



Birla Sugar

K.K. BIRLA GROUP OF SUGAR COMPANIES

OSML/SE/2016-17/27

19th September, 2016

The Secretary
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (E)
Mumbai 400 051

The Dy. General Manager
Corporate Relationship Department
BSE Ltd.
1st Floor, New Trading Ring,
Rotunda Building
P.J. Towers, Dalal Street, Fort
Mumbai-400 001
Stock Code : 507260

Symbol : OUDHSUG

Re : 84th Annual General Meeting of the Company

Kindly note this 84th Annual General Meeting (AGM) of the Company has been duly convened and held on Monday, 19th September, 2016 at the Registered Office of the Company at the Meeting Hall of The Oudh Sugar Mills Limited, P.O. Hargaon, District Sitapur, Uttar Pradesh – 261 121 at 11:00 A.M.

In this regard please find enclosed the following :


1. The gist of Proceedings of 84th AGM of the Company held on 19th September, 2016 pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Voting results in the prescribed format pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3. Consolidated Scrutinizer's Report submitted by Mr. Mohan Ram Goenka, Practicing Company Secretary (FCS No. 4515), Scrutinizer appointed to conduct the electronic voting process as well as physical ballot process at the Annual General Meeting venue.

Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of Companies (Management & Administration) Rules, 2014 and Clause 8.6.2 of Secretarial Standard - 2 on General Meetings (SS - 2) issued by The Institute of Company Secretaries of India (ICSI), the Voting Result alongwith the Scrutinizer's Consolidated Report is available on the Company's website www.birla-sugar.com. Further, the results are also placed on the Notice Board of the Company at its Registered Office.

The above is for your information and records.

Thanking you,

Yours faithfully,
For The Oudh Sugar Mills Limited


Anand Sharma
Company Secretary
FCS : 7305

Encl : as above



The Oudh Sugar Mills Limited



Birla Sugar

K.K. BIRLA GROUP OF SUGAR COMPANIES

Gist of the proceedings of the 84th Annual General Meeting (AGM) of the Company held on 19th September, 2016

The 84th Annual General Meeting (AGM) of the Company has been duly convened and held on Monday, 19th September, 2016 at the Registered Office of the Company at the Meeting Hall of The Oudh Sugar Mills Limited, P.O. Hargaon, District Sitapur, Uttar Pradesh – 261 121 at 11:00 A.M.

Mr Anand Ashvin Dalal, Director and Chairman of Audit Committee of the Company chaired the proceedings of the Meeting.

As per the records of attendance 44 (forty four) Members were present at the Meeting.

The Chairman informed that the required quorum was present and called the Meeting in order. The Quorum was present throughout the Meeting.

The Meeting was attended by Mr Anand Ashvin Dalal, Mrs Shashi Sharma, Directors and the Company Secretary.

Thereafter, the Chairman delivered his speech. He gave an overview of the performance of the Company for the Financial Year ended 31st March, 2016 and its future outlook.

The Chairman informed the Members that in compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the provisions of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company had extended e-voting facility to the Members of the Company in respect of business transacted at the 84th AGM to cast their vote electronically from a place other than the venue of the Meeting, wherein the e-voting period commenced on Friday 16th September, 2016 (9:00 AM) and ended on Sunday, 18th September, 2016 (5:00 PM). The Chairman further informed the Members that the facility for voting through ballot i.e. Physical Ballot has been made available at the meeting for the Members who have not casted their vote through e-voting.

He further informed the Company has engaged the services of NSDL as authorised agency to provide e-voting facility and has appointed Mr Mohan Ram Goenka, Practising Company Secretary, FCS No. 4515 as the Scrutinizer for the purpose of scrutinizing the e-voting process as well as Physical Ballot process in a fair and transparent manner.

The Chairman invited the Members to raise questions, offer comments or seek clarifications on the Annual Report and Accounts or any of the Items stated in Notice of the 84th AGM of the Company. Upon the Members completing their submission, the Chairman furnished requisite clarifications to all the relevant queries raised by the Members.

Thereafter, all the 4 (Four) resolutions required to be passed were proposed and seconded by the Members. Thereafter, the Chairman ordered a Poll to be taken at the AGM venue by way of Physical Ballot for those members who could not cast their vote through e-voting.

Thereafter, the Chairman announced that the voting results shall be submitted to the Stock Exchanges in the prescribed format and the said results alongwith Scrutinizer's Consolidated Report shall also be placed on the Company's website at www.birla-sugar.com. He also stated that the voting results shall also be placed on the Notice Board of the Company at its Registered Office.



The Oudh Sugar Mills Limited



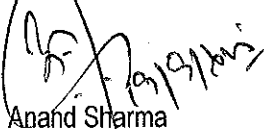
Thereafter, the physical ballot exercise was conducted smoothly.

The following resolutions have been passed :

Ordinary Business	
1	Adoption of the Standalone and Consolidated Financial Statements of the Company for the year ended 31 st March, 2016 and the Reports of the Directors and Auditors thereon.
2	Re-appointment of Mr Chandra Shekhar Nopany (DIN : 00014587) who retires by rotation and being eligible offers himself for re-appointment.
3	Appointment of Messrs S R Batliboi & Co LLP, Chartered Accountants, 22 Camac Street, Kolkata having Firm Registration No. 301003E as the Statutory Auditors of the Company and to authorize the Board of Directors to fix their remuneration.
Special Business	
4	Ratification of the remuneration payable to M/s D Radhakrishnan & Co., Cost Auditors for the financial year 2016-17.

The Meeting concluded at 11:45 AM with a vote of thanks of the Chair.

Yours faithfully,
For The Oudh Sugar Mills Limited


Anand Sharma
Company Secretary
FCS : 7305



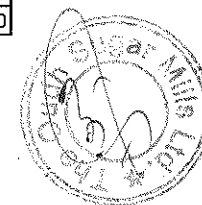
The Oudh Sugar Mills Limited

Details of Voting at the 84th Annual General Meeting held on 19th September, 2016
(Pursuant to Regulation 44(3) of SEBI (LODR) Regulations, 2015)

Date of Annual General Meeting	September 19, 2016
Total number of Equity Shareholders as on cut off date i.e. 12th September, 2016	12095
Book- Closure Date	September 12, 2016 to September 19, 2016
No. of shareholders present in the meeting either in person or through proxy:	
a) Promoters & Promoter Group	14
b) Public	30
No. of shareholders attended the meeting through Video Conferencing	
a) Promoters & Promoter Group	NA
b) Public	NA

AGENDA-WISE

Resolution No 1		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Adoption of a) The Standalone Financial Statements of the Company for the year ended March 31, 2016 and the report of the Directors and Auditors thereon; b) The Consolidated Financial Statements of the Company for the year ended March 31, 2016 and the report of the Auditors thereon						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15985077	15983842	99.99	15983842	0	99.99	0.00
	Poll		1235	0.01	1235		0.01	
	Postal Ballot (if ap)							
	Total	15985077	15985077	100.00	15985077	0	100.00	0.00
Public- Institutions	E-Voting	1072294	0	0.00	0	0	0.00	0.00
	Poll							
	Postal Ballot (if ap)							
	Total	1072294	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	8859914	70831	0.80	70831	0	100.00	0.00
	Poll		1577	0.02	1577	0	100.00	0.00
	Postal Ballot (if ap)							
	Total	8859914	72408	0.82	72408	0	100.00	0.00
Total		25917285	16057485	61.96	16057485	0	100.00	0.00



Resolution No 2			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Re-appointment of Mr Chandra Shekhar Nopany (DIN 00014587) who retires by rotation and being eligible seeks re-appointment					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15985077	15910038	99.53	15910038	0	99.53	0.00
	Poll		1235	0.01	1235		0.01	
	Postal Ballot (if ap							
	Total		15985077	15911273	99.54	15911273	0	100.00
Public- Institutions	E-Voting	1072294	0	0.00	0	0	0.00	0.00
	Poll							
	Postal Ballot (if ap							
	Total		1072294	0	0.00	0	0	0.00
Public- Non Institutions	E-Voting	8859914	70831	0.80	70831	0	100.00	0.00
	Poll		1577	0.02	1577	0	100.00	0.00
	Postal Ballot (if ap							
	Total		8859914	72408	0.82	72408	0	100.00
Total		25917285	15983681	61.67	15983681	0	100.00	0.00

Resolution No 3			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Appointment of Messrs S R Batliboi & Co LLP, Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15985077	15983842	99.99	15983842	0	99.99	0.00
	Poll		1235	0.01	1235		0.01	
	Postal Ballot (if ap							
	Total		15985077	15985077	100.00	15985077	0	100.00
Public- Institutions	E-Voting	1072294	0	0.00	0	0	0.00	0.00
	Poll							
	Postal Ballot (if ap							
	Total		1072294	0	0.00	0	0	0.00
Public- Non Institutions	E-Voting	8859914	70831	0.80	70831	0	100.00	0.00
	Poll		1577	0.02	1577	0	100.00	0.00
	Postal Ballot (if ap							
	Total		8859914	72408	0.82	72408	0	100.00
Total		25917285	16057485	61.96	16057485	0	100.00	0.00



Resolution No 4		Ordinary						
Whether promoter/promoter group are interested in the		No						
Description of resolution considered		Ratification of remuneration payable to M/s D Radhakrishnan & Co., Kolkata , Cost Accountants, the Cost Auditors for Financial Year 2016-17						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15985077	15983842	99.99	15983842	0	99.99	0.00
	Poll		1235	0.01	1235		0.01	
	Postal Ballot (if ap							
	Total		15985077	15985077	100.00	15985077	0	100.00
Public- * Institutions	E-Voting	1072294	0	0.00	0	0	0.00	0.00
	Poll			*				*
	Postal Ballot (if ap							
	Total		1072294	0	0.00	0	0	0.00
Public- Non Institutions	E-Voting	8859914	70831	0.80	70831	0	100.00	0.00
	Poll		1577	0.02	1577	0	100.00	0.00
	Postal Ballot (if ap							
	Total		8859914	72408	0.82	72408	0	100.00
Total		25917285	16057485	61.96	16057485	0	100.00	0.00



CONSOLIDATED SCRUTINIZER'S REPORT

(Voting through Remote e-voting, and ballot paper voting at the Annual General Meeting venue)

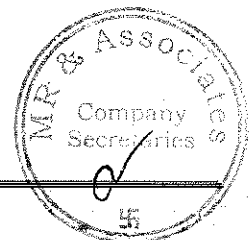
[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014, as amended]

To,

The Chairman of the 84th (Eighty Fourth) Annual General Meeting (AGM) of the Members of **THE OUDH SUGAR MILLS LIMITED** (CIN: **L15432UP1932PLC025186**), held on Monday, 19th day of September, 2016 at the Meeting Hall of The Oudh Sugar Mills Limited Industries Limited, P.O. Hargaon, District Sitapur, Uttar Pradesh, Pin – 261 121

Dear Sir,

1. I, Mohan Ram Goenka, Company Secretary in Practice (FCS No. 4515, CP No. 2551), was duly appointed as a Scrutinizer by the Board of Directors of **THE OUDH SUGAR MILLS LIMITED** (the Company) for the purpose of Scrutinizing the process of voting through Remote e-voting and ballot paper voting at the Annual General Meeting venue under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The Management of the Company is responsible to ensure the compliance of the requirements of the Companies Act, 2013 and Rules relating to voting through Remote e-voting and voting through ballot paper at the Annual General Meeting venue for the resolutions proposed in the Notice of 84th Annual General Meeting of the Members of the Company dated May 13th, 2016. My responsibility as a Scrutinizer for the process of voting through Remote e-voting and voting through ballot paper at the Annual General Meeting venue is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice of the 84th AGM of the Company, based on the report provided by National Securities Depository Limited (NSDL), the agency engaged by the Company to provide e-voting facility for voting through electronic means.
3. In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the remote e-voting facility was kept open for three days from Friday, 16th September, 2016 (9.00 a.m.) till Sunday, 18th September, 2016 (5.00 p.m.) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on the e-voting platform provided by National Securities Depository Limited (NSDL).



Our Office :

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R. No.: 6, Kolkata 700012,

E Mail: goenkamohan@hotmail.com

goenkamohan@gmail.com

Mobile No.9831074332

Phone No : 2237 9517

4. The Members holding equity shares as on the "cut-off date" i.e. 12th September, 2016 were entitled to vote on the resolutions proposed in the Notice calling the 84th Annual General Meeting.
5. At the end of the remote e-voting period on Sunday, September 18th, 2016 (5.00 p.m.), the voting portal of the service provider was blocked forthwith.
6. After transacting the business at the meeting, the Chairman ordered for voting through ballot papers at the AGM venue for those Members who could not cast their vote through remote e-voting with the assistance of the Scrutinizer.
7. Immediately after the conclusion of ballot paper voting at the venue of the AGM on the 19th day of September, 2016, the votes cast at the venue were counted, thereafter the votes cast through remote e-voting were unblocked in the presence of Awadhesh Kumar and Sunil Kumar who acted as witnesses as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.

Awadhesh Kumar

Sunil Kumar

8. Thereafter, the details containing inter alia, list of the Members, who voted "for" or "against" on each of the resolution that were put to vote, were derived from the report generated from the e-voting website of National Securities Depository Limited (NSDL) i.e. <https://www.evoting.nsdl.com> and based on such reports members have casted their votes.

The brief analysis of the result of the voting through Remote e-voting and voting through ballot papers at the Annual General Meeting venue are as under:

Item No. 1 - Ordinary Resolution :

Adoption of :

a) The Standalone Financial Statements of the Company for the year ended March 31, 2016, and the report of the Directors and Auditors thereon.

b) The Consolidated Financial Statements of the Company for the year ended March 31, 2016, and the report of the Auditors thereon

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot paper voting		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	27	16054673	31	2812	58	16057485	100.00
Dissent	0	0	0	0	0	0	0.00
Total	27	16054673	31	2812	58	16057697	100.00
Abstain / Invalid	0	0	0	0	--	--	--

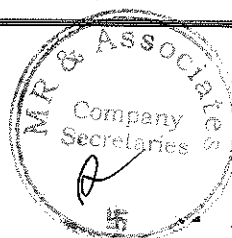
Our Office :

46, B. B. Ganguly Street, 4th Floor

R. No.: 6, Kolkata 700012,

E Mail: goenkamohan@hotmail.com

goenkamohan@gmail.com



Mobile No.9831074332

Phone No : 2237 9517

Item No. 2 - Ordinary Resolution :

Re-appointment of a Director in place of Mr. Chandra Shekhar Nopany (DIN 00014587), who retires by rotation and being eligible, seeks re-appointment.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot paper voting		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	26	15980869	31	2812	57	15983681	100.00
Dissent	0	0	0	0	0	0	0.00
Total	26	15980869	31	2812	57	15983681	100.00
Abstain / Invalid	0	0	0	0	--	--	--

Item No. 3 - Ordinary Resolution :

Appointment of Messrs S R Batliboi & Co LLP, Chartered Accountants, the statutory Auditors of the Company and to fix their remuneration.

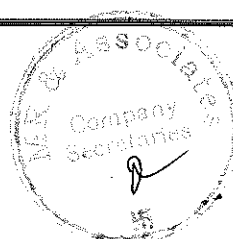
Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot paper voting		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	27	16054673	31	2812	58	16057485	100.00
Dissent	0	0	0	0	0	0	0.00
Total	27	16054673	31	2812	58	16057485	100.00
Abstain / Invalid	0	0	0	0	--	--	--

Item No. 4 - Ordinary Resolution :

Ratification of remuneration payable to M/s D Radhakrishnan & Co., Kolkata, Cost Accountants, the Cost Auditors for Financial Year 2016-17.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot paper voting		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	27	16054673	31	2812	58	16057485	100.00
Dissent	0	0	0	0	0	0	0.00
Total	27	16054673	31	2812	58	16057485	100.00
Abstain / Invalid	0	0	0	0	--	--	--

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Phone No : 2237 9517

MR & Associates

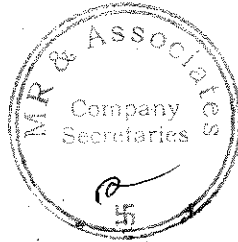
Company Secretaries

9. Based on the foregoing, the resolution no.(s) 1 to 4 shall be deemed to have been passed with the requisite majority.
10. All the relevant records relating to the voting is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the Meeting.

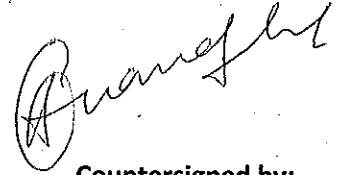
Thanking You,
For MR & Associates



Partner
Mohan Ram Goenka
Practicing Company Secretary
C.P. No: 2551



Place : Hargaon
Date: September 19th, 2016



Countersigned by:

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