

July 07, 2025

Bombay Stock Exchange 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 73rd Annual General Meeting pursuant to Regulation 30 and voting results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

Dear Sir(s)/Madam(s),

Further to our intimation dated June 10, 2025 with respect to 73rd Annual General Meeting (“**AGM**”), this is to inform that the 73rd AGM of Dalmia Bharat Sugar and Industries Limited (“**the Company**”) was held today, i.e., Monday, July 07, 2025 at 11.00 a.m. through video conferencing facility provided by National Securities and Depository Limited (“**NSDL**”) in compliance with Circular(s) issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India from time to time and other applicable provisions of the Companies Act, 2013 and SEBI Listing Regulations.

Pursuant to Regulation 30 of the SEBI Listing Regulations, the proceedings of 73rd AGM of the Company are attached and marked as **Annexure – 1.**

Further, pursuant to Regulation 44(3) of the SEBI Listing Regulations, the voting results alongwith the Scrutinizers’ Report on e-voting are attached and marked as **Annexure – 2.**

The said proceedings of AGM and the Voting Results are also uploaded on the website of the Company at www.dalmiasugar.com.

Kindly take the same on your record.

Yours faithfully,
For **Dalmia Bharat Sugar and Industries Limited**

Rachna Gorla
Company Secretary and Compliance Officer
FCS 6741

Enclosures: As above

ANNEXURE -1

Proceedings of 73rd Annual General Meeting ("AGM") of Dalmia Bharat Sugar and Industries Limited held on July 07, 2025 at 11 a.m.

1. Mr. Rajeev Bakshi, Chairman, chaired the AGM.
2. Ms. Rachna Gorla, Company Secretary, assisted the Chairman in conducting the AGM.
3. The Company Secretary confirmed the presence of requisite quorum and informed the members that the AGM was being conducted through Video/Conferencing ("VC") / Other Audio-Visual Means ("OAVM").
4. The Company Secretary introduced the Board of Directors, Chief Financial Officer, Statutory and Secretarial Auditors.
5. Mr. Rajeev Bakshi, the Chairman of the Company, addressed the members present at the meeting and briefed about Company's performance during the financial year 2024-25 and called the meeting to order.
6. A financial presentation by Mr. Piyush Gupta, Chief Financial Officer of the Company, was made thereafter.
7. At the request of the Chairman, the Company Secretary conducted the formal proceedings of the AGM.
8. The Company Secretary informed the members *inter-alia* about general instructions with respect to e-voting facility available during the AGM, appointment of Mr. Vikas Gera, Practicing Company Secretary as Scrutinizer, documents available for inspection and question answer session.
9. With the permission of the Chairman, Notice of AGM and Annual Report were taken as read.
10. The Company Secretary took up the items as set forth in the notice of AGM in seriatim.

Dalmia Bharat Sugar and Industries Limited

4th 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*

11. Thereafter, shareholders who got themselves registered as speakers asked their queries which were replied by Mr. Pankaj Rastogi, Whole-Time Director & CEO and Mr. Piyush Gupta, Chief Financial Officer.
12. Following resolutions as set out in the Notice convening the 73rd AGM were put to vote through e-voting at the AGM. The e-voting was made available upto 15 minutes after the AGM to members, who attended the meeting and had not voted through remote e-voting. The resolutions were approved with requisite majority.

Item No.	Description	Resolution Type
1	To consider and adopt the audited Financial Statements of the Company for the financial year ended March 31, 2025 and the Reports of the Auditors and Directors thereon.	Ordinary Resolution
2	To consider and declare final dividend of Rs. 1.50 per equity share having face value of Rs. 2/- for the financial year 2024-25.	Ordinary Resolution
3	To consider and appoint a Director in place of Shri Bharat Bhushan Mehta (DIN 00006890), who retires by rotation and being eligible offers himself for re-appointment.	Ordinary Resolution
4	To consider and appoint a Director in place of Shri Thyagarajan Venkatesan (DIN 00124060), who retires by rotation and being eligible offers himself for re-appointment.	Ordinary Resolution
5	To consider and ratify the remuneration of M/s R. J. Goel & Co., Cost Accountants, the Cost Auditors of the Company for the financial year 2025-26.	Ordinary Resolution
6	To consider and re-appoint Shri Rajeev Bakshi as an Independent Director of the Company w.e.f. February 05, 2026.	Special Resolution
7	To consider and appoint Vikas Gera & Associates as the Secretarial Auditor of the Company to conduct Secretarial	Ordinary Resolution

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	Audit for a period of five consecutive years with effect from financial year 2025-26 till financial year 2029-30.	
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**ANNEXURE 2****Scrutinizer's Report**

[Pursuant to Section 108 and Section 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions of the Companies Act, 2013 (as amended); Secretarial Standards on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India & Regulation 44 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 as amended from time to time and the Circulars issued by "MCA" and "SEBI" in this behalf]

To,
The Chairman
Dalmia Bharat Sugar and Industries Limited
Dalmiapuram Tiruchirapalli District,
Tamil Nadu 621651

Dear Sir / Mam,

Subject: Consolidated Scrutinizers' Report on voting by remote e-voting and e-voting at 73rd Annual General Meeting ("AGM") of Dalmia Bharat Sugar and Industries Limited held on Monday, July 07, 2025 at 11:00 A.M through Video Conferencing ("VC")

I, Vikas Gera proprietor of **Vikas Gera & Associates**, Company Secretaries (C.P. No. 4500), having office at 417, 4th Floor, Suneja Tower -1 District Centre, Janak Puri, New Delhi- 110058, has been appointed as Scrutinizer by the Board of Directors of **Dalmia Bharat Sugar and Industries Limited ("the Company")** for the purpose of scrutinizing the voting through remote e-voting and e-voting during the AGM of Dalmia Bharat Sugar and Industries Limited, held on Monday, July 07, 2025 at 11:00 AM and concluded at 11:47 A.M. through video conferencing (VC) in accordance with circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) from time to time.

The Management is responsible for ensuring the compliance of (i) the Companies Act, 2013 and the Rules made thereunder; (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and (iii) Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India relating to e-voting facility provided to shareholders and for the resolutions proposed in the Notice of AGM. My responsibility as a Scrutinizer is restricted to (i) ensure that the e-voting process is conducted in a fair and transparent manner; (ii) scrutinize the votes casted through e-voting by the shareholders of the Company; and (iii) render consolidated Scrutinizer's Report on the result of e-voting on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL).



- A. The Company has engaged the services of NSDL to provide e-voting facilities to all the Members who were eligible for voting.
- B. The remote e-voting facility was provided to the members from Friday, July 04, 2025 (09:00 A.M.) till Sunday, July 06, 2025 (05:00 P.M) and e-voting was also provided during the AGM till 15 minutes after the conclusion of the proceedings of the AGM, to the members who couldn't cast their vote earlier.
- C. The Cut-off date for the purpose of identifying the Members who were entitled to vote on the Resolution(s) placed before the AGM for approval was **Monday, June 30, 2025**.
- D. In accordance with the provisions of the Companies Act, 2013 and the Companies (Management & Administration) Rules, 2014 with respect to voting and on proper scrutiny, I report the result as under:

1. Ordinary Business to adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2025 together with the Reports of the Directors' and Auditors' thereon, passed by an ordinary resolution.

"Votes in favour 99.99994 and Votes against are 0.00006"

2. Ordinary Business to declare final dividend on Rs. 1.50 per equity share having face value of Rs. 2/- for the Financial Year 2024-25, passed by an ordinary resolution.

"Votes in favour 99.99994 and Votes against are 0.00006"

3. 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, passed by an ordinary resolution.

"Votes in favour 99.88837 and Votes against are 0.11163"

4. Ordinary Business to appoint a director in place of Shri Thyagarajan Venkatesan (DIN: 00124060), who retires by rotation and being eligible offers himself for re-appointment, passed by an ordinary resolution.

"Votes in favour 99.90413 and Votes against are 0.09587"

5. 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 2025-26, passed by an ordinary resolution.

"Votes in favour 99.99881 and Votes against are 0.00119"

6. Special Business to re-appoint Shri. Rajeev Bakshi as an Independent Director with effect from February 05, 2026, passed by a Special Resolution.

"Votes in favour 99.97867 and Votes against are 0.02133"



7. Special Business to appoint Vikas Gera & Associates as the Secretarial Auditor of the Company, passed by an Ordinary Resolution.

"Votes in favour 99.99919 and Votes against are 0.00081"

- E. The details of voting on the above-mentioned Voting results are enclosed as **Annexure-I**.
- F. The Register, all other papers and relevant records relating to remote e-voting and e-voting at AGM shall remain in my safe custody until the chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same will be thereafter handed over to the Company Secretary for safe keeping.

**For Vikas Gera & Associates
Company Secretaries**

Vikas Gera
C.P No. 4500
M. No. 5248
UDIN: F005248G000727805
Peer Review No. S2007DE094600

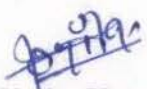


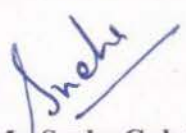
Counter Signed

Pankaj Rastogi
Whole Time Director & CEO
Dalmia Bharat Sugar and Industries Limited

Place: New Delhi
Date: 07.07.2025

On completion of e-voting, I have unblocked and downloaded the results of the e-voting for scrutiny, in the presence of two witnesses on July 07, 2025 at 12:03 P.M., who are not in the employment of the company.


Ms. Yogita Kanswal
D2 27D Gali No. 6
Om Vihar Phase 5
New Delhi-110059


Ms. Sneha Gulati
301, 302 A-Block,
Ram Nagar Extension,
New Delhi-110018

Annexure I

Annexure to Scrutinizer's Report

Date of AGM	07 th July, 2025
Total number of shareholders on Record Date	44,655
Number of shareholders present in the meeting either in person or through proxy	
Promoter and Promoter Group:	NA
Public:	NA
Number of shareholders attended the meeting through video Conferencing	
Promoter and Promoter Group:	11
Public:	128



Item No.1- Details of the voting result in respect of the Ordinary Resolution passed to adopt the audited Financial Statements of the Company for the financial year ended 31st March, 2025 and the Reports of the Auditors and Directors thereon:

Resolution Required (Ordinary / Special)					Ordinary			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
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) = $[(2)/(1)] \times 100$	(4)	(5)	(6) = $[(4)/(2)] \times 100$	(7) = $[(5)/(2)] \times 100$
Promoter and Promoter Group	E-voting	60634122	60634122	100	60634122	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		60634122	100	60634122	0	100	0
Public Institutions	E-voting	922574	363611	39.41266	363611	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		363611	39.41266	363611	0	100	0
Public non-institutions	E-voting	19382607	5767626	29.75670	5767587	39	99.99932	0.00067
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5767626	29.75670	5767587	39	99.99932	0.00067
Total		80939303	66765359	82.48818	66765320	39	99.99994	0.00006

RECOMMENDATION: I report that Item No. 1 specified in the Notice dated June 11, 2025 has been passed with requisite majority.



Item No. 2- Details of the voting result in respect of the Ordinary Resolution passed to declare the Final Dividend of Rs. 1.50 per equity share having face value of Rs. 2/-for the Financial Year 2024-25:

Resolution Required (Ordinary / Special)					Ordinary			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
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	60634122	100	60634122	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	60634122	60634122	100	60634122	0	100	0
Public Institutions	E-voting	922574	373531	40.48791	373531	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	922574	373531	40.48791	373531	0	100	0
Public non-Institutions	E-voting	19382607	5767626	29.75670	5767587	39	99.99932	0.00067
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	19382607	5767626	29.75670	5767587	39	99.99932	0.00067
Total		80939303	66775279	82.50043	66775240	39	99.99994	0.00006

RECOMMENDATION: I report that Item No. 2 specified in the Notice dated June 11, 2025 has been passed with requisite majority.



Item No. 3- Details of the voting result in respect of the Ordinary Resolution 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:

Resolution Required (Ordinary / Special)					Ordinary			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
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	60634122	100	60634122	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	60634122	60634122	100	60634122	0	100	0
Public Institutions	E-voting	922574	373531	40.48791	299781	73750	80.25598	19.74401
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	922574	373531	40.48791	299781	73750	80.25598	19.74401
Public non-Institutions	E-voting	19382607	5767626	29.75670	5766837	789	99.98632	0.013679
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	19382607	5767626	29.75670	5766837	789	99.98632	0.013679
Total		80939303	66775279	82.50043	66700740	74539	99.88837	0.11163

RECOMMENDATION: I report that Item No. 3 specified in the Notice dated June 11, 2025 has been passed with requisite majority.



Item No. 4- Details of the voting result in respect of the Ordinary Resolution passed to appoint a director in place of Shri Thyagarajan Venkatesan (DIN 00124060), who retires by rotation and being eligible offers himself for re-appointment:

Resolution Required (Ordinary / Special)					Ordinary			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
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	60634122	100	60634122	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	60634122	60634122	100	60634122	0	100	0
Public Institutions	E-voting	922574	373531	40.48791	310305	63226	83.07342	16.92657
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	922574	373531	40.48791	310305	63226	83.07342	16.92657
Public non-Institutions	E-voting	19382607	5767626	29.75670	5766837	789	99.98632	0.01367
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	19382607	5767626	29.75670	5766837	789	99.98632	0.01367
Total		80939303	66775279	82.50043	66711264	64015	99.90413	0.09587

RECOMMENDATION: I report that Item No. 4 specified in the Notice dated June 11, 2025 has been passed with requisite majority.



Item No. 5- Details of the voting result in respect of Ordinary Resolution passed to ratify the remuneration of M/s R.J. Goel & Co., Cost Accountants, the Cost Auditors of the company for the financial year 2025-26:

Resolution Required (Ordinary / Special)					Ordinary			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
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	60634122	100	60634122	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	60634122	60634122	100	60634122	0	100	0
Public Institutions	E-voting	922574	373531	40.48791	373531	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	922574	373531	40.48791	373531	0	100	0
Public non-Institutions	E-voting	19382607	5767626	29.75670	5766833	793	99.98625	0.01374
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	19382607	5767626	29.75670	5766833	793	99.98625	0.01374
Total		80939303	66775279	82.50043	66774486	793	99.99881	0.00119

RECOMMENDATION: I report that Item No. 5 specified in the Notice dated June 11, 2025 has been passed with requisite majority.



Item No. 6- Details of the voting result in respect of Special Resolution passed to re-appoint Shri Rajeev Bakshi as an Independent Director:

Resolution Required (Ordinary / Special)					Special			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
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	60634122	100	60634122	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		60634122	100	60634122	0	100	0
Public Institutions	E-voting	922574	373531	40.48791	360083	13448	96.39976	3.60023
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		373531	40.48791	360083	13448	96.39976	3.60023
Public non-Institutions	E-voting	19382607	5767626	29.75670	5766837	789	99.98632	0.01367
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5767626	29.75670	5766837	789	99.98632	0.01367
Total		80939303	66775279	82.50043	66761042	14237	99.97867	0.02133

RECOMMENDATION: I report that Item No. 6 specified in the Notice dated June 11, 2025 has been passed with requisite majority.



Item No. 7- Details of the voting result in respect of Ordinary Resolution passed to appoint Vikas Gera & Associates as the Secretarial Auditor of the Company:

Resolution Required (Ordinary / Special)					Ordinary			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
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	60634122	100	60634122	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		60634122	100	60634122	0	100	0
Public Institutions	E-voting	922574	366354	39.70998	366354	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		922574	39.70998	366354	0	100	0
Public non-Institutions	E-voting	19382607	5767626	29.75670	5767087	539	99.99065	0.00934
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		19382607	29.75670	5767087	539	99.99065	0.00934
Total		80939303	66768102	82.49157	66767563	539	99.99919	0.00081

RECOMMENDATION: I report that Item No. 7 specified in the Notice dated June 11, 2025 has been passed with requisite majority.

I report that all the Ordinary/Special Resolutions as mentioned in the AGM Notice dated June 11, 2025 have been passed with requisite majority.

Place: New Delhi

Date: 07.07.2025

For Vikas Gera & Associates
Company Secretaries

(Signature)

New Delhi

(Vikas Gera)
C.P. No. 4500
M. No. 5248

UDIN: F005248G000727805
Peer Review No. S2007DE094600