

N.K.RASTOGI & ASSOCIATES
COMPANY SECRETARIES

109 CHOUDHARY COMPLEX ,
 9 V S BLOCK, SHAKARPUR ,
 DELHI -110092.
 PHONE 011-22022598
naveen@nkrassociate.com

**COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL
 FOR UTTAM SUGAR MILLS LIMITED**

To,

THE CHAIRMAN

UTTAM SUGAR MILLS LIMITED
 REGD OFF VILLAGE LIBBERHERI, TEHSIL ROORKEE
 HARIDWAR, UTTRAKHAND 247667

Subject : Passing of resolution through electronic and poll conducted at the Extra - Ordinary General Meeting held on Friday, the 26th February, 2016

Dear Sir,

I have been appointed as a Scrutinizer for the e-voting held between 23rd February, 2016 at 09:00 A. M. to 25th February, 2016 at 5:00 P. M. and the Chairman of the Extra - Ordinary General Meeting (EGM) has appointed me as the scrutinizer for the poll held at the Extra - Ordinary General Meeting of the Company on the 26th February, 2016.

The Company had engaged Central Depository Services (India) Limited (CDSL) as the service provider, for extending the facility of electronic voting to the shareholders of the Company from 23rd February, 2016 at 09:00 A. M. to, 25th February, 2016 at 5:00 P. M. M/s Link Intime India Private Limited are the Registrar and Transfer Agent for the Company. The e-voting results were unblocked by me on 26th February, 2016 in the presence of two witnesses. For further details kindly refer my Scrutinizer's report dated 26th February, 2016 attached herewith.



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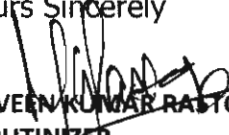
At the Extra - Ordinary General Meeting of the Company held on 26th February, 2016, the Chairman of the Company had suo motto called for a poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process. The Chairman of the Extra Ordinary General Meeting had appointed me as the Scrutinizer for the same. For further details kindly refer to my Scrutinizer's report in form MGT 13 dated 26th February, 2016.

The result of the E- voting together with that of the poll are as under:

Agenda Item No. of Notice	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	% age	Nos.	% age	Nos.	% age
Item No. 1 of the Notice (As an Ordinary Resolution)	E- Voting	29427031	99.97	0	0	0	0
	Poll	9136	0.03	0	0	0	0
	TOTAL	29436167	100	0	0	0	0

The Resolution as stated in the Notice of EGM stand passed under e-voting and poll with the requisite majority. I hereby confirm that I am maintaining the registers received from the Service Provider both electronically and manually, in respect of the votes cast through e- voting and poll by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorised by you.

Thanking you,
Yours Sincerely


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



Place : Roorkee
Dated : 26.02.2016