

N.K.RASTOGI & ASSOCIATES
COMPANY SECRETARIES

03 SHANKAR VIHAR ,
2ND FLOOR, VIKAS MARG ,
DELHI -110092.
PHONE 011-45201005
naveen@nkrassociate.com

FORM No. MGT-13

Report of Scrutinizer(s)

*[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2)
of 'The Companies (Management and Administration) Rules, 2014' amended upto date]*

To,

**The Chairman,
24th Annual General Meeting of the Members of UTTAM SUGAR MILLS LIMITED held on Friday,
the 20th September, 2019 at Village Libberheri, Tehsil Roorkee Haridwar , Uttarakhand - 247667**

Dear Sir,

I, CS Naveen Kumar Rastogi, Practicing Company Secretary, holding Membership Number FCS 3685 and Certificate of Practice Number 3785, was appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 24th Annual General Meeting of the Equity Shareholders of **UTTAM SUGAR MILLS LIMITED** held on 20th September, 2019 at 12.00 Noon at **Village Libberheri, Tehsil Roorkee Haridwar , Uttarakhand - 247667** submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box was 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 poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.



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4. The results of the Poll are as under:

AGENDA ITEM NO.	1		
SUBJECT	Adoption of Audited Financial Statements for the year ended 31st March, 2019		
TYPE OF RESOLUTION	ORDINARY RESOLUTION		
VOTING RESULTS:			
	No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
Votes in Favour of the Resolution	105	54849	100.00%
Votes against the Resolution	0	0	0.00%
Invalid Votes	0	0	

AGENDA ITEM NO.	2		
SUBJECT	Re-Appointment of Mr. Ashok Kumar Aggarwal (DIN: 05199585), who retires by rotation		
TYPE OF RESOLUTION	ORDINARY RESOLUTION		
VOTING RESULTS:			
	No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
Votes in Favour of the Resolution	105	54849	100.00%
Votes against the Resolution	0	0	0.00%
Invalid Votes	0	0	



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AGENDA ITEM NO.	3		
SUBJECT	Approval to dispense with the requirement of ratification of appointment of Statutory Auditors		
TYPE OF RESOLUTION	ORDINARY RESOLUTION		
VOTING RESULTS:			
	No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
Votes in Favour of the Resolution	105	54849	100.00%
Votes against the Resolution	0	0	0.00%
Invalid Votes	0	0	

AGENDA ITEM NO.	4		
SUBJECT	Confirmation of Continuation of Directorship of Mr. N. K. Sawhney (DIN: 00109853) as an Independent Director		
TYPE OF RESOLUTION	SPECIAL RESOLUTION		
VOTING RESULTS:			
	No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
Votes in Favour of the Resolution	105	54849	100.00%
Votes against the Resolution	0	0	0.00%
Invalid Votes	0	0	



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AGENDA ITEM NO.	5		
SUBJECT	Re-appointment of Mr. N. K. Sawhney (DIN: 00109853) as an Independent Director		
TYPE OF RESOLUTION	SPECIAL RESOLUTION		
VOTING RESULTS:			
	No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
Votes in Favour of the Resolution	105	54849	100.00%
Votes against the Resolution	0	0	0.00%
Invalid Votes	0	0	

AGENDA ITEM NO.	6		
SUBJECT	Re-appointment of Mrs. Rutuja Rajendra More (DIN: 07201928) as an Independent Director		
TYPE OF RESOLUTION	SPECIAL RESOLUTION		
VOTING RESULTS:			
	No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
Votes in Favour of the Resolution	105	54849	100.00%
Votes against the Resolution	0	0	0.00%
Invalid Votes	0	0	



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AGENDA ITEM NO.	7		
SUBJECT	Amendment in the terms and conditions of Remuneration of Mr. Raj Kumar Adlakha (DIN: 00133256), Managing Director w.e.f 01.08.2019		
TYPE OF RESOLUTION	SPECIAL RESOLUTION		
VOTING RESULTS:			
	No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
Votes in Favour of the Resolution	105	54849	100.00%
Votes against the Resolution	0	0	0.00%
Invalid Votes	0	0	

AGENDA ITEM NO.	8		
SUBJECT	Alteration of Memorandum of Association of the Company		
TYPE OF RESOLUTION	SPECIAL RESOLUTION		
VOTING RESULTS:			
	No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
Votes in Favour of the Resolution	105	54849	100.00%
Votes against the Resolution	0	0	0.00%
Invalid Votes	0	0	



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AGENDA ITEM NO.	9		
SUBJECT	Further Issue of Securities		
TYPE OF RESOLUTION	SPECIAL RESOLUTION		
VOTING RESULTS:			
	No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
Votes in Favour of the Resolution	105	54849	100.00%
Votes against the Resolution	0	0	0.00%
Invalid Votes	0	0	

AGENDA ITEM NO.	10		
SUBJECT	Remuneration of the Cost Auditor for the financial year 2019-20.		
TYPE OF RESOLUTION	ORDINARY RESOLUTION		
VOTING RESULTS:			
	No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
Votes in Favour of the Resolution	105	54849	100.00%
Votes against the Resolution	0	0	0.00%
Invalid Votes	0	0	

5. A Compact Disc (CD) containing the list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

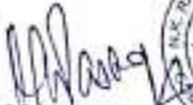


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6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director of the Company, authorised by the Board for safe keeping.

Thanking you,
Yours Sincerely



(CS NAVEEN KUMAR RASTOGI)
SCRUTINIZER
C P No. 3785
N K RASTOGI & ASSOCIATES
COMPANY SECRETARIES


(RAJ KUMAR ADLAKHA)
CHAIRMAN (DIN : 00133256)
UTTAM SUGAR MILLS LIMITED

Place : Roorkee
Dated : 20th September, 2019