



# K.M. Sugar Mills Ltd.

Factory & Works: PO Motinagar-224201, Dist. Ayodhya(U.P)  
Phone : 7571000692, Email :- director@kmsugar.com  
CIN No.L15421UP1971PLC003492 GSTIN No.:09AAACK5545P1ZZ

**The Department of Corporate Services,  
Bombay Stock Exchange Limited,  
27<sup>th</sup> Floor, PhirozeJejeebhoy Towers ,  
Dalal Street, Fort, Mumbai -400001  
Phone no. 022- 22728527,  
Bandra (E),Mumbai -400051**

**The Asstt. Vice President-Listing,  
National Stock Exchange of India Limited,  
Exchange Plaza, C-1, Block-G,  
BandraKurla Complex , Bandra (E),  
Mumbai -400051  
Phone no. 022-26598100**

**Date: 03<sup>rd</sup> August, 2024**

**Sub.: Outcome and Proceedings of 51<sup>st</sup> Annual General Meeting of the Company  
held on 03-08-2024**

Dear Sir,

We write you that the 51st Annual General Meeting of the Company was held on August 03, 2024 through Video Conferencing and the business as mentioned in the Notice of the meeting were transacted.

In this regard, please find enclosed to this letter proceeding of 51st Annual General Meeting of the Company as required pursuant to the requirement of Regulation 30 read with Schedule III Part A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with scrutinizers report and voting results.

The Company will file separately e-voting results pursuant to the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the aforesaid disclosure on your records.

Thanking you,  
**For K M Sugar Mills Limited**

**Pooja Dua  
Compliance Officer & Company Secretary**

**Encl.: as above**



# K.M. Sugar Mills Ltd.

Factory & Works: P.O Motinagar - 224201, Dist. Ayodhya (U.P.)  
Phone: 7571000692, Email: [director@kmsugar.com](mailto:director@kmsugar.com)  
CIN No.: L15421UP1971PLC003492, GSTIN No.:09AAACK5545P1ZZ

## **Outcome and Proceedings of 51st Annual General Meeting of** **M/s. K.M. Sugar Mills Limited**

The 51st Annual General Meeting (AGM) of the members of K M Sugar Mills Limited (the Company) was held on Saturday, August 03, 2024 at 11.00 AM (IST) through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM'). The Company, while conducting the Meeting, adhered to the Ministry of Corporate Affairs (MCA) Circulars, Securities and Exchange Board of India (SEBI) Circular in view of the outbreak of COVID-19 pandemic.

Ms. Pooja Dua Company Secretary & Compliance Officer, welcomed the Members attending the AGM and informed that the said AGM was being conducted through VC as per the applicable Circulars issued by MCA and SEBI in this regard. Pooja Dua also briefed the Members about the aspects pertaining to participation at the Meeting through VC/OA VM. She informed that requisite quorum was present, called the meeting to order, She also informed that the statutory registers and other relevant documents, as mentioned in the Notice of the AGM (the "Notice"), have been made available electronically for inspection by the Members during the AGM. She stated that the Members can send their inspection request to the designated e-mail id ([cs@kmsugar.in](mailto:cs@kmsugar.in)) and can also send their queries during the AGM in the said mail id.

Shri L.K Jhunjhunwala, Chairman of the Company, chaired the meeting and delivered his welcoming speech. The Chairman informed the shareholders that the member of the board, senior management, Statutory Auditor and Secretarial Auditors has joined this meeting. The Chairman then asked Shri Aditya Jhunjhunwala, Managing Director of the company to take forward the proceedings of the meeting.

Shri Aditya Jhunjhunwala, then welcomed the members present in the meeting. He then addressed the members and briefed them about the company's performance in the FY 2023-24. He then took the formal proceedings of the meeting. With the concurrence of the members, the Notice of the 51st Annual General Meeting together was taken as read.

Shri Aditya Jhunjhunwala informed that the Auditor's report on the financial statements of the Company and the Secretarial Audit report for the year ended on March 31, 2024 did not have any qualifications, observations or comments which have any adverse effect on the functioning of the Company. Thereafter the Auditors report and Directors' Report were taken as read on the concurrence of the members present.

Ms. Pooja Dua, Company Secretary & Compliance Officer then informed the members that the Company has arranged for remote e-voting facility to the members entitled to cast their vote on the AGM agenda items from July 31, 2024 to August 02, 2024 (both days inclusive). She drew the attention of members that there was no physical attendance of Members and in compliance with the Circulars issued by the MCA and SEBI, the requirement of appointing proxies was not applicable, except for the authorized representatives of corporate shareholders.

Thereafter, she informed the members that the company has received request from the 5 member to register themselves as the speaker shareholder of the meeting.

Thereafter, Ms. Pooja Dua, invited members to ask questions or to make their comments, give suggestions and seek clarifications, if any, on the items set out in the 51st Annual General Meeting (AGM)

Mr. Abhishek Kalra (Folio No.: IN301637/41359155), Mr. Praveen Kumar (Folio No.: IN30011810449827) and Mr. Manjit Singh (Folio No.: 1208870156985420) registered as the speaker member to ask question and express view in the meeting and accordingly they asked various questions on the working, current affairs of the Sugar Industry, future prospectus of Sugar Industry, Sugar Prices, operations, energy and finance of the Company. Shri Aditya Jhunjhunwala answered his questions to member's satisfaction.

Thereafter, the Ms. Pooja Dua again thanked all the members for joining the meeting held through Video Conferencing and for the trust, passion and confidence on the Company and acknowledged members' sentiments and cherished relationship with the Company.

Thereafter, the Company Secretary informed that, Mrs. Pragati Gupta of M/s. Pragati Gupta, Practicing Company Secretaries was appointed as scrutinizer for e-voting purpose and voting through Video Conferencing in the 51st Annual General Meeting. He informed that voting results will be announced latest by Monday, August 05, 2024. He further stated that, results of the voting shall also be uploaded at the website of the Company [www.kmsugar.com](http://www.kmsugar.com) and would be intimated to BSE Limited and NSE Limited.

The Company Secretary then requested all the members present at the Meeting to cast their vote through e-voting facility provided at the AGM on below resolutions as set out in the notice of 51st Annual General Meeting of the Company.

The Company Secretary informed the members that the e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote.

The meeting was concluded with the vote of thanks to the Members for attending and participating at the meeting. She also thanked the Directors for joining the Meeting and declared the meeting concluded at 12.00 p.m.

The resolutions for the as set out in item no. 1 to 9 in the Notice of 51st Annual General Meeting, were duly approved by members with requisite majority and therefore are recorded hereunder as part of the proceedings of 51st Annual General Meeting.

**ORDINARY BUSINESS: -**

1. Adoption of the standalone and consolidated Financial Statements of the Company for the financial year ended 31st March, 2024 and the Reports of the Board of Directors and the Auditors (Ordinary Resolution):-
2. Appointment of a director in place of Shri Sanjay Jhunjhunwala (DIN-01777954), who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution):-
3. Appointment of a director in place of Shri Subhash Chandra Aggarwal (DIN- 01261954), who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution):-

**SPECIAL BUSINESS: -**

4. Approved the remuneration of Cost Auditor appointed for the financial year 2024-25 (Ordinary Resolution):-

**“RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder and other applicable laws (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration of M/s. Aman Malviya & Associate, Cost Accountants (Firm Registration No.: 000189), appointed by the Board of Directors, on the recommendation of the Audit Committee, as the Cost Auditors of the Company, to conduct the audit of the cost records maintained by the Company for the Financial Year ending 31st March, 2025, at a remuneration of Rs. 50,000.(Rupees Fifty thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses, be and is hereby ratified.

5. Re-appointed Shri Sushil Solomon (DIN – 08553009) as an Independent Director (Special resolution:)-

**“RESOLVED THAT** pursuant to Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 The Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Companies Act, 2013 and Regulation 16(1)(b), 17 including Regulation 17 (1A), 25 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof ) and the provisions of the Articles of Association of the Company and on recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors at their respective Meetings held on 21st May, 2024, Shri Sushil Solomon (DIN – 08553009) aged about 72 years, who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and the Rules made thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is eligible for re-appointment and in respect of whom the company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of an Independent Director, be and is hereby re-appointed as an Independent Director of the Company for a second term of 5 years w.e.f. 06th August, 2024 up to 05th August, 2029.

**“RESOLVED FURTHER THAT** Shri Aditya Jhunjhunwala, Managing Director and Ms. Pooja Dua, Company Secretary of the Company, be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.”

6. Appointment of Smt Archana Agarwal (DIN – 10615127) as an Independent Director of the Company (Special Resolution):

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 160, Schedule IV and all other applicable provisions of the Companies Act, 2013 (the “Act”) read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as “SEBI Listing Regulations”), Smt Archana Agarwal (DIN – 10615127), who was appointed as an Additional Director(Non-Executive Independent) of the Company in the meeting held on, the 21st day of May,2024, pursuant to provisions of Section 161 of the Act and the Articles of Association of the Company and who holds office up-to the date of forthcoming ensuring Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act,2013 from a member proposing his candidature for the office of Independent Director and who meets the criteria of Independence as provided in Section 149(6) of the Act and Regulation 16 of SEBI Listing Regulations, be and is hereby appointed as an Independent Director of the Company for a period of Five (5) years w.e.f. 21<sup>st</sup> day of May,2024 up to 20th day of May,2029 not liable to retire by rotation during such term.”

**“RESOLVED FURTHER THAT** Shri Aditya Jhunjunwala, Managing Director and Ms. Pooja Dua, Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds, things and matters from time to time in order to give effect to the above resolution.”

**7. Appointment of Shri Narendra Mohan (DIN – 10661367) as an Independent Director of the Company (Special Resolution):**

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 160, Schedule IV and all other applicable provisions of the Companies Act, 2013 (the “Act”) read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as “SEBI Listing Regulations”), Shri Narendra Mohan (DIN – 10661367), who was appointed as an Additional Director(Non-Executive Independent) of the Company in the meeting held on, the 29th day of June, 2024, pursuant to provisions of Section 161 of the Act and the Articles of Association of the Company and who holds office upto the date of forthcoming ensuring Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act,2013 from a member proposing his candidature for the office of Independent Director and who meets the criteria of Independence as provided in Section 149(6) of the Act and Regulation 16 of SEBI Listing Regulations, be and is hereby appointed as an Independent Director of the Company for a period of Five (5) years w.e.f. 29<sup>th</sup> day of June, 2024 up to 28th day of June, 2029 not liable to retire by rotation during such term.”

**“RESOLVED FURTHER THAT** Shri Aditya Jhunjunwala, Managing Director and Ms. Pooja Dua, Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds, things and matters from time to time in order to give effect to the above resolution.”

**8. Approved the changes in the clauses of the Article of Association of the company (Special Resolution):-**

**“RESOLVED THAT** pursuant to provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013, (“Act”) including any statutory modifications or re-enactment thereof for the time being in force and rules made thereunder and subject to such other requisite approvals, if any, in this regard from appropriate authorities and terms(s), condition(s), amendment(s), modification(s), as may be required or suggested by any such appropriate authorities, pursuant to the recommendation of the Board of the company, the consent of the shareholders of the company be and is hereby accorded for alteration in the Clause of the Article of Association (“AOA”) of the Company by amending clause XXVII by deleting article 199(1) and 199(2) and clause IX by amending article 74(1)(vi) of the Article of Association as following: -”

(i)

#### XXVIII. SEAL

<b><i>The Seal, its custody and use</i></b>	199	(1)		The Directors shall provide a Common Seal for the purpose of the Company and shall have power from time to time to destroy the same and substitute a new seal in lieu thereto and the Directors shall provide for the safe custody of the seal for the time being. The seal of the Company shall never be used except by the authority of a resolution of the Board of Directors and in presence of one of Directors or such other persons as the Board may authorise who will sign in token thereof and countersigned by such officers or persons at the Directors may from time-to-time resolve.
		(2)		Any instrument bearing the Common Seal of the Company and issued for valuable consideration shall be binding on the Company notwithstanding any irregularity touching the authority of the Directors to issue the same.

(ii)

#### IX. ALTERATION OF SHARE CAPITAL

<b><i>Further Issue of capital</i></b>	74	(1)	(vi)	To any persons, by way of passing a Special Resolution to that effect, whether or not those persons include the persons referred to in clause (a) or clause (b), either for cash or for a consideration other than cash, if the price of such shares is determined by the valuation report of a registered valuer subject to such conditions as may be specified in the relevant Rules
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Amended Clause: -

(i)

#### XXVIII. SEAL

<del>199</del>	199	(1)		<del>199</del>
		(2)		<del>199</del>

(ii)

#### IX. ALTERATION OF SHARE CAPITAL

<b>Further Issue of capital</b>	74	(1)	(vi)	To any persons, by way of passing a Special Resolution to that effect, whether or not those persons include the persons referred to in clause (a) or clause (b) of Section 62(1) of the Act, either for cash or for a consideration other than cash, by way of preferential offer or private placement, subject to and in accordance with the Act and the Rules.
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**“RESOLVED FURTHER THAT** the Board of Directors of the company be and are hereby authorized to do all such acts, deeds, matters and things, as they may be necessary and to file necessary form with the appropriate authorities in this regard, in their absolute discretion, proper and desirable.”

9. Approved Change in the registered office of the company (Special Resolution): -

**“RESOLVED THAT** pursuant to provisions of Section 12 of Companies Act, 2013, (“Act”) reads with the companies(incorporation) Rules, 2014 and any other applicable provisions, if any including any statutory modifications or re-enactment thereof for the time being in force and subject to such other requisite approvals, if any, pursuant to the recommendation of the Board of the company, the consent of the shareholders of the company be and is hereby accorded for shifting the registered office of the company from its present location at 11, Moti Bhawan Collector Ganj Kanpur -208001 U.P. India to 76, Eldeco Greens Gontinagar Lucknow,- 226010 U.P. India within the State of Uttar Pradesh.”

**“RESOLVED FURTHER THAT** the Board of Directors of the company be and are hereby authorized to do all such acts, deeds, matters and things, as they may be necessary and to file necessary form with the appropriate authorities in this regard, in their absolute discretion, proper and desirable.”

For K.M Sugar Mills Limited

Pooja Dua  
Company Secretary-cum- Compliance officer

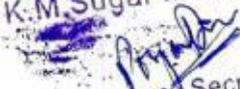
**Place: Lucknow**  
**Date: 03.08.2024**

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### General information about company

Scrip code	532673
NSE Symbol	KMSUGAR
MSEI Symbol	NA
ISIN	INE157H01023
Name of the company	KM SUGAR MILLS LTD
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	03-08-2024
Start time of the meeting	11:00 AM
End time of the meeting	12:00 PM

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For K.M.Sugar Mills Ltd.  
  
Company Secretary

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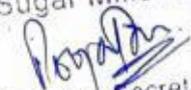
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Scrutinizer Details	
Name of the Scrutinizer	PRAGATI GUPTA
Firms Name	PRAGATI GUPTA
Qualification	CS
Membership Number	19302
Date of Board Meeting in which appointed	21-05-2024
Date of Issuance of Report to the company	03-08-2024

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For K.M Sugar Mills Ltd:

  
Company Secretary

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Voting results	
Record date	26-07-2024
Total number of shareholders on record date	61911
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	16
b) Public	40
<b>No. of resolution passed in the meeting</b>	<b>9</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>

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For K.M. Sugar Mills Ltd.  
  
Company Secretary

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of the standalone and consolidated Financial Statements of the Company for the financial year ended 31st March, 2024 and the Reports of the Board of Directors and the Auditors				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		36732024	70.6501	36732024	0	100.0000	0.0000
	Poll	51991499	12764855	24.5518	12764855	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	51991499	49496879	95.2019	49496879	0	100.0000	0.0000
Public-Institutions	E-Voting		167153	90.2778	167153	0	100.0000	0.0000
	Poll	185154	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	185154	167153	90.2778	167153	0	100.0000	0.0000
Public- Non Institutions	E-Voting		3269366	8.2096	3269256	110	99.9966	0.0034
	Poll	39823517	4019415	10.0931	4019415	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	39823517	7288781	18.3027	7288671	110	99.9985	0.0015
<b>Total</b>		92000170	56952813	61.9051	56952703	110	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

For K.M. Sugar Mills Ltd.  
  
 Company Secretary

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a director in place of Shri Sanjay Jhunjhunwala(DIN:-01777954), who retires by rotation and being eligible, offers himself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		36732024	70.6501	36732024	0	100.0000	0.0000
	Poll	51991499	12764855	24.3518	12764855	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	51991499	49496879	95.2019	49496879	0	100.0000	0.0000
Public- Institutions	E-Voting		167153	90.2778	0	167153	0.0000	100.0000
	Poll	185154	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	185154	167153	90.2778	0	167153	0.0000	100.0000
Public- Non Institutions	E-Voting		3269366	8.2096	3269156	210	99.9935	0.0064
	Poll	39823517	4019415	10.0911	4019415	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	39823517	7288781	18.3027	7288571	210	99.9971	0.0029
<b>Total</b>		92000170	56952813	61.9051	56785450	167363	99.7061	0.2939
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* This fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

For K.M Sugar Mills Ltd.  
  
 Company Secretary

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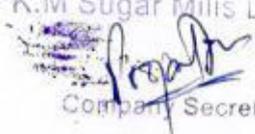
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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of a director in place of Shri Subhash Chandra Aggarwala (DIN- 01261954), who retires by rotation and being eligible, offers himself for re-appointment				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		36732024	70.6501	36732024	0	100.0000	0.0000
	Poll	51991499	12764855	24.5518	12764855	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	51991499	49496879	95.2019	49496879	0	100.0000	0.0000
Public- Institutions	E-Voting		167153	90.2778	0	167153	0.0000	100.0000
	Poll	185154	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	185154	167153	90.2778	0	167153	0.0000	100.0000
Public- Non Institutions	E-Voting		3269366	8.2096	3269156	210	99.9936	0.0064
	Poll	39829517	4019415	10.0933	4019415	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	39829517	7288781	18.3027	7288571	210	99.9971	0.0029
Total		92000170	56952813	61.9051	56785450	167363	99.7061	0.2939
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this field is optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

For K.M Sugar Mills Ltd.


  
Company Secretary

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Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approved the remuneration of Cost Auditor appointed for the financial year 2024-25				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	$(3)=[(2)/(1)]*100$	(4)	(5)	$(6)=[(4)/(2)]*100$	$(7)=[(5)/(2)]*100$
Promoter and Promoter Group	E-Voting	51991499	36732024	70.6501	36732024	0	100.0000	0.0000
	Poll		12764855	24.5518	12764855	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		49496879	95.2019	49496879	0	100.0000	0.0000
Public- Institutions	E-Voting	185154	167153	90.2778	167153	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		167153	90.2778	167153	0	100.0000	0.0000
Public- Non Institutions	E-Voting	39823517	3269366	8.2096	3269256	110	99.9966	0.0034
	Poll		4019415	10.0931	4019415	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		7288781	18.3027	7288671	110	99.9985	0.0015
Total		92000170	56952813	61.9051	56952703	110	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Note	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

For K.M Sugar Mills Ltd.


  
Company Secretary

Home

Validate

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointed Shri Sushil Solomon (DIN – 08553009) as an Independent Director				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		36732024	70.6501	36732024	0	100.0000	0.0000
	Poll	51991499	12764855	24.5518	12764855	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	51991499	49496879	95.2019	49496879	0	100.0000	0.0000
Public- institutions	E-Voting		167153	90.2778	167153	0	100.0000	0.0000
	Poll	185154	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	185154	167153	90.2778	167153	0	100.0000	0.0000
Public- Non Institutions	E-Voting		3269366	8.2096	3269156	210	99.9936	0.0064
	Poll	39823517	4019415	10.0931	4019415	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	39823517	7288781	18.3027	7288571	210	99.9971	0.0029
<b>Total</b>		92000170	56952813	61.9051	56952603	210	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

For K.M Sugar Mills Ltd.


  
Company Secretary

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## Resolution (6)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Smt Archana Agarwal (DIN - 10615127) as an independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		36732024	70.6501	36732024	0	100.0000	0.0000
	Poll	51991499	12764855	24.5518	12764855	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	51991499	49496879	95.2019	49496879	0	100.0000	0.0000
Public- Institutions	E-Voting		167153	90.2778	0	167153	0.0000	100.0000
	Poll	185154	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	185154	167153	90.2778	0	167153	0.0000	100.0000
Public- Non Institutions	E-Voting		3269016	8.2088	3268906	110	99.9966	0.0034
	Poll	39823517	4019415	10.0931	4019415	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	39823517	7288431	18.3018	7288321	110	99.9985	0.0015
Total		92000170	56952463	61.9047	56785200	167263	99.7063	0.2937
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

For K.M Sugar Mills Ltd.  
  
 Company Secretary

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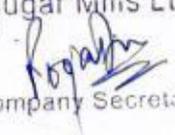
Validate

Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Shri Narendra Mohan (DIN – 10661367) as an Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		36732024	70.6501	36732024	0	100.0000	0.0000
	Poll	51991499	12764855	24.5518	12764855	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	51991499	49496879	95.2019	49496879	0	100.0000	0.0000
Public- Institutions	E-Voting		167153	90.2778	167153	0	100.0000	0.0000
	Poll	185154	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	185154	167153	90.2778	167153	0	100.0000	0.0000
Public- Non Institutions	E-Voting		3269366	8.2096	3269256	110	99.9966	0.0034
	Poll	39823517	4019415	10.0933	4019415	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	39823517	7288781	18.3027	7288671	110	99.9985	0.0015
Total		92000170	56952813	61.9051	56952703	110	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

For K.M Sugar Mills Ltd.

  
 Company Secretary

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Validate

Resolution (8)								
Resolution required: [Ordinary / Special]				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approved the changes in the clauses of the Article of Association of the company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	$[3]=[(2)/(1)]*100$	(4)	(5)	$(6)=[(4)/(2)]*100$	$(7)=[(5)/(2)]*100$
Promoter and Promoter Group	E-Voting		36732024	70.6501	36732024	0	100.0000	0.0000
	Poll	51991499	12764855	24.5518	12764855	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	51991499	49496879	95.2019	49496879	0	100.0000	0.0000
Public- Institutions	E-Voting		167153	90.2778	167153	0	100.0000	0.0000
	Poll	185154	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	185154	167153	90.2778	167153	0	100.0000	0.0000
Public- Non Institutions	E-Voting		3269366	8.2096	3269256	110	99.9966	0.0034
	Poll	39829517	4019415	10.0931	4019415	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	39829517	7288781	18.3027	7288671	110	99.9985	0.0015
Total		92000170	56952813	61.9051	56952703	110	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

For K.M Sugar Mills Ltd.


  
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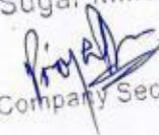
Validate

Resolution (9)								
Resolution required: [Ordinary / Special]				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approved Change in the registered office of the company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)-[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	51991499	36732024	70.6501	36732024	0	100.0000	0.0000
	Poll		12764855	24.5518	12764855	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		49496879	95.2019	49496879	0	100.0000	0.0000
Public- Institutions	E-Voting	185154	167153	90.2778	167153	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		167153	90.2778	167153	0	100.0000	0.0000
Public- Non Institutions	E-Voting	39823517	3269366	8.2096	3269256	110	99.9966	0.0034
	Poll		4019415	10.0931	4019415	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		7288781	18.3027	7288671	110	99.9985	0.0015
Total		92000170	56952813	61.9051	56952703	110	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

For K.M Sugar Mills Ltd.


  
Company Secretary



**REPORT OF SCRUTINIZER**

To,  
The Chairman 51<sup>st</sup> Annual General Meeting of Equity Shareholders of  
M/s K M SUGAR MILLS LIMITED  
11 MOTI BHAWAN COLLECTOR GANJ, KANPUR - 208001, Uttar Pradesh

Dear Sir,

At the outset, I would like to thank you for appointing me as scrutinizer for the remote e-voting and voting by your members through Video Conferencing, at the 51<sup>st</sup> Annual General Meeting of your Company held on Saturday, the 03<sup>rd</sup> day of August, 2024 at 11:00 a.m. through Video Conferencing or other audio-Visual Means.

I am pleased to submit my Scrutinizer's Report which is comprehensive and self-explanatory in all respect.

Thanking you,  
Yours faithfully,

**PRAGATI GUPTA**  
Digitally signed  
by PRAGATI  
GUPTA  
Date: 2024.08.03  
18:12:17 +05'30'

**Pragati Gupta**  
**Practising Company Secretary**  
**ACS – 19302, C.P. - 7878**  
Date: 03<sup>rd</sup> day of August, 2024  
UDIN:- A019302F000891701



### SCRUTINIZER'S REPORT

Name of the Company	<b>K M SUGAR MILLS LIMITED</b>
Meeting	51st Annual General Meeting
Date and Time	Saturday, the 03rd day of August, 2024 at 11.00 A.M.
Venue/Mode	Video Conferencing or other audio-Visual Means

#### **1. Appointment as Scrutinizer**

I was appointed as Scrutinizer for the remote e-voting as well as the voting to be conducted through Video Conferencing at 51<sup>st</sup> Annual General Meeting of K M SUGAR MILLS LIMITED (hereinafter referred as **"the Company"**) held on Saturday, the 03<sup>rd</sup> day of August, 2024 at 11.00 A.M. through Video Conferencing or other audio Visual Means.

#### **2. Dispatch of Notice Convening the Meeting**

The Company had informed that on the basis of the Register of Members and the list of Beneficiary Owners (cut of date July 26, 2024) made available to by the depositories viz., National Securities Depositories Limited and Central Depositories Services (India) Limited for the purpose of voting, the Company completed dispatch of notice & 51<sup>st</sup> Annual Report in the following manner:

By email	To 60994 members who have registered their e-mail ids with Depository/the RTA on 29.06.2024
By Physical mode	Not Applicable pursuant to the MCA General Circular No. 14/2020 dated April 08, 2020.

#### **3. Cut Off Date**

The Voting rights were reckoned as on July 26, 2024, being the Cut-off date for the



purpose of deciding the entitlements of members for remote e-voting and voting at the meeting through Video Conferencing.

#### **4. Remote E-Voting**

##### **4.1. Agency**

The Company had appointed Link Intime India Private Limited (LI IPL) Limited as the agency for providing e-voting platform.

##### **4.2. Remote E-voting**

Remote e-voting was open from Wednesday, July 31, 2024, at 09:00 hrs. to Friday, August 02, 2024, at 17:00 hrs and Members were required to cast their votes electronically conveying their assent or dissent in respect of all the Ordinary and /or Special Resolutions, on e-voting platform provided by Link Intime India Private Limited (LI IPL).

#### **5. Voting at AGM through Video Conferencing**

**5.1.** As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rule, 2015, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the general meeting, after the closure of period of e- voting, the Scrutinizer was provided access to particulars of members such as - their names folio, number of shares held, but not the manner in which they have voted.

**5.2.** Accordingly Link Intime India Private Limited (LI IPL), the e-voting agency provided us the name, DP ID/folio numbers and shareholding of the members who had cast their votes though remote e voting.

**5.3.** The Company has authorized M/s Link Intime India Private Limited (**RTA**), Registrar and Transfer Agent of the Company to provide necessary support for remote e-voting as well as for voting in the AGM and RTA provided the same.

#### **6. Counting Process**

**6.1.** On completion of voting at the meeting through Video Conferencing, the Company provided me with the list of members who had cast their votes, with their holding details and details of vote on each of the resolution.

**6.2.** The votes were reconciled with the records maintained by the Company and RTA with respect to the authorized representatives lodged with the Company.

**6.3.** I unblocked the remote e voting results on the Link Intime India Private Limited (LI IPL), E-voting platform and downloaded the e voting details.

#### **7. Result**

**7.1.** I observed that



- 7.1.1. 56 Members joined this meeting and 5 Members casted their votes through the Video Conferencing platform provided for the AGM.
- 7.1.2. 31 Members casted their votes through remote e-voting.
- 7.2. The result of remote e-voting and votes through Video Conferencing as well as the consolidated result with respect to each item on the Agenda as set out in the notice of the 51<sup>st</sup> AGM dated June, 29 2024 is enclosed as Annexure – 1, 2 and 3 respectively.
- 7.3. Based on the aforesaid result, the **Ordinary resolutions and the special resolution** as contained in item no. 1 to 9 of the notice dated June, 29 2024 have been passed with the **requisite majority**.
- 7.4. Soft copy of the List of Members, for both voting at AGM through Video Conferencing as well as remote e-voting containing the details of members who voted “**FOR**”, who voted “**AGAINST**” & whose votes were declared “**INVALID**”, for each resolution will be emailed to the Company, after the announcement of the result by the Company.
- 7.5. The electronic data and all other relevant records shall also be duly handed over to the Company for keeping in safe records, after the announcement of the result by the Company.

PRAGATI  
I GUPTA

Digitally signed  
by PRAGATI  
GUPTA  
Date: 2024.08.03  
18:12:44 +05'30'

Pragati Gupta  
Practising Company Secretary  
ACS – 19302, C.P. - 7878  
Date: 03<sup>rd</sup> day of August, 2024  
UDIN:- A019302F000891701

**Results of remote E-Voting conducted at the 51<sup>st</sup> Annual General Meeting of  
K M SUGAR MILLS LIMITED**

1. The result of remote e-voting is as under:

**a) Resolution 01 - Adoption of the standalone and consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024, and the Reports of the Board of Directors and the Auditors thereon. (Ordinary Resolution):**

**i. Voted in favour of the resolution:**

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
<b>30</b>	<b>40168433</b>	<b>100%</b>

**ii. Voted against the resolution:**

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
<b>1</b>	<b>110</b>	<b>0.00%</b>

**iii. Invalid votes :**

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
<b>NIL</b>	<b>NIL</b>

**b) Resolution 02 –: To appoint a director in place of Shri Sanjay Jhunjunwala(DIN:- 01777954), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)**

**i. Voted in favour of the resolution:**

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
<b>28</b>	<b>40001180</b>	<b>99.58%</b>

**ii. Voted against the resolution:**

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
<b>3</b>	<b>167363</b>	<b>0.42%</b>

**iii. Invalid votes :**

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
<b>NIL</b>	<b>NIL</b>

**c) Resolution 03 - Appointment of a director in place of Shri Subhash Chandra Aggarwala (DIN- 01261954), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)**

**i. Voted in favour of the resolution:**

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution

<b>28</b>	<b>40001180</b>	<b>99.58%</b>
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**ii. Voted against the resolution:**

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
<b>3</b>	<b>167363</b>	<b>0.42%</b>

**iii. Invalid votes :**

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
<b>NIL</b>	<b>NIL</b>

**d) Resolution 04 – Approved the remuneration of Cost Auditor appointed for the financial year 2024-25 (Ordinary Resolution)**

**i. Voted in favour of the resolution:**

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
<b>30</b>	<b>40168433</b>	<b>100%</b>

**ii. Voted against the resolution:**

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
<b>1</b>	<b>110</b>	<b>0.00%</b>

**iii. Invalid votes :**

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
<b>NIL</b>	<b>NIL</b>

**e) Resolution 05 – Re-appointment of Shri Sushil Solomon (DIN – 08553009) as an Independent Director (Special resolution):**

**i. Voted in favour of the resolution:**

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
<b>29</b>	<b>40168333</b>	<b>100%</b>

**ii. Voted against the resolution:**

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
<b>2</b>	<b>210</b>	<b>0.00%</b>

**iii. Invalid votes :**

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
<b>NIL</b>	<b>NIL</b>

**f) Resolution 06 – Appointment of Smt Archana Agarwal (DIN – 10615127) as an Independent Director of the Company (Special Resolution):**

**i. Voted in favour of the resolution:**

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
<b>28</b>	<b>40000930</b>	<b>99.58%</b>

**i. Voted against the resolution:**

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution

<b>2</b>	<b>167263</b>	<b>0.42%</b>
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**ii. Invalid votes :**

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
<b>NIL</b>	<b>NIL</b>

**g) Resolution 07 – Appointment of Shri Narendra Mohan (DIN – 10661367) as an Independent Director of the Company (Special Resolution):**

**i. Voted in favour of the resolution:**

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
<b>30</b>	<b>40168433</b>	<b>100%</b>

**ii. Voted against the resolution:**

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
<b>1</b>	<b>110</b>	<b>0.00%</b>

**iii. Invalid votes :**

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
<b>NIL</b>	<b>NIL</b>

**h) Resolution 08 – Approved the changes in the clauses of the Article of Association of the company (Special Resolution):**

**i. Voted in favour of the resolution:**

Number of members who voted in favour through remote - electronic voting	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
--	--	---



system		
<b>30</b>	<b>40168433</b>	<b>100%</b>

**ii. Voted against the resolution:**

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
<b>1</b>	<b>110</b>	<b>0.00%</b>

**iii. Invalid votes :**

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
<b>NIL</b>	<b>NIL</b>

**i) Resolution 09 – Approve Change in the registered office of the company (Special Resolution):**

**i. Voted in favour of the resolution:**

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
<b>30</b>	<b>40168433</b>	<b>100%</b>

**ii. Voted against the resolution:**

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
<b>1</b>	<b>110</b>	<b>0.00%</b>

**iii. Invalid votes :**

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
<b>NIL</b>	<b>NIL</b>

**Annexure-2**

**Results of Voting at the 51<sup>st</sup> Annual General Meeting through platform provided for Video Conferencing for AGM**

1. The result of the poll conducted through ballot at meeting is as under:

**a) Resolution 1 - Adoption of the standalone and consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024, and the Reports of the Board of Directors and the Auditors thereon. (Ordinary Resolution):**

**i. Voted in favour of the resolution:**

Number of members present and voting in favour (through VC )	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
<b>5</b>	<b>16784270</b>	<b>100%</b>

**ii. Voted against the resolution:**

Number of members present and voting against (through VC )	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**iii. Invalid votes :**

Total number of members (through VC) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
<b>NIL</b>	<b>NIL</b>

**b) Resolution 2 - To appoint a director in place of Shri Sanjay Jhunhunwala (DIN-01777954), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)**

**i. Voted in favour of the resolution:**

Number of members present and voting in favour (through VC )	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
<b>5</b>	<b>16784270</b>	<b>100%</b>

**ii. Voted against the resolution:**

Number of members	Number of votes casted	% of total number of

present and voting against (through VC )	against the resolution	valid votes casted on the resolution
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

iii. **Invalid votes :**

Total number of members (through VC) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
<b>NIL</b>	<b>NIL</b>

**c) Resolution 3- Appointment of a director in place of Shri Subhash Chandra Aggarwal (DIN- 01261954), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)**

i. **Voted in favour of the resolution:**

Number of members present and voting in favour (through VC )	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
<b>5</b>	<b>16784270</b>	<b>100%</b>

ii. **Voted against the resolution:**

Number of members present and voting against (through VC )	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

iii. **Invalid votes :**

Total number of members (through VC) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
<b>NIL</b>	<b>NIL</b>

**d) Resolution 04- Approved the remuneration of Cost Auditor appointed for the financial year 2024-25 (Ordinary Resolution)**

i. **Voted in favour of the resolution:**

Number of members present and voting in favour (through VC )	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
<b>5</b>	<b>16784270</b>	<b>100%</b>

ii. **Voted against the resolution:**

Number of members	Number of votes casted	% of total number of
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present and voting against (through VC )	against the resolution	valid votes casted on the resolution
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

iii. **Invalid votes :**

Total number of members (through VC) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
<b>NIL</b>	<b>NIL</b>

**e) Resolution 05 – Re-appointment of Shri Sushil Solomon (DIN – 08553009) as an Independent Director (Special resolution:)** -

i. **Voted in favour of the resolution:**

Number of members present and voting in favour (through VC )	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
<b>5</b>	<b>16784270</b>	<b>100%</b>

ii. **Voted against the resolution:**

Number of members present and voting against (through VC )	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

iii. **Invalid votes :**

Total number of members (through VC) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
<b>NIL</b>	<b>NIL</b>

**f) Resolution 06 – Appointment of Smt Archana Agarwal (DIN – 10615127) as an Independent Director of the Company (Special Resolution):**

i. **Voted in favour of the resolution:**

Number of members present and voting in favour (through VC )	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
<b>5</b>	<b>16784270</b>	<b>100%</b>

ii. **Voted against the resolution:**

Number of members present and voting against (through VC )	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

iii. **Invalid votes :**

Total number of members (through VC) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
<b>NIL</b>	<b>NIL</b>

**g) Resolution 07 – Appointment of Shri Narendra Mohan (DIN – 10661367) as an Independent Director of the Company (Special Resolution):**

i. **Voted in favour of the resolution:**

Number of members present and voting in favour (through VC )	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
<b>5</b>	<b>16784270</b>	<b>100%</b>

ii. **Voted against the resolution:**

Number of members present and voting against (through VC )	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

iii. **Invalid votes :**

Total number of members (through VC) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
<b>NIL</b>	<b>NIL</b>

i.

**h) Resolution 08 – Approve the changes in the clauses of the Article of Association of the company (Special Resolution):-**

i. **Voted in favour of the resolution:**

Number of members present and voting in favour (through VC )	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
<b>5</b>	<b>16784270</b>	<b>100%</b>

ii. **Voted against the resolution:**



Number of members present and voting against (through VC )	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

iii. **Invalid votes :**

Total number of members (through VC) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
<b>NIL</b>	<b>NIL</b>

**i) Resolution 09 – Approve the Change in the registered office of the company (Special Resolution):**

i. **Voted in favour of the resolution:**

Number of members present and voting in favour (through VC )	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
<b>5</b>	<b>16784270</b>	<b>100%</b>

ii. **Voted against the resolution:**

Number of members present and voting against (through VC )	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

iii. **Invalid votes :**

Total number of members (through VC) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
<b>NIL</b>	<b>NIL</b>

i. **Annexure -3**

**Consolidated Results of remote E-Voting & Voting conducted at the 51<sup>st</sup> Annual General Meeting of K M SUGAR MILLS LIMITED through Video Conferencing**

Particulars	Number of Votes Contained in			Percentage
	Remote E votes	AGM through VC	TOTAL	
<b>Item No. 1:</b>				
<b>Adoption of the standalone and consolidated Financial Statements of the Company for the financial year ended 31st March, 2024, and the Reports of the Board of Directors and the Auditors thereon.(Ordinary Resolution):</b>				
Assent	40168433	16784270	56952703	99.9998%
Dissent	110	0	110	0.0002%
Invalid	0	0	0	0.0%
<b>Total</b>	<b>40168543</b>	<b>16784270</b>	<b>56952813</b>	<b>100.00%</b>
<b>Outcome</b>	<b>Passed as an Ordinary Resolution</b>			
<b>Item No. 2:</b>				
<b>To appoint a director in place of Shri Sanjay Jhunjunwala(DIN:-01777954), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)</b>				
Assent	40001180	16784270	56785450	99.7061%
Dissent	167363	0	167363	0.2939%
Invalid	0	0	0	0.00%
<b>Total</b>	<b>40168543</b>	<b>16784270</b>	<b>56952813</b>	<b>100.00%</b>
<b>Outcome</b>	<b>Passed as an Ordinary Resolution</b>			
<b>Item No. 3:</b>				
<b>Appointment of a director in place of Shri Subhash Chandra Aggarwala (DIN- 01261954), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)</b>				
Assent	40001180	16784270	56785450	99.7061%



Dissent	167363	0	167363	0.2939%
Invalid	0	0	0	0.00%
<b>Total</b>	<b>40168543</b>	<b>16784270</b>	<b>56952813</b>	<b>100.00%</b>
<b>Outcome</b>	<b>Passed as an Ordinary Resolution</b>			
<b>Item No. 4:</b>				
<b>Approved the remuneration of Cost Auditor appointed for the financial year 2024-25 (Ordinary Resolution)</b>				
Assent	40168433	16784270	56952703	99.9998%
Dissent	110	0	110	0.0002%
Invalid	0	0	0	0.0%
<b>Total</b>	<b>40168543</b>	<b>16784270</b>	<b>56952813</b>	<b>100.00%</b>
<b>Outcome</b>	<b>Passed as an ordinary Resolution</b>			
<b>Item No.5 :</b>				
<b>Re-appointed Shri Sushil Solomon (DIN – 08553009) as an Independent Director (Special resolution:)</b>				
Assent	40168333	16784270	56952603	99.9996%
Dissent	210	0	210	0.0004%
Invalid	0	0	0	0.00%
<b>Total</b>	<b>40168543</b>	<b>16784270</b>	<b>56952813</b>	<b>100.00%</b>
<b>Outcome</b>	<b>Passed as an Special Resolution</b>			
<b>Item No.6 :</b>				
<b>Appointment of Smt Archna Agarwal (DIN – 10615127) as an Independent Director of the Company (Special Resolution)</b>				
Assent	40000930	16784270	56785200	99.7063%
Dissent	167263	0	167263	0.2937%

Invalid	0	0	0	0.00%
<b>Total</b>	<b>40168543</b>	<b>16784270</b>	<b>56952463</b>	<b>100.00%</b>
<b>Outcome</b>	<b>Passed as Special Resolution</b>			
<b>Item No.7 :</b>				
<b>Appointment of Shri Narendra Mohan (DIN – 10661367) as an Independent Director of the Company (Special Resolution)</b>				
Assent	40168433	16784270	56952703	99.9998%
Dissent	110	0	110	0.0002%
Invalid	0	0	0	0.0%
<b>Total</b>	<b>40168543</b>	<b>16784270</b>	<b>56952813</b>	<b>100.00%</b>
<b>Outcome</b>	<b>Passed as Special Resolution</b>			
<b>Item No.8 :</b>				
<b>Approve the changes in the clauses of the Article of Association of the company (Special Resolution)</b>				
Assent	40168433	16784270	56952703	99.9998%
Dissent	110	0	110	0.0002%
Invalid	0	0	0	0.0%
<b>Total</b>	<b>40168543</b>	<b>16784270</b>	<b>56952813</b>	<b>100.00%</b>
<b>Outcome</b>	<b>Passed as Special Resolution</b>			
<b>Item No.9 :</b>				
<b>Approve the Change in the registered office of the company (Special Resolution): -</b>				
Assent	40168433	16784270	56952703	99.9998%
Dissent	110	0	110	0.0002%
Invalid	0	0	0	0.0%
<b>Total</b>	<b>40168543</b>	<b>16784270</b>	<b>56952813</b>	<b>100.00%</b>



<b>Outcome</b>	<b>Passed as Special Resolution</b>
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**PRAGATI** Digitally signed  
by PRAGATI  
GUPTA  
**I GUPTA** Date: 2024.08.03  
18:13:14 +05'30'

**Pragati Gupta**  
**Practising Company Secretary**  
**ACS – 19302, C.P. - 7878**  
Date: 03<sup>rd</sup> day of August, 2024  
UDIN:- A019302F000891701