0 0 0 0
Promoter and Promoter Group	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if	held (1) 6,06,34,122	0 6,06,34,122 3,04,801	outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000 100.0000 32.7303	6,05,59,762 74,360 0 6,06,34,122 3,04,801	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000	on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000	O O O	0 0 0 0 0
Promoter and Promoter Group	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)	held (1) 6,06,34,122	001ed (2) 6,05,59,762 74,360 0 6,06,34,122 3,04,801	outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000 100.0000 32.7303 0.0000	in favour (4) 6,05,59,762 74,360 0 6,06,34,122 3,04,801 0	against (5) 0 0 0 0 0 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000 100.0000 100.0000 100.0000 0.0000 0.0000 0.0000	on votes polled (7)=((5)/(2))*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000	O O O	0 0 0 0 0
Promoter and Promoter Group	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if	held (1) 6,06,34,122	0 6,06,34,122 3,04,801	outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000 100.0000 32.7303	6,05,59,762 74,360 0 6,06,34,122 3,04,801	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000	on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000	O O O	0 0 0 0 0
Promoter and Promoter Group	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)	held (1) 6,06,34,122	0 6,06,34,122 3,04,801	outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000 100.0000 32.7303 0.0000	in favour (4) 6,05,59,762 74,360 0 6,06,34,122 3,04,801	against (5) 0 0 0 0 0 0 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000 100.0000 100.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000	on votes polled (7)=((5)/(2))*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000	O C C C C C C C C C C C C C C C C C C C	Abstained 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0
Promoter and Promoter Group	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)	held (1) 6,06,34,122	001ed (2) 6,05,59,762 74,360 0 6,06,34,122 3,04,801	outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000 100.0000 32.7303 0.0000	in favour (4) 6,05,59,762 74,360 0 6,06,34,122 3,04,801 0	against (5) 0 0 0 0 0 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000 100.0000 100.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000	on votes polled (7)=((5)/(2))*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000	O O O	Abstained 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0
Promoter and Promoter Group	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Formal Ballot (if applicable)	held (1) 6,06,34,122	0 6,06,34,122 3,04,801 0 3,04,801 7,09,226	outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000 100.0000 32.7303 0.0000 32.7303 3.6607	in favour (4) 6,05,59,762 74,360 0 6,06,34,122 3,04,801 0 3,04,801 7,09,103	against (5) 0 0 0 0 0 0 123	favour on votes polled (6)=[(4)/(2)]*100 100.0000 100.0000 100.0000 0.00000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.000000	on votes polled (7)=((5)/(2))*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000	o o o o o o o o o o o o o o o o o o o	Abstained 0 0 0 0 0 0 0 1,195
Promoter and Promoter Group	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Total	9,31,249	0 6,06,34,122 3,04,801	outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000 100.0000 32.7303 0.0000	in favour (4) 6,05,59,762 74,360 0 6,06,34,122 3,04,801	against (5) 0 0 0 0 0 0 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000 100.0000 100.0000 0.00000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.000000	on votes polled (7)=((5)/(2))*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000	O C C C C C C C C C C C C C C C C C C C	Abstained 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0
Promoter and Promoter Group Public-Institutions	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Postal Ballot (if applicable) Total E-Voting Postal Ballot (if applicable) Total E-Voting Postal Ballot (if applicable)	9,31,249	0 6,06,34,122 3,04,801 7,09,226 2,885	outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000 100.0000 32.7303 0.0000 32.7303 3.6607 0.0149	in favour (4) 6,05,59,762 74,360 0 6,06,34,122 3,04,801 0 3,04,801 7,09,103 2,885	against (5) 0 0 0 0 0 0 123	favour on votes polled (6)=[(4)/(2)]*100	on votes polled (7)=((5)/(2))*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000		Abstained 0 0 0 0 0 0 0 0 1,195
Promoter and Promoter Group	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Total	9,31,249	0 6,06,34,122 3,04,801 0 3,04,801 7,09,226	outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000 100.0000 32.7303 0.0000 32.7303 3.6607	in favour (4) 6,05,59,762 74,360 0 6,06,34,122 3,04,801 0 3,04,801 7,09,103	against (5) 0 0 0 0 0 0 123	favour on votes polled (6)=[(4)/(2)]*100	on votes polled (7)=((5)/(2))*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000	o o o o o o o o o o o o o o o o o o o	Abstained 0 0 0 0 0 0 0 1,195
Promoter and Promoter Group Public-Institutions	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Postal Ballot (if applicable)	9,31,249	0 6,06,34,122 3,04,801 7,09,226 2,885	outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000 100.0000 32.7303 0.0000 32.7303 3.6607 0.0149 0.0000	in favour (4) 6,05,59,762 74,360 0 6,06,34,122 3,04,801 0 3,04,801 7,09,103 2,885	against (5) 0 0 0 0 0 0 123	favour on votes polled	on votes polled (7)=((5)/(2))*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000		Abstained 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0
Promoter and Promoter Group Public-Institutions	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Postal Ballot (if applicable) Total E-Voting Postal Ballot (if applicable) Total E-Voting Postal Ballot (if applicable)	9,31,249	0 6,06,34,122 3,04,801 7,09,226 2,885	outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000 100.0000 32.7303 0.0000 32.7303 3.6607 0.0149	in favour (4) 6,05,59,762 74,360 0 6,06,34,122 3,04,801 0 3,04,801 7,09,103 2,885	against (5) 0 0 0 0 0 0 123	favour on votes polled	on votes polled (7)=((5)/(2))*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000		Abstained 0 0 0 0 0 0 0 0 1,195



Resolution No.	6									
Resolution required: (Ordinary/ Special)	ORDINARY - To con	isider and annoint N	Ar Raieev Rakshi a	s an Independent Direc	tor for a term of	five vears startin	g Fehruary 5, 2021			
	ONDITO TO CO.	Sider and appoint	ii. Nojecv bakani e	o di independent one	tor for a term of	ve years startin	g reordary 3, EUE1.			
Whether promoter/ promoter group are interested in the										
agenda/resolution?	No									
				% of Votes Polled on			% of Votes in favour on votes	% of Votes against		
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	polled (6)=[(4)/(2)]*100	on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Category	Wode of Voting	neid (1)				against (5)			iiivaliu	Abstairied
	E-Voting		6,05,59,762	99.8774	6,05,59,762	0	100.0000	0.0000	0	0
	Poll	6,06,34,122	74,360	0.1226	74,360	0	100.0000	0.0000	0	0
Promoter and Promoter Group	Postal Ballot (if applicable)			0.0000	0		0.0000	0.0000		
Promoter and Promoter Group	Total		6,06,34,122	100.0000	6,06,34,122	0	100.0000	0.0000	0	0
	E-Voting		3,04,801	32.7303	3,04,801		100.0000	0.0000		0
	Poll	9,31,249	3,04,801	0.0000	3,04,801	0	0.0000	0.0000		0
Dublic Institutions	Postal Ballot (if		0		0					0
Public- Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	0	
	Total		3,04,801	32.7303	3,04,801	0	100.0000	0.0000	0	0
	E-Voting		7,09,392	3.6616	7,09,379	13	99.9981	0.0018	0	1,035
	Poll	1,93,73,932	2 000	0.0149	2,885	0	100.0000	0.0000	0	0
	Postal Ballot (if		2,885			-				_
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,12,277	3.6765	7,12,264	13	99.9982		0	
	Total	8,09,39,303	6,16,51,200	76.1697	6,16,51,187	13	100.0000	0.0000	0	1035
	7									
Resolution No.	7									
Resolution No. Resolution required: (Ordinary/ Special)	7 SPECIAL - To consid	der and re-appoint S	hri Gautam Dalmia	a as the Managing Direc	tor of the Compa	ny for a term of	five years starting Ja	nuary 16, 2022.		
Resolution required: (Ordinary/ Special)	7 SPECIAL - To consid	der and re-appoint S	ihri Gautam Dalmia	a as the Managing Direc	ctor of the Compa	ny for a term of	five years starting Ja	nuary 16, 2022.		
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the		ler and re-appoint S	hri Gautam Dalmia	a as the Managing Direc	tor of the Compa	ny for a term of	five years starting Ja	nuary 16, 2022.		
Resolution required: (Ordinary/ Special) Whether promoter/ promoter	7 SPECIAL - To consid	ler and re-appoint S	ihri Gautam Dalmia		ctor of the Compa	ny for a term of	% of Votes in			
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the		ler and re-appoint S	ihri Gautam Dalmia	% of Votes Polled on	ctor of the Compa	ny for a term of		% of Votes against	Votes	Votes
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the							% of Votes in favour on votes		Votes Invalid	Votes Abstained
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	No Mode of Voting	No. of shares	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes –	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	No	No. of shares	No. of votes	% of Votes Polled on outstanding shares	No. of Votes –	No. of Votes –	% of Votes in favour on votes polled	% of Votes against on votes polled (7)=[(5)/(2)]*100		Abstained
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	Mode of Voting E-Voting Poll	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes –	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100 0.0000		Abstained
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	No Mode of Voting E-Voting	No. of shares held (1)	No. of votes polled (2) 6,05,59,762	% of Votes Polled on outstanding shares (3)=((2)/(1))* 100	No. of Votes – in favour (4) 6,05,59,762	No. of Votes –	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100 0.0000		Abstained 0
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category	Mode of Voting E-Voting Poll Postal Ballot (if	No. of shares held (1)	No. of votes polled (2) 6,05,59,762 74,360	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226	No. of Votes – in favour (4) 6,05,59,762 74,360	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000	% of Votes against on votes polled (7)=[(5)/(2)]*100 0.0000	Invalid 0	Abstained 0
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category	Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total	No. of shares held (1)	No. of votes polled (2) 6,05,59,762 74,360 0 6,06,34,122	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000	No. of Votes – in favour (4) 6,05,59,762 74,360 0 6,06,34,122	No. of Votes – against (5) 0 0	% of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000	% of Votes against on votes polled (7)=((5)/(2))*100 0.0000 0.0000	Invalid 0	Abstained 0 0 0
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category	Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting	No. of shares held (1) 6,06,34,122	No. of votes polled (2) 6,05,59,762 74,360 0 6,06,34,122 3,04,801	% of Votes Polled on outstanding shares (3)=(2)/(1))* 100 99.8774 0.1226 0.0000 100.0000 32.7303	No. of Votes – in favour (4) 6,05,59,762 74,360 0 6,06,34,122 1,15,014	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100.0000 37.7341	% of Votes against on votes polled (7)=((5)/(2))*100 0.0000 0.0000 0.0000 62.2658	Invalid 0	Abstained 0 0 0 0 0
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category	Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll	No. of shares held (1)	No. of votes polled (2) 6,05,59,762 74,360 0 6,06,34,122	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000	No. of Votes – in favour (4) 6,05,59,762 74,360 0 6,06,34,122	No. of Votes – against (5) 0 0	% of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000	% of Votes against on votes polled (7)=((5)/(2))*100 0.0000 0.0000 0.0000 62.2658	Invalid 0	Abstained 0 0 0
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if	No. of shares held (1) 6,06,34,122	No. of votes polled (2) 6,05,59,762 74,360 0 6,06,34,122 3,04,801	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000 100.0000 32.7303	No. of Votes – in favour (4) 6,05,59,762 74,360 0 6,06,34,122 1,15,014	No. of Votes – against (5) 0 0	% of Votes in favour on votes polied (6)=((4)/(2))*100 100.0000 0.0000 100.0000 37.7341 0.0000	% of Votes against on votes polled (7)=((s)/(2))*100 0.0000 0.0000 0.0000 62.2658 0.0000	Invalid 0	Abstained 0 0 0 0 0
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category	Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)	No. of shares held (1) 6,06,34,122	No. of votes polled (2) 6,05,59,762 74,360 0 6,06,34,122 3,04,801	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000 100.0000 32.7303 0.0000	No. of Votes – in favour (4) 6,05,59,762 74,360 0 6,06,34,122 1,15,014	No. of Votes – against (5) 0 0 1.89,787	% of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100.0000 37.7341 0.0000	% of Votes against on votes polled (7)=((5)/(2))*100	Invalid 0	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if	No. of shares held (1) 6,06,34,122	No. of votes polled (2) 6,05,59,762 74,360 0 6,06,34,122 3,04,801	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000 100.0000 32.7303	No. of Votes – in favour (4) 6,05,59,762 74,360 0 6.06,34,122 1,15,014	No. of Votes – against (5) 0 0 1.89,787	% of Votes in favour on votes polied (6)=((4)/(2))*100 100.0000 0.0000 100.0000 37.7341 0.0000	% of Votes against on votes polled (7)=((s)/(2))*100 0.0000 0.0000 0.0000 62.2658 0.0000	Invalid 0	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)	No. of shares held (1) 6,06,34,122	No. of votes polled (2) 6,05,59,762 74,360 0 6,06,34,122 3,04,801	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000 100.0000 32.7303 0.0000	No. of Votes – in favour (4) 6,05,59,762 74,360 0 6,06,34,122 1,15,014	No. of Votes – against (5) 0 0 1.89,787	% of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100.0000 37.7341 0.0000	% of Votes against on votes polled (7)=((5)/(2))*100	Invalid 0	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total	No. of shares held (1) 6,06,34,122	No. of votes polled (2) 6,05,59,762 74,360 0 6,06,34,122 3,04,801 0 3,04,801	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000 100.0000 32.7303 0.0000 32.7303	No. of Votes – in favour (4) 6,05,59,762 74,360 0 6,06,34,122 1,15,014 0 1,15,014	No. of Votes – against (5) 0 0 0 1.89,787	% of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 100.0000 37.7341 0.0000 37.7341	% of Votes against on votes polled (7)=((5)/(2))*100	Invalid 0	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Total E-Voting	No. of shares held (1) 6,06,34,122	No. of votes polled (2) 6,05,59,762 74,360 0 6,06,34,122 3,04,801 0 3,04,801 7,10,413	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000 100.0000 32.7303 0.0000 32.7303 3.6668	No. of Votes – in favour (4) 6,05,59,762 74,360 0 6,06,34,122 1,15,014 0 1,15,014 7,10,291	No. of Votes – against (5) 0 0 0 1.89,787	% of Votes in favour on votes polled (6)=((4)/(2))*100 100.0000 100.0000 37.7341 0.0000 37.7341 99.9828	% of Votes against on votes polled (7)=((5)/(2))*100	Invalid 0	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting	No. of shares held (1) 6,06,34,122	No. of votes polled (2) 6,05,59,762 74,360 0 6,06,34,122 3,04,801 0 3,04,801 7,10,413	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000 100.0000 32.7303 0.0000 32.7303 3.6668	No. of Votes – in favour (4) 6,05,59,762 74,360 0 6,06,34,122 1,15,014 0 1,15,014 7,10,291	No. of Votes – against (5) 0 0 0 1.89,787	% of Votes in favour on votes polled (6)=((4)/(2))*100 100.0000 100.0000 37.7341 0.0000 37.7341 99.9828	% of Votes against on votes polled (7)=((5)/(2))*100	Invalid 0	Abstained 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group Public- Institutions	No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Postal Ballot (if applicable) Total E-Voting Postal Ballot (if applicable) Postal Ballot (if applicable)	No. of shares held (1) 6,06,34,122	No. of votes polled (2) 6,05,59,762 74,360 0 6,06,34,122 3,04,801 0 3,04,801 7,10,413 2,885	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000 100.0000 32.7303 0.0000 32.7303 3.6668 0.0149	No. of Votes – in favour (4) 6,05,59,762 74,360 0 6,06,34,122 1,15,014 0 1,15,014 7,10,291 2,885	No. of Votes – against (5) 0 0 1,89,787 122	% of Votes in favour on votes polled (6)=((4)/(2))*100 100.0000 100.0000 37.7341 0.0000 37.7341 99.9828 100.0000 0.0000	% of Votes against on votes polled (7)=((5)/(2))*100	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group Public- Institutions	Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)	No. of shares held (1) 6,06,34,122	No. of votes polled (2) 6,05,59,762 74,360 0 6,06,34,122 3,04,801 0 3,04,801 7,10,413 2,885	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.8774 0.1226 0.0000 100.0000 32.7303 0.0000 32.7303 3.6668 0.0149	No. of Votes – in favour (4) 6,05,59,762 74,360 0 6,06,34,122 1,15,014 0 1,15,014 7,10,291 2,885	No. of Votes – against (5) 0 0 0 1.89,787	% of Votes in favour on votes polled (6)=((4)/(2))*100	% of Votes against on votes polled (7)=((5)/(2))*100	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0



Resolution No. Resolution required: (Ordinary/	SPECIAL - To consid	ler and re-appoint S	ihri Bharat Bhusha	n Mehta as the Whole	Time Director and	Chief Executive	Officer of the Compa	any for a term of five	ears starti	ng April 01,
Special)	2022.						,	,		0 , . ,
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
	E-Voting		6,05,59,762	99.8774	6,05,59,762	0	100.0000	0.0000	0	0
	Poll	6,06,34,122	74,360	0.1226	74,360		100.0000	0.0000		0
Promoter and Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,06,34,122	100.0000	6,06,34,122	0	100.0000	0.0000	0	0
	E-Voting		3,04,801	32.7303	2,97,508	7,293	97.6072	2.3927	0	0
	Poll	9,31,249	0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,04,801	32.7303	2,97,508	7,293	97.6073	2.3927	0	0
	E-Voting	4 00 70 000	7,09,232	3.6608	7,09,099	133	99.9812	0.0187	0	1,195
	Poll Postal Ballot (if	1,93,73,932	2,885	0.0149	2,885	0	100.0000	0.0000	0	0
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,12,117	3.6757	7,11,984	133	99.9813	0.0187	0	1195
	Total	8,09,39,303	6,16,51,040		6,16,43,614	7,426	99.9880	0.0120	_	1195
Resolution No.	9	6,05,55,505	0,10,51,040	70.1053	0,10,45,014	7,420	35.5660	0.0120		1193
Resolution required: (Ordinary/	ORDINARY To son	rider and re appeir	ot Chri Baghu Hari I	Dalmia as an Advisor to	the Company for	torm of three ve	are starting May 01	2022		
Special)	UKDINAKY - 10 CON	isider and re-appoir	nt Shri Kaghu Hari I	Daimia as an Advisor to	tne Company for	term of three ye	ars starting May U1,	2022.		
Whether promoter/ promoter group are interested in the										
agenda/resolution?	No						% of Votes in			
		No. of shares	No. of votes	% of Votes Polled on outstanding shares	No. of Votes –	No. of Votes –	favour on votes polled	% of Votes against on votes polled	Votes	Votes
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	in favour (4)	against (5)		(7)=[(5)/(2)]*100	Invalid	Abstained
	E-Voting	-	6,05,59,762	99.8774	6,05,59,762		100.0000	0.0000	0	0
	Poll Postal Ballot (if	6,06,34,122	74,360	0.1226	74,360	0	100.0000	0.0000	0	0
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,06,34,122	100.0000	6,06,34,122	0	100.0000	0.0000	0	0
	E-Voting	-	3,04,801	32.7303	1,15,014	1,89,787	37.7341	62.2658	0	0
	Poll	9,31,249	0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,04,801	32.7303	1,15,014	1,89,787	37.7341	62.2659	0	0
	E-Voting		7,10,253	3.6660	7,10,085	168	99.9763	0.0236	0	168
	Poll Postal Ballot (if	1,93,73,932	2,885	0.0149	2,885	0	100.0000	0.0000	0	0
Public- Non Institutions	applicable)		0	0.0000	0		0.0000	0.0000	0	0
	Total		7,13,138	3.6809	7,12,970	168	99.9764	0.0236	0	168
	Total	8,09,39,303	6,16,52,061	76.1707	6,14,62,106	1,89,955	99.6919	0.3081	0	168
Resolution No. Resolution required: (Ordinary/	10									
Special) Whether promoter/ promoter	SPECIAL - To consid	ler and approve the	alteration in obje	cts clause of the Memo	randum of Associ	ation of the Com	pany.			
group are interested in the agenda/resolution?	No									
				% of Votes Polled on			% of Votes in favour on votes	% of Votes against		
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	polled (6)=[(4)/(2)]*100	on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
	E-Voting		6,05,59,762	99.8774	6,05,59,762	0	100.0000	0.0000	0	0
	Poll	6,06,34,122	74,360	0.1226	74,360	0	100.0000	0.0000	0	0
Promoter and Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,06,34,122	100.0000	6,06,34,122	. 0	100.0000	0.0000	0	0
	E-Voting		3,04,801	32.7303	3,04,801	0	100.0000	0.0000	0	0
	Poll	9,31,249	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if									
Public- Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,04,801	32.7303	3,04,801	0	100.0000	0.0000	0	0
	E-Voting		7,09,041	3.6598	7,08,996	45	99.9936	0.0063	0	1,197
	Poll	1,93,73,932	2,885	0.0149	2,885	0	100.0000	0.0000	0	0
Public- Non Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,11,926	3.6747	7,11,881	45	99.9937	0.0063	0	1197
	Total	8,09,39,303	6,16,50,849	76.1692	6,16,50,804		99.9999	0.0001	0	1197
					nashhim	a V Khamna				
Resolution No.	11									

Resolution required: (Ordinary/										
Special)	SPECIAL - To consid	der and approve the	alteration in the A	Articles of Association of	f the Company	1				1
Whether promoter/ promoter										
group are interested in the										
agenda/resolution?	No									
							% of Votes in			
				% of Votes Polled on			favour on votes	% of Votes against		
		No. of shares	No. of votes	outstanding shares	No. of Votes -	No. of Votes -		on votes polled	Votes	Votes
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	in favour (4)	against (5)	,	(7)=[(5)/(2)]*100	Invalid	Abstained
			ľ							
	E-Voting	4	6,05,59,762	99.8774	6,05,59,762	0	100.0000	0.0000	0	0
	Poll	6,06,34,122	74.360	0.1226	74,360	0	100.0000	0.0000	0	0
		0,00,54,122	,							
	Postal Ballot (if									
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,06,34,122	100.0000	6,06,34,122	0	100.0000	0.0000	0	0
	E-Voting		3,04,801	32.7303	3,04,801	0	100.0000	0.0000	0	0
		9,31,249								
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if									
Public- Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,04,801	32.7303	3,04,801	0	100.0000	0.0000	0	0
	E-Voting		7,09,192	3.6605	7,09,100	92	99.9870	0.0129	0	1,040
		1,93,73,932								
	Poll	1,55,75,552	2,885	0.0149	2,885	0	100.0000	0.0000	0	0
	Postal Ballot (if									
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
			-							
	Total		7,12,077	3.6754	7,11,985		99.9871	0.0129		
	Total	8,09,39,303	6,16,51,000	76.1694	6,16,50,908	92	99.9999	0.0001	0	1040



Harish Khurana & Associates

Company Secretaries

G-1/208-209, 2nd Floor. Sector-16, Rohini, Delhi - 110089

Cell: +91 9811102068, Ph: +91-11-27894114 / 194

E-mail: office@roseconsultants.in, khurana.harish@gmail.com

visit us at : www.roseconsultants.in

Scrutinizer(s) Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule20 and 21 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the 69th Annual General Meeting (AGM) of the Equity Shareholders of the Dalmia Bharat Sugar and Industries Limited held on Tuesday, the 21st September, 2021 at 10.30 a.m. through video conferencing/other audio video means (VC/OAVM).

Dear Sir,

I, Harrish Khurana, proprietor of M/s Harish Khurana & Associates, Company Secretaries, having office at G1/208-209, 2nd Floor, Rohini, Sector-16, Delhi-110089, was appointed by the Board of Directors of Dalmia Bharat Sugar and Industries Limited ("the Company") as the Scrutinizer for the purpose of scrutinizing the remote electronic voting and electronic /insta voting at the AGM under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules,2015 on the resolutions contained in the notice calling the 69th AGM. The 69th AGM was held through video conferencing / other audio video means ("e-AGM") on Tuesday, the 21stSeptember, 2021 at 10.45 a.m. (although scheduled at 10:30 A.M.) upon presence of quorum and concluded at 11.45 A.M.

- 1. The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to remote e-voting and insta voting by the members on the resolutions proposed in the Notice calling the 69th e-AGM of the Company is the responsibility of the management. My Responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner, and render a consolidated Scrutinizer's Report to the Chairman on the result of voting on the resolutions based on the reports generated from the electronic voting system provided by M/s KFin Technologies Pvt. Ltd. to the members and other participants at their platforms for participation in the e-AGM at https://emeetings.kfintech.com and for e-voting at https://evoting.kfintech.com.
- The Company has engaged M/s KFin Technologies Private Limited to provide e-voting facilities for voting through electronic means to all the Members who were eligible to participate in the remote e-Voting.
- 3. The cut-off date for the purpose of identifying the Members who were entitled to vote on the resolutions placed for their approval was Tuesday, the 14th day of September, 2021.
- As prescribed in the Rules, the remote e-voting facility was kept open for three days from Saturday, the 18thday of September, 2021 (9.00 A.M.) till Monday, the 20thday of September, 2021 (5.00 P.M.).



- At the end of remote e-voting period on Monday, the 20th day of September, 2021 (5.08 P.M.) voting portal of Agency was blocked forthwith by me in the presence of Mrs. Ashwarya Vaid & Ms. Sabby Bajaj, persons not connected with the Company.
- 6. Option for insta poll was provided to the members during the proceedings of e-AGM and for 15 minutes after the conclusion of the proceedings of e-AGM.
- 7. On Tuesday, the 21st day of September, 2021 at the AGM, at 11.45 a.m. the voting through remote e-voting and e-voting / insta voting process was unblocked by me after conclusion of the time provided to the shareholders for Insta voting, who had not e-voted earlier.
- 8. We submit our report as under:
- i) Ordinary Resolution for adoption of the (a) Audited Standalone Financial Statements for the year ended 31st March, 2021, and the Reports of the Auditors' and Directors thereon and (b) audited Consolidated Financial Statements for the year ended 31st March, 2021, and the Reports of the Auditors' thereon – Votes In favour – 100% and Votes against -0%.
- ii) Ordinary Resolution for declaration of Dividend of Rs.3/-(150%) per equity share of Rs.2/- for the financial year 2020-21– Votes In favour 100% and Votes against -0%.
- iii) Ordinary Resolution to appoint a director in place of Shri Gautam Dalmia (DIN -00009758), who retires by rotation and being eligible, offers himself for re-appointment, Vote in favour 99.8830% and Votes against 0.1170%.
- iv) Ordinary Resolution to approve the remuneration of M/s. NSBP & CO., Chartered Accountants, the Statutory Auditors of the Company for the Financial Year 2021-22 - Votes in favour- 99.9995% and Votes against 0.0005%.
- Ordinary Resolution to ratify the remuneration of M/s R. J. Goel & Co., Cost Accountants, the Cost Auditors of the Company for the Financial Year 2021-22 – Votes in favour- 99.9998% and Vote against 0.0002%.
- vi) Ordinary Resolution for appointment of Shri Rajeev Bakshi (DIN-00044621) as an Independent Director of the Company for a period of five years Votes in favour- 100% and Votes against 0%.
- vii) Special Resolution for re-appointment of Shri Gautam Dalmia (DIN -00009758) as the Managing Director of the Company for a period of five years-Votes in favour- 99.6916% and Votes against 0.3084%.
- viii) Special Resolution for re-appointment of Shri Bharat Bhushan Mehta (DIN -00006890) as the Whole Time Director and Chief Executive Officer of the Company for a period of five years Votes in favour-99.9879% and Votes against 0.0121%.
- ix) Ordinary Resolution for re-appointment of Shri Raghu Hari Dalmia as an Advisor to the Company for a period of three years Votes in favour- 99.6915% and Votes against 0.3085%.

- x) Special Resolution to consider and approve the alteration in the Objects Clause of the Memorandum of Association of the Company– Votes in favour- 99.9999% and Votes against 0.0001%.
- xi) Special Resolution to consider and approve the alteration in the Articles of Association of the Company– Votes in favour- 99.9999% and Votes against 0.0001%.
- 9. The details of the above mentioned result have been given in Annexure-I.

Place: Delhi

Date: 21.09.2021

For Harish Khurana & Associates

Company secretaries

(Harrish Khurana)

C. P. No. 3506

Date of AGM - 21st September, 2021

Total No. of Shareholders as on record date -36134

 Item No. 1- Details of the voting result in respect of Ordinary Resolution passed for Standalone Financial Statements for the year ended March 31, 2021 and the Report(s) of the Directors' and the Auditors thereon; and (b) audited Consolidated Financial Statements for the year ended March 31, 2021 and the Report of the Auditors and Directors thereon:

Mode of Voting: e-Voting & Instapoll

Particulars	Number o	of Member	s Voting th	rough	. Nu	ımber of vote	es cast thro	ough	Total in	
^	Instapoll	e-, Voting	Abstain	Total	Instapoll	e- Voting	Abstain	Total	Percentage	
Assent	6	183	0	189	77245	61549014	0	61626259	99.9579	
Dissent	0	2	0	2	- 0	2	0	2	. 0	
Abstain votes	0	. 0	3	3	0	0	25974	25974	0.0421	
Total	6	185	3	194	77245	61549016	25974	61652235	100	

2. <a href="Item No. 2 - Details of the voting result in respect of Ordinary Resolution passed for declaration of Dividend of Rs.3/-(150%) per equity share of Rs.2/- for the financial year 2020-21:

Particulars	Number	of Membe	ers Voting t	hrough	Nu	mber of vote	es cast thro	ough	Total in	
= 5	Instapoll	e- Voting	Abstain	Total	Instapoll	e- Voting	Abstain	Total	Percentage	
Assent	6	185	0	191	77245	61574983	0	61652228	100	
Dissent	0	2	0	2	0	2	0	2	0	
Invalid votes	0	0	1	1	0	0	5	5	0	
Total	6	187	1	194	77245	61574985	5	61652235	100	



3. Item No. 3 - Details of the voting result in respect of Ordinary Resolution passed to appoint a director in place of Shri Gautam Dalmia (DIN -00009758), who retires by rotation and being eligible, offers himself for re-appointment:

Mode of Voting :e-Voting & Instapoll

Particulars	Number o	of Membe	rs Voting th	rough	Nu	imber of vote	es cast thre	ough	Total in	
in the second	Instapoil	e- Voting	Abstain	Total	Instapoll	e- Voting	Abstain	Total	Percentage	
Assent	6	182	0	188	77245	61502775	0	61580020	99.8829	
Dissent	0	4	0	4	0	72044	0	72044	0.1169	
Invalid votes	0	, 0	2	2	0	0	165	165	0.0002	
Total	6	186	2	194	77245	61574819	165	61652229	100	

4. <u>Item No. 4 - Details of the voting result in respect of Ordinary Resolution passed to approve the remuneration of M/s. NSBP & CO., Chartered Accountants, the statutory auditors of the Company for the financial year 2021-22:</u>

Particulars	Number o	of Membe	rs Voting th	rough	Number of votes cast through				Total in
=	Instapoll	e- Voting	Abstain	Total	Instapoll	e- Voting	Abstain	Total	Percentage
Assent	6	180	0	186	77245	61573664	0	61650909	99.9978
Dissent	0	6	0	6	0	291	0	291	0.0005
Invalid votes	0	0	2	2	0	0	1035	1035	0.0017
Total	6	186	2	194	77245	61573955	1035	61652235	100



5. <u>Item No. 5 - Details of the voting result in respect of Ordinary Resolution passed for to ratify the remuneration of M/s R.J. Goel& Co., Cost ACCOUNTANTS, the Cost Auditors of the Company for the financial year 2021-22:</u>

Mode of Voting: e-Voting & Instapoll

Particulars	Number o	of Member	s Voting th	rough	Number of votes cast through				Total in	
	Instapoll	e- Voting	Abstain	Total	Instapoll	e-Voting	Abstain	Total	Percentage	
Assent	6	179	0	185	77245	61573666	0	61650911	99.9979	
Dissent	0	6	0	6	0	123	0	123	0.0002	
Invalid	0	0	3	3	0	0	1195	1195	0.0019	
Total	6	185	3	194	77245	61573789	1195	61652229	100	

6. Item No.6 - Details of the voting result in respect of Ordinary Resolution for appointment of Shri Rajeev Bakshi (DIN-00044621) as an Independent Director of the Company for a period of five years:

Particulars	Number o	of Member	s Voting th	rough	Number of votes cast through				Total in
	InstapolI	e- Voting	Abstain	Total	Instapoll	e-Voting	Abstain	Total	Percentage
Assent	6	184	0	190	77245	61573942	0	61651187	99.9983
Dissent	0	4	0	4	0	13	0	13	0
Invalid votes	0	. 0	2	2	0	0	1035	1035	0.0017
Total	6	188	2	196	77245	61573955	1035	61652235	100



7. Item No.7 – Details of voting result in respect of Special Resolution for re-appointment of Shri. Gautam Dalmia (DIN-00009758) as the Managing Director of the Company for a period of five years:

Mode of Voting: e-Voting & Instapoll

Particulars	Number o	of Member	s Voting th	rough	Number of votes cast through				Total in
1	Instapoll	e- Voting	Abstain	Total	Instapoll	e-Voting	Abstain	Total	Percentage
Assent	6	171	0	177	77245	61385067	0	61462312	99.6920
Dissent	0	15	0	15	0	189909	0	189909	0.3080
Invalid	0	0	2	2	0	0	8	8	0
Total	6	186	2	194	77245	61574976	8	61652229	100

8. <u>Item No. 8 - Details of voting result in respect of Special Resolution for re-appointment of Shri Bharat Bhushan Mehta (DIN -00006890) as the Whole Time Director and Chief Executive Officer of the Company for a period of five years:</u>

Particulars	Number o	of Member	s Voting th	rough	Number of votes cast through				Total in
	Instapoll	e- Voting	Abstain	Total	Instapoll	e-Voting	Abstain	Total	Percentage
Assent	6	180	0	186	77245	61566369	0	61643614	99.9860
Dissent	0	7	0	7	0	7426	0	7426	0.0120
Invalid votes	0	0	3	3	0	0	1195	1195	0.0020
Total	6	187	3	196	77245	61573795	1195	61652235	100



9. <u>Item No. 9 - Details of the voting result in respect of Ordinary Resolution passed to re-appointment of Shri Raghu Hari Dalmia as an Advisor to the Company for a period of three years:</u>

Mode of Voting: e-Voting & Instapoll

Particulars	Number o	of Member	s Voting th	rough	Number of votes cast through				Total in	
5 3	Instapoll	e- Voting	Abstain	Total	Instapoll	e-Voting	Abstain	Total	Percentage	
Assent	6	168	0	174	77245	61384861	0	61462106	99.6916	
Dissent	0 -	18	0	18	0	189955	0	189955	0.3081	
Invalid votes	0	0	3	3	0	0	168	168	0.0003	
Total	6	186	3	195	77245	61574816	168	61652229	100	

10. <u>Item No. 10- Details of the voting result in respect of Special Resolution passed for amendment in the Objects Clause of the Memorandum of Association of the Company:</u>

Particulars	Number o	of Member	s Voting th	rough	Number of votes cast through				Total in	
	Instapoll	e- Voting	Abstain	Total	Instapoll	e-Voting	Abstain	Total	Percentage	
Assent	6	180	0	186	77245	61573559	0	61650804	99.9980	
Dissent	0	4	0	4	0	45	0	45	0	
Invalid votes	0	0	4	4	0	0	1197	1197	0.0020	
Total	6	184	4	194	77245	61573604	1197	61652046	100	



11. <u>Item No.11</u> - <u>Details of the voting result in respect of Special Resolution passed for alteration in of the Articles of Association of the Company:</u>

Mode of Voting: e-Voting & Instapoll

Particulars	Number o	of Member	s Voting th	rough	Number of votes cast through				Total in
20 20 20 21	Instapoll	e Voting	Abstain	Total	Instapoll	e-Voting	Abstain	Total	Percentage
Assent	6	. 180	0	186	77245	61573663	0	61650908	99.9981
Dissent	0	4	0	4	0	92	0	92	0.0001
Invalid votes	0 -	0	4	4	0	0	1040	1040	0.0018
Total	6	184	4	194	77245	61573755	1040	61652040	100

RECOMMENDATION: Items 1-11 specified in the Notice of 69th AGM have been passed with majority. You may accordingly declare the result of voting.

Place: Delhi

Date: 21st September, 2021

For Harish Khurana & Associates

Company secretaries

(Harrish Khurana)

ny Se C. P. No. 3506

E-voting & Instapoll:

- We have prepared our report based on the input received from the agency appointed by the Company, i.e., KFin Technologies Private Limited, which has provided the facility to the members to cast their votes through remote e-voting or Instapoll while attending the AGM.
- Shareholders who have attended the AGM, but not opted to cast their vote, have been considered as abstain votes in the report against the respective resolutions stated above.

DELHI C.P. No. 350

Place: Delhi

Date: 21st September, 2021

For Harish Khurana & Associates

Company secretaries

(Harrish Khurana)

C. P. No. 3506



<u>Annexure - 2</u> <u>Agenda Item Nos. 6, 7 and 8 – Change in Directors/Key Managerial Personnel</u>

S. No.	Particulars	Shri Rajeev Bakshi	Shri Gautam Dalmia	Shri Bharat Bhushan Mehta
1.	Reason for change	Appointment	Re-Appointment	Re-Appointment
2.	Date and term of appointment	February 05, 2021 Five years	January 16, 2022 Five Years	April 01, 2022 Five Years
3.	Brief profile	Shri Rajeev Bakshi is an Economics graduate from St. Stephens College, Delhi University and an MBA from the Indian Institute of Management, Bangalore and has a leadership experience of over 40 years across food and FMCG businesses. In his professional career, he has held senior leadership positions and had also been awarded by IIM Bangalore the "Distinguished Alumni Award "in recognition"	Shri Gautam Dalmia holds B.S. and M.S. degrees in Electrical Engineering from Columbia University. He has about 28 years of experience in cement and sugar industries. He was a part of the team which lead to diversification of sugar business in the Company in the year 1994.	Shri Bharat Bhushan Mehta is B. Com (Hons.) and a Member of the Institute of Chartered Accountants of India 1976. He has about 45 years of experience in the field of Accounts, Finance, Commercial, Projects, Operations and General Management in sugar and allied businesses.



newthink! cement! sugar! refractories! power!

		of his contributions		
		to business and		
		society in 2014.		
4.	Disclosure of	None	None	None
	relationships			
	between			
	directors			



Agenda Item Nos. 10 and 11 - Amendments to the Memorandum and Articles of Association in brief.

The Company was incorporated as "Dalmia Cement (Bharat) Limited" on November 01, 1951 under the Companies Act, 1913. The main objects of the Company at the time of incorporation was "Cement". The Company diversified its business activities into sugar business in 1994. The objects clause of the Company has been amended from time to time since incorporation.

Since, the Company is no more engaged in cement business and is expanding in sugar and allied business(es), venturing out in consumer business, engaged in distillery, power and refractory business, and in view of changes in the Company law from time to time and upon enforcement of the Companies Act, 2013, the objects clause of the Memorandum of Association has been amended by —

- a. incorporating current business specific clauses;
- b. deleting cement business related clauses; and
- c. renumbering and rearranging the new and old relevant clauses in accordance with the provisions of the Companies Act, 2013.

Further, pursuant to the Companies Act, 2013 and other amendments from time to time, several clauses in the existing Articles of Association had become redundant or needed extensive modification. Under the circumstances, the existing Articles of Association have been replaced with a new set of Articles of Association of the Company.