

August 04, 2018

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| <b>DCS-CRD</b><br><b>BSE Limited</b><br>First Floor, New Trade Wing<br>Rotunda Building<br>Phiroze Jeejeebhoy Towers<br>Dalal Street, Fort<br>Mumbai 400 023<br><br><b>Stock Code: 500032</b> | <b>National Stock Exchange of India Ltd.</b><br>Exchange Plaza<br>5 <sup>th</sup> Floor<br>Plot No. C/1, 'G' Block<br>Bandra- KurlaComplex<br>Bandra East<br>Mumbai 400 051<br><br><b>Stock Code: BAJAJHIND</b> |
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Dear Sir,

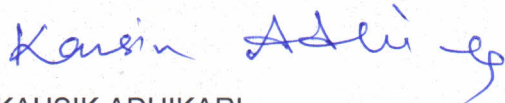
Sub.: Proceedings of Extraordinary General Meeting of the Company held on August 04, 2018

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, please find attached proceedings of Extraordinary General Meeting of the Company held on August 04, 2018.

The same may please be taken on record and suitably disseminated to all concerned.

Thanking you,

Yours faithfully,  
**FOR BAJAJ HINDUSTHAN SUGAR LIMITED**



**KAUSIK ADHIKARI**  
**DEPUTY COMPANY SECRETARY**  
(Membership No: ACS18556)

Encl: As above



Gist of the proceedings of the Extraordinary General Meeting of Bajaj Hindusthan Sugar Limited held on August 04, 2018

The Extraordinary General Meeting (the "Meeting") of the Members of the Company was held on August 04, 2018 at 11:00 A.M. at the Conference Hall, General Office, Bajaj Hindusthan Sugar Limited, Golagokarannath, Lakhimpur-Kheri, District Kheri, Uttar Pradesh 262802 and the meeting concluded at 12.00 Noon.

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.

The requisite quorum being present, the Chairman called the meeting to order.

The Chairman informed the Members that pursuant to the provisions of the Companies Act, 2013, Rules framed thereunder and Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, 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 August 01, 2018 and ended at 5:00 P.M. on August 03, 2018.

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 Central Depository Services (India) Limited ("CDSL") as the agency for providing e-voting facility and have appointed M/s. Gupta Baul & Associates, Practicing Company Secretaries, as the Scrutinizer for the purpose of scrutinizing remote e-voting process and Mr. Avinash Chaturvedi, Advocate, as Scrutinizer to conduct the Poll process at the EGM Hall.

Thereafter, all the 2 (two) 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 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 CDSL.

The following items of business as set out in the Notice convening the Extraordinary General Meeting were commended for Members' consideration and approval:





**SPECIAL BUSINESS:**

1. Sale of 1,54,39,900 Equity Shares of Rs.10/- each held by the Company in Lalitpur Power Generation Company Limited to Bajaj Energy Limited, a related party of the Company pursuant to Section 188 of the Companies Act, 2013 (**Ordinary Resolution**).
2. Sale of undertaking as per Section 180(1)(a) of the Companies Act, 2013 in respect of Sale of 1,54,39,900 Equity Shares of Rs. 10/- each held by the Company in Lalitpur Power Generation Company Limited to Bajaj Energy Limited (**Special Resolution**).

**FOR BAJAJ HINDUSTHAN SUGAR LIMITED**



**KAUSIK ADHIKARI**  
**DEPUTY COMPANY SECRETARY**  
(Membership No: ACS18556)



Note: This is not the minutes of the proceedings of the Extraordinary General Meeting of the Company.