



## RESULT OF POSTAL BALLOT

Result of the voting conducted through Postal Ballot on the Special Resolution(s) passed under section 110 of the Companies Act, 2013 ('the Act') read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being) in respect to the following items of business :

1. Consent of the member under Section 180(1)( C) of the Companies Act, 2013 for giving powers to the Board of Directors to borrow monies upto Rs.1000 crores or the aggregate of the paid up capital and free reserves of the Company which ever is higher.
2. Consent of the member under Section 180(1)(a) of the Companies Act, 2013 to the Board of Directors to create charges on the movable and immovable properties of the Company, both present and future, in respect of the borrowings.
3. Consent of the members for the appointment and payment of remuneration to Mr. Rajendra Khanna, Whole Time Director of the Company.

The Company has appointed Mr. Pradeep Debnath (CP No.7313) , Practicing Company Secretary as the Scrutinizer for conducting the Postal Ballot in a fair and transparent manner. The scrutinizer has submitted his report dated 26.11.2014 which is enclosed herewith.

Please also find enclosed summarized voting result as required to be submitted under Clause 35A of the Listing Agreement on Resolution no.1, 2 and 3.

Based on the above reports, the Resolutions at no.1, 2 and 3 to have been passed on November 27, 2014 by the members of the company by requisite majority

**FOR MAWANA SUGARS LIMITED**

  
**(RAJENDRA KHANNA)**  
**WHOLE TIME DIRECTOR**

Dated : 27.11.2015

Encl : As Above



**MAWANA SUGARS LIMITED**

CIN : L74100DL1961PLC003413

Corporate Office:

Plot No. 15, Institutional Area  
Sector-32, Gurgaon-122 001 (India)  
T 91-124-4298000 F 91-124-4298300

Registered Office:

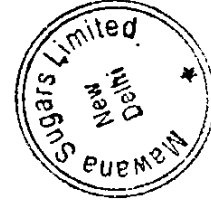
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**MAWANA SUGARS LIMITED**  
**POSTAL BALL RESULT AS PER CLAUSE 35A OF THE LISTING AGREEMENT**

Resolution	Promoter/Public	Nof of shares held	No. of shares voted	% of votes on outstanding shares	No of Votes in favour	No of Votes against	% of votes in favour of votes casted	% of votes in against of votes casted
Consent of the Company under Section 180(1)(C) of the Company Act, 2013 for giving powers to the Board of Directors to borrow monies upto Rs.1000 crores or the aggregate of the paid up capital and free reserves of the Company which ever is higher	Promoter and Promoter Group	26335976	26334784	67.32	26334784	0	94.67	0
	Public - Institutional holder	877159	443649	1.13	443649	0	1.59	0
	Public - Others	11903729	1037848	2.65	1027564	7902	3.69	0.03
	Total	39116864	27816281	71.11	27805997	7902	99.96	0.03
Consent of the Company under Section 180(1)(a) of the Company Act, 2013 to the Board of Directors to create charges on the movable and immovable properties of the Company, both present and future, in respect of the borrowings.	Promoter and Promoter Group	26335976	26334784	67.32	26334784	0	94.68	0
	Public - Institutional holder	877159	443649	1.13	443649	0	1.60	0
	Public - Others	11903729	1036300	2.65	1026040	7878	3.69	0.03
	Total	39116864	27814733	71.11	27804473	7878	99.96	0.03
Appointment and payment of remuneration to Mr. Rajendra Khanna, Whole Time Director of the Company.	Promoter and Promoter Group	26335976	26334784	67.32	26334784	0	94.68	0
	Public - Institutional holder	877159	443649	1.13	443649	0	1.60	0
	Public - Others	11903729	1036357	2.65	1027244	6731	3.69	0.02
	Total	39116864	27814790	71.11	27805677	6731	99.97	0.02



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(Perfection is our Profession)

TO

THE CHAIRMAN  
MAWANA SUGARS LIMITED  
5TH FLOOR KIRTI MAHAL  
19 RAJENDRA PLACE  
NEW DELHI-110125

Dear Sir,

**Sub: Scrutinizers Report on e-voting conducted pursuant to the provisions of section 108 Of the Companies Act 2013 (the act) read with Rule 20 of the Companies (Management and Administration) Rules 2014 and the physical ballot forms received from the shareholders who do not exercise e voting.**

I Pradeep Debnath Proprietor of Pradeep Debnath & Co, Practicing Company Secretaries had been appointed as the scrutinizer by the Board of Directors of Mawana Sugar limited vide letter dated 10 October 2014, pursuant to section 108 of the Companies act 2013 read with rule 20 of the companies (Management and administration ) Rules 2014 to conduct the electronic process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions to be passed by way of postal ballot.

The Notice dated 30.07.2014 of the company along with statement setting out material facts under section 102 of the Act were sent to the shareholders in respect of the below mentioned resolutions to be passed by way of postal ballot.

The company has availed the evoting facility offered by Central security Depository Limited (CSDL) for conducting e-voting by the shareholders of the company. The Company has also provided voting by physical ballot papers to the members who do not have access to evoting facility.

*Handed to Shareholders*  
The shareholders of the company holding shares as on the "cut off" date of ~~October 10~~ **October 10, 2014** were entitled to vote on the purposed resolutions as set out at items no's 1 to 3 in the notices.

*P.*

The voting period for evoting commenced on 26th October, 2014 at 10 a.m. and ended on Monday 24th November 2014 at 6 p.m. and the CDSL e voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of two witnesses who were not in the employment of the company. Votes cast through physical ballot forms received upto November 24, 2014 were considered.

I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the Central Securities Depository Limited (CSDL) E-voting system and the ballot forms received respectively.

I now submit my report as under on the result of the voting through electronic means and physical mode in respect of the said resolutions.

### 1. Resolution No 1

CONSENT OF THE COMPANY UNDER SECTION 180(1)(C ) OF THE COMPANIES ACT 2013 FOR GIVING POWER TO THE BOARD OF DIRECTORS TO BORROW MONIES UPTO RS 1000 CRORE OR THE AGGREGATE OF THE PAID UP CAPITAL AND FREE RESERVES OF THE COMPANY WHICHEVER IS HIGHER.

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(i) Voted in favour of the resolution

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)
E- Voting	13	444252
Physical	295	27361745
Total	308	27805997

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)
E- Voting	02	1100
Physical	113	6802
Total	115	7902

(iii) Invalid Votes

	Total number of members whose votes were declared invalid	Total number of votes cast (shares)
E- Voting	0	0
Physical	8	2382
Total	8	2382

(IV) Percentage of total number of valid votes cast

FAVOUR	AGAINST
99.97	0.03

## 2. Resolution No 2

CONSENT OF THE COMPANY UNDER SECTION 180 (1) (A) OF THE COMPANIES ACT 2013 FOR GIVING POWER TO THE BOARD OF DIRECTORS TO CREATE CHARGES ON THE MOVABLE AND IMMOVABLE PROPERTIES OF THE COMPANY, BOTH PRESENT AND FUTURE IN RESPECT OF THE BORROWINGS

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(I) Voted in favour of the resolution

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)
E- Voting	13	444252
Physical	290	27360221
Total	303	27804473

(II) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)
E- Voting	02	1100
Physical	118	6778
Total	120	7878

(III) Invalid Votes

	Total number of members whose votes were declared invalid	Total number of votes cast (shares)
E- Voting	0	0
Physical	8	2382
Total	8	2382

(IV) Percentage of total number of valid votes cast

FAVOUR	AGAINST
99.73	0.27



(V) Resolution No 3

**APPOINTMENT AND PAYMENT OF REMUNERATION TO MR RAJENDRA KHANNA, WHOLE TIME DIRECTOR OF THE COMPANY**

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(i) Voted in favour of the resolution

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)
E- Voting	09	444048
Physical	288	27361629
Total	297	27805677

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)
E- Voting	06	1304
Physical	120	5427
Total	126	6731

(iii) Invalid Votes

	Total number of members whose votes were declared invalid	Total number of votes cast (shares)
E- Voting	0	0
Physical	8	2382
Total	8	2382



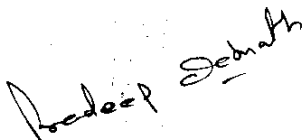
(IV) Percentage of total number of valid votes cast

FAVOUR	AGAINST
99.97	0.03

The Registers all other papers and relevant records relating to electronic voting and physical mode shall remain in our safe custody until the chairman considers, approves and signs the Minutes of the aforesaid General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking You

Yours Faithfully,



**Pradeep Debnath**  
**Pradeep Debnath & Company**  
**Practicing Company Secretary**  
**FCS: - 6654**  
**CP: - 7313**  
**Place: Delhi**  
**Dated:- 26<sup>TH</sup> November 2014**