

August 04, 2022

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: 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.

Dear Sir/Madam,

Pursuant to Regulation 30(6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the 70th Annual General Meeting of the Company was held today, Thursday, August 04, 2022 at 10.30 a.m. through video conferencing facility provided by National Securities and Depository Limited (“NSDL”). All the items of agenda included in the Notice of the Annual General Meeting dated May 24, 2022 have been approved with requisite majority.

The shareholders were provided with the facility to cast their vote electronically through e-voting services provided by NSDL. 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., July 28, 2022.

The remote e-voting had commenced on Monday, August 01, 2022 (09:00 am. IST) and ended on Wednesday, August 03, 2022 (05:00 pm. IST). The e-voting facility was also made available to the shareholders during the Annual General Meeting.

M/s Vikas Gera 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.

Dalmia Bharat Sugar and Industries Limited

11th & 12th Floor, Hansalaya Building, 15 Barakhamba Road, New Delhi – 110001, Delhi, India

T + 91 11 23465100 W www.dalmiasugar.com CIN: L15100TN1951PLC000640

Registered Office: Dalmiapuram, District Tiruchirapalli – 621651, Tamil Nadu, India

A ***Dalmia Bharat Group*** company, www.dalmiabharat.com

The brief details of agenda items and voting results thereof along with Scrutinizer's report are attached herewith. The same are also posted on the Company's website www.dalmiasugar.com.

Thanking you.

For **Dalmia Sugar and Industries Limited**

Aashima V Khanna

Aashima V Khanna
Company Secretary
Membership No.: A34517

Enclosures: As above.

VOTING RESULTS	
Record date	28-07-2022
Total number of shareholders on record date	45634
Number of shareholders present in the meeting either in person or	
a) Promoter and promoter group	Not Applicable
b) Public	Not Applicable
Number of shareholders attended the meeting through video	
a) Promoter and promoter group	10
b) Public	69
Number of resolutions passed in meeting	6


 Ashwika V. [Signature]

Resolution Details(1)								
Resolution Required					To consider and adopt the (a) audited Standalone Financial Statements of the Company for the financial year ended March			
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour	No. of votes - in Against	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-voting	60634122	60634112	99.99998351	60634112	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	60634122	60634112	99.99998351	60634112	0	100	0
Public Institutions	E-voting	1092637	589439	53.94646163	589439	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	1092637	589439	53.94646163	589439	0	100	0
Public Non-Institutions	E-voting	19212544	301795	1.570822688	301635	160	99.94698388	0.05301612
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	19212544	301795	1.570822688	301635	160	99.94698388	0.05301612
Total		80939303	61525346	76.01417818	61525186	160	99.99973994	0.000260055

Ashwina Venk

DAVIA BHARAT SUGAR AND INDUSTRIES LIMITED
NEW DELHI

Resolution Details(2)									
Resolution Required					To consider and declare final dividend of Rs.1/- per equity share of Rs. 2/- for the financial year 2021-22.				
Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - In favour	% of votes - in Against	
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-voting	60634122	60634112	99.99998351	60634112	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot(if applicable)		0	0	0	0	0	0	
	Total		60634122	60634112	99.99998351	60634112	0	100	0
Public Institutions	E-voting	1092637	630544	57.70846127	630544	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot(if applicable)		0	0	0	0	0	0	
	Total		1092637	630544	57.70846127	630544	0	100	0
Public Non-Institutions	E-voting	19212544	301718	1.570421908	301644	74	99.97547379	0.024526213	
	Poll		0	0	0	0	0	0	
	Postal Ballot(if applicable)		0	0	0	0	0	0	
	Total		19212544	301718	1.570421908	301644	74	99.97547379	0.024526213
Total		80939303	61566374	76.06486802	61566300	74	99.9998798	0.000120195	

Aashima Verma

DALMA BHARAT SUGAR AND INDUSTRIES LIMITED
NEW DELHI

Resolution Details(3)								
Resolution Required					To consider and appoint a Director in place of Shri Bharat Bhushan Mehta (DIN 00006890), who retires by rotation and being eligible			
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	60634122	60634112	99.99998351	60634112	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot(if a		0	0	0	0	0	
	Total	60634122	60634112	99.99998351	60634112	0	100	0
Public Institutions	E-voting	1092637	630544	57.70846127	467048	163496	74.07064376	25.92935624
	Poll		0	0	0	0	0	
	Postal Ballot(if a		0	0	0	0	0	
	Total	1092637	630544	57.70846127	467048	163496	74.07064376	25.92935624
Public Non-Institutions	E-voting	19212544	301714	1.570401088	297328	4386	98.54630544	1.453694558
	Poll		0	0	0	0	0	
	Postal Ballot(if a		0	0	0	0	0	
	Total	19212544	301714	1.570401088	297328	4386	98.54630544	1.453694558
Total		80939303	61566370	76.06486307	61398488	167882	99.72731542	0.272684584

Aashima Verma

NEW DELHI

DALMIA BHARAT SUGAR AND INDUSTRIES LIMITED

Resolution Details(4)								
Resolution Required					To consider and approve the re-appointment of M/s. NSBP & Co., Chartered Accountants, the statutory auditors of the Company and			
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6)= $\frac{(4)}{(2)} \times 100$	(7)= $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	E-voting	60634122	60634112	99.99998351	60634112	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot(if applicable)		0	0	0	0	0	
	Total	60634122	60634112	99.99998351	60634112	0	100	0
Public Institutions	E-voting	1092637	630544	57.70846127	630544	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot(if applicable)		0	0	0	0	0	
	Total	1092637	630544	57.70846127	630544	0	100	0
Public Non-Institutions	E-voting	19212544	301714	1.570401088	297388	4326	98.56619182	1.433808176
	Poll		0	0	0	0	0	
	Postal Ballot(if applicable)		0	0	0	0	0	
	Total	19212544	301714	1.570401088	297388	4326	98.56619182	1.433808176
Total		80939303	61566370	76.06486307	61562044	4326	99.99297344	0.007026563

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DALMIA BHARAT SUGAR AND INDUSTRIES LIMITED
NEW DELHI

Resolution Details(5)								
Resolution Required					To consider and ratify the remuneration of M/s R. J. Goel & Co., Cost Accountants, the Cost Auditors of the Company for the			
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	60634122	60634112	99.99998351	60634112	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		60634122	60634112	99.99998351	60634112	0	100
Public Institutions	E-voting	1092637	630544	57.70846127	630544	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		1092637	630544	57.70846127	630544	0	100
Public Non-Institutions	E-voting	19212544	301714	1.570401088	297399	4315	98.56983766	1.430162339
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		19212544	301714	1.570401088	297399	4315	98.56983766
Total		80939303	61566370	76.06486307	61562055	4315	99.9929913	0.007008696

Aashima Verma

NEW DELHI

DALMAJI SUGAR AND INDUSTRIES LIMITED

Resolution Details(6)								
Resolution Required					To consider and approve payment of remuneration to Mr. Rajeev Bakshi, Chairman (Non-Executive & Independent Director), for the			
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	60634122	60634112	99.99998351	60634112	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	60634122	60634112	99.99998351	60634112	0	100	0
Public Institutions	E-voting	1092637	630544	57.70846127	630544	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	1092637	630544	57.70846127	630544	0	100	0
Public Non-Institutions	E-voting	19212544	301717	1.570416703	296393	5324	98.23543254	1.764567459
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	19212544	301717	1.570416703	296393	5324	98.23543254	1.764567459
Total		80939303	61566373	76.06486678	61561049	5324	99.99135242	0.008647578



**Scrutinizer(s) Report**

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the 70th Annual General Meeting (AGM) of the Equity Shareholders of the Dalmia Bharat Sugar and Industries Limited held on Thursday, the 04th August, 2022 at 10:30 A.M. through Video Conferencing/other audio video means (VC/OACM).

Dear Sir,

I, Vikas Gera, proprietor of M/s Vikas Gera & Associates, Company Secretaries, having office at 833, 9th Floor, West End Mall, District Centre, Janak Puri, New Delhi-110058, 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 70th AGM. The 70th AGM was held through video conferencing/other audio video means. ("e-AGM") on **Thursday, the 04th August, 2022 at 10:30 A.M. upon presence of quorum and concluded at 11:19 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 70th 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 the National Securities Depository Limited (NSDL) to the members and other participants at their platforms for participation in the e-AGM at <https://www.evoting.nsdl.com> and for e-voting at <https://www.evoting.nsdl.com>.



2. The Company has engaged National Securities Depository Limited (NSDL) 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 Thursday, the 28th day of July, 2022.
4. As prescribed in the Rules, the remote e-voting facility was kept open for three days from Monday, the 01st day of August, 2022 (9:00 A.M.) till Wednesday, the 03rd day of August, 2022 (5:00 P.M.).
5. Option for insta poll was provided to the members during the proceedings of e-AGM for 15 minutes after the conclusion of the proceedings of e-AGM.
6. On Thursday, the 04th day of August, 2022 at the AGM, at 11:19 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.
7. We submit our report as under:
 - i) **Ordinary Business for adoption of the (a) audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2022, and the Reports of the Auditors' and Directors thereon and (b) audited Consolidated Financial Statements of the Company for the year ended 31st March, 2022, and the Report of the Auditors' thereon – Votes in favour-99.9994%, Votes against-0.0003% and Abstain from Voting 0.0003%.**
 - ii) **Ordinary Business for declaration of final dividend of Rs. 1/- per equity share of Rs.2/-for the financial year 2021-22- Votes in favour-99.9996%, Votes against-0.0001% and Abstain from Voting 0.0003%.**
 - iii) **Ordinary Business to appoint a Director in place of Shri Bharat Bhushan Mehta (DIN 00006890), who retires by rotation and being eligible, offers himself for re-appointment, Votes in favour-99.7270%, Votes against-0.2727% and Abstain from Voting 0.0003%.**



- iv) Ordinary Business for re-appointment of M/s NSBP & Co., Chartered Accountants, the Statutory Auditors of the company and to fix their remuneration, Votes in favour-99.9927%, Votes against-0.0070% and Abstain from Voting 0.0003%.
- v) Special Business to ratify the remuneration of M/s R.J Goel & Co., Cost Accountants, the Cost Auditors of the company for the financial year 2022-23, Votes in favour-99.9927%, Votes against-0.0070% and Abstain from Voting 0.0003%.
- vi) Special Business to approve payment of remuneration to Mr. Rajeev Bakshi, Chairman (Non-Executive & Independent Director), for the Financial year 2021-22, which may exceed fifty percent of the total remuneration payable to all the Non-Executive Directors of the Company, Votes in favour-99.9911%, Votes against-0.0086% and Abstain from Voting 0.0003%.

8. The details of the above-mentioned result have been given in **Annexure-I**.

Place: New Delhi

Date: 04.08.2022

UDIN: F005248D000742182

For Vikas Gera & Associates
Company Secretaries



(Vikas Gera)
C.P. NO. 4500

ANNEXURE-I

Date of AGM – 04th August, 2022

Total No. of Shareholders as on record date – 45634

1. Item No.1:

Details of the voting result in respect of Ordinary Business passed for (a) audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022 and the Report(s) of the Auditors and the Directors' thereon; and (b) audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022 and the Report of the Auditors' thereon:

Mode of Voting: e-Voting & Instapoll

Particulars	Number of Members Voting through				Number of votes cast through				Total in percentage
	Instapoll	e-voting	Abstain	Total	Instapoll	e-voting	Abstain	Total	
Assent	4	279	0	283	604462	60920724	0	61525186	99.9994
Dissent	2	2	0	4	101	59	0	160	0.0003
Invalid Votes	0	0	5	5	0	0	170	170	0.0003
Total	6	281	5	292	604563	60920783	170	61525516	100

2. Item No.2:

Details of the voting result in respect of Ordinary Business passed for declaration of final dividend of Rs.1/- per equity share of Rs.2/- for the financial year 2021-22:

Mode of Voting: e-Voting & Instapoll

Particulars	Number of Members Voting through				Number of votes cast through				Total in percentage
	Instapoll	e-voting	Abstain	Total	Instapoll	e-voting	Abstain	Total	
Assent	5	278	0	283	604562	60961738	0	61566300	99.9996
Dissent	1	4	0	5	1	73	0	74	0.0001



Invalid Votes	0	0	5	5	0	0	170	170	0.0003
Total	6	282	5	293	604563	60961811	170	61566544	100

3. Item No.3:

Details of the voting result in respect of Ordinary Business passed to appoint a director in place of Shri Bharat Bhushan Mehta (DIN: 00006890), who retires by rotation and being eligible, offers himself for re-appointment:

Mode of Voting: e-Voting & Instapoll

Particulars	Number of Members Voting through				Number of votes cast through				Total in percentage
	Instapoll	e-voting	Abstain	Total	Instapoll	e-voting	Abstain	Total	
Assent	4	265	0	269	604462	60794026	0	61398488	99.7270
Dissent	2	15	0	17	101	167781	0	167882	0.2727
Invalid Votes	0	0	5	5	0	0	170	170	0.0003
Total	6	280	5	291	604563	60961807	170	61566540	100

4. Item No.4:

Details of the voting result in respect of Ordinary Business passed for re-appointment of M/s NSBP & Co., Chartered Accountants, the Statutory Auditors of the Company and to fix their remuneration:

Mode of Voting: e-Voting & Instapoll

Particulars	Number of Members Voting through				Number of votes cast through				Total in percentage
	Instapoll	e-voting	Abstain	Total	Instapoll	e-voting	Abstain	Total	
Assent	4	274	0	278	604462	60957582	0	61562044	99.9927
Dissent	2	6	0	8	101	4225	0	4326	0.0070
Invalid Votes	0	0	5	5	0	0	170	170	0.0003
Total	6	280	5	291	604563	60961807	170	61566540	100

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5. Item No.5:

Details of the voting result in respect of Special Business passed to ratify the remuneration of M/s R.J Goel & Co., Cost Accountants, the Cost Auditors of the company for the financial year 2022-23:

Mode of Voting: e-Voting & Instapoll

Particulars	Number of Members Voting through				Number of votes cast through				Total in percentage
	Instapoll	e-voting	Abstain	Total	Instapoll	e-voting	Abstain	Total	
Assent	4	276	0	280	604462	60957593	0	61562055	99.9927
Dissent	2	4	0	6	101	4214	0	4315	0.0070
Invalid Votes	0	0	5	5	0	0	170	170	0.0003
Total	6	280	5	291	604563	60961807	170	61566540	100

6. Item No.6:

Details of the voting result in respect of Special Business passed to approve payment of remuneration to Mr. Rajeev Bakshi, Chairman (Non-Executive & Independent Director), for the Financial year 2021-22, which may exceed fifty percent of the total remuneration payable to all the Non- Executive Directors of the company:

Mode of Voting: e-Voting & Instapoll

Particulars	Number of Members Voting through				Number of votes cast through				Total in percentage
	Instapoll	e-voting	Abstain	Total	Instapoll	e-voting	Abstain	Total	
Assent	4	266	0	270	604462	60956587	0	61561049	99.9911
Dissent	2	15	0	17	101	5223	0	5324	0.0086
Invalid Votes	0	0	5	5	0	0	170	170	0.0003
Total	6	281	5	292	604563	60961810	170	61566543	100



RECOMMENDATION: Items 1-6 specified in the notice of 70th AGM have been passed with majority. You may accordingly declare the result of voting.

Place: New Delhi

Date: 04th August, 2022

For Vikas Gera & Associates
Company Secretaries



(Vikas Gera)
C.P. No.4500

Annexure-II

E-voting & Instapoll:

- We have prepared our report based on the input received from the agency appointed by the Company, i.e., National Securities Depository 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.

Place: New Delhi

Date: 04th August, 2022

**For Vikas Gera & Associates
Company Secretaries**



**(Vikas Gera)
C.P. No.4500**