

Gist of the proceedings of the Annual General Meeting of Bajaj Hindusthan Sugar Limited held on September 14, 2015

The 83rd Annual General Meeting (the "Meeting") of the Members of the Company was held on September 14, 2015 at 11:00 A.M. at BHSL Conference Hall, Golagokarannath, Lakhimpur-Kheri, District Kheri, Uttar Pradesh 262802.

Since Mr. Kushagra Bajaj, Chairman, could not attend the meeting, Mr. D.K. Shukla, Director was unanimously elected as Chairman and chaired the proceedings of the meeting.

Total 50 Members (including proxies) were attended the meeting as per the records of attendance.

Mr. Ashok Kumar Gupta, Director (Group Operations) gave an overview of the financial performance of the Company for the financial year ended March 31, 2015 and its future outlook. The Chairman of the meeting invited the shareholders to raise their queries, if any, on the account for the year 2014-15. No one raised any query.

The Chairman informed the Members that pursuant to the provisions of the Companies Act, 2013, Rules framed thereunder and the Listing Agreement, the Company had extended remote e-voting facility to the Members of the Company in respect of resolutions to be passed at the Meeting. The remote e-voting commenced at 9:00 A.M. on September 10, 2015 and ended at 5:00 P.M. on September 13, 2015.

The Chairman also informed the Members that the facility for voting through ballot is made available during the Meeting for Members who have not able to cast their vote through remote e-voting.

The Chairman further informed that the Company has engaged the services of National Securities Depository Limited ("NSDL") as the agency for providing e-voting facility and have appointed M/s. S.L. Bhandari & Associates, Practicing Company Secretaries, as the Scrutinizer for the purpose of scrutinizing remote e-voting process and Mr. Avinash Chandra Chaturvedi, Advocate, as Scrutinizer to conduct the Poll process at the AGM Hall.

Thereafter, all the 6 resolutions required to be passed were proposed and seconded. Thereafter, the Chairman ordered a Poll to be taken at the meeting and requested Mr. Avinash Chandra Chaturvedi, Scrutinizer for an orderly conduct of the voting.

The Chairman announced that the e-voting results along with the consolidated Scrutinizer's report shall be placed on Company's website and the website of NSDL.

The resolutions passed by the Members with requisite majority related to the following:

ORDINARY BUSINESS:

1. Adoption of financial statements for the year ended as at March 31, 2015 and the Reports of the Directors and Auditors thereon (**Ordinary Resolution**).



2. Re-appointment of Mr. Ashok Kumar Gupta (DIN No.02608184), as Director, who retires by rotation and being eligible offers himself for re-appointment (**Ordinary Resolution**).
3. Appointment of M/s Chaturvedi & Shah, Chartered Accountants (Firm Registration No.101720W) as auditors for five consecutive years of the Company and fix their remuneration (**Ordinary Resolution**).

SPECIAL BUSINESS:

4. Appointment of Mrs. Kiran Anuj (DIN: 02606822) as a Director of the Company liable to retire by rotation (**Ordinary Resolution**).
5. Ratification of the remuneration payable to cost auditors for the year 2015-2016 (**Ordinary Resolution**).
6. Further issue of share capital pursuant to Section 62(1)(c) of the Companies Act, 2013 by way of QIPs/GDRs/FCCBs, etc. (**Special Resolution**).

The consolidated scrutinizer's report was uploaded on Company's website and NSDL. Further, pursuant to Clause 35A of the Listing Agreement with the Stock Exchanges, the results in the format prescribed were notified to the Stock Exchanges.

For **Bajaj Hindusthan Sugar Limited**



Kausik Adhikari
Deputy Company Secretary