



19<sup>th</sup> January 2017

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

Dear Sir,

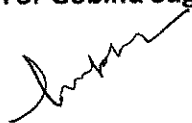
This is to inform you that the Company has received the approval of members of the Company w.r.t. resolutions mentioned in the postal ballot notice dated 10<sup>th</sup> December 2016 being despatched to shareholders for obtaining their consent.

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 18<sup>th</sup> January 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 (09.12.2016)	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 - Shifting of Registered Office of the Company from Kolkata, the State of West Bengal to National Capital Territory of Delhi**

**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	96.14	1995632	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total		1995632	96.14	1995632	0	100.00	0
Public – Institutions	E-voting	0	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
	Postal Ballot		448	0.04	448	0	100.00	0
	Total		448	0.04	448	0	0	0
<b>Grand Total</b>		<b>3200000</b>	<b>1996080</b>	<b>62.38</b>	<b>1996080</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

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**Item No. 2 – Increase in Authorised Share Capital of the Company**

Resolution required: Ordinary

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	96.14	1995632	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total		1995632	96.14	1995632	0	100.00	0
Public – Institutions	E-voting	0	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
	Postal Ballot		448	0.04	448	0	100.00	0
	Total		448	0.04	448	0	0	0
<b>Grand Total</b>		<b>3200000</b>	<b>1996080</b>	<b>62.38</b>	<b>1996080</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

**Item No. 3 – 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	96.14	1995632	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total		1995632	96.14	1995632	0	100.00	0

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Public – Institutions	E-voting	0	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
	Postal Ballot		448	0.04	448	0	100.00	0
	Total	1124368	448	0.04	448	0	0	0
Grand Total		3200000	1996080	62.38	1996080	0	100.00	0

**Item No. 4 – 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**

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	96.14	1995632	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total	2075632	1995632	96.14	1995632	0	100.00	0
Public – Institutions	E-voting	0	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
	Postal Ballot		448	0.04	448	0	100.00	0
	Total	1124368	448	0.04	448	0	0	0
Grand Total		3200000	1996080	62.38	1996080	0	100.00	0

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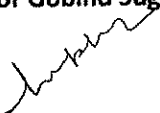
**Item No. 5 – Amendment in Objects Clause of Memorandum of Association of the Company**

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	96.14	1995632	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total		1995632	96.14	1995632	0	100.00	0
Public – Institutions	E-voting	0	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
	Postal Ballot		448	0.04	448	0	100.00	0
	Total		448	0.04	448	0	0	0
Grand Total		3200000	1996080	62.38	1996080	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., ACS: (Lond)  
DIM, DHRD, PGDMS, DIRPM  
*Practicing Company Secretary*



## A. K. LABH & Co.

*Company Secretaries*

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Mobile : 98300-55689

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

Website : www.aklabh.com

### 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 09<sup>th</sup> December, 2016.
- (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 10<sup>th</sup> December, 2016. 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 and postal ballot (containing e-voting instructions) through Registered Post on 14<sup>th</sup> and 15<sup>th</sup> day of December, 2016 to its Members whose name(s) appeared on the Register of Members / list of beneficiaries as on the 9<sup>th</sup> day of December, 2016.
  - (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 Tuesday, 17<sup>th</sup> day of January, 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.



# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com, ACS (London)  
DIP, DHRD, PGDMS, DRPM  
Practising Company Secretary



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

- (f) All postal ballot forms received on or before 5 p.m. on Tuesday 17<sup>th</sup> January, 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 Tuesday 17<sup>th</sup> day of January, 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 Monday, the 19<sup>th</sup> day of December, 2016 up to 5:00 P.M. IST on Tuesday, the 17<sup>th</sup> day of January, 2017.
- (k) The Shareholders holding shares as on the "cut off" date, i.e. 9<sup>th</sup> day of December, 2016 were entitled to vote on the proposed resolutions as mentioned in the notice of the postal ballot and e-voting dated 10<sup>th</sup> day of December, 2016.
- (l) The result of the electronic voting was downloaded after 5 p.m. on Tuesday, 17<sup>th</sup> day of January, 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, Ms. Amrita Sampat, residing at 59, Kalicharan Ghosh Road, Kolkata – 700050 and Mr. Pallav Choudhary, residing at 119/14, S. D. Road, Liluah, Howrah – 711204 and has been included in our report.
- (m) The consolidated summary of the votes casted [aggregate of Physical and Electronic Voting System (EVSN: 161121001)] is as follows :-

## SPECIAL BUSINESS:

### (a) Resolution 1 : Special Resolution

*Shifting of Registered Office of the Company from Kolkata, the State of West Bengal to National Capital Territory of Delhi*

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	8	1995632	
Voting by ballot	3	448	
<b>Total</b>	<b>11</b>	<b>1996080</b>	<b>100.00%</b>



# A. K. LABH

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DIM, DHRD, PGHDSM, DIRPM  
Practising Company Secretary



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Website : www.aklabh.com

## (ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
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:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	160

## (b) Resolution 2 : Ordinary Resolution

### *Increase in Authorised Share Capital of the Company*

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

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	8	1995632	
Voting by ballot	3	448	
<b>Total</b>	<b>11</b>	<b>1996080</b>	<b>100.00%</b>





# A. K. LABH

FCS, ACMA (ICAI), MBA, M Com, ACS (Lond)  
DIP, DHRG, PGHDSM, DIRPM  
Practicing Company Secretary



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

Website : www.aklabh.com

(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:

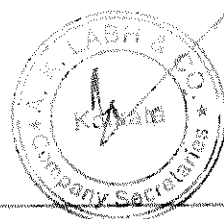
<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	160

## (c) Resolution 3 : Special Resolution

*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	3	448	
<b>Total</b>	<b>11</b>	<b>1996080</b>	<b>100.00%</b>



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Website: www.aklabh.com

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
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:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	160

## (d) Resolution 4 : Special Resolution

**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:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	8	1995632	
Voting by ballot	3	448	
<b>Total</b>	<b>11</b>	<b>1996080</b>	<b>100.00%</b>



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Practicing Company Secretary



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(ii) Voted *against* the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
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:

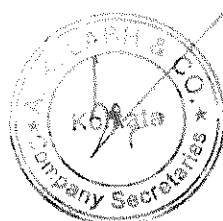
Total number of members whose votes were declared invalid	Total number of votes cast by them
1	160

## (e) Resolution 5 : Special Resolution

*Amendment in Objects Clause of Memorandum of Association of the Company*

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

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	8	1995632	
Voting by ballot	3	448	
<b>Total</b>	<b>11</b>	<b>1996080</b>	<b>100.00%</b>



# A. K. LABH

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

Website : www.aklabh.com

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
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:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	160

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

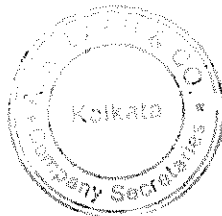
For A. K. LABH & Co.

Company Secretaries

(CS A. K. LABH)

Practicing Company Secretary

FCS - 4848 / CP No. - 3238



Place: Kolkata

Dated: 18.01.2017



## A. K. LABH

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



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*Witness :*

1. *Amrita Sampat*

(Amrita Sampat)

59, Kalicharan Ghosh Road  
Kolkata - 700 050

2. *Pallav Choudhary*

(Pallav Choudhary)

119/14, S. D. Road, Liluah  
Howrah - 711204

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

**(Laxman Aggarwal)**  
**Company Secretary**