September 21, 2018

bajaj	hindusthan www.bajajhindusthan	Sugar	ltd.
	ormerlv: Baiai Hindu		

DCS - CRD	National Stock Exchange of India Ltd.
BSE Limited	Exchange Plaza
First Floor, New Trade Wing	5th Floor
Rotunda Building	Plot No.C/1, 'G' Block
Phiroze Jeejeebhoy Towers	Bandra-Kurla Complex
Dalal Street, Fort	Bandra (East)
Mumbai 400 023	Mumbai – 400 051
Stock Code: 500032	Stock Code: BAJAJHIND

Dear Sir,

Sub.: Disclosure of Voting Results of the 86<sup>th</sup>Annual General Meeting of the Company

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, details of the voting results for the resolutions passed at the 86<sup>th</sup>Annual General Meeting of the Company held on September 21, 2018 at the Conference Hall, General Office, Bajaj Hindusthan Sugar Limited, Golagokarannath, Lakhimpur-Kheri, District Kheri, Uttar Pradesh 262802 are enclosed as per the prescribed format.

Further, we are also enclosing herewith the following:

- 1. Declaration of result (remote e-voting and poll) by the Chairman of the meeting dated September 21, 2018;
- 2. Combined Scrutinizer's Report on remote e-voting and polling paper.

The same may please be taken on record and suitably disseminated to all concerned.

Thanking you,

Yours faithfully, For BAJAJ HINDUSTHAN SUGAR LIMITED

Kensin Allinez

KAUSIK ADHIKARI DEPUTY COMPANY SECRETARY (Membership No: ACS18556)

Encl: As above

		E	Bajaj Hind	lusthan Suga	ar Limite	d		
				Voting Results				
Date of the Annual								er 21, 2018
Total No. of Shareh					ff-date for v	oting	147	7503
No. of Shareholders	•	-	•	r through proxy:				
		nd Promoter Gr	oup					14
	Public						3	33
No. of Shareholders			-	erencing:				
		nd Promoter Gr	oup				Not Ap	plicable
	Public							
			Agen	da wise disclosur	e			
The mode of voting f	for all the reso	plutions was:						
1. E-voting conducte			018 to Septe	mber 20, 2018 and				
2. Poll conducted at								
				unanterna munananan anta pela perananan a pera				
Given below is the re	esolution wise	combined res	ult of e-voting	and poll.				
<b>Resolution Require</b>	d : (Ordinary	()	Resolution	No.1: Adoption of	Standalon	and Co	nsolidated Financ	rial Statements
-	•						noonaatoa i mant	
			the Compan	y for the financial ectors and the Au	year ended	as at Ma	rch 31, 2018 and t	
			the Compan	y for the financial	year ended	as at Ma	rch 31, 2018 and t	
Whether promoter/	• •	oup are	the Compan	y for the financial	year ended ditors there	as at Ma on for the	rch 31, 2018 and t	
interested in the ag	enda/resolu	oup are tion?	the Compan Board of Dir	y for the financial ectors and the Au	year ended ditors there	as at Ma on for the NO	rch 31, 2018 and t said year.	the Reports of t
	enda/resolut Mode of	oup are tion? No. of	the Compan Board of Dir No. of	y for the financial ectors and the Au % of Votes	year ended ditors there No. of	as at Ma on for the NO No. of	rch 31, 2018 and the said year. % of Votes in	the Reports of the Reports of the Reports of the Reports of the
interested in the ag	enda/resolu	oup are tion?	the Compan Board of Dir No. of votes	y for the financial ectors and the Au % of Votes Polled on	year ended ditors there No. of Votes –	as at Ma on for the NO No. of Votes –	rch 31, 2018 and said year. % of Votes in favour on votes	the Reports of the Re
interested in the ag	enda/resolut Mode of	oup are tion? No. of	the Compan Board of Dir No. of	y for the financial ectors and the Au % of Votes Polled on outstanding	year ended ditors there No. of	as at Ma on for the NO No. of	rch 31, 2018 and the said year. % of Votes in	the Reports of the Re
interested in the ag	enda/resolut Mode of	oup are tion? No. of shares held	the Compan Board of Dir No. of votes polled	y for the financial ectors and the Au % of Votes Polled on outstanding shares	year ended ditors there No. of Votes – in favour	as at Ma on for the NO No. of Votes – Against	rch 31, 2018 and said year. % of Votes in favour on votes polled	the Reports of the Reports of the Reports of the Reports of the second s
interested in the ag	Mode of Voting	oup are tion? No. of	the Compan Board of Dir No. of votes polled [2]	y for the financial ectors and the Au % of Votes Polled on outstanding shares [3]={[2]/[1]}*100	year ended ditors there No. of Votes – in favour [4]	as at Ma on for the NO No. of Votes – Against [5]	rch 31, 2018 and i said year. % of Votes in favour on votes polled [6]={[4]/[2]}*100	the Reports of t % of Votes against on vote polled [7]={[5]/[2]}*10
interested in the ag	E-Voting	oup are tion? No. of shares held [1]	the Compan Board of Dir No. of votes polled	y for the financial ectors and the Au % of Votes Polled on outstanding shares [3]={[2]/[1]}*100 100.0000	year ended ditors there No. of Votes – in favour	as at Ma on for the NO No. of Votes – Against	rch 31, 2018 and t said year. % of Votes in favour on votes polled [6]={[4]/[2]}*100 100.0000	the Reports of the Reports of the Reports of the Reports of the second states against on vote polled
interested in the ag Category	E-Voting Poll	oup are tion? No. of shares held	the Compan Board of Dir No. of votes polled [2] 174943422 0	y for the financial ectors and the Au % of Votes Polled on outstanding shares [3]={[2]/[1]}*100 100.0000 0.0000	year ended ditors there No. of Votes – in favour [4] 174943422 0	as at Ma on for the NO No. of Votes – Against [5] 0 0	rch 31, 2018 and i said year. % of Votes in favour on votes polled [6]={[4]/[2]}*100 100.0000 0.0000	the Reports of t % of Votes against on vote polled [7]={[5]/[2]}*10 0.00 0.00
interested in the ag Category Promoter and	E-Voting Poll Total	oup are tion? No. of shares held [1]	the Compan Board of Dir No. of votes polled [2] 174943422 0 174943422	y for the financial ectors and the Au % of Votes Polled on outstanding shares [3]={[2]/[1]}*100 100.0000 0.0000	year ended ditors there No. of Votes – in favour [4] 174943422 0 174943422	as at Ma on for the NO No. of Votes – Against [5] 0 0 0	rch 31, 2018 and i said year. % of Votes in favour on votes polled [6]={[4]/[2]}*100 100.0000 0.0000 100.0000	the Reports of t % of Votes against on vote polled [7]={[5]/[2]}*10 0.00 0.00 0.00
interested in the ag Category Promoter and Promoter Group	E-Voting Poll E-Voting E-Voting	oup are tion? No. of shares held [1] 174943422	the Compan Board of Dir No. of votes polled [2] 174943422 0 174943422 81270835	y for the financial ectors and the Au % of Votes Polled on outstanding shares [3]={[2]/[1]}*100 100.0000 0.0000 14.8249	year ended ditors thered No. of Votes – in favour [4] 174943422 0 174943422 81270835	as at Ma on for the NO No. of Votes – Against [5] 0 0 0 0	rch 31, 2018 and i said year. % of Votes in favour on votes polled [6]={[4]/[2]}*100 100.0000 0.0000 100.0000	the Reports of t % of Votes against on vote polled [7]={[5]/[2]}*10 0.00 0.00 0.00 0.00
interested in the ag Category Promoter and	E-Voting Poll E-Voting Poll Poll Poll	oup are tion? No. of shares held [1]	the Compan Board of Dir No. of votes polled [2] 174943422 0 174943422 81270835 0	y for the financial ectors and the Au % of Votes Polled on outstanding shares [3]={[2]/[1]}*100 100.0000 0.0000 14.8249 0.0000	year ended ditors thered No. of Votes – in favour [4] 174943422 0 174943422 81270835 0	as at Ma on for the NO No. of Votes – Against [5] 0 0 0 0 0	rch 31, 2018 and i said year. % of Votes in favour on votes polled [6]={[4]/[2]}*100 100.0000 100.0000 100.0000 0.0000	the Reports of t % of Votes against on vot polled [7]={[5]/[2]}*10 0.00 0.00 0.00 0.00
interested in the ag Category Promoter and Promoter Group Public Institutions	E-Voting Poll E-Voting Poll Total E-Voting Poll Total	oup are tion? No. of shares held [1] 174943422	the Compan Board of Dir No. of votes polled [2] 174943422 0 174943422 81270835 0 81270835	y for the financial ectors and the Au % of Votes Polled on outstanding shares [3]={[2]/[1]}*100 100.0000 0.0000 14.8249 0.0000 14.8249	year ended ditors there No. of Votes – in favour [4] 174943422 0 174943422 0 174943422 0 174943422 0 81270835 0 81270835	as at Ma on for the NO No. of Votes – Against [5] 0 0 0 0 0	rch 31, 2018 and i said year. % of Votes in favour on votes polled [6]={[4]/[2]}*100 100.0000 0.0000 100.0000 0.0000 100.0000	the Reports of t % of Votes against on vot polled [7]={[5]/[2]}*10 0.00 0.00 0.00 0.00 0.00 0.00
interested in the ag Category Promoter and Promoter Group Public Institutions Public Non	E-Voting Poll E-Voting Poll Total E-Voting Poll Total E-Voting E-Voting	oup are tion? No. of shares held [1] 174943422 548206456	the Compan Board of Dir No. of votes polled [2] 174943422 0 174943422 81270835 0 81270835 0 81270835	y for the financial ectors and the Au % of Votes Polled on outstanding shares [3]={[2]/[1]}*100 100.0000 0.0000 14.8249 0.0000 14.8249 8.0386	year ended ditors thered No. of Votes – in favour [4] 174943422 0 174943422 0 174943422 0 174943422 0 174943422 0 81270835 0 81270835 0	as at Ma on for the NO No. of Votes – Against [5] 0 0 0 0 0 0 0 0 0 0	rch 31, 2018 and i said year. % of Votes in favour on votes polled [6]={[4]/[2]}*100 100.0000 0.0000 100.0000 0.0000 0.0000 99.8640	the Reports of t % of Votes against on vot polled [7]={[5]/[2]}*10 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0
interested in the ag Category Promoter and Promoter Group	E-Voting Poll E-Voting Poll Total E-Voting Poll Total	oup are tion? No. of shares held [1] 174943422	the Compan Board of Dir No. of votes polled [2] 174943422 0 174943422 81270835 0 81270835 0 81270835	y for the financial ectors and the Au % of Votes Polled on outstanding shares [3]={[2]/[1]}*100 100.0000 0.0000 14.8249 0.0000 14.8249	year ended ditors thered No. of Votes – in favour [4] 174943422 0 174943422 81270835 0 81270835 32946434 23937	as at Ma on for the NO No. of Votes – Against [5] 0 0 0 0 0	rch 31, 2018 and i said year. % of Votes in favour on votes polled [6]={[4]/[2]}*100 100.0000 0.0000 100.0000 0.0000 100.0000	the Reports of t % of Votes against on vote polled [7]={[5]/[2]}*10 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0



Resolution Required : (Ordinary)				No. 2 - Re-appoir by rotation and b		-		7575) as Director, tment.
Whether promoter interested in the a	•					NO		
Category Mode of No. of Voting shares hel		No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and	E-Voting		174943422	100.0000	174943422	0	100.0000	0.0000
Promoter Group	Poll	174943422	0	0.0000	0	0	0.0000	0.0000
Fiomoter Group	Total		174943422	100.0000	174943422	0	100.0000	0.0000
	E-Voting		81564660	14.8785	49600264	31964396	60.8110	39.1890
Public Institutions	Poll	548206456	0	0.0000	0	0	0.0000	0.0000
	Total		81564660	14.8785	49600264	31964396	60.8110	39.1890
Public Non	E-Voting		32991301	8.0386	32910584	80717	99.7553	0.2447
Institutions	Poll	410410064	23937	0.0058	23937	0	100.0000	0.0000
	Total		33015238	8.0444	32934521	80717	99.7555	0.2445
Total		1133559942	289523320	25.5411	257478207	32045113	88.9318	11.0682

Resolution Required : (Ordinary)				No. 3 - Appointment Ny, liable to retire		ajeeva (DIN	: 08128796) as No	ominee Director of
Whether promoter interested in the a	-					NO		
Category Mode of No. of Voting shares held		No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and	E-Voting		174943422	100.0000	174943422	0	100.0000	0.0000
Promoter Group	Poll	174943422	0	0.0000	0	0	0.0000	0.0000
	Total		174943422	100.0000	174943422	0	100.0000	0.0000
	E-Voting		81564660	14.8785	81564660	0	100.0000	0.0000
Public Institutions	Poll	548206456	0	0.0000	0	0	0.0000	0.0000
	Total		81564660	14.8785	81564660	0	100.0000	0.0000
Public Non	E-Voting		32991301	8.0386	32935634	55667	99.8313	0.1687
Institutions	Poll	410410064	23937	0.0058	23937	0	100.0000	0.0000
	Total		33015238	8.0444	32959571	55667	99.8314	0.1686
Total		1133559942	289523320	25.5411	289467653	55667	99.9808	0.0192

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Resolution Required : (Ordinary)			Resolution year 2018-2		ion of the r	emuneratio	n payable to cos	st auditors for the
Whether promoter interested in the a	-				,	NO		
Category Mode of No. of Voting shares held			No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and	E-Voting		174943422	100.0000	174943422	0	100.0000	0.0000
Promoter Group	Poll	174943422	0	0.0000	0	0	0.0000	0.0000
Fromoter Group	Total		174943422	100.0000	174943422	0	100.0000	0.0000
	E-Voting		81564660	14.8785	81564660	0	100.0000	0.0000
Public Institutions	Poll	548206456	0	0.0000	0	0	0.0000	0.0000
	Total		81564660	14.8785	81564660	0	100.0000	0.0000
Dublic Non	E-Voting		32991301	8.0386	32935529	55772	99.8309	0.1691
Public Non Institutions	Poll	410410064	23937	0.0058	23937	0	100.0000	0.0000
msulutions	Total	1	33015238	8.0444	32959466	55772	99.8311	0.1689
Total		1133559942	289523320	25.5411	289467548	55772	99.9807	0.0193

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(formerly: Bajaj Hindusthan Ltd.)

#### 86<sup>TH</sup> ANNUAL GENERAL MEETING HELD ON SEPTEMBER 21, 2018 Declaration of Results of e-voting and poll

As per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, the Company had provided the facility of remote e-voting and voting through poll to the shareholders to enable them to cast their vote electronically/poll papers on the resolutions proposed in the Notice of the 86<sup>th</sup> Annual General Meeting. The e-voting was open from September 18, 2018 to September 20, 2018. Further on September 21, 2018 voting facility through poll papers were provided to those members to vote who could not vote earlier through remote e-voting.

The Board of Directors at its meeting held on May 26, 2018 had appointed M/s. Gupta Baul & Associates, Practising Company Secretaries, as the Scrutinizer for remote e-voting and Mr. Avinash Chaturvedi, Advocate as the Scrutinizer for poll. The Scrutinizers have carried out the scrutiny of all the electronic votes received up to the close of working hours on September 20, 2018 and poll received till the conclusion of the meeting and submitted their Reports on September 21, 2018.

The Consolidated Results as per Scrutinizers' Report dated September 21, 2018 is as follows:

Particulars	% Votes in favour	% Votes Against
<b>Resolution No.1 (Ordinary Resolution):</b> Adoption of Standalone and Consolidated Financial Statements of the Company for the financial year ended as at March 31, 2018 and the Reports of the Board of Directors and the Auditors thereon for the said year.	99.9845	0.0155
Resolution No.2 (Ordinary Resolution): Re-appointment of Mr. Kushagra Bajaj (DIN: 00017575) as Director, who retires by rotation and being eligible offers himself for re- appointment.	88.9318	11.0682
Resolution No.3 (Ordinary Resolution): Appointment of Mr. Rajeeva (DIN: 08128796) as Nominee Director of the Company, liable to retire by rotation.	99.9808	0.0192
Resolution No.4 (Ordinary Resolution): Ratification of the remuneration payable to cost auditors for the year 2018-2019.	99.9807	0.0193

Based on the consolidated Report of the Scrutinizers, all Resolutions as set out in the Notice of 86<sup>th</sup> Annual General Meeting have been duly approved by the Shareholders with requisite majority.

#### FOR BAJAJ HINDUSTHAN SUGAR LIMITED

D.K. SHUKLA CHAIRMAN OF THE MEETING (DIN: 00025409)

Place: Golagokarannath Dated: September 21, 2018

Admn. Office Corporate Office Regd. Office CIN

# **Combined Scrutinizers' Report**

[Pursuant to Section 108 & 109 of Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To The Chairman 86<sup>th</sup>Annual General Meeting of the Equity Shareholders of M/s Bajaj Hindusthan Sugar Limited held on 21<sup>st</sup> September, 2018 at 11.00 A.M. at the Conference Hall, General Office Bajaj Hindusthan Sugar Limited Golagokarannath, Lakhimpur-Kheri District Kheri Uttar Pradesh - 262 802

Dear Sir,

- We, M/s Gupta Baul & Associates, Company Secretaries and Mr. Avinash Chaturvedi, Advocate have been appointed as Scrutinizers by the Board of Directors of M/s Bajaj Hindusthan Sugar Limited ("the Company") respectively at its meeting held on May 26, 2018 for the purpose of:
  - Scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended and
  - (ii) Poll through polling paper under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of Companies (Management and Administration) Rules,2014, on the Resolutions contained in the Notice of the 86<sup>th</sup>Annual General Meeting of the Equity Shareholders of M/s Bajaj Hindusthan Sugar Limited held on the 21<sup>st</sup> September, 2018 at 11.00 A.M. at the Conference Hall, General Office, Bajaj Hindusthan Sugar Limited, Golagokarannath, Lakhimpur-Kheri, District Kheri, Uttar Pradesh 262 802.
- 2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means (i.e. by remote e-voting and voting by poll at the AGM) for the resolutions contained in the notice of the 86<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company. Our responsibility as Scrutinizers for the voting process of voting through electronic means (i.e. by remote e-voting and voting by poll at the AGM) is restricted to make a consolidated Scrutinizers' Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system and voting by poll at the AGM as mentioned above.
- 3. We have issued separate Scrutinizers' Report on the remote e-voting and on the poll on the resolutions contained in the Notice of the Annual General Meeting. We submit herewith the Combined Scrutinizers' Report on the results of voting by remote e-voting and voting by poll at the AGM.



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The result of e-voting together with that of the poll is as under:-

### **ORDINARY BUSINESS**

# Item No. 1 of the Notice (Ordinary Resolution)

Adoption of Standalone and Consolidated Financial Statements of the Company for the financial year ended as at March 31, 2018 and the Reports of the Board of Directors and the Auditors thereon for the said year

Mode of voting	Votes in favour of the resolution		Votes aga resolu		Invalid votes	Abstain
	No.	%	No.	%	No.	No.
E-voting	289160691	99.9845	44867	0.0155	0	293825
Poll	23937	100.0000	0	0.0000	1075	0
Total	289184628	99.9845	44867	0.0155	1075	293825

# Item No. 2 of the Notice (Ordinary Resolution)

Re-appointment of Mr. Kushagra Bajaj (DIN: 00017575) as Director, who retires by rotation and being eligible offers himself for re-appointment

Mode of voting		vour of the ution		ainst the ution	Invalid votes	Abstain
	No.	%	No.	%	No.	No.
E-voting	257454270	88.9309	32045113	11.0691	0	0
Poll	23937	100.0000	0	0.0000	1075	0
Total	257478207	88.9318	32045113	11.0682	1075	0



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#### SPECIAL BUSINESS

#### Item No. 3 of the Notice (Ordinary Resolution)

Appointment of Mr. Rajeeva (DIN: 08128796) as Nominee Director of the Company, liable to retire by rotation

Mode of voting	Votes in fa reso	Votes ag resol	ainst the ution	Invalid votes	Abstain	
	No.	%	No.	%	No.	No.
E-voting	289443716	99.9808	55667	0.0192	• 0	0
Poll	23937	100.0000	0	0.0000	1075	0
Total	289467653	99.9808	55667	0.0192	1075	0

# Item No. 4 of the Notice (Ordinary Resolution)

Ratification of the remuneration payable to cost auditors for the year 2018-2019

Mode of voting	Votes in fav resolu	CARL DECIDED INCOME DECIDENTS	Votes aga resolu		Invalid votes	Abstain
	No.	%	No.	%	No.	No.
E-voting	289443611	99.9807	55772	0.0193	0	0
Poll	23937	100.0000	0	0.0000	1075	0
Total	289467548	99.9807	55772	0.0193	1075	0

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4. The electronic data and all other relevant documents relating to e-voting is under our safe custody and will be handed over to the Company Secretary of the Company for preserving safely after the Chairman considers, approves and signs the minutes of the Annual General Meeting.

Thanking You,

Yours faithfully,

FOR GUPTABAUL & ASSOCIATES COMPANY SECRETARIES

ASSA < APANT

PRASANJIT KUMAR BAUL PARTNER ACS NO.: 34347 CP NO.: 12981

AVINASHCHATURVEDI ADVOCATE

Aviaash Chaturvedi Adaooste Lakhimpar Road

ebo

D.K. SHUKLA CHAIRMAN

Date : 21<sup>st</sup> September, 2018 Place: Golagokarannath