

**SCRUTINIZER'S REPORT ON E-VOTING
FOR UTTAM SUGAR MILLS LIMITED**

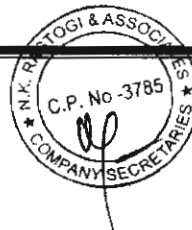
To,
THE CHAIRMAN
UTTAM SUGAR MILLS LIMITED
REGD OFF VILLAGE LIBBERHERI, TEHSIL ROORKEE
HARIDWAR, UTTRAKHAND 247667

EXTRA - ORDINARY GENERAL MEETING OF UTTAM SUGAR MILLS LIMITED

Subject : Passing of resolution through electronic Voting at the Extra - Ordinary General Meeting held on Friday, the 26th February 2016 at Village Libberheri, Tehsil Roorkee Haridwar , Uttarakhand - 247667

Dear Sir,

1. Pursuant to the resolution passed by the Board of Directors of Uttam Sugar Mills Limited (hereinafter referred to as the "Company") on 25th January, 2016. I have been appointed as a Scrutinizer for the e-voting process as mentioned under Rule 20 of the Companies (Management and Administration) Rules, 2014 amended up to date.
2. The Company engaged Central Depository Services (India) Limited (CDSL) as the Service Provider for extending the facility of electronic voting to the shareholders of the Company. The Service Provider provided a system for recording the votes of the Shareholders electronically on the business (special business) sought to be transacted in the Extra - Ordinary General Meeting (EGM) of the Company, which is held on Friday, the 26th February, 2016. Central Depository Services (India) Limited (CDSL) had set up e-voting facility on their website, www.evotingindia.com The Company had uploaded Notice of Extra Ordinary General Meeting on the website of the Company and also



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it's Service Provider to facilitate their shareholders to cast their vote through e-voting.

As on the cutoff date there were 20233 Shareholders of the Company. The Notice of Extra - Ordinary General Meeting and Circular for e-voting was sent through email to 9046 Shareholders whose email id was made available by the two depositories and for those holding in physical form to the extent it was available with the RTA and in the physical form to 11217 shareholders through registered post.

3. The Notice sent both through email and physical form contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.
4. The cutoff date (Record date) for the purposes of identifying the Shareholders who will be entitled to vote on the resolutions placed for the approval of the shareholders was 19.02.2016. The e-voting facility was kept open from 23rd February, 2016 at 9.00 A.M. to 25th February, 2016 at 5.00 P.M.
5. Pursuant to the provisions of Rule 20 of Companies (Management and Administration) Rules, 2014 as amended upto date, the Company also released an advertisement, which was published in Financial Express, English Newspaper and in Himachal Times, Hindi Newspaper on 02nd February, 2016 and 03rd February, 2016 respectively.. The notice published in the newspaper carried the required information as specified in the Rule 20.



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6. At the end of the voting period on 25th February, 2016 at 5.00 P.M. the voting Portal of the service provider was blocked forthwith. On 26th February, 2016 at 14.39 hrs, the votes cast through e-voting facility was duly unblocked by me as a Scrutinizer in the presence of MR. Pranabh Kapoor and MR. Pradeep Soni who acted as the witnesses, as prescribed in Rule 20 of Companies (Management and Administration) Rules, 2014.

7. Particulars of all Votes cast by electronic mode have been entered in the register separately maintained for the purpose in electronic mode.

As a Scrutinizer the report of the e-voting carried by the shareholders was duly complied, the detail of which are as follows.

RESOLUTION – EROSION IN THE NET WORTH OF THE COMPANY

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.10/- each. (Votes)	% age of the Total Votes received	% age of paid - up share capital of the Company
Total Votes received by electronic mode	32	29427031	100	77.16
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	0	0	0	0
Total Number of Votes in favour of Resolution	32	29427031	100	77.16



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The resolution contained in the notice dated 27th January, 2016 calling the Extra - Ordinary General Meeting of the Company stand passed under e-voting process with 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 by the shareholders of the Company. I shall be arranging to hand over these records to the Chairman of the Company or such other person to be authorised by him in due course as prescribed in the said rules.

Thanking you,

Yours Sincerely



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



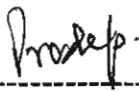
Place : Roorkee
Dated : 26.02.2016

Witness :

1. MR PRANABH KAPOOR
S/o SHRI RAM MOHAN KAPOOR
18/30 MAITHAN
AGRA-282003


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2. SHRI PRADEEP SONI
S/o SHRI GOVIND PRASHAD SONI
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