



**Dham*pure* Speciality Sugars Ltd.**

# 27th Annual Report 2018 - 2019

[www.sugarindia.com](http://www.sugarindia.com)

# 27th ANNUAL REPORT



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## CORPORATE INFORMATION

### **BOARD OF DIRECTORS**

#### **MR. SORABH GUPTA**

Chairman and Managing Director

#### **MR. KARTIK RAINA**

Director (Independent)

#### **MR. MOHD ARSHAD SUHAIL SIDDIQUI**

Director (independent)

#### **MS. PRAVEEN SINGH**

Director (woman)

#### **CHIEF FINANCIAL OFFICER**

Mr. Ghanshyam Tiwari

#### **COMPANY SECRETARY**

Mr. Harish Kr. Goswami

### **BOARD COMMITTEES**

#### **AUDIT COMMITTEE**

Mr. Mohd Arshad Suhail Siddiqui (Chairman)

Mr. Kartik Raina (Member)

Ms. Praveen Singh (Member)

### **NOMINATION AND REMUNERATION COMMITTEE**

Mr. Mohd Arshad Suhail Siddiqui (Chairman)

Mr. Kartik Raina (Member)

Ms. Praveen Singh (Member)

### **INVESTOR GRIEVANCES CUM STAKEHOLDER RELATIONSHIP COMMITTEE**

Mr. Mohd Arshad Suhail Siddiqui (Chairman)

Mr. Kartik Raina (Member)

Ms. Praveen Singh (Member)

### **REGISTRAR & SHARE TRANSFER AGENT**

MAS Service Ltd.

T-34, 2nd Floor, Okhla Industrial

Phase-II, New Delhi - 110020

E mail: info@masserv.com

### **REGISTERED OFFICE & WORKS**

Village th-Pallawala, Tehsil-Dhampur

Distt. - Bijnor(U.P) - 246761

E mail: investor@sugarindia.com

## NOTICE OF 27<sup>TH</sup> ANNUAL GENERAL MEETING

Notice is hereby given that the 27<sup>th</sup> Annual General Meeting of the members of Dhampure Speciality Sugars Limited will be held on Monday, 30<sup>th</sup> September, 2019 at 2.00 P.M at the registered office of the Villageteah Pallawala Tehsil Dhampur, Bijnor-246761, Uttar Pradesh.

To transact the following business:

### ORDINARY BUSINESS

1. To consider and adopt the audited financial statement of the Company for the financial year ended 31<sup>st</sup> March, 2019, the report of the Board of Directors and Auditor thereon.
2. To re-appoint **Mr. SORABH GUPTA** (DIN 00227776) who retire by rotation and being eligible, offers himself for re-appointment
3. Ratification of Appointment of M/s JLN US & CO., Chartered Accountants (Firm Registration No. 101543W), as Statutory Auditors of the Company.

To consider and, if thought fit, to pass, the following Resolution as an Ordinary Resolution

**“RESOLVED THAT** pursuant to approval of Members in the Twenty Fifth Annual General Meeting held on September 27, 2017 for appointment of M/s JLN US & CO., Chartered Accountants (Firm Registration no. 101543W), the Statutory Auditors of the Company, to hold office for a period of 5 consecutive years from the conclusion of 25<sup>th</sup> Annual General Meeting of the company till the conclusion of 30<sup>th</sup> Annual General Meeting of the Company subject to ratification at every Annual General Meeting, consent of the Members of the Company be and is hereby accorded to continue the appointment of M/s JLN US & CO., Chartered Accountants (Firm Registration no. 101543W) as statutory auditors of the Company for the remaining of term without any further ratification by the members in terms of the provisions of the Companies Act, 2013, on such remuneration as may be decided by the any Director of the Company in consultation with Statutory Auditors.”

### SPECIAL BUSINESS

4. **Regularization of Mr. MOHD ARSHAD SUHAIL SIDDIQUI (DIN: 06675362) as Non-Executive and Independent Director of the Company:**

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV to the Act and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Listing Regulations, Mr. Mohd Arshad Suhail Siddiqui (DIN: 06675362), who was appointed as an Additional Director in the

category of Non Executive Independent Director of the Company by the Board of Directors of the Company with effect from April 23, 2019, and who as per the provisions of Section 161(1) of the Companies Act, 2013 holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, to hold office for a term upto 5 (Five) consecutive years commencing from April 23, 2019.”

**RESOLVED FURTHER THAT** the Board of Directors of the Company and / or Company Secretary be and are hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

5. **Regularization of Mr. KARTIK RAINA (DIN:02222282) as Non-Executive and Independent Director of the Company:**

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV to the Act and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Listing Regulations, Mr. KARTIK RAINA (DIN:02222282), Meeting as an Additional Director in the category of Non- Executive Independent Director of the Company by the Board of Directors of the Company with effect from April 23, 2019, and who as per the provisions of Section 161(1) of the Companies Act, 2013 holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, to hold office for a term upto 5 (Five) consecutive years commencing from April 23, 2019.”

**RESOLVED FURTHER THAT** the Board of Directors of the Company and / or Company Secretary be and are hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

**By order of the board**

**For Dhampure Speciality Sugars Ltd**

Date: 14<sup>th</sup> August, 2019

Place: New Delhi

Sd/-  
**Sorabh Gupta**  
Managing Director  
DIN:00227776

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### NOTES:

1. A member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
2. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice. The Company will also send communication relating to remote e-voting which inter alia would contain details about User ID and password along with a copy of this Notice to the members, separately.
3. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified true copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
4. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto, if any.
5. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.
6. The Share Transfer Books and Register of Members of the Company will remain closed from Tuesday, 24<sup>th</sup> September, 2019 to Monday, 30<sup>th</sup> September, 2019 (both days inclusive).
7. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
8. Electronic copy of the Notice of the 27<sup>th</sup> Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 27<sup>th</sup> Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
9. Voting through electronic means In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amend from time to time and Regulation 44 of SEBI (LODR) Regulation 2015, the Company is pleased to provide members facility to exercise their right to vote at the 27<sup>th</sup> Annual General Meeting by electronic means and the business may be transacted through e-Voting Services provided by National Securities Depository Limited (NSDL)  
  
The instructions for e-voting are as under:
  - A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)]:
    - (i) Open email and open PDF file viz; "MBML-remote e-Voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for e-voting. Please note that the password is an initial password.
    - (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
    - (iii) Click on Shareholder – Login
    - (iv) Put user ID and password as initial password/PIN noted in step (a) above. Click Login.
    - (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
    - (vi) Home page of e-voting opens. Click on remote e-Voting: Active Voting Cycles.
    - (vii) Select "EVEN" of DHAMPURE SPECIALITY SUGARS LIMITED.
    - (viii) Now you are ready for remote e-voting as Cast Vote page opens.
    - (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
    - (x) Upon confirmation, the message "Vote cast successfully" will be displayed
    - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote
    - (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen



signature of the duly authorized signatory (ies) who are authorized to vote, to the Scrutinizer through e-mail to [csanjanikr@gmail.com](mailto:csanjanikr@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

- B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants (s) or requesting physical copy]:
- (i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM : EVEN (E Voting Event Number) USER ID : PASSWORD/PIN
  - (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
  - (iii) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call NSDL toll free no. 1800-222-990.
  - (iii) If you are already registered with NSDL for e-voting then you can use your existing user ID and password/PIN for casting your vote.
  - (iv) You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
  - (v) The e-voting period commences on Friday 27<sup>th</sup> September, 2019 (9:00 am) and ends on Sunday 29<sup>th</sup> September, 2019 (5:00 pm). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23<sup>rd</sup> September, 2019 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
  - (vi) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of 23<sup>rd</sup> September, 2019.
  - (vii) Mr. Anjani Kumar, Company Secretary in whole time Practice has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
  - (viii) The Scrutinizer shall, immediately after the conclusion of e- voting at the AGM, count the vote cast through remote e- voting in the presence of at least two witness not in the employment of the company and make, not later than 48 hours of conclusion of the meeting, a consolidated Scrutinizer's report of the total vote cast in favour or against, if any to the chairman or person authorized by him in writing who shall be countersign the same.
  - (ix) The Results shall be declared on or after the AGM of the Company. The Results declared along with the

Scrutinizer's Report shall be placed on the Company's website [www.sugarindia.com](http://www.sugarindia.com) and on the website of NSDL within time and the same shall be communicated to the BSE Limited.

- (x) All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days except Saturdays & Sundays, up to and including the date of the Annual General Meeting of the Company.
- (xi) Members holding shares in demat mode may kindly note that any request for change of address or change of E-mail ID or change in bank particulars/ mandates or registration of nomination are to be instructed to their Depository Participant only, as the Company or its Registrar & Share Transfer Agent cannot act on any such request received directly from the Members holding shares in demat mode. However, Members holding shares in physical mode are requested to notify the Registrar & Share Transfer Agent of the Company of any change in their address and e-mail id as soon as possible.
- (xii) Members holding shares in physical form are requested to lodge share transfer, transmission and intimate changes, if any, in their registered address, bank account and mandate details, residential status etc. quoting their folio number(s) to Company's Registrar & Share Transfer Agent. Members are requested to note that as per the circular of the Securities and Exchange Board of India (SEBI), for transfer of shares in physical form of listed companies, it shall be mandatory for the transferee(s) to furnish copy of PAN card to the Company/Registrar & Share Transfer Agent for registration of such transfer of shares.
- (xiii) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/Registrar & Share Transfer Agent, Mas Services Ltd.
- (xiv) In keeping with the Ministry of Corporate Affairs' Green Initiative measures, the Company hereby requests the Members who have not registered their email addresses so far, to register their email addresses for receiving all communication including annual report, notices, circulars etc. From the Company electronically.



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### EXPLANATORY STATEMENT PURSUENT TO THE PROVISION OF SECTION 102 OF THE COMPANIES ACT, 2013 ("ACT")

#### Item No. 3

At the 25<sup>th</sup> Annual General Meeting of the Company held on September 27, 2017, the members had appointed M/s JLN US & CO., Chartered Accountants (Firm Registration no. 101543W) as the Statutory Auditors of the Company to hold office for a period of five years from the conclusion of that Annual General Meeting (AGM) till the conclusion of 30th Annual General Meeting, subject to ratification of their appointment at every AGM of the Company, This was done as per Law prevalent at that time.

Since then, proviso to sub-section (1) of Section 139 of the Companies Act, 2013, which provided for such ratification every year, has been deleted. However, since the resolution passed on September 27, 2017 contains such requirement, it is proposed, as a matter of abundant caution, to have ratification of appointment Statutory Auditors, done by the members for the entire unexpired period.

None of the Directors, Key Managerial Personnel and / or the relatives of the Directors / Key Managerial Personnel are, in anyway, concerned or interested in this resolution.

The Board of Directors of your Company recommends the passing of ordinary resolution as set out in the Notice.

#### Item No. 4

**Mr. MOHD ARSHAD SUHAIL SIDDIQUI (DIN: 06675362)** was appointed as an Additional Non Executive Independent Director w.e.f. 23 April, 2019 in accordance with the provisions of Section 161 of the Companies Act, 2013. Pursuant to Section 161 of the Companies Act, 2013 the above director holds office up to the date of the ensuing Annual General Meeting. Nomination and Remuneration Committee has recommended regularization of Mr. Himanshu Goyal as an Independent Non Executive Director of the Company in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013. NOTICE OF AGM-9 Section 149 and Section 152 inter alia specifies that: (a) Independent Directors shall hold office for a term of upto five consecutive years, and shall be eligible for re-appointment for a further period of five years, subject to passing of Special Resolution by the Shareholders in General Meeting; and (b) An Independent Director shall not be liable to retire by rotation at the AGM. In the opinion of the Board **Mr. MOHD ARSHAD SUHAIL SIDDIQUI** is a person of integrity, possesses the relevant expertise and experience, fulfils the conditions specified in the said Act and the rules made there under and is independent of the management of the Company and He is not debarred from holding the office of director by virtue of any SEBI order or any other such authority. The terms and conditions of appointment of the above Director shall be open for inspection by the Members at the Registered Office of the Company during Normal Business Hours on any working day. Members may note that the requisite declarations under Section 149(7) of the Companies Act, 2013 have been furnished by the Independent Non Executive Directors confirming compliance with the provisions of Section 149 (6) of the Companies Act, 2013. Upon the confirmation of the appointment of him as Independent Non Executive Director by the Members of the Company, the appointment shall be formalized by the issue of a letter of appointment by the Company to the said Independent Non Executive Director. The Board accordingly recommends the Resolutions at Item No. 4 of this Notice for the approval of the Members as Ordinary Resolution. None of the Directors or Key Managerial Personnel of the Company or their relatives other than **Mr. MOHD ARSHAD SUHAIL SIDDIQUI** is in any way concerned or interested, financially or otherwise, in the Resolution at Item No.3 of this Notice.

#### Item No. 5

**Mr. KARTIK RAINA (DIN: 02222282)** was appointed as an Additional Non Executive Independent Director w.e.f. 23 April, 2019 in accordance with the provisions of Section 161 of the Companies Act, 2013. Pursuant to Section 161 of the Companies Act, 2013 the above director holds office up to the date of the ensuing Annual General Meeting. Nomination and Remuneration Committee has recommended regularization of Mr. Himanshu Goyal as an Independent Non Executive Director of the Company in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013. NOTICE OF AGM-9 Section 149 and Section 152 inter alia specifies that: (a) Independent Directors shall hold office for a term of upto five consecutive years, and shall be eligible for re-appointment for a further period of five years, subject to passing of Special Resolution by the Shareholders in General Meeting; and (b) An Independent

Director shall not be liable to retire by rotation at the AGM. In the Dopinion of the Board **Mr. KARTIK RAINA** is a person of integrity, possesses the relevant expertise and experience, fulfils the conditions specified in the said Act and the rules made there under and is independence of the management of the Company and He is not debarred from holding the office of director by virtue of any SEBI order or any other such authority. The terms and conditions of appointment of the above Director shall be open for inspection by the Members at the Registered Office of the Company during Normal Business Hours on any working day. Members may note that the requisite declarations under Section 149(7) of the Companies Act, 2013 have been furnished by the Independent Non Executive Directors confirming compliance with the provisions of Section 149 (6) of the Companies Act, 2013. Upon the confirmation of the appointment of him as Independent Non Executive Director by the Members of the Company, the appointment shall be formalized by the issue of a letter of appointment by the Company to the said Independent Non Executive Director. The Board accordingly recommends the Resolutions at Item No. 4 of this Notice for the approval of the Members as Ordinary Resolution. None of the Directors or Key Managerial Personnel of the Company or their relatives other than **Mr. KARTIK RAINA** is in any way concerned or interested, financially or otherwise, in the Resolution at Item No.3 of this Notice.

Date: 14<sup>th</sup> August, 2019P

lace: New Delhi

**By order of the board**  
**For Dhampure Speciality Sugar Ltd.**

Sd/-  
**Sorabh Gupta**  
Managing Director  
DIN:00227776

Details of the Director seeking re- appointment at the Annual General Meeting

[Pursuant to Regulation 26(4) and 36(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 and Paragraph 1.2.5 of Secretrial Standard on General Meeting]

Particulars	Mr. Sorbah Gupta
Date of Birth	26 <sup>th</sup> August 1966
Date of first appointment	1st October 1994 ( First Director of the Company)
Qualification	M. Tech Graduated
Expertise in Specific Functional area	Mr. Gupta has held the position of Director of the company since 01st October 1994. He was then appointed as the Managing Director of the company w.e.f 1st October 2015 for a period of 5 year. He was more then 23 year of international experience in sugar industry.
Directorship held in other Body Corporate as on date 31.03.2019	7 body corporate
Membership/ Chairmanship of Committee of other companies (including Audit Committee and stakeholder Relationship Committee) as on date 31.03.2019	-
Relationship with other Director	None

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Form No. MGT-11  
Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies  
(Management and Administration) Rules, 2014]

Name of the company	DHAMPURE SPECIALITY SUGARS LIMITED
Registered Office	VILLAGE PALLAWALA, TEHSIL-DHAMPUR DISTT. BIJNOR, U.P.-246761
Name of the Member(s)	
Registered Office	
E-mail Id	
Folio No /Client ID	
DP ID	

I/We, being the member(s) of Dhampure Speciality Sugars Limited, having shares of the above named company. Hereby appoint

Name :	
Address:	
E-mail Id:	
Signature, or failing him	
Name :	
Address:	
E-mail Id:	
Signature, or failing him	
Name :	
Address:	
E-mail Id:	
Signature, or failing him	

as my/ our proxy to attend and vote( on a poll) for me/us and on my/our behalf at the 27<sup>th</sup> Annual General Meeting of the company, to be held on the Monday, 30<sup>th</sup> day of September, 2019 at 2:00 p.m. at Village Pallawala, Tehsil-Dhampur, Distt. Bijnor (U.P) and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

Ordinary Business:

- 1. To receive consider and adopt the audited financial statement of the Company for the financial year ended 31<sup>st</sup> March, 2019, the report of the board of directors and Auditor thereon.
- 2. To re-appoint Mrs. Sorabh Gupta (DIN 00227776) who is liable to retire by rotation as the director.
- 3. To ratify the appointment of M/s. JLN US & Co. having firm Registration no. 101543W Chartered Accountants as Statutory Auditors.

Special Business

- 4. Regularization of Mr. MOHD ARSHAD SUHAIL SIDDIQUI (DIN: 06675362) as Non-Executive and Independent Director of the Company:
- 5. Regularization of Mr. KARTIK RAINA (DIN: 02222282) as Non-Executive and Independent Director of the Company:

Signed this..... day of ..... 2019  
Signature of Shareholder  
Signature of proxy

Affix Revenue  
Stamps



**DHAMPURE SPECIALITY SUGARS LTD.**

**CIN : L24112UP1992PLC014478**

**Regd. Office :** Village - Pallawala, Tehsil - Dhampur, Distt. - Bijnor (U.P.)

**E-mail :** investor@sugarindia.com, **Website :** www.sugarindia.com

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**ELECTRONIC VOTING PARTICULARS**

EVEN (Electronic Voting Event Number)	USER ID	PASSWORD / PIN	NO.OFSHARE (S)

The e-voting facility will be available during the following voting period

Commencement of e-voting	From 09.00 a.m. (IST) on September 27.2019
End of e-voting	Up to 05.00 p.m. (IST) on September 29.2019

The cut-off date (i.e. the record date) for the purpose of e-voting is 23<sup>rd</sup> September, 2019. Please refer to the attached AGM Notice for instructions on E-Voting.

----- TEAR HERE-----

**DHAMPURE SPECIALITY SUGARS LTD.**

**CIN : L24112UP1992PLC014478**

**Regd. Office :** Village – Pallawala, Tehsil – Dhampur, Distt. - Bijnor (U.P.)

**E-mail :** investor@sugarindia.com, **Website :** www.sugarindia.com

**ATTENDANCE SLIP**

Regd. Folio No. / DP ID - Client ID : .....

Name & Address of First/Sole Shareholder : .....

No. of Shares held : .....

I hereby record my presence at the 27th Annual General Meeting of the Company to be held on Thursday, the 30th day of September, 2019 at 2:00 P.M. at Village-Pallawala, Tehsil-Dhampur, Distt.-Bijnor (U.P.)

.....  
Signature of Member/Proxy

**Notes:**

- a) Only Member/Proxy can attend the meeting. No minors would be allowed at the meeting.
- b) Member/Proxy wish to attend the meeting must bring this attendance slip to the meeting and handover at the entrance duly filled in and signed.

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**The procedure and instructions for e-voting is given hereunder for easy reference:**

- a. The initial password is provided in the box overleaf.
- b. Open e-mail and open PDF file viz. "MBML- remote e-Voting.pdf" with your client ID or Folio No. as password containing your user ID and password for remote e-voting. Please note that the password is an initial password.
- c. Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>.
- d. Click on Shareholder-Login.
- e. Put user ID and password as initial password noted in step (a) above. Click Login.
- f. Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- g. Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
- h. Select "EVEN" of "DHAMPURE SPECIALITY SUGARS LIMITED".
- i. Now you are ready for remote e-voting as Cast Vote page opens.
- j. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- k. Upon confirmation, the message "Vote cast successfully" will be displayed.
- l. Once you have voted on the resolution, you will not be allowed to modify your vote.
- m. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [csanjanikr@gmail.com](mailto:csanjanikr@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
- n. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e voting user manual for Members available at the downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990.
- o. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- p. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- q. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 23rd September, 2019.
- r. Any person, who acquires shares and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 23rd September, 2019, will be provided the notice through by post after the cut-off date. Such members may also obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [info@masserv.com](mailto:info@masserv.com) RTA MAS Services Limited. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can your password by using "Forgot User Details/Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no.:1800-222-990.
- s. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- u. Mr. Anjani Kumar (Membership No. 9083) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- v. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- w. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- x. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company [www.sugarindia.com](http://www.sugarindia.com) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing and communicated to the Stock Exchanges, where the shares of the Company are listed.