



**Dhampur Sugar Mills Limited**

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**02.09.2019**

To,

**The Asst. Vice President  
National Stock Exchange of India Ltd.  
Exchange plaza, Bandra Kurla Complex  
Bandra (E)  
Mumbai - 400 051**

**The Asst. General Manager  
Dept of Corp. Services,  
BSE Limited  
P.J. Towers, Dalal Street, Fort,  
Mumbai: 400001.**

Dear Sir,

**Sub: Proceedings of 84<sup>th</sup> Annual General Meeting of Dhampur Sugar Mills Limited**

This is to inform you that 84<sup>th</sup> Annual General Meeting of Members of the Company scheduled today at Dhampur Sugar Mill Compound, Distt. Bijnor (U.P.) has been concluded at 2.55 P.M. after transacting the businesses as stated in the Notice convening the Annual General Meeting.

In compliance with Regulation 30 read with Para A of Part A of Schedule III of SEBI (LODR) Regulations, 2015, please find enclosed the proceedings of the 84<sup>th</sup> Annual General Meeting.

You are requested to kindly take the above information on your records.

For Dhampur Sugar Mills Limited

**Aparna Goel  
Company Secretary  
M.No :22787**



**PROCEEDINGS OF THE 84<sup>TH</sup> ANNUAL GENERAL MEETING OF DHAMPUR SUGAR MILLS LIMITED HELD ON MONDAY, 02<sup>ND</sup> DAY OF SEPTEMBER, 2019 AT THE REGISTERED OFFICE OF THE COMPANY AT DHAMPUR, DISTRICT - BIJNOR (U.P.) AT 2.00 P.M.**

The 84<sup>th</sup> Annual General Meeting of the Company was held today at the registered office of the Company at Sugar Mill Compound, Dhampur, Distt. Bijnor (U.P) at 2.00 P.M.

Ms. Aparna Goel, Company Secretary welcome the Shareholders, Directors and others present.

She further explained that Statutory Registers, Returns, Secretarial Audit Report etc. was available for Inspection of the Members.

Shri. V.K Goel, Chairman, could not attend the meeting since he was out of India and in his absence Shri. Gaurav Goel, Managing Director was elected as Chairman of the meeting with the consent of Shareholders.

Shri Mahesh Prasad Mehrotra, Independent Director and Chairman of Audit Committee, Shri Ashwani kumar Gupta, Independent Director and Chairman of Stakeholders Relationship Committee Meeting, Shri. Priya Brat, Independent Director, Shri. Sandeep Kumar Sharma, Whole Time Director and Shri Nalin Kumar Gupta, CFO were on the dais besides Shri. Gaurav Goel, Chairman of the Meeting.

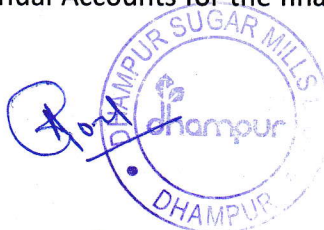
The statutory Auditors were available during the meeting to answer shareholders queries.

Mr. Saket Sharma, Secretarial Auditors, Partner GSK & Associates was also present in the meeting.

Minutes of the last meeting were read and confirmed.

After ascertaining the requisite quorum, the Chairman called the meeting to start and extended a warm welcome to the members present. He explained that overall scenario of sugar industry viz a viz Company's performance at macro level.

With the permission of members, the Notice of the Meeting, the Director's Report along with Annexure thereto and the Annual Accounts for the financial year ended March, 2019 were taken as read.



Ms. Aparna Goel, Company Secretary read the Auditors Report and It was further informed that the Auditors Report does not contain any qualification, observation or comment on Annual Accounts of the Company for the Financial Year ending 31<sup>st</sup> March, 2019.

The Chairman stated that the Company's Chief Financial Officer, Shri. Nalin K Gupta is present in the meeting and requested the Members that they can raise the queries, if any on the Annual Accounts of the Company. No query was raised by the member. Shri Nalin K Gupta briefed the key financials of the Company for the Financial Year 2018-19.

It was informed that Remote E-voting facility had been provided to the members. Remote E-voting was open from 29<sup>th</sup> August, 2019 to 01<sup>st</sup> September, 2019.

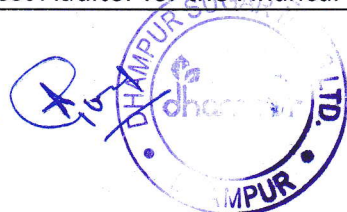
Mr. Saket Sharma, Partner, GSK & Associates, Company Secretaries was appointed as Scrutinizer to scrutinize the process of Remote e-voting and voting at the meeting in fair and transparent manner.

The Company Secretary then one by one read the items to be transacted. She then informed the Directors interest in their respective resolutions. The Chairman thereafter ordered for voting by poll and requested the shareholders who had not cast their vote on Remote e-voting, to cast their vote and then ballot paper were distributed under the supervision of Mr. Saket Sharma, Scrutinizer.

The Members were briefed about the process of Poll and empty ballot box was displayed and sealed.

The poll was then conducted on the following items:

S. No	Details of Resolutions	Resolution Type
1	To receive, consider and adopt the Balance Sheet as at 31 <sup>st</sup> March,2019 and the Profit & Loss Account of the Company for the year ended 31 <sup>st</sup> March, 2019 together with Board's Report and Auditors' Report thereon.	Ordinary
2	To confirm the payment of Interim Dividend of Rs. 3.50 per Equity Share of Rs.10 each and to declare Final Dividend of Rs. 3.00 per Equity Share of Rs. 10 each for the Financial Year 2018-2019.	Ordinary
3	To appoint a director in place of Shri. Vijay Kumar Goel, who retires by rotation and being eligible offers himself for re-appointment.	Ordinary
4	To appoint a director in place of Shri. Ashok Kumar Goel, who retires by rotation and being eligible offers himself for re-appointment.	Ordinary
5	To appoint a director in place of Shri. Gaurav Goel, who retires by rotation and being eligible offers himself for re-appointment.	Ordinary
6	Payment of Remuneration to the Cost Auditor for the Financial Year 2019-20:	Ordinary





7	Increase in Remuneration of Statutory Auditors of the Company.	Ordinary
8	Invitation and Acceptance of Fixed Deposits from the Members and Public.	Ordinary
9	Payment of commission to Non-Executive Independent Directors of the Company.	Special
10	Re-appointment of Shri. Mahesh Prasad Mehrotra, Non – Executive Independent Director of the Company.	Special
11	Re-appointment of Shri. Ashwani Kumar Gupta, Non-Executive Independent Director of the Company.	Special
12	Re-appointment of Shri. Priya Brat, Non - Executive Independent Director of the Company.	Special
13	Re-appointment of Shri. Rahul Bedi, Non – Executive Independent Director of the Company.	Special
14	Re-appointment of Shri. Harish Saluja, Non – Executive Independent Director of the Company.	Special
15	Re-appointment of Shri. Vijay Kumar Goel, as Chairman and Executive Director and to fix his remuneration.	Special
16	Re-appointment of Shri. Ashok Kumar Goel, as Vice-Chairman and Executive Director and to fix his remuneration.	Special
17	Re-appointment of Shri. Gaurav Goel, as Managing Director and to fix his remuneration.	Special
18	Re-appointment of Shri. Gautam Goel, as Managing Director and to fix his remuneration.	Special
19	Re-appointment of Shri Sandeep Kumar Sharma as Whole Time Director and to fix his remuneration.	Special

It was then announced that the combined results would be displayed /announced through the website of the Company within 48 hours from the conclusion of the meeting and be intimated to NSDL and Stock Exchanges where the securities of the Company are listed.

The meeting concluded with vote of thanks to the Chair.

**For Dhampur Sugar Mills Limited**

  
**Aparna Goel**  
**Company Secretary**  
**M.No :22787**

