



# Sheetal & Company

Company Secretaries

Off: A-2/132, Rajouli Garden, New Delhi-110027

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## Combined Scrutinizer's Report (Pursuant to rule Section 108 & 109 of the Companies Act, 2013 read with Companies Management and Administration) Rules, 2014)

To,  
The Chairman  
27<sup>th</sup> Annual General Meeting of the shareholders of  
M/s Indian Sucrose Limited  
CIN-L15424PB1990PLC010903  
G. T. Road Mukerian,  
Distt Hoshiarpur  
Punjab

Sub: Combined Report on Remote e-voting and Poll on the agenda items transacted at the 27<sup>th</sup> Annual General Meeting (AGM) of the company held on Saturday, September 29, 2018 at 10:00 A.M. at G. T. Road Mukerian, Distt Hoshiarpur, Punjab.

Dear Sir,

1. I, Sheetal, a Company Secretary in Practice (ACS: 3805, CP No: 1504) proprietor of Sheetal & Company, A-2/132, Basement Main Market Rajouli Garden, New Delhi-110027, was appointed as a scrutinizer by the Board of Directors of M/s Indian Sucrose Limited for the purpose of scrutinizing the Remote e-voting process and voting by the use of Polling at the Annual General Meeting (AGM) under the provisions of Section 108 & 109 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2015 on the resolution contained in the notice of the 27<sup>th</sup> Annual General Meeting (AGM) of the members of the Company, held on the Saturday, September 29, 2018 at 10:00 A.M. at G. T. Road Mukerian, Distt Hoshiarpur, Punjab.
2. The members holding shares as on the "cut off" date i.e. Saturday September 22, 2018 were entitled for remote e-voting on the proposed resolutions stated in the Notice of the AGM of the company. The remote e-voting period was fixed to commence at Wednesday, 26th September 2018 (9:00 A.M.) and ends on Friday, 28 September 2018 (2:00 P.M.).
3. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and poll on the resolutions contained in the Notice to the 27<sup>th</sup> Annual General meeting (AGM) of the members of the Company. My responsibility as a scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the remote e-voting system provided by CDSL, the authorized agency engaged by the Company to provide remote e-voting facilities and the report prepared on the basis of votes cast through poll at AGM.



4. After counting the votes conducted at the venue of AGM, the votes cast through remote e-voting were unblocked by me on September 29, 2018 after the conclusion of the meeting in the presence of 2 witnesses Ms. Pooja Kapoor and Ms. Sadhna Sharma, who are not in the employment of the Company. They have signed below as witness to the unblocking of votes.

Name: Ms. Pooja Kapoor

Name: Ms. Sadhna Sharma

5. Further, the Chairman announced poll at the AGM for the shareholders who have attended the meeting and have not cast their vote by remote e-voting.
6. After the time fixed for closing of the poll by the Chairman, 1(one) ballot box kept for polling was locked in my presence with due identification marks placed by me.
7. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the Authorizations / proxies lodged with the Company.
8. The poll paper, which was completed but otherwise, found defective has been treated as invalid and kept separately.

I hereby submit combined Scrutinizer's Report on the results of remote e-voting together with that of poll on all the resolutions contained in the Notice of the aforesaid Annual General Meeting as under:-

**A) Resolution 1**

1. Adoption of the audited financial statements of the Company for the financial year ended March 31, 2018 the Report of Board of Directors and Auditors' thereon.

Particular	Number of members voted	No. of shares of Shares held by them	% of total equity paid up capital
Total votes polled through e-voting	3	1900	0.012
Polling Paper	52	87,50,707	56.75
Less: invalid votes	0	0	0
<b>Net valid votes cast</b>	<b>55</b>	<b>8752607</b>	<b>56.762</b>

a) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	3		100.00



Poll	52	5	100.00
<b>Total</b>			

ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	0	0	0
Poll	0	0	0
<b>Total</b>	0	0	0

iii) Invalid Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	0	0	0
Poll	0	0	0
<b>Total</b>	0	0	0

**B) Resolution 2**

To appoint a Director in place of Mrs. Kunj Deep Kalra (DIN: 05285059), who retires by rotation and being eligible, offers herself for re-appointment.

Particular	Number of members voted	No. of shares of Shares held by them	% of total equity paid up capital
Total votes polled through e-voting	3	1900	0.012
Polling Paper	52	87,50,707	56.75
Less: invalid votes	0	0	0
<b>Net valid votes cast</b>	<b>55</b>	<b>87,52,607</b>	<b>56.762</b>

a) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	3	5	100.00
Poll	52	5	100.00
<b>Total</b>	<b>55</b>	<b>5</b>	<b>100.00</b>

ii) Voted against the resolution:



Type of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	0	0	0
Poll	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

iii) Invalid Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	0	0	0
Poll	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

**C) Resolution 3**

Re-Appointment of M/s. R. Dewan & Co., Chartered Accountants, (FRN: 017883N), as Statutory Auditors of the Company to hold office from the conclusion of this meeting till the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.

Particular	Number of members voted	No. of shares of Shares held by them	% of total equity paid up capital
Total votes polled through e-voting	3	1900	0.012
Polling Paper	52	87,50,707	56.75
Less: invalid votes	0	0	0
<b>Net valid votes cast</b>	<b>55</b>	<b>8752607</b>	<b>56.762</b>

a) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	3	5	100.00
Poll	52	5	100.00
<b>Total</b>	<b>55</b>	<b>5</b>	<b>100.00</b>

ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	0	0	0
Poll	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

iii) Invalid Votes:



Type of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	0	0	0
Poll	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

**D) Resolution 4**

Regularisation of Mr. Jaitender Kumar (holding DIN: 08164429) who was appointed as an Additional Director in the meeting of the Board of Directors held on Wednesday 27th June, 2018, whose term expires at the ensuing Annual General Meeting of the company.

Particular	Number of members voted	No. of shares of Shares held by them	% of total equity paid up capital
Total votes polled through e-voting	3	1900	0.012
Polling Paper	52	87,50,707	56.75
Less: invalid votes	0	0	0
<b>Net valid votes cast</b>	<b>55</b>	<b>8752607</b>	<b>56.762</b>

a) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	3	5	100.00
Poll	52	5	100.00
<b>Total</b>	<b>55</b>	<b>5</b>	<b>100.00</b>

ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	0	0	0
Poll	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

iii) Invalid Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	0	0	0
Poll	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>



**E) Resolution 5**

Fixation of the remuneration of the Cost Auditors for the financial year ending March 31, 2019.

Particular	Number of members voted	No. of shares of Shares held by them	% of total equity paid up capital
Total votes polled through e-voting	3	1900	0.012
Polling Paper	52	87,50,707	56.75
Less: invalid votes	0	0	0
Net valid votes cast	55	8752607	56.762

a) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	3	5	100.00
Poll	52	5	100.00
Total	55	5	100.00

ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	0	0	0
Poll	0	0	0
Total	0	0	0

iii) Invalid Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	0	0	0
Poll	0	0	0
Total	0	0	0



The Register and all other relevant papers relating to Remote e-voting and poll have been handed over to the Company Secretary of the Company for safe keeping.

Thanking You.  
Yours faithfully

for SHEETA & COMPANY  
COMPANY SECRETARIES



(SHEETA)

MEMBERSHIP NO.: 38958  
C.P. NO.: 15204

PLACE: DELHI  
DATE: OCTOBER 1, 2018







# Sheetal & Company

Company Secretaries

Off: A-2/ 132, Rajouri Garden, New Delhi-110027

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FORM No. MGT-13

Scrutinizer's Report

*[Pursuant to Section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]*

To,  
The Chairman  
M/s Indian Sucrose Limited  
G. T. Road Mukerian,  
Distt Hoshiarpur,  
Punjab

Sub: Scrutinizer's Report on poll conducted in the 27<sup>th</sup> Annual General Meeting of the Equity Shareholders of M/s Indian Sucrose Limited held on Saturday, September 29, 2018 at G.T. Road, Mukerian-144 211, Distt. Hoshiarpur (Punjab) in terms of provisions of Section 109 of the Companies Act, 2013 read with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Rule 21 of the Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof.

Dear Sir,

I, Sheetal, Practising Company Secretary (ACS: 38958, CP No: 15204) proprietor of M/s Sheetal & Company, having office at A-2/132, Basement Main Market, Rajouri Garden, New Delhi-110027 was appointed as Scrutinizer by the Board of Directors of M/s Indian Sucrose Limited for the purpose of poll taken on the agenda items transacted at the 27<sup>th</sup> Annual General Meeting (AGM) of the Company held on Saturday, September 29, 2018 at 10:00 A.M at G.T. Road, Mukerian-144 211, Distt. Hoshiarpur (Punjab) and submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, 1(one) ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the Authorizations / proxies lodged with the Company.



3. The Votes were unblocked at Mukerian on September 29, 2018 at 5:00 P.M in the presence of Ms. Pooja Kapoor, and Ms. Sadhna Sharma who have signed below as witness to the unblocking of votes.

Name: Ms. Pooja Kapoor

Name: Ms. Sadhna Sharma

4. The poll paper, which was completed but otherwise, found defective has been treated as invalid and kept separately.
5. The result of poll as under:

**A) Resolution 1**

1. Adoption of the audited financial statements of the Company for the financial year ended March 31, 2018 the Report of Board of Directors and Auditors' thereon.

i) Voted in favour of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
52	87,50,707	100

ii) Voted against the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
0	0	0

iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

**B) Resolution 2**

To appoint a Director in place of Smt. Kunj Deep Kalra (DIN: 05285059), who retires by rotation and being eligible, offers herself for re-appointment.

i) Voted in favour of the resolution:



Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
52	87,50,707	100

ii) Voted against the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
0	0	0

iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

**C) Resolution 3**

Re-Appointment of M/s. R. Dewan & Co., Chartered Accountants, (FRN: 017883N), as Statutory Auditors of the Company to hold office from the conclusion of this meeting till the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.

i) Voted in favour of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
52	87,50,707	100

ii) Voted against the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
0	0	0

iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them



0	0
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**D) Resolution 4**

Regularisation of Mr. Jaitender Kumar (holding DIN: 08164429) who was appointed as an Additional Director in the meeting of the Board of Directors held on Wednesday 27th June, 2018, whose term expires at the ensuing Annual General Meeting of the company.

i) Voted in favour of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
52	87,50,707	100

ii) Voted against the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
0	0	0

iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

**E) Resolution 5**

Fixation of the remuneration of the Cost Auditors for the financial year ending March 31, 2019.

i) Voted in favour of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
52	87,50,707	100



ii) Voted in against of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
0	0	0

ii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

6. A Compact Disc (CD) containing list of equity shareholder who voted "For" and "Against" and those whose votes were declared invalid for each resolution is enclosed.
7. The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

**Thanking You.**

**Yours faithfully**

for SHEETAL COMPANY  
COMPANY SECRETARIES



(SHEETAL)  
MEMBERSHIP NO.: 38958  
C.P. NO.: 15204

PLACE: DELHI  
DATE: OCTOBER 01, 2018





# Sheetal & Company

Company Secretaries

Off: A-2/132, Rajouri Garden, New Delhi-110027

Ph. 011-47091395, 09999606783

E-Mail: [sheetalsharma039@gmail.com](mailto:sheetalsharma039@gmail.com), [cssheetalsharma@gmail.com](mailto:cssheetalsharma@gmail.com)

## Scrutinizer's Report

*Pursuant to rule Section 108 of the Companies Act, 2013*

*(Rule 20(xi) of the Companies Management and Administration) Amendment Rules, 2015)*

To,  
The Chairman  
M/s Indian Sucrose Limited  
G. T. Road Mukerian,  
Distt Hoshiarpur,  
Punjab

**Sub: Scrutinizer's Report on remote e-voting conducted in terms of provisions of Section 108 of the Companies Act, 2013 read with Regulation 44 of the SEBI (Listing Obligations disclosure Requirements) Regulations 2015 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 including any statutory modification or re-enactment thereof.**

Dear Sir,

1. I, Sheetal, Practicing Company Secretary (ACS: 38958, CP No: 15204) proprietor of M/s Sheetal & Company, A-2/132, Basement Main Market, Rajouri Garden, Delhi-110027 was appointed as Scrutinizer by the Board of Directors of M/s India Sucrose Limited for the purpose of e-voting process on the agenda items to be transacted at the 27<sup>th</sup> Annual General Meeting (AGM) of the Company to be held on Saturday, September 29, 2018 at 10:00 A.M at G.T. Road, Mukerian-144 211, Distt. Hoshiarpur (Punjab).
2. I submit my report as under:
  - a) The company has provided remote e-voting facility to all the Shareholder registered with the company and entitled to vote as on September 22, 2018.
  - b) The remote e-voting period was fixed to commence at Wednesday, 26th September 2018 (9:00 A.M.) and ended on Friday, 28 September 2018 (5:00 P.M.) being last date and time fixed by the company for remote e-voting was considered for my scrutiny.
  - c) The member casted their vote through remote e-voting facility provided by the NSDL Authorized Agency.



- d) I have monitored the process of electronic voting through the scrutinizer's secured link provided by the NSDL on the designated website.
- e) Particulars of all votes received electronically from the member have been entered in a register separately maintained for the purpose.
- f) The votes received electronically were duly scrutinized and the shareholder was matched/confirmed with the Register of member of the company as on the cut-off date i.e.: September 22, 2018
- g) The Votes were unblocked at Mukerian on September 29, 2018 at 12:30 P.M in the presence of Ms. Pooja Kapoor and Ms. Sadhna Sharma who have signed below as witness to the unblocking of votes.

**Name: Ms. Pooja Kapoor**

**Name: Ms. Sadhna Sharma**

- h) Thereafter, the detail containing , inter alia, list of Equity shareholder, who voted "for" and "Against" each of the resolutions that were put to vote were generated from the e-voting website of NSDL i.e.: [www.evoting@nsdl.co.in](http://www.evoting@nsdl.co.in) and bases on such report generated, the result of the e-voting is provided hereunder.
3. A summary of the votes received electronically is given below:

**A) Resolution 1**

Adoption of the audited Financial Statements of the Company for the financial year ended March 31, 2018 the Report of Board of Directors and Auditors' thereon.

Particular	No. of ballot forms received	No. of shares	% of total equity paid up capital
Total votes polled through e-voting	3	1900	0.012
Less: invalid votes	0	0	0
Net valid votes cast	3	1900	0.012

- i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% total number of valid votes cast
3	1900	100





ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% total number of valid votes cast
0	0	0

iii) Invalid Votes:

Total number of member whose votes were declared invalid	Total number of votes cast by them
0	0

## **B) Resolution 2**

To appoint a Director in place of Smt. Kunj Deep Kalra (DIN: 05285059), who retires by rotation and being eligible, offers herself for re-appointment.

Particular	No. of ballot forms received	No. of shares	% of total equity paid up capital
Total votes polled through e-voting	3	1900	0.012
Less: invalid votes	0	0	0
Net valid votes cast	3	1900	0.012

i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% total number of valid votes cast
3	1900	100

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% total number of valid votes cast
0	0	0



iii) Invalid Votes:

Total number of member whose votes were declared invalid	Total number of votes cast by them
0	0

**C) Resolution 3**

Re-Appointment of M/s. R. Dewan & Co., Chartered Accountants, (FRN: 017883N) as Statutory Auditors of the Company to hold office from the conclusion of this meeting till the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.

Particular	No. of ballot form received	No. of shares	% of total equity paid up capital
Total votes polled through e-voting	3	1900	0.012
Less: invalid votes	0	0	0
Net valid votes cast	3	1900	0.012

i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% total number of valid votes cast
3	1900	100

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% total number of valid votes cast
0	0	0

iii) Invalid Votes:

Total number of member whose votes were declared invalid	Total number of votes cast by them
0	0



**D) Resolution 4:**

Regularisation of Mr. Jaitender Kumar (DIN:08164429) who was appointed as an Additional Director in the meeting of the Board of Directors held on Wednesday 27th June, 2018 whose term expires at the ensuing Annual General Meeting of the company.

Particular	No. of ballot form received	No. of shares	% of total equity paid up capital
Total votes polled through e-voting	3	1900	0.012
Less: invalid votes	0	0	0
Net valid votes cast	3	1900	0.012

i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% total number of valid votes cast
3	1900	100

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% total number of valid votes cast
0	0	0

iii) Invalid Votes:

Total number of member whose votes were declared invalid	Total number of votes cast by them
0	0

**E) Resolution 5**

Fixation of the remuneration of the Cost Auditors for the financial year ending March 31, 2019.

Particular	No. of ballot forms received	No. of shares	% of total equity paid up capital
Total votes polled through e-voting	3	1900	0.012
Less: invalid votes	0	0	0
Net valid votes cast	3	1900	0.012



i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% total number of valid votes cast
3	1900	100

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% total number of valid votes cast
0	0	0

iii) Invalid Votes:

Total number of member whose votes were declared invalid	Total number of votes cast by them
0	0

4. The Register and all other papers relating to e-voting shall remain in our safe custody until the Chairman considers, approve and sign the minutes of the Annual General Meeting and thereafter the same shall be returned and handed over to the Company.

Thanking You.

Yours faithfully

for SHEETAL & COMPANY  
COMPANY SECRETARIES



(SHEETAL & COMPANY)  
MEMBER SECRETARIES: 38958  
C.P. NO.: 15204

PLACE: DELHI

DATE: OCTOBER 01, 2018