



K. M. Sugar Mills Ltd.

Corporate Office and Works : Motinagar, Faizabad-224 201
Phone : 05278-254059/254173 Fax : 05278-254031
E-mail : director@kmsugar.com/admin@kmsugar.com



CIN No. : L15421UP1971PLC003492, Mail id:-kmsugar@gmail.com
Phone -Regd. Office :0512-2310762, Branch Office: 0522-4079561

Date: 19.09.2015

The Department of Corporate Services,
Bombay Stock Exchange Limited,
27th Floor, Phiroze Jejeebhoy Towers,
Dalal Street, Fort, Mumbai -400001
Phone no. 022- 22728527

Dear Sir,

Ref: Clause 31 (a) & 31(d) of the Listing Agreement
Sub: Outcome of the Annual General Meeting held on 19th September, 2015
of M/s. K. M. Sugar Mills Limited

In pursuance to the provisions of the Clause 31 of the Listing Agreement, we intimate you that 42nd Annual General Meeting of the Company was held on Saturday, the 19th day of September, 2015 at its registered office at 11-Moti Bhawan, Collector Ganj, Kanpur-208001 at 11.00 a.m. as per the notice dated 11th August, 2015 circulated to the members of the Company. We further intimate you that all the resolutions as contained in the notice, have been passed with requisite majority (through remote e-voting and poll at AGM.

As required u/c clause 35-A of the Listing Agreement, we annex herewith the details of voting results of the Annual General Meeting in the prescribed format and also annex herewith the report of the Scrutinizer.

We are also placing the above documents on the website of the Company and the same are also being sent to CDSL.

We also intimate you that we have already sent you six sets of Annual Report -2015 alongwith Form- A for your record. Please take the above on the record.

Thanking You,

For K M Sugar Mills Limited

(Rajeev Kumar)
Company Secretary

Encl: as above



AMIT GUPTA & ASSOCIATES

Practicing Company Secretaries

B-12, Basement, Murli Bhawan, 10-A, Ashok Marg, Lucknow – 226 001

Phone : 0522 – 4024033, Mobile : 94150 05108

E-mail: amitguptacs@gmail.com

REPORT OF SCRUTINIZER

To,
The Chairman 42nd Annual General Meeting of Equity Shareholders of
M/s K M SUGAR MILLS LIMITED
11 MOTI BHAWAN COLLECTOR GANJ, KANPUR - 208001, Uttar Pradesh

Dear Sir,

At the outset, I would like to thank you for appointing me as scrutinizer for the remote e-voting and voting by your members, at the 42nd Annual General Meeting of your Company held on Saturday, September 19th at 11.00 A.M. at 11 MOTI BHAWAN COLLECTOR GANJ, KANPUR - 208001, Uttar Pradesh

I am pleased to submit my Scrutinizer's Report which is comprehensive and self-explanatory in all respect.

Thanking you,
Yours faithfully,



Amit Gupta

Proprietor

Amit Gupta & Associates

Company Secretaries

FCS – 5478, C.P. - 4682

Date: September, 19th 2015



SCRUTINIZER'S REPORT

Name of the Company	K M SUGAR MILLS LIMITED
Meeting	42 nd Annual General Meeting
Date and Time	Saturday, September, 19 th 2015 at 11.00 A.M.
Venue	11 MOTI BHAWAN COLLECTOR GANJ, KANPUR-208001, Uttar Pradesh

1. Appointment as Scrutinizer

I was appointed as Scrutinizer for the remote e-voting as well as the voting to be conducted through physical ballots at 42nd Annual General Meeting of K M SUGAR MILLS LIMITED (hereinafter referred as "**the Company**") held on Saturday, September, 19th 2015 at 11.00 A.M. at 11 MOTI BHAWAN COLLECTOR GANJ, KANPUR-208001, and Uttar Pradesh.

2. Dispatch of Notice Convening the Meeting

The Company had informed that, on the basis of Register of Members and the list of Beneficiary Owners (cut of date August 14, 2015) made available to by the depositories viz., National Securities Depositories Limited and Central Depositories Services (India) Limited for the purpose of voting, the Company completed dispatch of notice & 42nd annual Report in the following manner:

By email	To 4985 members who have registered their e-mail ids with Depository/the RTA on 11.08.2015
By permitted mode	To 4957 members in physical form on 11.08.2015

3. Cut Off Date

The Voting rights were reckoned as on the September 12, 2015, being the Cut-off date for the purpose of deciding the entitlements of members for remote e voting and voting at the meeting.

4. Remote E-Voting



4.1. Agency

The Company had appointed Central Depositories Services (India) Limited as the agency for providing e voting platform.

4.2. Remote E voting

Remote e voting was open from Tuesday, September 15 2015 at 9:00 hrs. to Friday, September 18, 2015 at 17:00 hrs and Members were required to cast their votes electronically conveying their assent or dissent in respect of all the Ordinary and /or Special Resolutions, on e-voting platform provided by CDSL.

5. Voting at AGM

5.1. As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rule, 2015, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the general meeting, after the closure of period of e- voting, the Scrutinizer was provided access to particulars of members such as - their names folio, number of shares held, but not the manner in which they have voted.

5.2. Accordingly CDSL, the e-voting agency provided us the name, DP ID/folio numbers and shareholding of the members who had cast their votes though remote e voting.

5.3. The Company has authorized M/s Link Intime India Private Limited (RTA), Registrar and Transfer Agent of the Company to provide necessary support for remote e-voting as well as physical ballot at the meeting and RTA provided the same.

6. Counting Process

6.1. On completion of voting at the meeting, the Company provided me with the list of members who had cast their votes, with their holding details and details of vote on each of the resolution.

6.2. The votes were reconciled with the records maintained by the Company and RTA with respect to the authorized representatives/ proxies lodged with the Company.

6.3. I unblocked the remote e voting results on the CDSL E-voting platform before Mr. Niraj Kumar Verma and Mr. Ankur Bajpai and downloaded the e voting details.

7. Result

7.1. I observed that

7.1.1. 34 Members had cast their votes through poll facility provided through physical ballots at meeting.

7.1.2. 17 Members had casted their votes through remote e-voting.

7.2. The result of remote e-voting and poll as well as consolidated result with respect to



each item on the Agenda as set out in the notice of the 42nd AGM dated August, 11th 2015 is enclosed as Annexure – 1, 2 and 3 respectively.

- 7.3. Based on the aforesaid result, all the **Ordinary resolutions** as contained in item no. 1, 2, 3, 4, 9, 10, 11, 12, 13, 14 & 15 of the notice dated August, 11th 2015, have been passed with the **requisite majority** .
- 7.4. Based on the aforesaid result, the **Special resolution** as contained in item no. 5, 6, 7, 8, 16, 17 & 18 of the notice dated August, 11th 2015, have been passed with the **requisite majority**.
- 7.5. Soft copy of the List of Members, for both voting at AGM as well as remote e-voting containing the details of members who voted "**FOR**", who voted "**AGAINST**" & whose votes were declared "**INVALID**", for each resolution will be emailed to the Company, after the announcement of the result by the Company.
- 7.6. The poll papers and all other relevant records shall also be duly handed over to the Company for keeping in safe records, after the announcement of the result by the Company.



Digitally signed by AMIT GUPTA
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postalCode=220001, st=UP,
Printed:
www.paramit.com/AG/AG01190923
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19d8f2b45f2a722945.cn=AMIT
GUPTA
Date: 2015.09.19 20:39:57 +05:30

Amit Gupta
Proprietor
Amit Gupta & Associates
Company Secretaries
FCS – 5478, C.P. - 4682
Date: September, 19th 2015



Annexure-1

**Results of remote E-Voting conducted at the 42nd Annual General Meeting of
K M SUGAR MILLS LIMITED**

1. The result of remote e-voting is as under:

a) **Resolution 1 - To receive, consider and adopt the standalone and consolidated financial statements of the Company for the financial year ended March 31, 2015 (Ordinary Resolution)**

i. **Voted in favour of the resolution:**

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
16	33279030	99.99%

ii. **Voted against the resolution:**

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
1	250	.001

iii. **Invalid votes :**

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
NIL	NIL



b) Resolution 2 –To appoint a director in place of Shri L.K. Jhunjunwala who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
17	33279280	100

ii. Voted against the resolution:

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
NIL	NIL

c) Resolution 3 -To appoint a director in place of Mr. Shri Aditya Jhunjunwala, who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
17	33279280	100

ii. Voted against the resolution:

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
Nil	Nil	Nil

iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
NIL	NIL

d) Resolution 4 - To appoint M/s. Mehrotra & Mehrotra, Chartered Accountants, New Delhi, retiring Auditors at this Annual General Meeting and are eligible for re-appointment for the year 2015-16 and fix their remuneration. (Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
17	33279280	100

ii. Voted against the resolution:

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL



iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
NIL	NIL



e) Resolution 5 - To approve appointment of Shri L.K. Jhunjhunwala (DIN : 01854647) as a Whole Time - Director designated as Chairman (Special Resolution)

i. Voted in favour of the resolution:

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
17	33279280	100

ii. Voted against the resolution:

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
NIL	NIL

f) Resolution 6 - To approve appointment of Shri Aditya Jhunjhunwala (DIN : 01686189) as a Whole Time- Director designated as Managing Director of the Company (Special Resolution)

Wkg

i. Voted in favour of the resolution:

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
17	33279280	100

ii. Voted against the resolution:

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
NIL	NIL

g) Resolution 7 – To Approve appointment of Shri Sanjay Jhunhunwala (DIN : 01777954) as Joint Managing Director of the Company (Special Resolution)

i. Voted in favour of the resolution:

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
17	33279280	100

ii. Voted against the resolution:

Number of members who voted against through remote - electronic voting	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution

system		
NIL	NIL	NIL

iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
NIL	NIL

h) Resolution 8 - To approve appointment of Shri Subhash Chandra Agarwal (DIN - 02461954) as Executive Director of the Company (Special resolution)

i. Voted in favour of the resolution:

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
17	33279280	100

ii. Voted against the resolution:

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
NIL	NIL

i) Resolution 9 - To Approve appointment OF MR. H.P. SIGHANIA (DIN 00141096) AS AN INDEPENDENT DIRECTOR (Ordinary Resolution)

i. Voted in favour of the resolution:



Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
17	33279280	100

ii. Voted against the resolution:

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
NIL	NIL

j) Resolution 10 To Approve Appointment OF MR. S.K. GUPTA (DIN 01995658) AS AN INDEPENDENT DIRECTOR (Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
17	33279280	100

ii. Voted against the resolution:

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution

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NIL	NIL	NIL
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iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
NIL	NIL

k) Resolution 11 – To Approve appointment OF Dr. KIRTI SINGH (DIN 02482624) AS AN INDEPENDENT DIRECTOR (Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
17	33279280	100

ii. Voted against the resolution:

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
NIL	NIL



l) Resolution 12 –To Approve Appointment OF MR. R.S. SHUKLA (DIN 0260428) AS AN INDEPENDENT DIRECTOR (Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
17	33279280	100

ii. Voted against the resolution:

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
NIL	NIL

m) Resolution 13 –To Approve Appointment of Mr. Anil Kumar Misra (DIN 07213630) As Nominee Director (Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
17	33279280	100

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ii. Voted against the resolution:

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
NIL	NIL

n) Resolution 14 – To approve Appointment OF Mr. Anil Kumar Misra (DIN : 07213630)
AS A NOMINEE (Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
17	33279280	100

ii. Voted against the resolution:

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
NIL	NIL



o) Resolution 15 - APPROVAL OF REMUNERATION OF COST AUDITOR M/S AMAN MALVIYA & ASSOCIATES (Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
17	33279280	100

ii. Voted against the resolution:

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
NIL	NIL

p) Resolution 16 – To approve Alteration of Articles of Association of the Company. (Special Resolution)

i. Voted in favour of the resolution:

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
17	33279280	100

ii. Voted against the resolution:

Number of members who voted against	Number of votes casted against the	% of total number of valid votes casted on

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through remote - electronic voting system	resolution	the resolution
NIL	NIL	NIL

iii. **Invalid votes :**

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
NIL	NIL

q) **Resolution 17- To approve Borrowing limits of the Company (Special Resolution)**

i. **Voted in favour of the resolution:**

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
17	33279280	100

ii. **Voted against the resolution:**

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

iii. **Invalid votes :**

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
NIL	NIL

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r) **Resolution 18 – To approve creation of Charges on the assets of the Company. (Special Resolution)**

i. **Voted in favour of the resolution:**



Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
17	33279280	100

ii. **Voted against the resolution:**

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

iii. **Invalid votes :**

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
NIL	NIL



Annexure-2

**Results of Voting through physical ballot conducted at the 42nd Annual General Meeting of
K M SUGAR MILLS LIMITED**

1. The result of the poll conducted through ballot at meeting is as under:

a) **Resolution 1 - To receive, consider and adopt the standalone and consolidated financial statements of the Company for the financial year ended March 31, 2015. (Ordinary Resolution)**

i. **Voted in favour of the resolution:**

Number of members present and voting in favour (in person or by proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
34	16173912	100

ii. **Voted against the resolution:**

Number of members present and voting against (in person or by proxy)	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

iii. **Invalid votes :**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

b) **Resolution 2 - To appoint a director in place of Shri L.K. Jhunjhunwala who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)**

i. **Voted in favour of the resolution:**

Number of members present and voting in favour (in person or by proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
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34	16173912	100
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ii. Voted against the resolution:

Number of members present and voting against (in person or by proxy)	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

iii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

c) Resolution 3 - To appoint a director in place of Mr. Shri Aditya Jhunjunwala, who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members present and voting in favour (in person or by proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
34	16173912	100

ii. Voted against the resolution:

Number of members present and voting against (in person or by proxy)	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

iii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

d) Resolution 4 - To appoint M/s. Mehrotra & Mehrotra, Chartered Accountants, New Delhi, retiring Auditors at this Annual General Meeting and are eligible for re-appointment for the year 2015-16 and fix their remuneration. (Ordinary Resolution)

Voted in favour of the resolution:

Number of members present and voting in favour (in person or by proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
34	16173912	100

i. Voted against the resolution:

Number of members present and voting against (in person or by proxy)	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

ii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

e) Resolution 5 – To approve Appointment of of Shri L.K. Jhunjunwala (DIN : 01854647) as a Whole Time - Director designated as Chairman of the Company. (Special Resolution)

Voted in favour of the resolution:

Number of members present and voting in favour (in person or by proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
34	16173912	100

i. Voted against the resolution:

Number of members present and voting against (in person or by proxy)	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

ii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
Nil	Nil



f) Resolution 6 – To approve appointment of Shri Aditya Jhunjunwala (DIN : 01686189) as a Whole Time- Director designated as Managing Director of the Company. (Special Resolution)

Voted in favour of the resolution:

Number of members present and voting in favour (in person or by proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
34	16173912	100

i. Voted against the resolution:

Number of members present and voting against (in person or by proxy)	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

ii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

g) Resolution-7 To approve Appointment of Shri Sanjay Jhunjunwala (DIN : 01777954) as Joint Managing Director of the Company. (Special Resolution)

Voted in favour of the resolution:

Number of members present and voting in favour (in person or by proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
34	16173912	100

i. Voted against the resolution:

Number of members present and voting against (in person or by proxy)	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

ii. Invalid votes :

Aditya



Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

h) Resolution-8 To approve Appointment of Shri Subhash Chandra Agarwal , (DIN - 02461954) as Executive Director of the Company (Special resolution)

Voted in favour of the resolution:

Number of members present and voting in favour (in person or by proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
34	16173912	100

i. Voted against the resolution:

Number of members present and voting against (in person or by proxy)	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

ii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

i) Resolution-9 To approve appointment of MR. H.P. SIGHANIA (DIN 00141096) as an INDEPENDENT DIRECTOR (Ordinary Resolution)

Voted in favour of the resolution:

Number of members present and voting in favour (in person or by proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
34	16173912	100

i. Voted against the resolution:

Number of members present and voting against (in person or by proxy)	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution

Handwritten signature/initials

NIL	NIL	NIL
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ii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

j) Resolution-10 To approve appointment of MR. S.K. GUPTA (DIN 01995658) AS AN INDEPENDENT DIRECTOR (Ordinary Resolution)

Voted in favour of the resolution:

Number of members present and voting in favour (in person or by proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
34	16173912	100

i. Voted against the resolution:

Number of members present and voting against (in person or by proxy)	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

ii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

k) Resolution-11 To approve appointment of Dr. KIRTI SINGH (DIN 02482624) AS AN INDEPENDENT DIRECTOR (Ordinary Resolution)

Voted in favour of the resolution:

Number of members present and voting in favour (in person or by proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
34	16173912	100

i. Voted against the resolution:

Number of members present and voting	Number of votes casted against the resolution	% of total number of valid votes casted on
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against (in person or by proxy)		the resolution
NIL	NIL	NIL

ii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

l) Resolution-12 To approve appointment OF MR. R.S. SHUKLA (DIN 0260428) as an INDEPENDENTDIRECTOR (Ordinary Resolution)

Voted in favour of the resolution:

Number of members present and voting in favour (in person or by proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
34	16173912	100

i. Voted against the resolution:

Number of members present and voting against (in person or by proxy)	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

ii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

m) Resolution-13 To approve appointment of MRS. MADHU MATHUR (DIN no. 07196895) AS AN WOMAN INDEPENDENT DIRECTOR (Ordinary Resolution)

Voted in favour of the resolution:

Number of members present and voting in favour (in person or by proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
34	16173912	100



i. Voted against the resolution:

Number of members present and voting against (in person or by proxy)	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

ii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

n) Resolution-14 To approve appointment of MR. ANIL KUMAR MISRA (DIN : 07213630) as a nominee director (Ordinary Resolution)

Voted in favour of the resolution:

Number of members present and voting in favour (in person or by proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
34	16173912	100

i. Voted against the resolution:

Number of members present and voting against (in person or by proxy)	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

ii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

o) Resolution-15 APPORVAL OF REMUNERATION OF COST AUDITOR M/S AMAN MALVIYA & ASSOCIATES (Ordinary Resolution)

Voted in favour of the resolution:

Number of members present and voting in favour (in person or by proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution

MS



proxy)		
34	16173912	100

i. Voted against the resolution:

Number of members present and voting against (in person or by proxy)	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

ii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

p) Resolution-16 to approve Alteration of Articles of Association of the Company. (Special Resolution)

Voted in favour of the resolution:

Number of members present and voting in favour (in person or by proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
34	16173912	100

i. Voted against the resolution:

Number of members present and voting against (in person or by proxy)	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

ii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

q) Resolution-17 Approval of Borrowing limits of the Company (Special Resolution)

Voted in favour of the resolution:

Number of members	Number of votes casted	% of total number of
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present and voting in favour (in person or by proxy)	in favour of the resolution	valid votes casted on the resolution
34	16173912	100

i. Voted against the resolution:

Number of members present and voting against (in person or by proxy)	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

ii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

r) Resolution-18 to approve Creation of Charges on the assets of the Company. (Special Resolution)

Voted in favour of the resolution:

Number of members present and voting in favour (in person or by proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
34	16173912	100

i. Voted against the resolution:

Number of members present and voting against (in person or by proxy)	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

ii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

Handwritten signature/initials in blue ink.



Annexure -3

Consolidated Results of remote E-Voting & Voting conducted through physical ballot at the 42nd Annual General Meeting of K M SUGAR MILLS LIMITED

Particulars	Number of Votes Contained in			Percentage
	Remote E votes	Poll through physical Ballots at AGM	TOTAL	
Item No. 1:				
To receive, consider and adopt the standalone and consolidated financial statements of the Company for the financial year ended March 31, 2015 (Ordinary Resolution)				
Assent	33279030	16173912	49452942	99.999
Dissent	250	0	250	.001
Invalid	NIL	NIL	NIL	NIL
Total	33279280	16173912	49453192	100.00
Item No. 2:				
To appoint a director in place of Shri L.K. Jhunjunwala who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)				
Assent	33279280	16173912	49453192	100
Dissent	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	NIL
Total	33279280	16173912	49453192	100
Item No. 3:				
To appoint a director in place of Mr. Shri Aditya Jhunjunwala, who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)				
Assent	33279280	16173912	49453192	100
Dissent	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	NIL



Total	33279280	16173912	49453192	100
Item No. 4:				
To appoint M/s. Mehrotra & Mehrotra, Chartered Accountants, New Delhi, retiring Auditors at this Annual General Meeting and are eligible for re- appointment for the year 2015-16 and fix their remuneration. (Ordinary Resolution)				
Assent	33279280	16173912	49453192	100
Dissent	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	NIL
Total	33279280	16173912	49453192	100
Item No. 5:				
To approve appointment of Shri L.K. Jhunjhunwala (DIN : 01854647) as a Whole Time - Director designated as Chairman of the Company (Special Resolution)				
Assent	33279280	16173912	49453192	100
Dissent	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	NIL
Total	33279280	16173912	49453192	100
Item No. 6:				
To approve appointment of Shri Aditya Jhunjhunwala (DIN : 01686189) as a Whole Time- Director designated as Managing Director of the Company (Special Resolution)				
Assent	33279280	16173912	49453192	100
Dissent	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	NIL

Handwritten signature



Total	33279280	16173912	49453192	100
Item No. 7:				
To approve appointment of Shri Sanjay Jhunjhunwala (DIN : 01777954) as Joint Managing Director of the Company (Special Resolution)				
Assent	33279280	16173912	49453192	100
Dissent	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	NIL
Total	33279280	16173912	49453192	100
Item No. 8:				
To appointment of Shri Subhash Chandra Agarwal (DIN -02461954) as Executive Director of the Company (Special resolution)				
Assent	33279280	16173912	49453192	100
Dissent	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	NIL
Total	33279280	16173912	49453192	100
Item No. 9:				
To appointment OF MR. H.P. SIGHANIA (DIN 00141096) AS AN INDEPENDENTDIRECTOR (Ordinary Resolution)				
Assent	33279280	16173912	49453192	100
Dissent	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	NIL
Total	33279280	16173912	49453192	100



Item No. 10:				
To approve appointment OF MR. S.K. GUPTA (DIN 01995658) AS AN INDEPENDENT DIRECTOR (Ordinary Resolution)				
Assent	33279280	16173912	49453192	100
Dissent	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	NIL
Total	33279280	16173912	49453192	100
Item No. 11:				
To approve appointment OF Dr. KIRTI SINGH (DIN 02482624) AS AN INDEPENDENT DIRECTOR (Ordinary Resolution)				
Assent	33279280	16173912	49453192	100
Dissent	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	NIL
Total	33279280	16173912	49453192	100
Item No. 12:				
To approve appointment OF MR. R.S. SHUKLA (DIN 0260428) AS AN INDEPENDENT DIRECTOR (Ordinary Resolution)				
Assent	33279280	16173912	49453192	100
Dissent	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	NIL
Total	33279280	16173912	49453192	100

Handwritten signature/initials



Item No. 13:

To approve appointment of Mr. Anil Kumar Misra (DIN 07213630) As Nominee Director (Ordinary Resolution)

Assent	33279280	16173912	49453192	100
Dissent	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	NIL
Total	33279280	16173912	49453192	100

Item No. 14:

To approve appointment of Mr. Anil Kumar Misra (DIN : 07213630) AS A NOMINEE (Ordinary Resolution)

Assent	33279280	16173912	49453192	100
Dissent	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	NIL
Total	33279280	16173912	49453192	100

Item No. 15:

APPROVAL OF REMUNERATION OF COST AUDITOR M/S. AMAN MALVIYA & ASSOCIATES (Ordinary Resolution)

Assent	33279280	16173912	49453192	100
Dissent	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	NIL
Total	33279280	16173912	49453192	100

AGS



Item No. 16:

To approve Alteration of Articles of Association of the Company. (Special Resolution)

Assent	33279280	16173912	49453192	100
Dissent	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	NIL
Total	33279280	16173912	49453192	100

Item No. 17:

To approve Borrowing limits of the Company (Special Resolution)

Assent	33279280	16173912	49453192	100
Dissent	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	NIL
Total	33279280	16173912	49453192	100

Item No. 18:

To creation of Charges on the assets of the Company. (Special Resolution)

Assent	33279280	16173912	49453192	100
Dissent	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	NIL
Total	33279280	16173912	49453192	100



Amit Gupta
Proprietor
Amit Gupta & Associates
Company Secretaries
FCS – 5478, C.P. - 4682
Date: 19th September, 2015