



## **SCRUTINIZER'S REPORT**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

**The Chairman**  
**Gobind Sugar Mills Limited**  
**9/1, R. N. Mukherjee Road**  
**Kolkata - 700001**

*Dear Sir,*

I, Atul Kumar Labh, Practicing Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the Extra-ordinary General Meeting No. 1/2015-16 of the members of **Gobind Sugar Mills Limited** (“Company”) held on Friday, the 4<sup>th</sup> day of December, 2015 at 02:45 PM at the Registered Office of the Company at 9/1, R. N. Mukherjee Road, Kolkata - 700001 for the purpose of scrutinizing the remote e-voting and voting through physical ballot process in a fair and transparent manner and ascertaining the requisite majority on remote e-voting and voting through physical ballot process carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, *as amended*, on the resolutions referred to in this report.

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 voting through physical ballot process on the resolutions contained in the Notice of the Extra-ordinary General Meeting No. 1/2015-16 dated the 30<sup>th</sup> day of October, 2015. My responsibility as a scrutinizer for the voting process through electronic means and physical 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 through physical ballots as provided by M/s. Link Intime India Private Limited, the agencies engaged by the Company to provide e-voting and physical ballot facilities.

I submit my report as under:

1. The remote e-voting period remained open from the 30<sup>th</sup> day of November, 2015 up to 5.00 PM IST on Thursday, the 3<sup>rd</sup> day of December, 2015.
2. The Shareholders holding shares as on the “cut off” date, i.e. 27<sup>th</sup> November, 2015 were entitled to vote on the proposed 1 (one) resolution as mentioned in the notice dated 30<sup>th</sup> October, 2015 of the Extra-ordinary General Meeting No. 1/2015-16 of the Company.





3. The votes were unblocked on Friday, the 4<sup>th</sup> day of December, 2015 around 5.00 PM after the completion of the Extra-ordinary General Meeting in the presence of two witnesses, namely, Mr. Narayan Chandra Saha, residing at 108, Sarat Chatterjee Road, Howrah – 711 102 and Mr. Raju Chowdhury residing at The C.A.B. Dr. B. C. Roy Club House, Eden Gardens, Kolkata – 700 021 who are not in employment of the Company.
4. Thereafter the details containing, inter-alia, list of equity shareholders, who voted “For” and “Against”, were downloaded from the e-Voting website of CDSL (<https://www.evotingindia.com>)
5. The result of the remote e-voting [EVSN : 151102001] is as under:

**SPECIAL BUSINESS:****Resolution 1**

*Approval of the related party transactions entered / to be entered by the Company with Zuari Sugar & Power Limited (ZSPL) in connection with sale of land by the Company to ZSPL for setting up of 60KLPD Ethanol Plant at Aira, Dist. – Lakhimpur, Kheri*

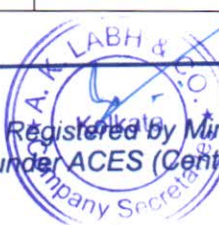
Total No. of votes cast	Total No. of votes cast in favour	Total No. of votes cast against
1915632	1915632	0

6. The Company has also distributed the physical ballot forms at the venue of the Extra-ordinary General Meeting to enable the shareholders to cast the votes physically in case the same has not been casted by them through remote e-voting.
7. The result of the voting through ballot forms are as under :

**SPECIAL BUSINESS:****Resolution 1**

*Approval of the related party transactions entered / to be entered by the Company with Zuari Sugar & Power Limited (ZSPL) in connection with sale of land by the Company to ZSPL for setting up of 60KLPD Ethanol Plant at Aira, Dist. – Lakhimpur, Kheri*

Total No. of votes cast	Total No. of votes cast in favour	Total No. of votes cast against
160976	160976	0





8. Thus, the combined result of the remote e-voting [EVSN : 151102001] and votes casted through physical ballot papers distributed at the venue are as under:

**SPECIAL BUSINESS:****Resolution 1**

**Approval of the related party transactions entered / to be entered by the Company with Zuari Sugar & Power Limited (ZSPL) in connection with sale of land by the Company to ZSPL for setting up of 60KLPD Ethanol Plant at Aira, Dist. – Lakhimpur, Kheri**

Total No. of votes cast	Total No. of votes cast in favour	Total No. of votes cast against
2076608	2076608 (100.00%)	0

9. The resolution proposed hereinabove have been passed with requisite majority.
10. The physical ballot forms, remote 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 in this regard.

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: 05.12.2015

**Verified the contents and received the Report of the Scrutinizer**  
**For Gobind Sugar Mills Limited**

(Laxman Aggarwal)  
Company Secretary

Place : Kolkata  
Dated : 5-12-2015