



11<sup>th</sup> August 2017

<b>To,</b> <b>The Head – Listing &amp; Compliances</b> <b>Metropolitan Stock Exchange of India Limited</b> <b>4<sup>th</sup> Floor, Vibgyor Towers,</b> <b>Plot No. C – 62 Opp. Trident Hotel</b> <b>Bandra Kurla Complex</b> <b>Bandra East, Mumbai 400098</b> <b>Scrip code – GOBIND</b>	<b>To,</b> <b>The Secretary</b> <b>The Calcutta Stock Exchange Ltd</b> <b>7, Lyons Range</b> <b>Kolkata 700 001</b> <b>Company Code: 10017013</b>
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**Company Code: 10017013 (ISIN – INE246E01013)**

**Sub: Compliance of Regulation 44(3) of Listing Regulations w.r.t. submission of voting results of Postal Ballot of Gobind Sugar Mills Limited (the Company)**

Dear Sir,

This is to inform you that the Company has received the approval of members of the Company w.r.t. resolutions mentioned in the postal ballot notice dated 19<sup>th</sup> May 2017 being despatched to shareholders for obtaining their consent.

In terms of the **Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 read with Circular no. CIR/CFD/CMD/8/2015 dated 4.11.2015**, the voting results of the postal ballot alongwith the report of the scrutinizer dated 11<sup>th</sup> August 2017 for the postal ballot process is enclosed herewith.

Would request you to kindly take the same on record and acknowledge receipt.

Thanking You,

Yours Sincerely  
**For Gobind Sugar Mills Limited**

  
**Laxman Aggarwal**  
**Company Secretary**



Encl: as above

**GOBIND SUGAR MILLS LIMITED**

Regd. Office: Birla Building, 5th Floor, 9/1, R.N. Mukherjee Road, Kolkata - 700 001  
Corp. Office: Global Business Park, Tower-A, 5th Floor, M. G. Road, Sector -26, Gurgaon - 122002, Haryana  
Tel. : +91-124-4827800 Fax.: +91-124-4212046 Email : ig.gsml@adventz.com,  
CIN No. L15421WB1952PLC020577, Website : www.gobindsugar.com



**Summary of Voting Results of Postal Ballot pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Date of the AGM /EGM	Not Applicable
Total No. of Shareholders as on Record Date (23.06.2017)	3172
No. of Shareholders present in the meeting either in person or through proxy <i>Promoters and Promoter Group</i> <i>Public</i>	Not Applicable
No. of Shareholders attended the meeting through video conferencing <i>Promoters and Promoter Group</i> <i>Public</i>	Not Applicable

**Details of the Agenda:**

**Item No. 1 – Rescinding of resolution for Increase in Authorised Share Capital of the Company**

Resolution required: Special

Whether promoter / promoter group are interested in the agenda / resolution: No

Category	Mode of Voting	Total No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = $[(2)/(1)]*100$	No. of votes in favour (4)	No. of votes – against (5)	No. of votes in favour on votes polled (6) = $[(4)/(2)]*100$	% of Votes against on votes polled (7) = $[(5)/(2)]*100$
Promoter and Promoter Group	E-voting	2075632	1995632	96.1458	1995632	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1995632	96.1458	1995632	0	100.00	0
Public – Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public – Non Institutions	E-voting	1124368	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot		2080	0.1850	2080	0	100.00	0
	Total		1124368	2080	0.1850	2080	0	100.00
<b>Grand Total</b>		<b>3200000</b>	<b>1997712</b>	<b>62.4285</b>	<b>1997712</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

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**Item No. 2 – Rescinding of resolution for Amendment in Capital Clause of Memorandum of Association of the Company**

Resolution required: Special

Whether promoter / promoter group are interested in the agenda / resolution: No

Category	Mode of Voting	Total No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = $[(2)/(1)]*100$	No. of votes in favour (4)	No. of votes – against (5)	No. of votes in favour on votes polled (6) = $[(4)/(2)]*100$	% of Votes against on votes polled (7) = $[(5)/(2)]*100$
Promoter and Promoter Group	E-voting	2075632	1995632	96.1458	1995632	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1995632	96.1458	1995632	0	100.00	0
Public – Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public – Non Institutions	E-voting	1124368	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		2080	0.1850	2080	0	100.00	0
	Total		1124368	2080	0.1850	2080	0	100.00
<b>Grand Total</b>		<b>3200000</b>	<b>1997712</b>	<b>62.4285</b>	<b>1997712</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

**Item No. 3 – Rescinding of resolution for Issue of up to 5,00,00,000 Preference Shares of Rs 10/- each to persons other than the existing equity shareholders of the Company**

Resolution required: Special

Whether promoter / promoter group are interested in the agenda / resolution: Yes



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Category	Mode of Voting	Total No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = $[(2)/(1)]*100$	No. of votes in favour (4)	No. of votes – against (5)	No. of votes in favour on votes polled (6) = $[(4)/(2)]*100$	% of Votes against on votes polled (7) = $[(5)/(2)]*100$
Promoter and Promoter Group	E-voting	2075632	1995632	96.1458	1995632	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1995632	96.1458	1995632	0	100.00	0
Public – Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public – Non Institutions	E-voting	1124368	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		2080	0.1850	2080	0	100.00	0
	Total		1124368	2080	0.1850	2080	0	100.00
Grand Total		3200000	1997712	62.4285	1997712	0	100.00	0

**Item No. 4 – Alteration of Articles of Association of the Company**

Resolution required: Special

Whether promoter / promoter group are interested in the agenda / resolution: No

Category	Mode of Voting	Total No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = $[(2)/(1)]*100$	No. of votes in favour (4)	No. of votes – against (5)	No. of votes in favour on votes polled (6) = $[(4)/(2)]*100$	% of Votes against on votes polled (7) = $[(5)/(2)]*100$
Promoter and Promoter Group	E-voting	2075632	1995632	96.1458	1995632	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1995632	96.1458	1995632	0	100.00	0

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Public- Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-voting	1124368	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		2080	0.1850	2080	0	100.00	0
	Total	1124368	2080	0.1850	2080	0	100.00	0
Grand Total		3200000	1997712	62.4285	1997712	0	100.00	0

Confirmed  
For Gobind Sugar Mills Limited

  
Laxman Aggarwal  
Company Secretary



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## A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM. DHRD, PGHDSM, DIRPM  
Practicing Company Secretary



## A. K. LABH & Co.

**Company Secretaries**

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : [www.aklabh.com](http://www.aklabh.com)

### CONSOLIDATED SCRUTINIZER'S REPORT

To

**The Chairman**

**Gobind Sugar Mills Limited**

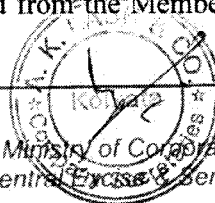
**9/1, R. N. Mukherjee Road**

**Kolkata - 700001**

**West Bengal**

*Dear Sir,*

- (1) We have been appointed as Scrutinizer by the Company for conducting the postal ballot and e-voting process in a fair and transparent manner in terms of the resolution of the Board of Directors of the Company dated 12<sup>th</sup> May, 2017.
- (2) The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and postal ballot on the resolutions contained in the Notice of the postal ballot and e-voting dated the 19<sup>th</sup> May, 2017. Our responsibility as a scrutinizer for the voting process through electronic means and postal ballots is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system of Central Depository Services (India) Limited (CDSL) and of voting received through postal ballots as provided by M/s Link Intime India Private Limited, Kolkata, the agencies engaged by the Company to provide e-voting / postal ballot facilities.
- (3) We submit our report as under :
  - (a) The Company has completed the dispatch of physical postal ballot forms (containing e-voting instructions) along with postage prepaid self-addressed envelope through Registered Post on 6<sup>th</sup> and 7<sup>th</sup> day of July, 2017 to its Members whose name(s) appeared on the Register of Members / list of beneficiaries as on the close of business hours on 23<sup>rd</sup> day of June, 2017.
  - (b) The postal ballot forms were kept under our safe custody in sealed and tamper proof ballot boxes.
  - (c) The ballot boxes were opened after 5 p.m. on Wednesday, 9<sup>th</sup> day of August, 2017, in our presence.
  - (d) The postal ballot forms were duly opened in our presence and scrutinized.
  - (e) Particulars of all the postal ballot forms received from the Members have been entered in a register separately maintained for the purpose.



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- (f) All postal ballot forms received on or before 5 p.m. on Wednesday 9<sup>th</sup> August, 2017, the last date as fixed by the Company for receipt of the forms, were considered for our scrutiny.
- (g) Envelopes containing postal ballot forms received after 5 p.m. on Wednesday 9<sup>th</sup> day of August, 2017, *if any*, were not considered for our scrutiny.
- (h) We did not find any defaced ballot paper.
- (i) Members were provided the opportunity to cast their vote(s) through electronic voting system in terms of the platform as provided by CDSL e-voting system ([www.evotingindia.com](http://www.evotingindia.com)).
- (j) The e-voting period remained open from 10:00 A.M. IST on Tuesday, the 11<sup>th</sup> day of July, 2017 up to 5:00 P.M. IST on Wednesday, the 9<sup>th</sup> day of August, 2017.
- (k) The Shareholders holding shares as on the "cut off" date, i.e. 23<sup>rd</sup> day of June, 2017 were entitled to vote on the proposed resolutions as mentioned in the notice of the postal ballot and e-voting dated 19<sup>th</sup> day of May, 2017.
- (l) The result of the electronic voting was downloaded after 5 p.m. on Wednesday, 9<sup>th</sup> day of August, 2017 from CDSL website providing the platform for e-voting system ([www.evotingindia.com](http://www.evotingindia.com)) and were unblocked in the presence of two witnesses, namely, Mr. Asit Kumar Labh residing at 71, N. D. Road, Kolkata – 700008 and Ms. Amrita Sampat, residing at 59, Kalicharan Ghosh Road, Kolkata – 700050 and has been included in our report.
- (m) The consolidated summary of the votes casted [aggregate of Physical and Electronic Voting System (EVSN: 170627002)] is as follows :-

## **SPECIAL BUSINESS:**

### **(a) Resolution 1 : Special Resolution**

***Rescinding of resolution for increase in authorized share capital of the Company***

***(i) Voted in favour of the Resolution:***

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
E-voting	8	1995632	
Voting by ballot	14	2080	
<b>Total</b>	<b>22</b>	<b>1997712</b>	<b>100.00%</b>



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(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
E-voting	0	0	
Voting by ballot	0	0	
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

(iii) *Invalid Votes:*

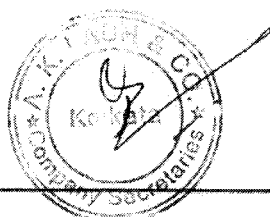
<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0

### (b) Resolution 2 : Special Resolution

*Rescinding of resolution for Amendment in Capital Clause of Memorandum of Association of the Company*

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
E-voting	8	1995632	
Voting by ballot	14	2080	
<b>Total</b>	<b>22</b>	<b>1997712</b>	<b>100.00%</b>





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(ii) Voted **against** the Resolution:

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
E-voting	0	0	
Voting by ballot	0	0	
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

(iii) **Invalid Votes:**

<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
0	0

## (c) **Resolution 3 : Special Resolution**

**Rescinding of resolution for issue of up to 5,00,00,000 Preference Shares of Rs 10/- each to persons other than the existing equity shareholders of the Company .**

(i) Voted **in favour** of the Resolution:

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
E-voting	8	1995632	
Voting by ballot	14	2080	
<b>Total</b>	<b>22</b>	<b>1997712</b>	<b>100.00%</b>



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**(ii) Voted against the Resolution:**

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
E-voting	0	0	
Voting by ballot	0	0	
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

**(iii) Invalid Votes:**

<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
0	0

**(d) Resolution 4 : Special Resolution**

***Alteration of Articles of Association of the Company***

**(i) Voted in favour of the Resolution:**

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
E-voting	8	1995632	
Voting by ballot	14	2080	
<b>Total</b>	<b>22</b>	<b>1997712</b>	<b>100.00%</b>



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Website : [www.aklabh.com](http://www.aklabh.com)

**(ii) Voted against the Resolution:**

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
E-voting	0	0	
Voting by ballot	0	0	
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>


**(iii) Invalid Votes:**

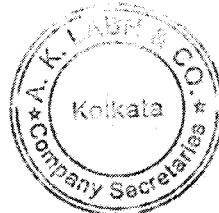
<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
0	0

4. The proposed resolutions have therefore been passed unanimously by the Shareholders of the Company.
5. You may accordingly declare the result of e-voting and Postal Ballot.
6. The postal ballot forms, e-voting register and other related papers / registers and records shall remain in our safe custody until the Chairman considers, approves and signs the minutes of postal ballot and e-voting.

Thanking You,

Yours truly  
For A. K. LABH & Co.  
Company Secretaries

  
(CS A. K. LABH)  
Practicing Company Secretary  
FCS - 4848 / CP No. - 3238



Place: Kolkata  
Dated: 11.08.2017



## A. K. LABH

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DIM, DHRD, PGHDSM, DIRPM  
Practicing Company Secretary



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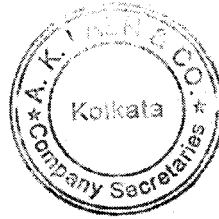
*Witness :*

1. *Asit Kumar Labh*

(Asit Kumar Labh)  
71, N. D. Road  
Kolkata - 700 008

2. *Amrita Sampat*

(Amrita Sampat)  
59, Kalicharan Ghosh Road  
Kolkata - 700 050



**Received the Report of the Scrutinizer**  
**For Gobind Sugar Mills Limited**

*[Signature]*  
**(Laxman Aggarwal)**  
**Company Secretary**