

ND/SY/ 3505

August 31, 2017

Bombay Stock Exchange Limited
New Trading Ring,
Rotunda Building, P J Towers, Dalal
Street, Fort Mumbai-400001
Scrip Code: 500097

National Stock Exchange of India Limited
"Exchange Plaza", Plot No. C-1, Block G
Bandra – Kurla Complex, Bandra (East),
Mumbai – 400 051
Symbol: DALMIASUG

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 65th Annual General Meeting of the Company held at Dalmiapuram, Dist. Tiruchirapalli, Tamil Nadu on August 31, 2017.

Thanking you,

Yours faithfully,
For Dalmia Bharat Sugar and Industries Limited



Isha Kalra

Company Secretary

Membership No. : A24748

Encl: As above

DALMIA BHARAT SUGAR AND INDUSTRIES LIMITED

(Registered Office: Dalmiapuram – 621 651, Distt. Tiruchirapalli, Tamil Nadu)
CIN L26942TN1951PLC000640; Phone No. 04329-235132 Fax No. 04329-235111
Email: Invhelp@dalmiasugar.com; website: www.dalmiasugar.com

SUMMARY OF PROCEEDINGS OF THE SIXTY FIFTH ANNUAL GENERAL MEETING OF THE COMPANY HELD AT COMMUNITY CENTRE PREMISES, DALMIAPURAM - 621 651, DISTRICT TIRUCHIRAPALLI, TAMIL NADU ON THURSDAY, THE 31ST DAY OF AUGUST, 2017 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.

Members Present: 50 members including Authorised Representatives and 1 person holding proxy on behalf of 1 shareholder attended the meeting in person.

No of items of business transacted: Total 9 items comprising 5 items of Ordinary Resolution and 4 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 August 28, 2017 (9.30 a.m.) and August 30, 2017 (5.00 p.m.). Cut off date for determining the name of the members for voting at the Annual General Meeting was August 24, 2017. 43 Members voted through the E-voting facility.

Proceedings of Meeting: All the items set out in the Notice dated May 5, 2017 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 August 31, 2017 at on or before 6.00 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 August 31, 2017 to the Chairman of the Meeting, who accepted the Report and declared the following Results:

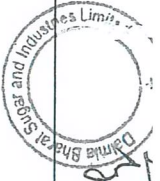
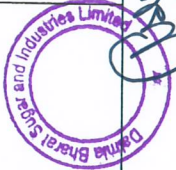


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RESULT OF THE E-VOTING AND POLL HELD AT THE ANNUAL GENERAL MEETING HELD ON AUGUST 31, 2017

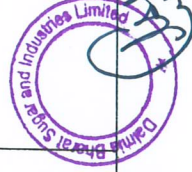
Item No.	Particulars of Resolution	E-Voting & Poll results						RESULT
		VOTES IN FAVOUR		VOTES AGAINST		VOTES ABSTAIN		
		No of votes polled	% to total votes polled	No. of votes polled	% to total votes polled			
1.	Ordinary Resolution to adopt the Standalone and Consolidated Audited Financial Statements of the Company for the financial year 2016-17.	61779467	100	Nil	Nil	-	Resolution carried unanimously	
2.	Ordinary Resolution to declare dividend of Rs. 2/- (100%) per equity share of Rs. 2/- each.	61779467	100	Nil	Nil	-	Resolution carried unanimously	
3.	Ordinary Resolution to appoint a Director in place of Shri T. Venkatesan, who retires by rotation and is eligible for re-appointment.	61779467	100	Nil	Nil	-	Resolution carried unanimously	
4.	Ordinary Resolution to appoint NSBP & Co., Chartered Accountants as the Statutory Auditors of the Company for the period of 5 consecutive years from the conclusion of this Annual General Meeting till the conclusion of next sixth Annual General Meeting.	61779467	100	Nil	Nil	-	Resolution carried unanimously	



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5.	Approval of remuneration of M/s HMVN & Associates, Cost Auditors of the Company for the financial year 2017-18.	61779467	100	Nil	Nil	-	Resolution carried unanimously
6.	Special Resolution to approve the payment of remuneration including commission, salary and perquisites upto 5% of net profits to Shri Jai Hari Dalmia, Managing Director designated as Vice Chairman, for the financial year 2016-17 as against upto 3% of net profits approved by the shareholders in their meeting held on August 30, 2014.	52132732	100	Nil	Nil	9646735	Resolution carried unanimously
7.	Special Resolution to approve the payment of remuneration including commission, salary and perquisites upto 5% of net profits to Shri Gautam Dalmia, Managing Director, for the period from April 1, 2016 till January 15, 2017 as against upto 3% of net profits as approved by the shareholders in their meeting held on August 30, 2014.	52299377	100	Nil	Nil	9480090	Resolution carried unanimously
8.	Special Resolution to approve the revision in remuneration of Shri Jai Hari Dalmia, Managing Director designated as the Vice Chairman of the Company, with effect from April 1, 2017, as set out in the deed of variation dated June 15, 2017 to the agreement dated August 10, 2016 entered into between the Company and Shri Jai Hari Dalmia.	51245972	98.30	886760	1.70	9646735	Resolution carried with requisite majority



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9.	Special Resolution to approve the revision in remuneration of Shri Gautam Dalmia, Managing Director of the Company, with effect from April 1, 2017, as set out in the deed of variation dated June 15, 2017 to the agreement dated August 10, 2016 entered into between the Company and Shri Gautam Dalmia.	51412614	98.30	886763	1.70	9480090	Resolution carried with requisite majority
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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: August 31, 2017



M Raghupathy
M Raghupathy
 Chairman of the Meeting

For Dalmia Bharat Sugar and Industries Limited