



UTTAM SUGAR MILLS LIMITED

Reply to :

Legal & Secretarial Department

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December 17, 2014

National Stock Exchange of India Ltd.
Listing Department
"Exchange Plaza", Bandra-Kurla Complex,
Bandra (E), Mumbai – 400 051

B.S.E. Limited
Listing Department
P.J. Tower,
Dalal Street,
Fort, Mumbai – 400 001
Ref. – Scrip Code - 532729

Ref. :- Symbol – UTTAMSUGAR

Dear Sirs,

Sub. :- Gist of the Proceedings of Annual General Meeting of Company held on 15th December, 2014

The 19th Annual General Meeting the members of the Company was held on Monday, 15th December, 2014 at 12.30 p.m. at the Registered Office of the Company at Village Libberheri, Tehsil Roorkee, District Haridwar, Uttarakhand.

Mr. Raj Kumar Adlakha, Managing Director of the Company chaired the Annual General Meeting.

Total 340 members (including authorised representatives) attended the meeting as per the records of attendance. After ascertaining that the requisite quorum for the meeting was present, the chairman called the meeting in order.

Mr. G. Ramarathnam, Chief – Legal and Corporate Affairs & Company Secretary of the Company welcomed the members of the Company and read the Auditors' Report dated 28th August, 2014.

The Chairman addressed the members with particular reference to the financial performance of the Company for the financial year ended on 30th June, 2014 and future outlook.

Then, Mr. G. Ramarathnam, Chief – Legal and Corporate Affairs & Company Secretary informed the members that pursuant to the provisions of Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement with the Stock Exchanges, the Company has extended the e-voting facility to the Members of the Company in respect of businesses to be transacted at the Annual General Meeting. The e-voting period commenced on 9th December, 2014 at 9.00 am and ended on 11th December, 2014 at 6.00 pm.

He also informed the members that the Company has arranged for a poll for all the resolutions proposed to be passed in the meeting and Mr. Naveen Kumar Rastogi, Practicing Company Secretary (Membership No. FCS 3685) has been appointed as scrutiniser for the purpose.

Thereafter, Mr. G. Ramarathnam ordered for the poll. He announced that Combined result of the Poll and E-voting will be displayed on the website and also will be intimated to the stock exchanges within 48 Hours of the conclusion of the meeting.

The Company received the Scrutiniser's Report on e-voting and poll on 12th December 2014 and 16th December, 2014 respectively. On the combined result of e-voting and poll, all the following resolutions were passed with requisite majority:

1. Adoption of Audited Financial Statements for the year ended 30th June, 2014.
2. Re-appointment of Mr. Ashok Kumar Agarwal, (DIN : 05199585) who retires by rotation.

Corporate Identity Number (CIN) : L99999UR1993PLC032518



Registered Office : Village - Libberheri, Roorkee, District - Haridwar, Uttarakhand - 247667, India.

Corporate Office : A-2E, IIIrd Floor, CMA Tower, Sector-24, NOIDA - 201 301 Uttar Pradesh, India

Telephone : +91-120-425000, Facsimile : +91-120-4525015

3. Re-appointment of M/s. B. K. Kapur & Company, Chartered Accountants as Statutory Auditor and fixing their remuneration.
4. Re-appointment of Mr. Ashok Kumar Agarwal (DIN: 05199585) as an Executive/Whole-time Director of the Company.
5. Re-appointment of Mr. Raj Kumar Adlakha (DIN: 00133256) as a Managing Director of the Company.
6. Appointment of Dr. Ramasamy Vasudevan (DIN: 00109908) as an Independent Director of the Company.
7. Appointment of Mr. Gurbachan Singh Matta (DIN: 02612602) as an Independent Director of the Company.
8. Approval of the remuneration of the Cost Auditor for the financial year 2014-2015.
9. Alteration in Articles of Association of the Company by deletion of existing and substitution of new Article No. 69 & 116 pursuant to Section 14 of the Companies Act, 2013.

This is in compliance of the provisions of Clause 31 (d) of the Listing Agreement.

Thanking you.

Yours faithfully,

FOR UTTAM SUGAR MILLS LTD.



(RAJESH GARG)
DGM - CORPORATE & LEGAL

