

**57th Annual General Meeting of the Company held on
27th September, 2019.**

**Declaration of results of remote e-voting and voting through Ballot
at the 57th AGM**

The 57th Annual General Meeting (AGM) of the Members of the Company was held on Friday, the 27th Day of September, 2019 at 2.45 P.M at Sakthi Nagar – 638315, Bhavani Taluk, Erode District Tamilnadu to transact the business mentioned in the notice of the Annual General Meeting dated 13th August 2019.

As per Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (LODR) Regulations, the Company had provided the members the facility of remote e- voting and voting through Ballot at the AGM.

The Board of Directors had appointed Mr.M D Selvaraj, FCS Proprietor of M/s. MDS & Associates, Company Secretaries, Coimbatore as Scrutinizer to conduct the voting process in a fair and transparent manner.

The Scrutinizer has submitted his combined report on remote e-voting and voting through Ballot at the AGM by the members of the Company which is attached hereto.

The Consolidated Results as per the Scrutinizer's Report is as under.

Sl. No.	Particulars	Votes in favour of		Votes against	
		No of Shares	% of votes	No of Shares	% of votes
1.	Adoption of the Audited Financial Statements of the Company for the financial year ended 31 st March, 2019 together with the Reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)	7,14,59,220	100.00	0	0.00
2.	Re-appointment of Dr M.Manickam (DIN 00102233) as a Director on retirement by rotation. (Ordinary Resolution)	7,14,58,120	100.00	1,100	Negligible
3.	Re-appointment of Sri.C.Rangamani (DIN: 00090786), aged 77 years, as a Non-executive Independent Director for the second term of five consecutive years, with effect from 30 th September, 2019. (Special Resolution)	7,14,57,970	100.00	1,250	Negligible
4.	Re-appointment of Sri.S.S.Muthuvelappan (DIN: 00273870), aged 77 years, as a Non-executive Independent Director for the second term of five consecutive years, with effect from 30 th September, 2019. (Special Resolution)	7,14,57,970	100.00	1,250	Negligible
5.	Re-appointment of Sri.P.K.Chandran (DIN: 00273738), as a Non-executive Independent Director for the second term of five consecutive years, with	7,14,53,015	99.99	6,205	0.01



	effect from 30 th September, 2019 and to continue as Non-executive Independent Director after attaining the age of 75 years. (Special Resolution)				
6.	Re-appointment of Sri.N.K.Vijayan (DIN: 00300871), as a Non-executive Independent Director for the second term of five consecutive years, with effect from 30 th September, 2019. (Special Resolution)	7,14,31,520	99.96	27,700	0.04
7.	Re-appointment of Sri.K.V.Ramachandran (DIN: 00322331), as a Non-executive Independent Director for the second term of five consecutive years, with effect from 30 th September, 2019. (Special Resolution)	7,14,53,065	99.99	6,155	0.01
8.	Re-appointment of Sri.S.Chandrasekhar (DIN: 00011901), as a Non-executive Independent Director for the second term of five consecutive years, with effect from 30 th September, 2019. (Special Resolution)	7,14,58,020	100.00	1,200	Negligible
9.	Re-appointment of Sri.S.Balasubramanian (DIN: 00458139), as a Non-executive Independent Director for the second term of five consecutive years, with effect from 30 th September, 2019. (Special Resolution)	7,14,58,120	100.00	1,100	Negligible
10.	Ratification of payment of remuneration to M/s. STR & Associates (Firm Registration No.000029), Cost Auditors of the Company for the financial year ending 2020. (Ordinary Resolution)	7,14,54,350	99.99	4,870	0.01
11.	Authorization to donate and contribute to bonafide charitable and other funds for deserving causes and institutions during the financial years 2019-20 and 2020-21. (Ordinary Resolution)	7,14,58,025	100.00	1,195	Negligible

Based on the Report of the Scrutinizer, all resolutions set out in the Notice of the 57th Annual General Meeting have been passed by the Shareholders as Ordinary / Special Resolutions with requisite majority.

Date: 28th September 2019

For Sakthi Sugars Limited



M Manickam
Chairman & Managing Director





MDS & Associates

Company Secretaries in Practice

M.D. Selvaraj M Com MBA FCS

"SURYA", 35, Mayflower Avenue, Sowripalayam Road, Coimbatore 641028.

Phone : 0422-2318780, 2316755, Fax : 0422-2314792, E-mail : mds@mdsservices.in, Web : www.mdsservices.in

COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND BALLOT AT THE MEETING

**(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies
(Management and Administration) Rules, 2014**

To

The Chairman

57th Annual General Meeting of the Equity Shareholders of

M/s. SAKTHI SUGARS LIMITED

(L15421TZ1961PLC000396)

Held on Friday, the 27th September 2019, at 2.45 p m

Sakthi Nagar - 638315,

Bhavani Taluk,

Erode District

Dear Sir,

**Sub: Passing of Resolution through Remote E-voting Process and Ballot conducted at
the 57th Annual General Meeting of M/s. SAKTHI SUGARS LIMITED held on
27th September, 2019.**

I, M D Selvaraj, FCS Proprietor of M/s. MDS & Associates, Company Secretaries, Coimbatore have been appointed by the Board of Directors of **M/s. SAKTHI SUGARS LIMITED** ("the Company") as a Scrutinizer for the remote e-voting process held from Tuesday, the 24th day of September, 2019 at 9:00 AM to Thursday, the 26th day of September 2019 till 5:00 PM and for the Ballot taken at the 57th Annual General Meeting of the Company held on Friday, the 27th September 2019, at 2.45 p m at Sakthi Nagar-638315, Bhavani Taluk, Erode District, Tamil Nadu, India on the Resolution(s) set out under Item No.1 to Item No.11 in the Notice convening the said 57th Annual General Meeting dated 13th August,2019.

Responsibility of the Management

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through remote e-voting process and through Ballot process, on the Resolution(s) as set out in the Notice convening the 57th Annual General Meeting dated 13th August, 2019.



Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the remote e-voting process and for the voting through Ballot at the 57th Annual General Meeting, is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution(s) set out under Item No.1 to Item No.11 in the Notice convening the 57th Annual General Meeting, based on the reports generated from the e-voting portal provided by the Link Intime India Private Limited (LIPL), the Authorised Agency engaged by the Company for providing the remote e-voting facility and also on the Ballot taken at the 57th Annual General Meeting.

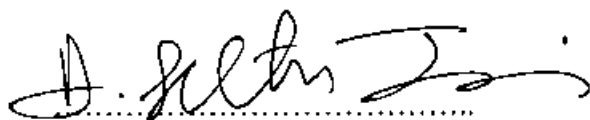
Further, in addition to the above, I submit my report as under;

- a. The Notice dated 13th August, 2019 convening the Annual General Meeting (AGM) of the Company along with Statement setting out material facts under Section 102 of the Companies Act, 2013 were sent to the Shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the Company to be held on 27th September, 2019.
- b. The Company has availed the e-voting facility offered by Link Intime India Private Limited (LIPL) for conducting remote e-voting by the Shareholders of the Company.
- c. The shareholders of the Company holding shares as on the "Cut-Off" date i.e. 20th September, 2019, were entitled to vote electronically on the proposed Resolutions as set out under Item No.1 to Item No.11 in the Notice convening the 57th Annual General Meeting of the Company.
- d. The members were required to cast their votes electronically, conveying their Assent/Dissent against the Ordinary / Special Resolution(s) as set out in the Notice convening the 57th Annual General Meeting of the Company dated 13th August, 2019, by logging on to the e-voting platform (<https://instavote.linkintime.co.in>) provided by the Link Intime India Private Limited (LIPL).
- e. The remote e-voting period commenced on Tuesday, the 24th day of September, 2019 at 9:00 AM and ended on Thursday, the 26th day of September 2019 at 5.00 pm and the remote e-voting platform (<https://instavote.linkintime.co.in>) provided by the Link Intime India Private Limited (LIPL) was blocked thereafter.



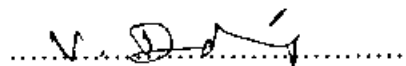
- f. Members who attended the Annual General Meeting and have not exercised their voting rights through e-voting were provided the facility to vote at the meeting using the ballot form provided at the venue of the meeting.
- g. I, as the Scrutinizer, unblocked the votes cast through remote e-voting on 27th day of September, 2019 at 06.13 pm, in the presence of Mr. A. Selten Jayaraj (the undersigned as Witness No.1) and Mrs.V Daisy (the undersigned as Witness No.2), who are not in employment of the Company in accordance with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 - as amended.

Witness No.1



Name: Mr.A.Selten Jayaraj

Witness No.2



Name: Mrs.V Daisy

- h. Thereafter, the details containing inter alia the list of Equity Shareholders of the Company, who have cast "for" or "against" each of the Resolution(s) that were put to vote, were generated from the e-voting portal of Link Intime India Private Limited (LIPL).
- i. After conclusion of the Annual General Meeting, the locked Ballot Boxes were opened in my presence and Ballot papers were diligently scrutinized. The Ballot papers were reconciled with the records maintained by Registrar and Transfer Agents of the Company and the Authorizations/Proxies lodged with the Company.

Based on the above, I hereby submit my Consolidated Report on the Result of the remote e-voting together with that of the Ballot in respect of the said Resolution(s), as under;



ORDINARY BUSINESS

RESOLUTION NO: 1

ORDINARY RESOLUTION

Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2019 together with the Reports of the Board of Directors and Auditors thereon.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted in favour through remote e-voting and Ballot at AGM	Number of Votes Cast in Favour	Percentage of Total Number of valid Votes Cast
Remote E-Voting	9	4,30,410	100.00
Ballot at AGM	153	7,10,28,810	100.00
Total Voting	162	7,14,59,220	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted against through remote e-voting and Ballot at AGM	Number of Votes Cast against	Percentage of Total Number of valid Votes Cast
Remote E-Voting	0	0	0
Ballot at AGM	0	0	0
Total Voting	0	0	0

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast
Remote E-Voting	0	0
Ballot at AGM	18	9,614
Total Voting	18	9,614



ORDINARY BUSINESS**RESOLUTION NO: 2****ORDINARY RESOLUTION**

Re-appointment of Dr M.Manickam (DIN 00102233) as a Director on retirement by rotation.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted in favour through remote e-voting and Ballot at AGM	Number of Votes Cast in favour	Percentage of Total Number of valid Votes Cast
Remote E-Voting	7	4,29,310	99.74
Ballot at AGM	153	7,10,28,810	100.00
Total Voting	160	7,14,58,120	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted against through remote e-voting and Ballot at AGM	Number of Votes Cast against	Percentage of Total Number of valid Votes Cast
Remote E-Voting	2	1,100	0.26
Ballot at AGM	0	0	0.00
Total Voting	2	1,100	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast
Remote E-Voting	0	0
Ballot at AGM	18	9,614
Total Voting	18	9,614



SPECIAL BUSINESS**RESOLUTION NO: 3****SPECIAL RESOLUTION**

Re-appointment of Sri.C.Rangamani (DIN: 00090786), aged 77 years, as an Non-Executive Independent Director for the second term of five consecutive years, with effect from 30th September, 2019.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted in favour through remote e-voting and Ballot at AGM	Number of Votes Cast in favour	Percentage of Total Number of valid Votes Cast
Remote E-Voting	7	4,29,310	99.74
Ballot at AGM	151	7,10,28,660	100.00
Total Voting	158	7,14,57,970	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted against through remote e-voting and Ballot at AGM	Number of Votes Cast against	Percentage of Total Number of valid Votes Cast
Remote E-Voting	2	1,100	0.26
Ballot at AGM	2	150	Negligible
Total Voting	4	1,250	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast
Remote E-Voting	0	0
Ballot at AGM	18	9,614
Total Voting	18	9,614



SPECIAL BUSINESS**RESOLUTION NO: 4****SPECIAL RESOLUTION**

Re-appointment of Sri. S S Muthuvelappan (DIN: 00273870), aged 77 years, as an Non-Executive Independent Director for the second term of five consecutive years, with effect from 30th September, 2019

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted in favour through remote e-voting and Ballot at AGM	Number of Votes Cast in favour	Percentage of Total Number of valid Votes Cast
Remote E-Voting	7	4,29,310	99.74
Ballot at AGM	151	7,10,28,660	100.00
Total Voting	158	7,14,57,970	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted against through remote e-voting and Ballot at AGM	Number of Votes Cast against	Percentage of Total Number of valid Votes Cast
Remote E-Voting	2	1,100	0.26
Ballot at AGM	2	150	Negligible
Total Voting	4	1,250	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast
Remote E-Voting	0	0
Ballot at AGM	18	9,614
Total Voting	18	9,614



SPECIAL BUSINESS**RESOLUTION NO: 5****SPECIAL RESOLUTION**

Re-appointment of Sri.P K Chandran (DIN: 00273738), as an Non-Executive Independent Director for the second term of five consecutive years, with effect from 30th September, 2019 and to continue as Non-executive Independent Director after attaining the age of 75 years

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted in favour through remote e-voting and Ballot at AGM	Number of Votes Cast in favour	Percentage of Total Number of valid Votes Cast
Remote E-Voting	7	4,29,310	99.74
Ballot at AGM	150	7,10,23,705	99.99
Total Voting	157	7,14,53,015	99.99

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted against through remote e-voting and Ballot at AGM	Number of Votes Cast against	Percentage of Total Number of valid Votes Cast
Remote E-Voting	2	1,100	0.26
Ballot at AGM	3	5,105	0.01
Total Voting	5	6,205	0.01

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast
Remote E-Voting	0	0
Ballot at AGM	18	9,614
Total Voting	18	9,614



SPECIAL BUSINESS

RESOLUTION NO: 6

SPECIAL RESOLUTION

Re-appointment of Sri.N K Vijayan (DIN: 00300871), as an Non-Executive Independent Director for the second term of five consecutive years, with effect from 30th September, 2019.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted in favour through remote e-voting and Ballot at AGM	Number of Votes Cast in favour	Percentage of Total Number of valid Votes Cast
Remote E-Voting	7	4,29,310	99.74
Ballot at AGM	151	7,10,02,210	99.96
Total Voting	158	7,14,31,520	99.96

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted against through remote e-voting and Ballot at AGM	Number of Votes Cast against	Percentage of Total Number of valid Votes Cast
Remote E-Voting	2	1,100	0.26
Ballot at AGM	2	26,600	0.04
Total Voting	4	27,700	0.04

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast
Remote E-Voting	0	0
Ballot at AGM	18	9,614
Total Voting	18	9,614



SPECIAL BUSINESS

RESOLUTION NO: 7

SPECIAL RESOLUTION

Re-appointment of Sri.K V Ramachandran (DIN: 00322331), as an Non-Executive Independent Director for the second term of five consecutive years, with effect from 30th September, 2019.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted in favour through remote e-voting and Ballot at AGM	Number of Votes Cast in favour	Percentage of Total Number of valid Votes Cast
Remote E-Voting	7	4,29,310	99.74
Ballot at AGM	150	7,10,23,755	99.99
Total Voting	157	7,14,53,065	99.99

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted against through remote e-voting and Ballot at AGM	Number of Votes Cast against	Percentage of Total Number of valid Votes Cast
Remote E-Voting	2	1,100	0.26
Ballot at AGM	3	5,055	0.01
Total Voting	5	6,155	0.01

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast
Remote E-Voting	0	0
Ballot at AGM	18	9,614
Total Voting	18	9,614



SPECIAL BUSINESS**RESOLUTION NO: 8****SPECIAL RESOLUTION**

Re-appointment of Sri.S.Chandrasekhar (DIN: 00011901), as an Non-Executive Independent Director for the second term of five consecutive years, with effect from 30th September, 2019.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted in favour through remote e-voting and Ballot at AGM	Number of Votes Cast in favour	Percentage of Total Number of valid Votes Cast
Remote E-Voting	7	4,29,310	99.74
Ballot at AGM	151	7,10,28,710	100.00
Total Voting	158	7,14,58,020	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted against through remote e-voting and Ballot at AGM	Number of Votes Cast against	Percentage of Total Number of valid Votes Cast
Remote E-Voting	2	1,100	0.26
Ballot at AGM	2	100	Negligible
Total Voting	4	1,200	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast
Remote E-Voting	0	0
Ballot at AGM	18	9,614
Total Voting	18	9,614



SPECIAL BUSINESS

RESOLUTION NO: 9

SPECIAL RESOLUTION

Re-appointment of Sri.S.Balasubhramanian (DIN: 00458139), as an Non-Executive Independent Director for the second term of five consecutive years, with effect from 30th September, 2019.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted in favour through remote e-voting and Ballot at AGM	Number of Votes Cast in favour	Percentage of Total Number of valid Votes Cast
Remote E-Voting	7	4,29,310	99.74
Ballot at AGM	153	7,10,28,810	100.00
Total Voting	160	7,14,58,120	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted against through remote e-voting and Ballot at AGM	Number of Votes Cast against	Percentage of Total Number of valid Votes Cast
Remote E-Voting	2	1,100	0.26
Ballot at AGM	0	0	0.00
Total Voting	2	1,100	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast
Remote E-Voting	0	0
Ballot at AGM	18	9,614
Total Voting	18	9,614



SPECIAL BUSINESS

RESOLUTION NO: 10

ORDINARY RESOLUTION

Ratification of payment of remuneration to M/s. STR & Associates (Firm Registration No.000029), Cost Auditors of the Company for the financial year ending 2020.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted in favour through remote e-voting and Ballot at AGM	Number of Votes Cast in favour	Percentage of Total Number of valid Votes Cast
Remote E-Voting	8	4,30,310	99.98
Ballot at AGM	149	7,10,24,040	99.99
Total Voting	157	7,14,54,350	99.99

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted against through remote e-voting and Ballot at AGM	Number of Votes Cast against	Percentage of Total Number of valid Votes Cast
Remote E-Voting	1	100	0.02
Ballot at AGM	4	4,770	0.01
Total Voting	5	4,870	0.01

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast
Remote E-Voting	0	0
Ballot at AGM	18	9,614
Total Voting	18	9,614



SPECIAL BUSINESS

RESOLUTION NO: 11

ORDINARY RESOLUTION

Authorization to donate and contribute to bonafide charitable and other funds for deserving causes and institutions during the financial years 2019-20 and 2020-21.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted in favour through remote e-voting and Ballot at AGM	Number of Votes Cast in favour	Percentage of Total Number of valid Votes Cast
Remote E-Voting	7	4,29,310	99.74
Ballot at AGM	150	7,10,28,715	100.00
Total Voting	157	7,14,58,025	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted against through remote e-voting and Ballot at AGM	Number of Votes Cast against	Percentage of Total Number of valid Votes Cast
Remote E-Voting	2	1,100	0.26
Ballot at AGM	3	95	Negligible
Total Voting	5	1,195	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast
Remote E-Voting	0	0
Ballot at AGM	18	9,614
Total Voting	18	9,614

Place : Coimbatore

Date : 28th September, 2019

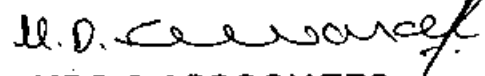
Based on the Scrutinizer's Report

Resolution nos 1- 11 have been duly passed

For SAKTHI SUGARS LIMITED


Chairman & Managing Director

Yours faithfully



MDS & ASSOCIATES

Prop : M.D.SELVARAJ M.Com, MBA,FCS,
COMPANY SECRETARY IN PRACTICE

FCS - 960, CP - 411

"SURYA" 35, MAYFLOWER AVENUE
SOWRIPALAYAM ROAD, COIMBATORE - 641 028