

AVADH/SE/2019-20/49

September 2, 2019

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
Symbol : AVADHSUGAR

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 : 540649

The Secretary
The Calcutta Stock
Exchange Ltd.
7, Lyons Range
Kolkata 700 001
Scrip Code - 11610

Dear Sirs,

Re: 5th Annual General Meeting of the Company
Sub: Disclosure of Voting Results and Consolidated Scrutinizers report

Kindly note that the 5th Annual General Meeting (AGM) of the Company has been duly convened and held on Monday, 2nd September, 2018 at the Registered Office of the Company at P.O. Hargaon, Dist – Sitapur, Uttar Pradesh – 261 121 at 1:00 P.M. In this regard please find enclosed the following :

1. 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.
2. Consolidated Scrutinizer's Report submitted by Mr. Mohan Ram Goenka, Practicing Company Secretary (CP No. 2551), 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 Avadh Sugar & Energy Limited



Anand Sharma
Company Secretary
FCS : 7305

Encl : as above



K.K. BIRLA GROUP OF SUGAR COMPANIES

CONSOLIDATED SCRUTINIZER'S REPORT

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

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

To,

The Chairman of the Fifth Annual General Meeting (AGM) of the Members of AVADH SUGAR & ENERGY LIMITED (CIN: L15122UP2015PLC069635), held on Monday, the 2nd day of September, 2019 at the Registered Office of the Company, P.O-Hargaon, Dist-Sitapur, Pin-261121

Dear Sir,

1. I, Mohan Ram Goenka, a Company Secretary in Practice (FCS No. 4515, CP No. 2551), was duly appointed as a Scrutinizer by the Board of Directors of Avadh Sugar & Energy Limited (the Company) for the purpose of Scrutinizing the process of voting through Remote e-voting and voting at the venue of Annual General Meeting through ballot paper / polling paper 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, as amended.
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 at the Annual General Meeting venue through ballot paper / polling paper for the resolutions proposed in the Notice of 5th Annual General Meeting of the Members of the Company dated May 13, 2019. My responsibility as a Scrutinizer for the process of voting through Remote e-voting and voting at the venue of Annual General Meeting through ballot paper / polling paper is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice of the 5th 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, the remote e-voting facility was kept open from Thursday, August 29, 2019 (09:00 a.m. IST) till Sunday, September 1, 2019 (5.00 p.m. IST) 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)**.
4. The Members holding equity shares as on the "cut-off date" i.e. August 26, 2019 were entitled to vote on the resolutions proposed in the Notice calling the 5th Annual General Meeting.
5. At the end of the remote e-voting period on Sunday, 1st September, 2019 (5:00 P.M.), the voting portal of the service provider was blocked forthwith.

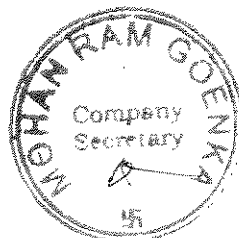
Our Office :

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

Mohan Ram Goenka

Practising Company Secretary

6. After transacting the business at the meeting, the Chairman ordered for voting at the AGM venue through ballot paper / polling paper 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 voting at the venue of the AGM on the 2nd day of September, 2019 the votes cast at the venue were counted, thereafter the votes cast through remote e-voting were unblocked in the presence of Mr. Babu Ram and Mr. Manoj 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.
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,

57 Members have cast their votes through remote e-voting;

33 Members have cast their votes through ballot paper / polling paper

The brief analysis of the results of the voting through Remote e-voting and voting at the Annual General Meeting venue through ballot paper / polling paper are as under:

Item No. 1 - Ordinary Resolution :

Adoption of the Audited Financial Statements of the Company for the Financial Year ended March 31, 2019, together with the Report of the Board of Directors and Auditors thereon.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Polling / Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	57	12755437	33	12366	90	12767803	100.00
Dissent	0	0	0	0	0	0	0.00
Total	57	12755437	33	12366	90	12767803	100.00
Abstain / Invalid	0	0	0	0	-	-	-

Item No. 2 - Ordinary Resolution :

Declaration of dividend on 8.5% Non-Convertible Cumulative Redeemable Preference Shares of the company for the financial year ended 31st March, 2019.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Polling / Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	55	12754137	33	12366	88	12766503	99.9998
Dissent	1	30	0	0	1	30	0.0002
Total	56	12754167	33	12366	89	12766533	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

Mohan Ram Goenka

Practising Company Secretary

Item No. 3 - Ordinary Resolution :

Declaration of dividend on 1,00,09,210 Equity Shares of the company for the financial year ended 31st March, 2019.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Polling / Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	56	12754167	33	12366	89	12766533	100.00
Dissent	0	0	0	0	0	0	0.00
Total	56	12754167	33	12366	89	12766533	100.00
Abstain / Invalid	0	0	0	0	-	-	-

Item No. 4 - Ordinary Resolution :

Appointment of Mrs. Nandini Nopany (DIN 00051362), as Director, who retires by rotation and being eligible, seeks re-appointment.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Polling / Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	54	12740130	33	12366	87	12752496	99.8900
Dissent	2	14037	0	0	2	14037	0.1100
Total	56	12754167	33	12366	89	12766533	100.00
Abstain / Invalid	0	0	0	0	-	-	-

Item No. 5 - Ordinary Resolution :

Appointment of Mrs. Kausalya Madhavan (DIN 05198559), as an Independent Director of the Company for a term of three consecutive years w.e.f. 11th February, 2019.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Polling / Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	55	12754137	33	12366	88	12766503	99.9997
Dissent	1	30	0	0	1	30	0.0003
Total	56	12754167	33	12366	89	12766533	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

Mohan Ram Goenka

Practising Company Secretary

Item No. 6 - Ordinary Resolution :

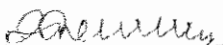
Ratification of remuneration of Mr. Somnath Mukherjee, Cost Accountant, Cost Auditors of the Company for the year ended 31st March, 2020.

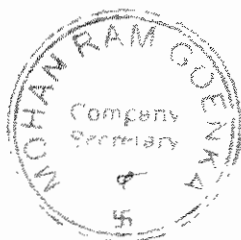
Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Polling / Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	52	12753841	33	12366	85	12766207	99.9992
Dissent	3	102	0	0	3	102	0.0008
Total	55	12753943	33	12366	88	12766309	100.00
Abstain / Invalid	0	0	0	0	-	-	-

9. Based on the foregoing, the resolution no.(s) 1 to 6 shall be deemed to have been passed with the requisite majority.

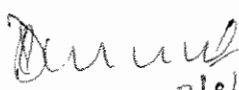
All the relevant records relating to the voting is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the said AGM.

Thanking You,


Mohan Ram Goenka
Practising Company Secretary
C.P. No: 2551



Date : September 2, 2019
Place : Hargaon, Dist - Sitapur


2/9/2019

Countersigned by:

Our Office :
46, B. B. Ganguly Street, 4th Floor
R. No.: 6, Kolkata 700012,
E Mail: goenkamohan@hotmail.com
goenkamohan@gmail.com

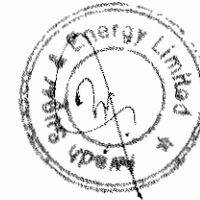
Mobile No.9831074332
Phone No : 2237 9517

Avadh Sugar and Energy Limited

P.O. HARGAON, DIST SITAPUR, UTTAR PRADESH 261 121

Details of Voting at the 5th Annual General Meeting held on 2nd September, 2019
(Pursuant to Regulation 44(3) of SEBI (LODR) Regulation, 2015)

Date of Annual General Meeting	2nd September, 2019
Total number of Equity Shareholders as on cut off date i.e. 26th August, 2019	17822
No. of shareholders present in the meeting either in person or through proxy:	
a) Promoters & Promoter Group	21
b) Public	33
No. of shareholders attended the meeting through video conferencing	
a) Promoters & Promoter Group	NA
b) Public	NA



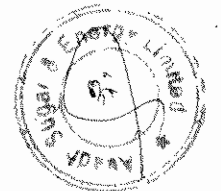
Avadh Sugar and Energy Limited

Resolution Required : (Ordinary)		1 - To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2019 and the Reports of the Directors' and Auditor's thereon.							
Whether promoter/ promoter group are interested in the agenda/resolution?		NO							
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	No. of votes Invalid
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	12081672	12081672	100.0000	12081672	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		12081672	100.0000	12081672	0	100.0000	0.0000	0
Public Institutions	E-Voting	129595	67862	52.3647	67862	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		67862	52.3647	67862	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	7807153	605903	7.7609	605903	0	100.0000	0.0000	0
	Poll		12366	0.1584	12366	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		618269	7.9193	618269	0	100.0000	0.0000	0
Total		20018420	12767803	63.7803	12767803	0	100.0000	0.0000	0



Avadh Sugar and Energy Limited

Resolution Required : (Ordinary)		2 - To declare dividend on 8.50% Non-convertible Cumulative Redeemable Preference Shares of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?		NO							
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	No. of votes Invalid
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	12081672	12081672	100.0000	12081672	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		12081672	100.0000	12081672	0	100.0000	0.0000	0
Public Institutions	E-Voting	129595	67862	52.3647	67862	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		67862	52.3647	67862	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	7807153	604633	7.7446	604603	30	99.9950	0.0050	0
	Poll		12366	0.1584	12366	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		616999	7.9030	616969	30	99.9951	0.0049	0
Total		20018420	12766533	63.7739	12766503	30	99.9998	0.0002	0



Avadh Sugar and Energy Limited

Resolution Required : (Ordinary)		3 - Declaration of Dividend on 1,00,09,210 Equity Shares of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?		NO							
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	No. of votes Invalid
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	12081672	12081672	100.0000	12081672	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		12081672	100.0000	12081672	0	100.0000	0.0000	0
Public Institutions	E-Voting	129595	67862	52.3647	67862	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		67862	52.3647	67862	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	7807153	604633	7.7446	604633	0	100.0000	0.0000	0
	Poll		12366	0.1584	12366	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		616999	7.9030	616999	0	100.0000	0.0000	0
Total		20018420	12766533	63.7739	12766533	0	100.0000	0.0000	0



Avadh Sugar and Energy Limited

Resolution Required : (Ordinary)			4 - Appointment of a Director in place of Mrs.Nandini Nopany (DIN 00051362), who retires by rotation and, being eligible, offers herself for re-appointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?			NO						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	12081672	12081672	100.0000	12081672	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		12081672	100.0000	12081672	0	100.0000	0.0000	0
Public Institutions	E-Voting	129595	67862	52.3647	53855	14007	79.3596	20.6404	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		67862	52.3647	53855	14007	79.3596	20.6404	0
Public Non Institutions	E-Voting	7807153	604633	7.7446	604603	30	99.9950	0.0050	0
	Poll		12366	0.1584	12366	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		616999	7.9030	616969	30	99.9951	0.0049	0
Total		20018420	12766533	63.7739	12752496	14037	99.8900	0.1100	0



Avadh Sugar and Energy Limited

Resolution Required : (Ordinary)			5 - Appointment of Mrs Kausalya Madhavan (DIN – 05198559) an Independent Director for a term of three consecutive years w.e.f. 11th February, 2019.						
Whether promoter/ promoter group are interested in the agenda/resolution?			NO						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	12081672	12081672	100.0000	12081672	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		12081672	100.0000	12081672	0	100.0000	0.0000	0
Public Institutions	E-Voting	129595	67862	52.3647	67862	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		67862	52.3647	67862	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	7807153	604633	7.7446	604603	30	99.9950	0.0050	0
	Poll		12366	0.1584	12366	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		616999	7.9030	616969	30	99.9951	0.0049	0
Total		20018420	12766533	63.7739	12766503	30	99.9998	0.0002	0



Avadh Sugar and Energy Limited

Resolution Required : (Ordinary)			6 - Ratification of remuneration to be paid to Mr Somnath Mukherjee, Cost Accountant, Cost Auditor of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?			NO						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	12081672	12081672	100.0000	12081672	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		12081672	100.0000	12081672	0	100.0000	0.0000	0
Public Institutions	E-Voting	129595	67862	52.3647	67862	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		67862	52.3647	67862	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	7807153	604409	7.7417	604307	102	99.9831	0.0169	0
	Poll		12366	0.1584	12366	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		616775	7.9001	616673	102	99.9835	0.0165	0
Total		20018420	12766309	63.7728	12766207	102	99.9992	0.0008	0

