



Dhampur Sugar Mills Limited

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30.08.2018

To,

**The Asst. Vice President
National Stock Exchange of India Ltd.
Exchange plaza, Bandra Kurla Complex
Bandra (E)
Mumbai - 400 051**

**The Asst. General Manager
Dept of Corp. Services,
BSE Limited
P.J. Towers, Dalal Street, Fort,
Mumbai: 400001.**

Dear Sir,

Sub: Proceedings of 83rd Annual General Meeting of Dhampur Sugar Mills Limited

This is to inform you that 83rd Annual General Meeting of Members of the Company scheduled today at Dhampur Sugar Mill Compound, Distt. Bijnor (U.P.) has been concluded at 3.40 P.M. after transacting the businesses as stated in the Notice convening the Annual General Meeting.

In compliance with Regulation 30 read with Para A of Part A of Schedule III of SEBI (LODR) Regulations, 2015, please find enclosed the proceedings of the 83rd Annual General Meeting.

You are requested to kindly take the above information on your records.

For Dhampur Sugar Mills Limited


**Aparna Goel
Company Secretary
M.No :22787**



PROCEEDINGS OF THE 83RD ANNUAL GENERAL MEETING OF DHAMPUR SUGAR MILLS LIMITED HELD ON THURSDAY, 30TH DAY OF AUGUST, 2018 AT THE REGISTERED OFFICE OF THE COMPANY AT DHAMPUR, DISTRICT - BIJNOR (U.P.) AT 2.00 P.M.

The 83rd Annual General Meeting of the Company was held today at the registered office of the Company at Sugar Mill Compound, Dhampur, Distt. Bijnor (U.P) at 2.00 P.M.

Ms Aparna Goel, Company Secretary welcome the Shareholders, Directors and others present.

She further explained that Statutory Registers, Returns, Secretarial Audit Report etc were available for Inspection of the Members.

Due to ill health of Shri V.K Goel, Chairman, he was not able to attend the meeting and in his absence Shri Gautam Goel, Managing Director was elected as Chairman of the meeting with the consent of Shareholders.

Shri Sandeep Sharma, Whole Time Director and Shri Priya Brat, Independent Director were on the dais besides Mr. Gautam Goel, Chairman of the Meeting.

Shri M.P Mehrotra, Chairman of Audit Committee and Nomination and Remuneration Committee and Shri Ashwani K Gupta Chairman of the Stakeholder Relationship Committee of the Board were not able to attend the meeting due to their non-availability and had nominated Shri Priya Brat, member of above committees of the Board to attend the meeting on their behalf and answer shareholders queries, if any.

The statutory Auditors sought exemption to attend the meeting.

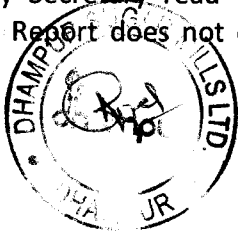
Mr. Saket Sharma, Secretarial Auditors, Partner GSK & Associates was also present in the meeting.

Minutes of the last meeting were read and confirmed.

After ascertaining the requisite quorum, the Chairman called the meeting to start and extended a warm welcome to the members present. He explained the overall scenario of sugar industry viz a viz Company's performance at macro level.

With the permission of members the Notice of the Meeting, the Director's Report along with Annexure thereto and the Annual Accounts for the financial year ended March, 2018 were taken as read.

Ms. Aparna Goel, Company Secretary read the Auditors Report and It was further informed that the Auditors Report does not contain any qualification, observation or



comment on Annual Accounts of the Company for the Financial Year ending 31st March, 2018.

The Chairman stated that the Company's Chief Financial Officer, Shri Nalin K Gupta is present in the meeting and requested the Members that they can raise the queries, if any on the Annual Accounts of the Company. No query was raised by the members. He however explained the main numbers viz revenue, profit etc of the Company.

It was informed that Remote E-voting facility had been provided to the members. Remote E-voting was open from 27th August, 2018 to 29th August, 2018.

Mr. Saket Sharma, Partner, GSK & Associates, Company Secretaries was appointed as Scrutinizer to scrutinize the process of Remote e-voting and voting at the meeting in fair and transparent manner.

The Company Secretary then one by one read the items to be transacted. She then informed that Shri Gautam Goel, Managing Director and Shri Sandeep Sharma, Whole Time Director were interested in item No. 3 and 4 respectively. The Chairman thereafter ordered for voting by poll and requested the shareholders who had not cast their vote on Remote e-voting, to cast their vote and then ballot papers were distributed under the supervision of Mr. Saket Sharma, Scrutinizer.

The Members were briefed about the process of Poll and two empty ballot boxes were displayed and sealed.

The poll was then conducted on the following items :

S.No	Details of Resolutions	Resolution Type
1	Adoption of Audited Financial Statements of the Company for the Financial Year ended 31st March, 2018 together with Board's Report and Auditors' Report thereon.	Ordinary
2	To confirm the payment of Interim Dividend of Rs. 3.00 per Equity Share of Rs.10 each paid during the year as Final Dividend for the year ended 31st March, 2018.	Ordinary
3	Re-appointment of Shri Gautam Goel, Director of the Company , who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
4	Re-appointment of Shri Sandeep Kumar Sharma, Director of the Company, who retires by rotation and being eligible, offers himself for re- appointment.	Ordinary
5	Ratification of Remuneration payable to Shri S.R Kapur, the Cost Auditors of the Company for the Financial Year 2018-19.	Ordinary



6	Approval of charges for service of documents on the Shareholders.	Ordinary
7	Continuation of the term of Shri. Priya Brat, Non-Executive Independent Director of the Company.	Special
8	Continuation of the term of Shri. Mahesh Prasad Mehrotra, Non- Executive Independent Director of the Company.	Special
9	Continuation of the term of Shri. Harish Saluja, Non Executive Independent Director of the Company.	Special

It was then announced that the combined results would be displayed /announced through the website of the Company within 48 hours from the conclusion of the meeting and be intimated to NSDL and Stock Exchanges where the securities of the Company are listed.

The meeting concluded with vote of thanks to the Chair.

For Dhampur Sugar Mills Limited


Aparna Goel
Company Secretary
M.No :22787

