

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, UTTARAKHAND - 247667

23RD ANNUAL GENERAL MEETING OF UTTAM SUGAR MILLS LIMITED

Subject : Passing of resolutions through electronic and poll conducted at the 23rd Annual General Meeting held on Friday, the 17th August, 2018

Dear Sir,

I had been appointed as Scrutinizer by the Board of Directors ("The Board") in their meeting held on 10th July, 2018 for the e-voting process between 13th August, 2018 at 9.00 a.m. to 16th August, 2018 at 5.00 p.m. and the Chairman of the 23rd Annual General Meeting (AGM) had appointed me as the scrutinizer for the poll conducted at the 23rd Annual General Meeting of **Uttam Sugar Mills Limited** ("The Company").

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 Monday, 13th August, 2018 at 9.00 a.m. to Thursday, 16th August, 2018 at 5.00 p.m. M/s Link Intime India Private Limited are the Registrar and Transfer Agent ("RTA") for the Company. The e-voting results were unblocked by me on 17th August, 2018 in the presence of two witnesses. For further details kindly refer my Scrutinizer's report dated 17th August, 2018 attached herewith.

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At the 23rd Annual General Meeting of the Company held on 17th August, 2018, the Chairman of the Company had suo moto called for a poll to facilitate the members present in the meeting to record their votes through the poll process. For further details kindly refer to my Scrutinizer's report in form MGT - 13 dated 17th August, 2018.

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

| Agenda Item No. of Notice | Mode of Voting | 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 | 30233252 | 99.95 | 1 | 0 | 0 | 0 |
| | Poll | 3926 | 0.05 | 0 | 0 | 5 | 0 |
| | TOTAL | 30237178 | 100 | 1 | 0 | 5 | 0 |
| Item No. 2 of the Notice (As an Ordinary Resolution) | E- Voting | 1629592 | 99.95 | 76 | 0 | 0 | 0 |
| | Poll | 3926 | 0.05 | 0 | 0 | 5 | 0 |
| | TOTAL | 1633518 | 100 | 76 | 0 | 5 | 0 |
| Item No. 3 of the Notice (As an Ordinary Resolution) | E- Voting | 30233177 | 99.95 | 76 | 0 | 0 | 0 |
| | Poll | 3926 | 0.05 | 0 | 0 | 5 | 0 |
| | TOTAL | 30237103 | 100 | 76 | 0 | 5 | 0 |

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| | | | | | | | |
|--|--------------|-----------------|------------|-----------|----------|----------|----------|
| Item No. 4 of the Notice (As a Special Resolution) | E- Voting | 30233177 | 99.95 | 76 | 0 | 0 | 0 |
| | Poll | 3926 | 0.05 | 0 | 0 | 5 | 0 |
| | TOTAL | 30237103 | 100 | 76 | 0 | 5 | 0 |
| Item No. 5 of the Notice (As a Special Resolution) | E- Voting | 1629592 | 99.95 | 76 | 0 | 0 | 0 |
| | Poll | 3926 | 0.05 | 0 | 0 | 5 | 0 |
| | TOTAL | 1633518 | 100 | 76 | 0 | 5 | 0 |
| Item No. 6 of the Notice (As a Special Resolution) | E- Voting | 30233177 | 99.95 | 76 | 0 | 0 | 0 |
| | Poll | 3923 | 0.05 | 3 | 0 | 5 | 0 |
| | TOTAL | 30237100 | 100 | 79 | 0 | 5 | 0 |
| Item No. 7 of the Notice (As a Special Resolution) | E- Voting | 30233177 | 99.95 | 76 | 0 | 0 | 0 |
| | Poll | 3923 | 0.05 | 3 | 0 | 5 | 0 |
| | TOTAL | 30237100 | 100 | 79 | 0 | 5 | 0 |
| Item No. 8 of the Notice (As an Ordinary Resolution) | E- Voting | 30233177 | 99.95 | 76 | 0 | 0 | 0 |
| | Poll | 3926 | 0.05 | 0 | 0 | 5 | 0 |
| | TOTAL | 30237103 | 100 | 76 | 0 | 5 | 0 |
| Item No. 9 of the Notice (As an Ordinary Resolution) | E- Voting | 30233177 | 99.95 | 76 | 0 | 0 | 0 |
| | Poll | 3926 | 0.05 | 0 | 0 | 5 | 0 |
| | TOTAL | 30237103 | 100 | 76 | 0 | 5 | 0 |

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All the Resolutions 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 : 17.08.2018