

K.M. Sugar Mills Ltd.

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

Date: September 29, 2025

BSE Limited,	National Stock Exchange of India
25th Floor, Phiroz Jejeebhoy Towers,	Limited,
Dalal Street, Fort,	Exchange Plaza, C-1, Block-G,
Mumbai-400001	Bandra Kurla Complex, Bandra (E),
Phone no. 022-22728527	Mumbai-400051
	Phone no. 022-26598100
Scrip Code:532673	Symbol: INE157H01023

Sub-Outcome and Proceedings of 52nd Annual General Meeting of the Company held on 29.09.2025

Dear Sir,

This is to inform that the 52^{nd} Annual General Meeting of the Company was held on September 29, 2025, through Video Conferencing, and the business as mentioned in the Notice of the meeting was transacted.

In this regard, please find enclosed with this letter the proceedings of the 52nd Annual General Meeting of the Company as required pursuant to the requirements of Regulation 30 read with Schedule III Part A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with the scrutinizer's Report.

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,

Yours sincerely

For K M Sugar Mills Limited

Ritika Tandon

Company Secretary & Compliance Office

Outcome and Proceedings of the 52nd Annual General Meeting of

M/s. K.M. Sugar Mills Limited

The 52nd Annual General Meeting (AGM) of the members of K M Sugar Mills Limited (the Company) was held on Monday, September 29, 2025, 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) Circulars.

Shri L.K. Jhunjhunwala of the Company was the Chairman for the Annual General Meeting and chaired the meeting. Shri S.C. Agarwal, CEO-cum- Executive Director, Shri A.K. Gupta, Chief Financial Officer, Ms. Ritika Tandon, Company Secretary and Compliance Officer of the Company and Mr. Amit Gupta, PCS and Scrutinizer of the meeting, attended the meeting.

The Chairman, on being informed by Ms. Ritika Tandon that the requisite quorum was present, called the meeting to order. The Chairman welcomed the members and auditors present in the meeting and delivered his welcoming speech. The Chairman informed the members that the Registers as required under the Companies Act, 2013, and other relevant documents mentioned in the Notice were available for inspection on the company's website.

The Chairman addressed the members and briefed them about the performance of the company during the last fiscal year. He then explained the Company's policy being adopted for growth in the coming period.

The Chairman then took the formal proceedings of the meeting. With the concurrence of the members, the Notice of the 52^{nd} Annual General Meeting, together with financial statements and the Board's report, was taken as read.

The Chairman 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, 2025, 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.

The Chairman stated that the Company has arranged for a remote e-voting facility for the members entitled to cast their vote on the AGM agenda items from September 26, 2025, to September 28, 2025 (both days inclusive). He 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, the Chairman invited members to ask questions or to make their comments, give suggestions and seek clarifications, if any, on the items set out in the Notice of 52nd Annual General Meeting.

The Chairman answered their questions to the members' satisfaction.



Finally, the Chairman again thanked all the members for joining the meeting held through Video Conferencing and for the trust, passion and confidence in the Company and acknowledged members' sentiments and cherished relationship with the Company.

The Company Secretary informed that Mr. Amit Gupta of M/s. Amit Gupta, Practicing Company Secretaries, was appointed as a scrutinizer for the e-voting purpose and voting through Video Conferencing in the Annual General Meeting. He informed that voting results will be announced latest by Monday, September 29, 2025. He further stated that, results of the voting shall also be uploaded at the website of the Company 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 the e-voting facility provided at the AGM on the following resolutions as set out in the notice of the 52nd AGM of the Company.

The Chairman 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 a vote of thanks to the Members for attending and participating in the meeting. He also thanked the Directors for joining the Meeting and declared the meeting concluded at 11:30 a.m.

The resolutions for the Ordinary and Special as set out in items no. 1 to 6 in the Notice of 52nd Annual General Meeting, were duly approved by members with the requisite majority and therefore are recorded hereunder as part of the proceedings of the 52nd Annual General Meeting.

ORDINARY BUSINESS:

To consider and if, thought fit to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

Item No. 01:- To receive, consider and adopt (a) the Audited Standalone financial statements of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors' and Auditors' thereon; and (b) the Audited Consolidated financial statement of the Company for the financial year ended March 31, 2025 and the report of the Auditors thereon.

- (a) "RESOLVED THAT, the audited standalone financial statements of the Company for the financial year ended March 31, 2025, and the reports of the Board of Directors' and Auditors' thereon as circulated to the members with the notice of the Annual General Meeting, be and are hereby received, considered and adopted."
- (b) "RESOLVED FURTHER THAT the audited consolidated financial statement of the Company for the financial year ended March 31, 2025, and the report of the Auditors



thereon as circulated to the members with the notice of the Annual General Meeting, be and are hereby received, considered and adopted."

To consider and if, thought fit to pass with or without modification(s), the following resolution as a Special Resolution:

Item no. 02:- To appoint a director in place of Shri L.K. Jhunjhunwala (DIN-01854647), who retires by rotation and, being eligible, offered himself for reappointment.

"RESOLVED THAT Shri L.K. Jhunjhunwala (DIN-01854647), who retires by rotation pursuant to the provisions of Section 152 of the Companies Act, 2013 and being eligible, be and is hereby re-appointed as director of the Company and is liable to retire by rotation."

To consider and if, thought fit to pass with or without modification(s), the following resolution as an Ordinary Resolution:

<u>Item No. 03:-</u>To appoint a director in place of Shri Aditya Jhunjhunwala (DIN-01686189), who retires by rotation and being eligible, offered himself for reappointment.

"RESOLVED THAT Shri Aditya Jhunjhunwala (DIN- 01686189), who retires by rotation pursuant to the provisions of Section 152 of the Companies Act, 2013 and being eligible, be and is hereby re-appointed as director of the Company and is liable to retire by rotation."

SPECIAL BUSINESS: -

<u>Item No. 04:-</u> To re-appoint Shri Bibhas Kumar Srivastav (DIN – 06533710) as a Non-Executive and Independent Director of the Company

To consider and, if thought fit, to pass with or without modification(s), the following resolution, as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013, including the Companies (Appointment and Qualification of Directors) Rules, 2014, and in terms of Regulation 17(1A) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the Members be and is hereby accorded for the reappointment of Shri Bibhas Kumar Srivastav (DIN: 06533710), who has attained the age of 69 years, as a Non-Executive Independent Director of the Company, for a second term of five consecutive years commencing from February 01, 2026, subject to such earlier date as may be determined by the Board in accordance with the Company's policy on retirement of directors or any applicable statutory provisions, rules, regulations or guidelines, and who shall not be liable to retire by rotation."



"RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), 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."

Item No. 05:-Appointment of the Secretarial Auditors of the Company

To consider and if thought fit, to pass with or without modification(s), the following resolution, as an Ordinary Resolution:

"RESOLVED THAT pursuant to Section 204 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 (including any statutory amendments, modifications or re-enactment thereof, for the time being in force) and recommendations of the Audit Committee and Board of Directors, M/s. Amit Gupta & Associates, Company Secretaries (Firm Registration No. P2025UP103200) be and is hereby appointed as Secretarial Auditors of the Company for a term of five (5) years, commencing from the conclusion of 52nd Annual General Meeting till the conclusion of 57th Annual General Meeting at such remuneration and on such terms and conditions as may be determined by the Board of Directors (hereinafter referred to as the 'Board' which expression shall include any Committee thereof or person(s) authorized by the Board).

RESOLVED FURTHER THAT the Board (including Committees thereof) be and is hereby authorized to do all such acts, deeds, things and to sign all such documents and writings as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto."

<u>Item No. 06:-</u> Ratification of payment of remuneration to the Cost Auditor for the Financial Year 2025-26:

To consider and if, thought fit to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 148(3) and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactments thereof, for the time being in force), the remuneration payable to M/s. Aman Malviya & Associates, Cost Accountants, Lucknow, (Firm Registration No.000189) who were appointed by the Board of Directors as the Cost Auditors of the Company, based on the recommendation of the Audit Committee, to audit the cost records of the Company for the financial year ending 31st March 2026, at the remuneration approved by the Board of Directors on the recommendation on the Audit Committee plus goods and services tax, as applicable, and reimbursement of out-of-pocket expenses at actuals, if any, incurred in connection with the audit, be and is hereby ratified."



"RESOLVED FURTHER THAT the Board of Directors of the Company (including Committees thereof), 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."

Yours faithfully,

For & on behalf of

For K M Sugar Mills Limited

Ritika Tandon

Company Secretary and Compliance Officer

Place: Lucknow

29-09-2025	Date of Issuance of Report to the company
07-08-2025	Date of Board Meeting in which appointed
5478	Membership Number
S	Qualification
AMIT GUPTA	Firms Name
AMIT GUPTA AND ASSOCIATES	Name of the Scrutinizer

Voting results	
Record date	23-09-2025
Total number of shareholders on record date	57173
No. of shareholders present in the meeting either in person or through proxy	gh proxy
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	g
a) Promoters and Promoter group	11
b) Public	48
No. of resolution passed in the meeting	6



Category	Details (Total	Public- Non Poll Institutions Postal Ball	E-Voting	Total	Institutions Postal Ball	Public- Poll	E-Voting	Total	Promoter Postal Ball			Category Mod		Whether promoter/promoter group are interested in the agenda/resolution?		
Promoter and Promoter Group Public Instrutions		Details of Invalid Votes	Total		Poll Postal Ballot (if applicable)			Postal Ballot (if applicable)				Postal Ballot (if applicable)			Mode of voting		omoter group are	Res	
	No. of Votes		92000170	39336346	39336346		672325		672325		51991499	51991499		(1)	No. of shares held	Description of resolution considered	interested in the ag	Resolution required: (Ordinary / Special)	
			43601901	4022974		4022974	103403			103403	39475524		39475524	(2)	No. of votes polled	lution considered	enda/resolution?	ordinary / Special)	
SUGA	MIN		47.3933	10.2271		10.2271	15.3799			15.3799	75.9269		75.9269	(3)=[(2)/(1)]*100	% of Votes polled on outstanding shares	To receive, consid financial year ended the Audited Consolid			Resolution (1)
9.0			43601895	4022968		4022968	103403			103403	39475524		39475524	(4)	No. of votes – in favour	er and adopt the Au March 31, 2025 and ated financial staten and the			
																7 7 9			
			6	6		6	0			0	0		0	(5)	No. of votes – against	ted Standalone fir the reports of the I ont of the Compan eport of the Audit	No	Ordinary	
			6 100.0000	6 99.9999		6 99.9999	0 100.0000			0 100.0000	0 100.0000		0 100.0000	(5) (6)=[(4)/(2)]*100	No. of votes – % of votes in favour against on votes polled	To receive, consider and adopt the Audited Standalone financial statements of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon and the Audited Consolidated financial statement of the Company for the financial year ended March 31, 2025 and the report of the Auditors thereon	No	Ordinary	



	Appendix and the second			Resolution (2)				
	Resolutio	Resolution required: (Ordinary / Special)	nary / Special)			Special		
5	Whether promoter/promoter group are interested in the agenda/resolution?	oter group are in: agend	are interested in the agenda/resolution?			No		
	Desci	Description of resolution considered	ion considered	To appoint a dire	ector in place of i being eligible, o	Shri L.K. Jhunjhu offers himself fol	To appoint a director in place of Shri L.K. Jhunjhunwala, who retires by rotation and, being eligible, offers himself for re-appointment.	by rotation
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
	E-Voting		39475524	75.9269	39475524	0	100.0000	
Promoter and	Poll Postal Ballot (if	51991499						
Group	applicable)							
	Total	51991499	39475524	75.9269	39475524	0	100.0000	
	E-Voting		103403	15.3799	103403	0	100.0000	
Public- Institutions	Postal Ballot (if applicable)	672325						
	Total	672325	103403	15.3799	103403	0	100.0000	
	E-Voting		4022974	10.2271	4022868	106	99.9974	
Public- Non Institutions	Poll Postal Ballot (if applicable)	39336346						
	Total	39336346	4022974	10.2271	4022868	106	99.9974	11
	Total	92000170	43601901	47.3933	43601795	106	99.9998	
				Wh	Whether resolution is Pass or Not.	is Pass or Not.	٧	Yes
	Details of Invalid Votes	S		S MI				
Category		No. of Votes		WGP TO				
Promoter and	Promoter and Promoter Group			M S				



Public Insitutions
Public - Non Insitutions

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					No. of Votes		Category
						Details of Invalid Votes	
ss or Not	Whether resolution is Pass or Not.	Whether re					
106		43601795	47.3933	43601901	92000170	Total	
106		4022868	10.2271	4022974	39336346	Total	
					39336346	Postal Ballot (if applicable)	Institutions
106		4022868	10.2271	4022974		E-Voting	-
0		103403	15.3799	103403	672325	Total	
					672325	Postal Ballot (if applicable)	Public- Institutions
0		103403	15.3799	103403		E-Voting	
0		39475524	75.9269	39475524	51991499	Total	
					51991499	Postal Ballot (if applicable)	Promoter and Promoter Group
0		39475524	75.9269	39475524		E-Voting	
(5)		(4)	(3)=[(2)/(1)]*100	(2)	(1)		
No. of votes – against	No. of vot	No. of votes – in favour	% of Votes polled on outstanding shares	No. of votes polled	No. of shares held	Mode of voting	Category
nwala, who retire appointment	nunjhunwal appo	r in place of Shri Aditya Ji	Appointment of a director in place of Shri Aditya Jhunjhunwala, who retires by rotation and being eligible, offers himself for re- appointment	Description of resolution considered	Description o		
Ordinary	Ord			Resolution required: (Ordinary / Special) are interested in the agenda/resolution?	Resolution require group are interested in t	Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?	
			Resolution (3)				THE PROPERTY OF THE



	Details of Invalid Votes	Details of Invalid Votes	Total Details of Invalid Votes	Total Total Total	Public- Non Poll Institutions Postal Ballot (if applicable) Total Total Details of Invalid Votes	E-VV Poll Pos Tota	E-W Post Tott Post Post Post Tott	Tote E-V Poll Pos Tote F-V Poll Pos Tote Tote Pos	roup Pos roup Pos Tott E-V Pos Tott Pos Tott Pos Tott	Pos Tott E-V Posl Posl Post	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Total Total Total Total Total Total Total Total	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Total Total Total Total Total Total Total
ites			92000170	39336346 92000170				39 39 92	51 51 39 92	51 51 39 92	No. of sl held (1) 51 51 51 51 51 51	
			000170 43601901					43 4 4			No. c	No. c 999 999 999 999 999
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Whether resolu		.3933 43601795	.2271 4022868		.2271 4022868			<u> </u>		1 11 19 1 19 19 19	No. of fa	No. of fa
Whether resolution is Pass or Not.		35 106	58 106		58 106			10	10	(5)	No. of votes – against (5)	n No. of votes - against (5) 24 (5) 24 0 33 0 38 106
		99.9998	99.9974							(6)=[(4)/(% of votes on votes (6)=[(4)/(% of votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 100.0000 100.0000 99.9974
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Public Insitutions Public - Non Insitutions

Yes	4	is Pass or Not.	Whether resolution is Pass or Not.	Whe				
0.0000	100.0000	6	43601895	47.3933	43601901	92000170	Total	
	99.9999	6	4022968	10.2271	4022974	39336346	Total	
						39336346	Postal Ballot (if applicable)	Public- Non Institutions
0.0001	99.9999	6	4022968	10.2271	4022974		E-Voting Poll	
0.0000	100.0000	0	103403	15.3799	103403	672325	Total	
						672325	Poll Postal Ballot (if applicable)	Public- Institutions
0.0000	100.0000	0	103403	15.3799	103403		E-Voting	
0.0000	100.0000	0	39475524	75.9269	39475524	51991499	Total	Group
						51991499	Poll Postal Ballot (if applicable)	Promoter and Promoter
0.0000	100.0000	0	39475524	75.9269	39475524		E-Voting	
(7)=[(5)/(2)]*100	(6)=[(4)/(2)]*100	(5)	(4)	(3)=[(2)/(1)]*100	(2)	(1)		
% of Votes against on votes polled	% of votes in favour on votes polled	No. of votes – against	No. of votes – in favour	% of Votes polled on outstanding shares	No. of votes polled	No. of shares held	Mode of voting	Category
ny	Appointment of the Secretarial Auditors of the Company	Secretarial Auc	pointment of the	App	on considered	Description of resolution considered		000000000000000000000000000000000000000
		No			the	e interested in	Whether promoter/promoter group are interested in the agenda/resolution?	Whether promoter/
		Ordinary			ary / Special)	Resolution required: (Ordinary / Special)	Resolution	
				Resolution (5)	T			



Category

Details of Invalid Votes

No. of Votes

Promoter and Promoter Group

Public Institutions
Public - Non Institutions

No. of votes No. of votes Patification of payment of remuneration to the Cost Audi for the Financial Year 2025 2026	TOO.OOO							
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Ratification of payment of remuneration to the Cost Audi for the Financial Year 2025 2026 % of Votes polled on outstanding - in favour - against shares (3)=[(2)/(1)]*100 (4) (5) (6)=[(4)/(2)]*100 75.9269 39475524 0 100.0000 1 75.9269 39475524 0 100.0000 1 15.3799 103403 0 100.0000 1 100.0000 1 100.0000 1 100.0000 1 100.0000 1 100.0000 1 100.0000 1 100.0000	99.9999	6	4022968	10.2271	4022974	39336346	Total	
Ratification of payment of remuneration to the Cost Auditor for the Financial Year 2025 2026 % of Votes polled on outstanding - in favour - against shares (3)=[(2)/(1)]*100 (4) (5) (6)=[(4)/(2)]*100 75.9269 39475524 0 100.0000 1 75.9269 39475524 0 100.0000 1 15.3799 103403 0 100.0000 1 100.0000 1 100.0000 1 100.0000						39336346	Postal Ballot (if applicable)	Public- Non Institutions
Ratification of payment of remuneration to the Cost Auditor for the Financial Year 2025 2026 % of Votes polled on outstanding -in favour -against shares (3)=[(2)/(1)]*100 (4) (5) (6)=[(4)/(2)]*100 75.9269 39475524 0 100.0000 1 75.9269 39475524 0 100.0000 1 100.0000 1 100.0000 1 100.0000	99.9999	6	4022968	10.2271	4022974		E-Voting	
Ratification of payment of remuneration to the Cost Auditor for the Financial Year 2025 2026 % of Votes polled on outstanding -in favour -against shares (3)=[(2)/(1)]*100 (4) (5) (6)=[(4)/(2)]*100 75.9269 39475524 0 100.0000 15.3799 103403 0 100.0000	100.0000	0	103403	15.3799	103403	672325	Total	
Ratification of payment of remuneration to the Cost Auditor to Financial Year 2025 2026 % of Votes polled on outstanding -in favour shares (3)=[(2)/(1)]*100 (4) (5) (6)=[(4)/(2)]*100 100.0000 15.9269 39475524 0 100.0000 15.3799 103403 0 100.0000						672325	Poll Postal Ballot (if applicable)	Public- Institutions
Ratification of payment of remuneration to the Cost Auditor to the Financial Year 2025 2026 % of Votes polled on outstanding - in favour against shares (3)=[(2)/(1)]*100 (4) (5) (6)=[(4)/(2)]*100 100,0000	100.0000	0 0	103403	15 3799	103403	51991499	Lotal	
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Ratification of payment of remuneration to the Cost Auditor for the Financial Year 2025 2026 % of Votes polled on outstanding shares (3)=[(2)/(1)]*100 (4) Ratification of payment of remuneration to the Cost Auditor Financial Year 2025 2026 % of votes in favour on votes in favour on votes polled (6)=[(4)/(2)]*100	100.0000	0	39475524	75.9269	39475524		E-Voting	Promoter
Ratification of payment of remuneration to the Cost Auditory for the Financial Year 2025 2026 % of Votes polled on No. of votes outstanding - in favour - against shares Ratification of payment of remuneration to the Cost Auditory for the Financial Year 2025 2026 % of votes in favour on votes polled	-		(4)	(3)=[(2)/(1)]*100	(2)	(1)		
		***	No. of votes – in favour	% of Votes polled on outstanding shares	No. of votes polled	No. of shares held	Mode of voting	Category
	o the Cost Auditor 026	nt of remuneration t Financial Year 2025	ication of payme for the	Ratif	on considered	ption of resoluti	Descri	
up are interested in the agenda/resolution?		No			erested in the la/resolution?	ter group are int agend	Whether promoter/promoter group are interested in the agenda/resolution?	W
Resolution required: (Ordinary / Special) Ordinary		Ordinary			nary / Special)	required: (Ordin	Resolution	



Public Insitutions
Public - Non Insitutions

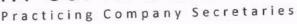
Promoter and Promoter Group

Category

Details of Invalid Votes

No. of Votes

AMIT GUPTA & ASSOCIATES





REPORT OF SCRUTINIZER

To. The Chairman, 52nd Annual General Meeting of Equity Shareholders of K M Sugar Mills Limited 76, Eldeco Greens, Gomti Nagar, Lucknow - 226010, Uttar Pradesh

Dear Sir,

At the outset, I would like to thank you for appointing me as scrutinizer for the remote e-voting and e-voting by your members at the 52nd Annual General Meeting of your Company held on Monday, the 29th day of September, 2025, 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 respects.

Thanking you, Yours faithfully,

AMIT

Digitally signed by AMIT GUPTA GUPTA Date: 2025.09.29

Amit Gupta Managing Partner Amit Gupta & Associates Company Secretaries Firm Registration No. - P2025UP103200 FCS - 5478, C.P. - 4682 P.R. No. 2600/2022

UDIN: F005478G001377266 Date: September 29, 2025

> C-17, Vinay Nagar, Krishna Nagar, Lucknow -226 023 Phone: 94150 05108, 79057 98954, E-mail: amitguptacs@gmail.com



SCRUTINIZER'S REPORT

Name of the Company	K M SUGAR MILLS LIMITED
Meeting	52 nd Annual General Meeting
Date and Time	Monday, the 29 th day of September, 2025 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 the 52nd Annual General Meeting of K M Sugar Mills Limited (hereinafter referred to as "the Company") held on Monday, the 29th day of September, 2025, at 11.00 A.M. through Video Conferencing or other audiovisual 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 August 29, 2025) made available to it 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 & 52nd annual Report in the following manner:

By email	To 55,344 members who have registered their e-mail ids with Depository/the RTA on September 06, 2025
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 Tuesday, September 23, 2025, 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 MUFG Intime India Private Limited ("MUFG Intime") as the agency for providing an e-voting platform.

4.2. Remote E-voting

Remote e-voting was open from 09.00 a.m. IST on Friday, September 26th, 2025, to 5.00 p.m. IST on Sunday, September 28, 2025, 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 the e-voting platform provided by MUFG Intime.

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, MUFG Intime, the e-voting agency, provided us with the name, DP ID/folio numbers and shareholding of the members who had cast their votes through remote e-voting.
- 5.3. The Company has authorized M/s MUFG Intime (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 the vote on each of the resolutions.
- 6.2. The votes were reconciled with the records maintained by the Company and RTA with respect to the authorised representatives lodged with the Company.
- 6.3. I unblocked the remote e-voting results on the MUFG Intime E-voting platform and downloaded the e-voting details.

7. Result

7.1. I observed that

- 7.1.1. 59 members joined this meeting, and nil Members had cast their votes through the Video Conferencing platform provided for the AGM.
- 7.1.2. 49 Members had cast their votes through remote e-voting.
- 7.2. The result of remote e-voting and votes through Video Conferencing, as well as consolidated results with respect to each item on the Agenda as set out in the notice of

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the 52^{nd} AGM dated September 06, 2025, 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 items no. 1 to 6 of the notice dated September 06, 2025, 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.

AMIT GUPTA Digitally signed by AMIT GUPTA Date: 2025.09.29 17:18:23 +05'30'

Amit Gupta
Managing Partner
Amit Gupta & Associates
Company Secretaries
Firm Registration No. - P2025UP103200
FCS - 5478, C.P. - 4682
P.R. No. 2600/2022

UDIN: F005478G001377266 Date: September 29, 2025



Annexure-1

Results of remote E-Voting conducted at the 52nd Annual General Meeting of K M SUGAR MILLS LIMITED

- 1. The result of remote e-voting is as follows:
 - a) Resolution 01 To receive, consider and adopt (a) the Audited Standalone financial statements of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors' and Auditors' thereon; and (b) the Audited Consolidated financial statement of the Company for the financial year ended March 31, 2025 and the report of 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
47	43601895	99.99998%

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
2	6	0.00002%

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
NIL	NIL



b) Resolution 02 -: To appoint a director in place of Shri L.K. Jhunjhunwala, who retires by rotation and, being eligible, offers himself for re-appointment. (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
46	43601795	99.9998%

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
3	106	0.0002%

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid	
NIL	NIL	

 c) Resolution 03 - Appointment of a director in place of Shri Aditya Jhunjhunwala, 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
46	43601795	99.9998%



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
3	106	0.0002%

iii. Invalid votes:

mitting roles .	
Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
NIL	NIL

d) Resolution 04 – To Re-appoint Shri Bibhas Kumar Srivastav (DIN – 06533710) as a Non-Executive and 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
46	43601795	99,9998%

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
3	106	0.0002%

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid	
NIL	NIL	

e) Resolution 05 - Appointment of the Secretarial Auditors of the Company

(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
47	43601895	99.99998%

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
2	6	0.00002%

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were
NIL	declared invalid NIL

f) Resolution 06 – Ratification of payment of remuneration to the Cost Auditor for the Financial Year 2025-26 (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
47	43601895	99.99998%

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
2	6	0.00002%

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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
NIL	NIL



Annexure-2

Results of Voting at the 52nd Annual General Meeting through the platform provided for Video Conferencing for AGM

- 1. The result of the voting during the 52nd AGM is as follows:
- a) Resolution 1 To receive, consider and adopt (a) the Audited Standalone financial statements of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors' and Auditors' thereon; and (b) the Audited Consolidated financial statement of the Company for the financial year ended March 31, 2025 and the report of 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
Nil	Nil	Nil%

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
	Nil	Nil%

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	
NIL	NIL.	

b) Resolution 2 - To appoint a director in place of Shri L.K Jhunjhunwala, who retires by rotation and being eligible, offers himself for re-appointment. (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
Nil	Nil	Nil%

ii. Voted against the resolution:

	200mg/s 200 m/s C 200		
Number of members	Number of votes	% of total number of	
present and voting	casted against the	valid votes casted on	



against (through VC)	resolution	the resolution
	Nil	Nil%

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
NIL	NIL

c) Resolution 3- Appointment of a director in place of Shri Aditya Jhunjhunwala, 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	
Nil	Nil	Nil%	

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
Nil	Nil	Nil%

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
NIL	NIL

d) Resolution 04- To Re-appoint Shri Bibhas Kumar Srivastav (DIN - 06533710) as a Non-Executive and 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	
Nil	Nil	Nil%	

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
Nil	Nil	Nil%



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
NIL	NIL

e) Resolution 05 - Appointment of the Secretarial Auditors of the Company (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
Nil	Nil	Nil%

ii. Voted against the resolution:

Number of members present and voting	Number of votes casted against the	% of total number of valid votes casted on	
against (through VC)	resolution	the resolution	
Nil	Nil	Nil%	

iii. Invalid votes:

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

f) Resolution 06 - Ratification of payment of remuneration to the Cost Auditor for the Financial Year 2025-26 (Ordinary Resolution)

i. Voted in favour of the resolution:

Number of members present and voting in favour (through VC)	t and voting in casted in favour of the	
Nil	Nil	Nil%

ii. Voted against the resolution:

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

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	Nil	Ni	il	Nil%
i. Invalid votes :		in:		
	Total number of members (through VC) whose votes were declared invalid		Total number of votes casted by members whose votes were declared invalid	
	NIL		NIL	



Annexure -3

Consolidated Results of remote E-Voting & E-Voting conducted at the 52nd Annual General Meeting of K M Sugar Mills Limited through Video Conferencing

Particulars	Numb	Percentage			
	Remote E votes	AGM through VC	TOTAL		
Company for Directors' and of the Compa	nsider and adopt (a) the financial year en Auditors' thereon; ny for the financial on. (Ordinary Resolu	ded March 31, 20 and (b) the Audito year ended Mar	25 and the report ed Consolidated fi	s of the Board o	
Assent	43601895	0	43601895	99.99998%	
Dissent	6	0	6	0.00002%	
Invalid	0	0	0	0	
	12 (01001	0	43601901	100.00%	
Total	43601901	0			
Outcome Item No. 2: To appoint a composition of the	Passed as an Ord	inary Resolution	nwala, who retires	s by rotation and	
Outcome Item No. 2: To appoint a composition of the	Passed as an Ord	inary Resolution	nwala, who retires		
Outcome Item No. 2: To appoint a composition of the second seco	Passed as an Ord	inary Resolution Shri L.K Jhunjhunppointment. (Spe	nwala, who retires	99.9998%	
Outcome Item No. 2: To appoint a content of the second o	Passed as an Ord lirector in place of Soffers himself for re-	inary Resolution Shri L.K Jhunjhunppointment. (Spe	nwala, who retires cial Resolution) 43601795	99.9998% 0.0002%	
Outcome Item No. 2: To appoint a desired eligible, of the Assent Dissent Invalid	Passed as an Ord lirector in place of 8 offers himself for re- 43601795	inary Resolution Shri L.K Jhunjhun appointment. (Spe	nwala, who retires cial Resolution) 43601795	99.9998%	
Outcome Item No. 2: To appoint a consistency of the constant	Passed as an Ord lirector in place of 8 offers himself for re- 43601795 106	inary Resolution Shri L.K Jhunjhun appointment. (Spe	nwala, who retires cial Resolution) 43601795 106	99.9998% 0.0002% 0	
Outcome Item No. 2: To appoint a content of the second of	Passed as an Ord lirector in place of 8 offers himself for re- 43601795 106 0 43601901	inary Resolution Shri L.K Jhunjhun appointment. (Spe 0 0 0 al Resolution	nwala, who retires cial Resolution) 43601795 106 0 43601901	99.9998% 0.0002% 0 100.00% etires by rotation	

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Dissent	106	0	106	0.0002%		
Invalid	0	0	0	(
Total	43601901	0	43601901	100.00%		
Outcome	Passed as an Ordinary Resolution					
Item No. 4:						
	Shri Bibhas Kumar Srivas irector of the Company (Sp			Executive and		
Assent	43601795	0	43601795	99.9998%		
Dissent	106	0	106	0.0002%		
Invalid	0	0	0	0		
Total	43601901	0	43601901	100.00%		
Outcome	Passed as a special Resolution					
Item No.5 :			WW 0 Mc	No. eni		
Appointment of	f the Secretarial Auditors of	f the Company				
			(Ordinary Resolu	ntion) 99.99998%		
Appointment of	f the Secretarial Auditors of	f the Company		99.99998%		
Appointment of	f the Secretarial Auditors of	f the Company	43601895			
Appointment of Assent Dissent	f the Secretarial Auditors of 43601895	f the Company	43601895	99.99998% 0.00002% 0		
Appointment of Assent Dissent Invalid Total	f the Secretarial Auditors of 43601895	the Company 0 0 0 0	43601895 6 0	99.99998% 0.00002% 0		
Appointment of Assent Dissent Invalid	43601895 6 0 43601901	the Company 0 0 0 0	43601895 6 0	99.99998% 0.00002% 0		
Appointment of Assent Dissent Invalid Total Outcome Item No.6: Ratification of	43601895 6 0 43601901	f the Company 0 0 0 solution	43601895 6 0 43601901	99.99998% 0.00002% 0 100.00%		
Appointment of Assent Dissent Invalid Total Outcome Item No.6: Ratification of	f the Secretarial Auditors of 43601895 6 0 43601901 Passed as a Ordinary Re payment of remuneration	f the Company 0 0 0 solution	43601895 6 0 43601901	99.99998% 0.00002% 0 100.00%		

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Outcome	Passed as Ordinary Resolution				
Total	43601901	0	43601901	100.00%	
Invalid	0	0	0	0	

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GUPTA

17:18:48 +05'30'

Amit Gupta

Managing Partner

Amit Gupta & Associates

Company Secretaries

Firm Registration No. - P2025UP103200

FCS - 5478, C.P. - 4682

P.R. No. 2600/2022

UDIN: F005478G001377266 Date: September 29, 2025