

ND/SY/ 3505

12<sup>th</sup> September, 2016

National Stock Exchange of India Limited  
"Exchange Plaza", 5<sup>th</sup> Floor  
Plot No. C-1, G Block  
Bandra Kurla Complex,  
Bandra (East), Mumbai-400051

The Stock Exchange, Mumbai,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai -400001

NSE Scrip Code "DALMIASUG "

BSE Scrip Code "500097"


Sub: Disclosure pursuant to Reg 30(6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 30(6) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, please find attached herewith the Proceedings of the 64<sup>th</sup> Annual General Meeting of the Company held at Dalmiapuram, Dist. Tiruchirapalli, Tamil Nadu on 9<sup>th</sup> September, 2016.

Thanking you,

Yours faithfully,  
For **Dalmia Bharat Sugar and Industries Limited**

  
**(K.V. Mohan)**  
Company Secretary

Encl: as stated above

**DALMIA BHARAT SUGAR AND INDUSTRIES LIMITED**

CIN: L26942TN1951PLC000640

(Registered Office: Dalmiapuram – 621651, District Tiruchirapalli, Tamil Nadu)

(Website: www.dalmiasugar.com; Tel: 04329 235132; Fax: 04329 235111)

**SUMMARY OF PROCEEDINGS OF THE SIXTY FOURTH ANNUAL GENERAL MEETING OF THE COMPANY**  
Held at Dalmia Higher Secondary School Auditorium at Dalmiapuram – 621651, District Tiruchirapalli, Tamil Nadu on Friday  
the 9<sup>th</sup> day of September, 2016 at 10.00 a.m.)

**Chairman:** Shri M. Raghupathy, Director and Chairman of the Nomination and Remuneration Committee, Risk Management Committee and Member of the Audit Committee.

**Other Directors Present:** Shri P Kannan, Chairman of Audit Committee and Member of Stakeholder's Relationship Committee, Nomination and Remuneration Committee.

Shri T. Venkatesan, Director

**Members Present:** 68 members including Authorised Representatives and 1 person holding proxies on behalf of 4 shareholders attend the meeting in person.

**No of items of business transacted:** Total 7 items comprising 5 items of Ordinary Resolution and 2 items of Special Resolution were transacted at the Meeting.

**E-Voting:** The Company had made electronic voting facility available through Karvy Computershare Private Limited and the e-voting facility was open for members to cast their vote between 6<sup>th</sup> September, 2016 (9.30 a.m.) and 8<sup>th</sup> September, 2016 (5.00 p.m.). Cut off date for determining the name of the members for voting at the Annual General Meeting was 2<sup>nd</sup> September, 2016. 26 Members voted through the E-voting facility.

**Proceedings of Meeting:** All the items set out in the Notice dated 10-8-2016 convening the Annual General Meeting were duly proposed and seconded by members present in the meeting. A poll was ordered by the Chairman of the Meeting. Shri V. Sundararaj was appointed as the joint Scrutiniser for the polling process conducted at the Meeting to assist Shri Harish Khurana, Practising Company Secretary, who had been appointed by the Board of Directors to act as Scrutiniser for the electronic voting process as well as the polling process at the Annual General Meeting. The Chairman declared that the results of the Poll would be announced on 12-9-2016 at 4.00 p.m. and will be available for perusal of the Members.

**Results of the Poll:** Shri Harish Khurana, Practising Company Secretary, submitted his Scrutiniser's Report dated 12-9-2016 to the Chairman of the Meeting, who accepted the Report and declared the following Results:



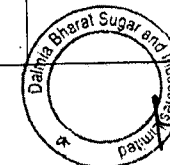
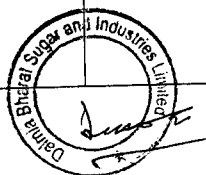
# DALMIA BHARAT SUGAR AND INDUSTRIES LIMITED

CIN L26942TN1951PLC000640

(Registered Office: Dalmiapuram – 621 651, Distt. Tiruchirapalli, Tamil Nadu)  
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## RESULT OF THE E-VOTING AND POLL HELD AT THE ANNUAL GENERAL MEETING HELD ON 9-9-2016

Item No.	Particulars of Resolution	E-Voting & Poll results						
		VOTES IN FAVOUR		VOTES AGAINST		VOTES ABSTAIN		RESULT
		No of votes polled	% to total votes polled	No. of votes polled	% to total votes polled	No. of votes polled	% to total votes polled	
1.	Ordinary Resolution for adoption of Standalone and Consolidated Financial Statements of the Company as at 31-3-2016 together with the Report of Board of Directors and Auditors thereon.	60534944	100	Nil	Nil	Nil	Nil	Resolution carried unanimously
2.	Ordinary Resolution to confirm the interim dividend as the Final Dividend.	60534944	100	Nil	Nil	Nil	Nil	Resolution carried unanimously
3.	Ordinary Resolution to re-appoint Shri Hari Dalmia, who retires by rotation and being eligible, offers himself for reappointment.	60314374	99.64	Nil	Nil	220570	0.36	Resolution carried with requisite majority
4.	Ordinary Resolution to reappointment retiring Statutory Auditors, M/s S.S. Kothari Mehta & Co., Chartered Accountants, for a term of one year for the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting at a remuneration of Rs. 10,00,000/-per annum.	59560944	98.39	974000	1.61	Nil	Nil	Resolution carried with requisite majority



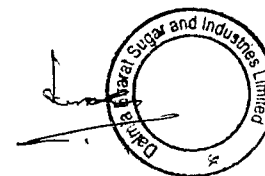
## Dalmia Bharat Sugar and Industries Limited

5.	Ordinary Resolution to approve the payment of remuneration of Rs. 300,000/- to M/s HMVN & Associates, Cost Accountants for the financial year ending 31-3-2017.	60534944	100	Nil	Nil	Nil	Nil	Resolution carried unanimously
6.	Special Resolution to consider the reappointment of Shri Jai Hari Dalmia as Managing Director, designated as the Vice Chairman of the Company, for a period of 5 years with effect from 1-4-2017 on the salary and perquisites etc. set out in the terms of the Agreement dated 10-8-2016 entered into between the Company and Shri Jai Hari Dalmia.	58822109	97.17	Nil	Nil	1712835	2.83	Resolution carried with requisite majority
7.	Special Resolution to consider the reappointment of Shri Gautam Dalmia as Managing Director, for a period of 5 years with effect from 16-1-2017 on the salary and perquisites etc. set out in the terms of the Agreement dated 10-8-2016 entered into between the Company and Shri Gautam Dalmia.	58822109	97.17	Nil	Nil	1712835	2.83	Resolution carried with requisite majority

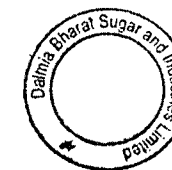
## Note:

1. The above results have been compiled on the basis of the report submitted by Mr. Harish Khurana, the practicing Company Secretary, the Scrutinizer.
2. The votes in favour/against shown above excludes invalid and Abstained votes.

Place: Dalmiapuram  
Dated: 12-9-2016



For Dalmia Bharat Sugar and Industries Limited



*(M. Raghupathy)*  
Chairman of the Meeting