

August 11, 2023

Bombay Stock Exchange Limited
New Trading Ring,
Rotunda Building, P J Towers, Dalal Street,
Fort Mumbai-400001
Scrip Code: 500097

National Stock Exchange of India Limited
“Exchange Plaza”, Plot No. C-1, Block G
Bandra – Kurla Complex, Bandra (East),
Mumbai – 400 051
Symbol: DALMIASUG

Sub: Proceedings of Annual General Meeting cum voting results pursuant to Regulation 30(6) and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

Dear Sir(s)/Madam(s),

Pursuant to Regulation 30(6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the 71st Annual General Meeting of the Company was held today, Friday, August 11, 2023 at 11.00 a.m. through video conferencing facility provided by National Securities and Depository Limited (“NSDL”). All the items of agenda included in the Notice of the Annual General Meeting dated May 19, 2023 have been approved with requisite majority.

The shareholders were provided with the facility to cast their vote electronically through e-voting services provided by NSDL. The e-voting facility was made available to all the persons who were members of the Company as on the cut-off date, i.e., August 04, 2023.

The remote e-voting had commenced on Tuesday, August 08, 2023 (09:00 am. IST) and ended on Thursday, August 10, 2023 (05:00 pm. IST). The e-voting facility was also made available to the shareholders during the Annual General Meeting.

M/s Vikas Gera and Associates, Practicing Company Secretaries, was appointed as the Scrutinizer to scrutinize the votes cast by the members through remote e-voting and through e-voting at the Annual General Meeting in a fair and transparent manner.

The proceedings of the meeting along with brief details of agenda items and voting results thereof along with Scrutinizer’s report are attached herewith. The same are also posted on the Company’s website www.dalmiasugar.com.

Thanking you,

Yours faithfully,

For **Dalmia Bharat Sugar and Industries Limited**

AASHIMA
KHANNA

Digitally signed by AASHIMA
KHANNA
Date: 2023.08.11 18:27:31 +05'30'

Aashhima V Khanna

Company Secretary

Membership No.: A34517

Enclosures: As above

Dalmia Bharat Sugar and Industries Limited

11th & 12th Floor, Hansalaya Building, 15 Barakhamba Road, New Delhi – 110001, Delhi, India

T + 91 11 23465100 W www.dalmiasugar.com CIN: L15100TN1951PLC000640

Registered Office: Dalmiapuram, District Tiruchirapalli – 621651, Tamil Nadu, India

A **Dalmia Bharat Group** company, www.dalmiabharat.com

VOTING RESULTS	
Record date	04-08-2023
Total number of shareholders on record date	41422
Number of shareholders present in the meeting either in person or	
a)Promoter and promoter group	Not Applicable
b) Public	Not Applicable
Number of shareholders attended the meeting through video	
a)Promoter and promoter group	13
b) Public	76
Number of resolutions passed in meeting	6
Disclosure of notes on voting results	

Resolution Details(1)								
Resolution Required					To consider and adopt the audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2023, and the Reports of the Auditors and Directors thereon.			
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of votes - in favour	No. of votes - in Against	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)	0	0
Promoter and Promoter Group	E-voting	24757899	24757899	100	24757899	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		24757899	24757899	100	24757899	0	100
Public Institutions	E-voting	866623	466370	53.81463451	466370	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		866623	466370	53.81463451	466370	0	100
Public Non-Institutions	E-voting	55314781	35918556	64.93482456	35918517	39	99.99989142	0.000108579
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		55314781	35918556	64.93482456	35918517	39	99.99989142
Total		80939303	61142825	75.54157589	61142786	39	99.99993621	0.00

Resolution Details(2)								
Resolution Required Whether promoter/ promoter group are interested in the agenda/resolution?					To consider and declare final dividend of Rs. 1/- (50%) per equity share of Rs. 2/- for the financial year 2022-23.			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour	No. of votes - in Against	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter and Promoter Group	E-voting	24757899	24757899	100	24757899	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		24757899	24757899	100	24757899	0	100
Public Institutions	E-voting	866623	483864	55.8332747	483864	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		866623	483864	55.8332747	483864	0	100
Public Non-Institutions	E-voting	55314781	35918556	64.9348246	35918517	39	99.9998914	0.00010858
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		55314781	35918556	64.9348246	35918517	39	99.9998914
Total		80939303	61160319	75.5631896	61160280	39	99.9999362	0.00

Resolution Details(3)

Resolution Required					To consider and appoint a Director in place of Shri T. Venkatesan (DIN 00124050), who retires by rotation and being eligible offers himself for re-appointment.			
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		24757899	100	24757899	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	24757899	0	0	0	0	0	0
	Total	24757899	24757899	100	24757899	0	100	0
Public Institutions	E-voting		483864	55.83327468	465140	18724	96.13031761	3.86968239
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	866623	0	0	0	0	0	0
	Total	866623	483864	55.83327468	465140	18724	96.13031761	3.86968239
Public Non-Institutions	E-voting		35918406	64.93455339	35918142	264	99.999265	0.000734999
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	55314781	0	0	0	0	0	0
	Total	55314781	35918406	64.93455339	35918142	264	99.999265	0.000734999
Total		80939303	61160169	75.56300429	61141181	18988	99.96895365	0.03104635

Resolution Details(4)								
Resolution Required					To consider and approve the remuneration of M/s. NSBP & Co., Chartered Accountants, the statutory auditors of the Company for the financial year 2023-24			
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - in Against (5)	% of votes - in favour (6)=[(4)/(2)]* 100	% of votes - in Against (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	24757899	24757899	100	24757899	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot(if applicable)		0	0	0	0	0	
	Total		24757899	24757899	100	24757899	0	100
Public Institutions	E-voting	866623	483864	55.83327468	483864	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot(if applicable)		0	0	0	0	0	
	Total		866623	483864	55.83327468	483864	0	100
Public Non-Institutions	E-voting	55314781	35918556	64.93482456	35918301	255	99.99929006	0.000709939
	Poll		0	0	0	0	0	
	Postal Ballot(if applicable)		0	0	0	0	0	
	Total		55314781	35918556	64.93482456	35918301	255	99.99929006
Total		80939303	61160319	75.56318962	61160064	255	99.99958306	0.000416937

Resolution Details(5)								
Resolution Required					To consider and ratify the remuneration of M/s R. J. Goel & Co., Cost Accountants, the Cost Auditors of the Company for the financial year 2023-24.			
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	24757899	24757899	100	24757899	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		24757899	24757899	100	24757899	0	100
Public Institutions	E-voting	866623	483864	55.83327468	483864	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		866623	483864	55.83327468	483864	0	100
Public Non-Institutions	E-voting	55314781	35918556	64.93482456	35918301	255	99.99929006	0.000709939
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		55314781	35918556	64.93482456	35918301	255	99.99929006
Total		80939303	61160319	75.56318962	61160064	255	99.99958306	0.000416937

Resolution Details(6)					To consider and approve remuneration payable to Non-Executive Directors.			
Resolution Required								
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		24757899	100	24757899	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	24757899	0	0	0	0	0	0
	Total	24757899	24757899	100	24757899	0	100	0
Public Institutions	E-voting		483864	55.83327468	88184	395680	18.22495577	81.77504423
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	866623	0	0	0	0	0	0
	Total	866623	483864	55.83327468	88184	395680	18.22495577	81.77504423
Public Non-Institutions	E-voting		35918556	64.93482456	35917821	735	99.9979537	0.002046296
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	55314781	0	0	0	0	0	0
	Total	55314781	35918556	64.93482456	35917821	735	99.9979537	0.002046296
Total		80939303	61160319	75.56318962	60763904	396415	99.35184282	0.648157182

**Scrutinizer(s) Report**

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the 71st Annual General Meeting (AGM) of the Equity Shareholders of the Dalmia Bharat Sugar and Industries Limited held on Friday, the 11th August, 2023 at 11:00 A.M. through Video Conferencing/other audio video means (VC/OAVM).

Dear Sir,

I, Vikas Gera, proprietor of M/s Vikas Gera & Associates, Company Secretaries, having office at 417, 4th Floor, Suneja Tower, District Centre, Janak Puri, New Delhi-110058, was appointed by the Board of Directors of **Dalmia Bharat Sugar and Industries Limited** ("the Company") as the Scrutinizer for the purpose of scrutinizing the remote electronic voting and electronic/insta voting at the AGM under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 on the resolutions contained in the notice calling the 71st AGM. The 71st AGM was held through video conferencing/other audio video means. ("e-AGM") on **Friday, the 11th August, 2023 at 11:00 A.M. upon presence of quorum and concluded at 11:35 A.M.**

1. The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to remote e-voting and insta voting by the members on the resolutions proposed in the Notice calling the 71st e-AGM of the Company is the responsibility of the Management. My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner, and render a consolidated Scrutinizer's Report to the Chairman on the result of voting on the resolutions based on the reports generated from the electronic voting system provided by the National Securities Depository Limited (NSDL) to the members and other participants at their platforms for participation in the e-AGM at <https://www.evoting.nsdl.com> and for e-voting at <https://www.evoting.nsdl.com>.
2. The Company has engaged National Securities Depository Limited (NSDL) to provide e-voting facilities for voting through electronic means to all the Members who were eligible to participate in the remote e-voting.

3. The Cut-off date for the purpose of identifying the Members who were entitled to vote on the resolutions placed for their approval was Friday, the 04th day of August, 2023.
4. As prescribed in the Rules, the remote e-voting facility was kept open for three days from Tuesday, the 08th day of August, 2023 (09:00 A.M.) till Thursday, the 10th day of August, 2023 (05:00 P.M.).
5. Option for insta poll was provided to the members during the proceedings of e-AGM for 15 minutes after the conclusion of the proceedings of e-AGM.
6. On Friday, the 11th day of August, 2023 at the AGM, at 11:50 A.M. the voting through remote e-voting and e-voting/insta voting process was unblocked by me after conclusion of the time provided to the shareholders for insta voting, who had not e-voted earlier.
7. We submit our report as under:
 - i) **Ordinary Business for adoption of the audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2023, and the Reports of the Auditors' and Directors thereon, Votes in favour- 99.9998%, Votes against- 0.0001% and Abstain from Voting- 0.0001%.**
 - ii) **Ordinary Business for declaration of final dividend of Rs. 1/- (50%) per equity share of Rs.2/- for the financial year 2022-23, Votes in favour- 99.9998%, Votes against- 0.0001% and Abstain from Voting- 0.0001%.**
 - iii) **Ordinary Business to appoint a Director in place of Shri T. Venkatesan (DIN: 00124050), who retires by rotation and being eligible, offers himself for re-appointment, Votes in favour- 99.9689%, Votes against- 0.0310% and Abstain from Voting- 0.0001%.**
 - iv) **Ordinary Business to consider and approve the remuneration of M/s NSBP & Co., Chartered Accountants, the Statutory Auditors of the company for the Financial Year 2023-24 Votes in favour- 99.9995%, Votes against-0.0004% and Abstain from Voting- 0.0001%.**




v) Special Business to ratify the remuneration of M/s R.J Goel & Co., Cost Accountants, the Cost Auditors of the company for the financial year 2023-24, Votes in favour-99.9995%, Votes against-0.0004% and Abstain from Voting-0.0001%.

vi) Special Business to consider and approve remuneration payable to Non-Executive Directors, Votes in favour- 99.3517%, Votes against-0.6481% and Abstain from Voting- 0.0001%.

8. The details of the above-mentioned result have been given in **Annexure-I**.

Place: New Delhi

Date: 11.08.2023

UDIN: F005248E000787282

For Vikas Gera & Associates
Company Secretaries



(Vikas Gera)
C.P. NO. 4500

ANNEXURE-I**Date of AGM – 11th August, 2023****Total No. of Shareholders as on record date – 41422****1. Item No.1:**

Details of the voting result in respect of Ordinary Business passed for audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 and the Report(s) of the Auditors and the Directors' thereon:

Mode of Voting: e-Voting & Insta-poll

Particulars	Number of Members Voting through				Number of votes cast through				Total in percentage
	Insta-poll	e-voting	Abstain	Total	Insta-poll	e-voting	Abstain	Total	
Assent	3	214	-	217	16	61142770	-	61142786	99.9998
Dissent	1	1	-	2	1	38	-	39	0.0001
Invalid Votes	-	-	1	1	-	-	29	29	0.0001
Total	4	215	1	220	17	61142808	29	61142854	100

2. Item No.2:

Details of the voting result in respect of Ordinary Business passed for declaration of final dividend of Rs.1/- (50%) per equity share of Rs.2/- for the financial year 2022-23:

Mode of Voting: e-Voting & Instapoll

Particulars	Number of Members Voting through				Number of votes cast through				Total in percentage
	Instapoll	e-voting	Abstain	Total	Instapoll	e-voting	Abstain	Total	
Assent	3	215	-	218	16	61160264	-	61160280	99.9998
Dissent	1	1	-	2	1	38	-	39	0.0001
Invalid Votes	-	-	1	1	-	-	29	29	0.0001
Total	4	216	1	221	17	61160302	29	61160348	100



3. Item No.3:

Details of the voting result in respect of Ordinary Business passed to appoint a director in place of Shri T. Venkatesan (DIN:00124050), who retires by rotation and being eligible, offers himself for re-appointment:

Mode of Voting: e-Voting & Instapoll

Particulars	Number of Members Voting through				Number of votes cast through				Total in percentage
	Instapoll	e-voting	Abstain	Total	Instapoll	e-voting	Abstain	Total	
Assent	3	207	-	210	16	61141165	-	61141181	99.9689
Dissent	1	8	-	9	1	18987	-	18988	0.0310
Invalid Votes	-	-	1	1	-	-	29	29	0.0001
Total	4	215	1	220	17	61160152	29	61160198	100

4. Item No.4:

Details of the voting result in respect of Ordinary Business passed to Consider and approve the remuneration of M/s NSBP & Co., Chartered Accountants, the Statutory Auditors of the Company for the financial year 2023-24:

Mode of Voting: e-Voting & Instapoll

Particulars	Number of Members Voting through				Number of votes cast through				Total in percentage
	Instapoll	e-voting	Abstain	Total	Instapoll	e-voting	Abstain	Total	
Assent	3	213	-	216	16	61160048	-	61160064	99.9995
Dissent	1	3	-	4	1	254	-	255	0.0004
Invalid Votes	-	-	1	1	-	-	29	29	0.0001
Total	4	216	1	221	17	61160302	29	61160348	100



5. Item No.5:

Details of the voting result in respect of Special Business passed to ratify the remuneration of M/s R.J Goel & Co., Cost Accountants, the Cost Auditors of the company for the financial year 2023-24:

Mode of Voting: e-Voting & Instapoll

Particulars	Number of Members Voting through				Number of votes cast through				Total in percentage
	Instapoll	e-voting	Abstain	Total	Instapoll	e-voting	Abstain	Total	
Assent	3	213	-	216	16	61160048	-	61160064	99.9995
Dissent	1	3	-	4	1	254	-	255	0.0004
Invalid Votes	-	-	1	1	-	-	29	29	0.0001
Total	4	216	1	221	17	61160302	29	61160348	100

6. Item No.6:

Details of the voting result in respect of Special Business passed to approve remuneration payable to Non-Executive Directors:

Mode of Voting: e-Voting & Instapoll

Particulars	Number of Members Voting through				Number of votes cast through				Total in percentage
	Instapoll	e-voting	Abstain	Total	Instapoll	e-voting	Abstain	Total	
Assent	3	183	-	186	16	60763888	-	60763904	99.3517
Dissent	1	33	-	34	1	396414	-	396415	0.6481
Invalid Votes	-	-	1	1	-	-	29	29	0.0001
Total	4	216	1	221	17	61160302	29	61160348	100



RECOMMENDATION: Items 1-6 specified in the notice of 71st AGM have been passed with majority. You may accordingly declare the result of voting.

Place: New Delhi

Date: 11th August, 2023

**For Vikas Gera & Associates
Company Secretaries**



**(Vikas Gera)
C.P. No.4500**

Annexure-II

E-voting & Instapoll:

- We have prepared our report based on the input received from the agency appointed by the Company, i.e., National Securities Depository Limited, which has provided the facility to the members to cast their votes through remote e-voting or instapoll while attending the AGM.
- Shareholders who have attended the AGM, but not opted to cast their vote, have been considered as abstain votes in the report against the respective resolutions stated above.

Place: New Delhi

Date: 11th August, 2023

**For Vikas Gera & Associates
Company Secretaries**

WITNESS



VIVEK ABROZ



JATINDER THUKRAL



**(Vikas Gera)
C.P. No.4500**