

DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.
COMPANY SECRETARY

OFFICE: 205, 2ND FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD
(EAST), MUMBAI-400097.

TEL NO.: 9167110063 E-MAIL: dinesh.deora@yahoo.com

1. In terms of provisions of Section 108 of the Companies Act,2013 read with Rule 20 of the Companies (Management & Administration) Rules,2014 (the Rules) as amended , I was appointed as Scrutinizer by the Company on 21st August,2018 to the remote e-Voting process for passing the items on the agenda as contained in the Notice dated 21st August,2018.
2. On the basis of the Register of Members and the List of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NDSL) and Central Depository Services (India) Limited (CDSL), for the purpose of remote e-Voting, the Company completed dispatch of the Notice of remote e-Voting by permitted means.
3. In terms of the aforesaid Notice, remote e-Voting was open for three days from **9.00 a.m. on Wednesday, 26th September,2018 to 5.00 p.m. on Friday, 28th September,2018** and members were required to cast their votes electronically conveying their asset or dissent in respect of the Ordinary and Special Resolutions, on e-Voting platform provided by CDSL.
4. The Voting rights were reckoned as on **Monday, 22nd September, 2018**, being the Cut-Off date for the purpose of remote e-Voting.
5. As required in the Rules, I unlocked the remote e-Voting on the platform provided by CDSL after completion of the remote e-Voting process at 10.52 a.m. on 5th October, 2018, in the presence of Mr. Pankaj Makharia and Mr. Jainendra Yadav.
6. Based on the results made available to me, 107 (One Hundred Seven) folio has cast their votes on the e-Voting platform and I have annexed with this Report, a summary of the e-Voting Results for each of the agenda items contained in the said Notice.



DINESH KUMAR DEORA
Practising Company Secretary
Membership No FCS 5683
COP No 4119



Date: 5th October, 2018
Place: Mumbai

**Report of Scrutinizer on remote e-Voting by Shareholders of
Kanoria Sugar & General Manufacturing Company Limited**

DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.
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SUMMARY OF E-VOTING RESULTS

EVSN Reference No. 180830057

Voting Start Date: 26/09/2018 09.00 AM

Voting End Date: 28/09/2018 05.00 PM

Items on the Agenda	Voted in Favour		Voted Against		Abstained	
	Number of Folios Voted	Number of Votes	Number of Folios Voted	Number of Votes	Number of Folios Voted	Number of Votes
1	107	4033	0	0	0	0
2	107	4033	0	0	0	0
3	107	4033	0	0	0	0
4	107	4033	0	0	0	0



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To,
The Chairman
Of the Annual General Meeting of the Shareholders of
Kanoria Sugar & General Manufacturing Company Limited
Captainganj, Dist. Kushi Nagar, Uttar Pradesh-274301

Dear Sir

At the outset, I would like to thank you for entrusting me with the task of scrutinizing the remote e-Voting and voting on Poll by your Shareholders, at the Annual General Meeting of your Company held on Saturday, 29th September, 2018 at 11.00 A.M.

Please find enclosed Consolidated Results of remote e-Voting & Poll. I have issued separate report on remote e-voting and the Report on Poll results at the AGM.

My report on remote e-Voting is based on the data downloaded from the e-Voting platform provided by Central Depository Services (India) Limited (CDSL) and the Report on Poll Results prepared by me is based on the data provided / authenticated by your Registrar and Share Transfer Agent, M/s. Beetal Financial & Computer Services Private Limited.

I trust you will find Report to be comprehensive and self-explanatory in all respects. I will, however, be happy to answer your queries, if any, on the same.



DINESH KUMAR DEORA
Practising Company Secretary
Membership No FCS 5683
COP No 4119



Date: 5th October, 2018
Place: Mumbai

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Consolidated Results



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Based on Results of remote e-Voting & Poll at the Annual General Meeting held on Saturday, 29th September, 2018 at 11.00 A.M., Consolidated Results of each item on the Agenda as set out in the Notice dated 21st August, 2018 is annexed herewith.

CONSOLIDATED RESULTS OF ITEM NO. 1 – ORDINARY RESOLUTION

Subject	To consider and adopt – I. The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2018, and the report of the Board of Directors' and Auditors' thereon. II. The Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2018, and the report of the Auditors' thereon;
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	4033	500	4533	100.00
Dissent	0	0	0	0
Invalid/Abstain	0	0	0	0
Total	4033	500	4533	100.00

Thus, the **Ordinary Resolution** as contained in Item No. 1 of the Notice dated 21st August, 2018 is passed with **REQUISITE MAJORITY**.

CONSOLIDATED RESULTS OF ITEM NO. 2 – ORDINARY RESOLUTION

Subject	To appoint a Director in place of Mr. Sanjay Kumar Kanoria (DIN 00067203), who retires by rotation at this Annual General Meeting and, being eligible has offered himself for re-appointment.
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	4033	500	4533	100.00
Dissent	0	0	0	0
Invalid/Abstain	0	0	0	0
Total	4033	500	4533	100.00



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Thus, the **Ordinary Resolution** as contained in Item No. 2 of the Notice dated 21st August, 2018 is passed with **REQUISITE MAJORITY**.

CONSOLIDATED RESULTS OF ITEM NO. 3 – ORDINARY RESOLUTION

Subject	To regularize Mr. Fanindra Biswal (DIN 08034992) as Director as well as Whole Time Director of the company
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	4033	500	4533	100.00
Dissent	0	0	0	0
Invalid/Abstain	0	0	0	0
Total	4033	500	4533	100.00

Thus, the **Ordinary Resolution** as contained in Item No. 3 of the Notice dated 21st August, 2018 is passed with **REQUISITE MAJORITY**.

CONSOLIDATED RESULTS OF ITEM NO. 4 – ORDINARY RESOLUTION

Subject	Ratification of appointment and Remuneration of M/s. Mahendra Singh & Co., Cost Accountants.
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	4033	500	4533	100.00
Dissent	0	0	0	0
Invalid/Abstain	0	0	0	0
Total	4033	500	4533	100.00



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Thus, the **Ordinary Resolution** as contained in Item No. 4 of the Notice dated 21st August, 2018 is passed with **REQUISITE MAJORITY**.



DINESH KUMAR DEORA
Practising Company Secretary
Membership No FCS 5683
COP No 4119



Date: 5th October, 2018
Place: Mumbai

Poll Results
Of the
Poll Conducted
At the
27th Annual General Meeting
Of
Kanoria Sugar & General Manufacturing
Company Limited
At
Captainganj, Dist. Kushi Nagar, Uttar
Pradesh-274301



FORM No. MGT-13

Report of Scrutinizers

**[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]**

To,
The Chairman
Of the Annual General Meeting of the Shareholders of
Kanoria Sugar & General Manufacturing Company Limited
Captainganj, Dist. Kushi Nagar, Uttar Pradesh-274301

AGM held on: Saturday, 29th September, 2018 at 11.00 A.M.

Dear Sir,

I, Dinesh Kumar Deora, Practising Company Secretary appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the Annual General Meeting of Kanoria Sugar & General Manufacturing Company Limited held on Saturday, 29th Septemebr,2018 at 11.00 A.M. , submit my report as under:

1. After the Chairman announced the commencement of Voting, one Ballot Box for polling was locked in my presence with due identification marks placed by us.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s. Beetal Financial & Computer Services Private Limited, Registrar and Transfer Agents of the Company and the authorisations / proxies lodged with the Company.
3. The polling papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
4. The results of the poll for each item on the agenda are Resolution wise annexed to this report.



5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and have been duly handed over to the Company Secretary for keeping in safe record.



DINESH KUMAR DEORA

PRACTISING COMPANY SECRETARY

Membership No FCS 5683

COP No 4119



Date: 5th October, 2018

Place: Mumbai

Item No. 1 – Ordinary Resolution

To consider and adopt –

- I. **The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2018, and the report of the Board of Directors' and Auditors' thereon.**
- II. **The Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2018, and the report of the Auditors' thereon;**

(i) Voted **in favour** of the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
20	500	0

(ii) Voted **against** the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0

Item No. 2 – Ordinary Resolution

To appoint a Director in place of Mr. Sanjay Kumar Kanoria (DIN 00067203), who retires by rotation at this Annual General Meeting and, being eligible has offered himself for re-appointment.

(i) Voted **in favour** of the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
20	500	0

(ii) Voted **against** the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0



(iii) **Invalid votes :**

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0

Item No. 3 – Ordinary Resolution

To regularize Mr. Fanindra Biswal (DIN 08034992) as Director as well as Whole Time Director of the company

(i) **Voted in favour** of the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
20	500	0

(ii) **Voted against** the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid votes :**

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0

Item No. 4 – Ordinary Resolution

Ratification of appointment and Remuneration of M/s. Mahendra Singh & Co., Cost Accountants.

(i) **Voted in favour** of the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
20	500	0

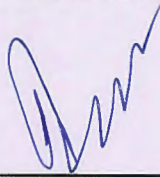
(ii) **Voted against** the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0



(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0



DINESH KUMAR DEORA
PRACTISING COMPANY SECRETARY

Membership No FCS 5683

COP No 4119



Date: 5th October, 2018

Place: Mumbai

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Remote E-Voting Results



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