



**December 29, 2023**

To,  
The Manager  
BSE Ltd.  
25<sup>th</sup> floor, P.J. Towers,  
Dalal Street, Mumbai – 400 001

**Subject: VOTING RESULT OF THE POSTAL BALLOT ALONG WITH SCRUTINIZER REPORT AS PER REGULATION 44 OF THE SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.**

**Scrip Code: 532102**

Dear Sir/Madam,

We herewith submit the voting results along with scrutinizer report on the resolutions as embodied in the Postal Ballot Notice dated 6th November, 2023, have been duly approved by the Shareholders with requisite majority.

In this regard, please find enclosed the following:

1. Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure-A.
2. Scrutinizer Report on remote e-voting issued by Ms. Soniya Gupta, Practicing Company Secretaries (M. No. FCS 7493, COP No. 8136).

The aforesaid documents are hosted on the website of the company [www.sbecsugar.com](http://www.sbecsugar.com).

We request you to kindly take the same on record.

Thanking You,

Yours faithfully,

**For SBEC Sugar Limited**

**Ankit K. Srivastava**  
**Company Secretary & Compliance Officer**

**Encl : A/a**

General information about company	
Scrip code	532102
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE948G01019
Name of the company	SBEC SUGAR LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	28-12-2023
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	SONIYA GUPTA
Firms Name	SONIYA GUPTA & ASSOCIATES
Qualification	CS
Membership Number	7493
Date of Board Meeting in which appointed	06-11-2023
Date of Issuance of Report to the company	29-12-2023

Voting results	
Record date	24-11-2023
Total number of shareholders on record date	6625
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of resolution passed in the meeting</b>	<b>7</b>

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO REGULARIZE THE APPOINTMENT OF DR. PRAMOD KUMAR GUPTA AS NON-EXECUTIVE INDEPENDENT DIRECTOR				
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	31033032						
	Poll							
	Postal Ballot (if applicable)		30897675	99.5638	30897675	0	100.0000	0.0000
	<b>Total</b>		31033032	30897675	99.5638	30897675	0	100.0000
Public-Institutions	E-Voting	959700						
	Poll							
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		959700	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	15661148						
	Poll							
	Postal Ballot (if applicable)		7599004	48.5214	7598899	105	99.9986	0.0014
	<b>Total</b>		15661148	7599004	48.5214	7598899	105	99.9986
<b>Total</b>		47653880	38496679	80.7839	38496574	105	99.9997	0.0003
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO APPROVE THE APPOINTMENT OF MR. VIPIN KUMAR AS MANAGER CUM OCCUPIER AND APPROVE HIS 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	31033032						
	Poll							
	Postal Ballot (if applicable)		30897675	99.5638	30897675	0	100.0000	0.0000
	<b>Total</b>		31033032	30897675	99.5638	30897675	0	100.0000
Public-Institutions	E-Voting	959700						
	Poll							
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		959700	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	15661148						
	Poll							
	Postal Ballot (if applicable)		7599004	48.5214	7598899	105	99.9986	0.0014
	<b>Total</b>		15661148	7599004	48.5214	7598899	105	99.9986
<b>Total</b>		47653880	38496679	80.7839	38496574	105	99.9997	0.0003
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

### Resolution (3)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		TO INCREASE IN THRESHOLD OF LOANS/ GUARANTEES, PROVIDING OF SECURITIES AND MAKING OF INVESTMENTS IN SECURITIES UNDER SECTION 186 OF THE COMPANIES ACT, 2013						
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	31033032						
	Poll							
	Postal Ballot (if applicable)		30897675	99.5638	30897675	0	100.0000	0.0000
	<b>Total</b>		31033032	30897675	99.5638	30897675	0	100.0000
Public- Institutions	E-Voting	959700						
	Poll							
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		959700	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	15661148						
	Poll							
	Postal Ballot (if applicable)		7599004	48.5214	7598899	105	99.9986	0.0014
	<b>Total</b>		15661148	7599004	48.5214	7598899	105	99.9986
<b>Total</b>		47653880	38496679	80.7839	38496574	105	99.9997	0.0003
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				TO CONSIDER & APPROVE THE ACQUISITION/ PURCHASE OF EQUITY SHARES OF SBEC BIOENERGY LTD. FROM MODERATE LEASING & CAPITAL SERVICES LTD.				
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	31033032						
	Poll							
	Postal Ballot (if applicable)		30897675	99.5638	30897675	0	100.0000	0.0000
	<b>Total</b>		31033032	30897675	99.5638	30897675	0	100.0000
Public-Institutions	E-Voting	959700						
	Poll							
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		959700	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	15661148						
	Poll							
	Postal Ballot (if applicable)		7599004	48.5214	7598899	105	99.9986	0.0014
	<b>Total</b>		15661148	7599004	48.5214	7598899	105	99.9986
<b>Total</b>		47653880	38496679	80.7839	38496574	105	99.9997	0.0003
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	

Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				AUTHORIZATION FOR INCREASE IN THE LIMIT OF MATERIAL RELATED PARTY TRANSACTIONS WITH MODERATE LEASING & CAPITAL SERVICES LIMITED (RELATED PARTY OF THE COMPANY)				
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	31033032						
	Poll							
	Postal Ballot (if applicable)		30897675	99.5638	30897675	0	100.0000	0.0000
	<b>Total</b>		31033032	30897675	99.5638	30897675	0	100.0000
Public-Institutions	E-Voting	959700						
	Poll							
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		959700	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	15661148						
	Poll							
	Postal Ballot (if applicable)		7599004	48.5214	7597899	1105	99.9855	0.0145
	<b>Total</b>		15661148	7599004	48.5214	7597899	1105	99.9855
<b>Total</b>		47653880	38496679	80.7839	38495574	1105	99.9971	0.0029
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	

Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				AUTHORIZATION FOR INCREASE IN THE LIMIT OF MATERIAL RELATED PARTY TRANSACTIONS WITH G S PHARMBUTOR PVT. LTD. (RELATED PARTY OF THE COMPANY)				
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	31033032						
	Poll							
	Postal Ballot (if applicable)		30897675	99.5638	30897675	0	100.0000	0.0000
	<b>Total</b>		31033032	30897675	99.5638	30897675	0	100.0000
Public- Institutions	E-Voting	959700						
	Poll							
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		959700	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	15661148						
	Poll							
	Postal Ballot (if applicable)		7599004	48.5214	7597899	1105	99.9855	0.0145
	<b>Total</b>		15661148	7599004	48.5214	7597899	1105	99.9855
<b>Total</b>		47653880	38496679	80.7839	38495574	1105	99.9971	0.0029
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	

Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				TO CONSIDER AND APPROVE THE CHANGE IN DESIGNATION OF MR. ABHISHEK MODI FROM WHOLE TIME DIRECTOR TO NON-EXECUTIVE DIRECTOR OF THE COMPANY				
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	31033032						
	Poll							
	Postal Ballot (if applicable)		30897675	99.5638	30897675	0	100.0000	0.0000
	<b>Total</b>		31033032	30897675	99.5638	30897675	0	100.0000
Public-Institutions	E-Voting	959700						
	Poll							
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		959700	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	15661148						
	Poll							
	Postal Ballot (if applicable)		7599004	48.5214	7597099	1905	99.9749	0.0251
	<b>Total</b>		15661148	7599004	48.5214	7597099	1905	99.9749
<b>Total</b>		47653880	38496679	80.7839	38494774	1905	99.9951	0.0049
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	



**SONIYA GUPTA & ASSOCIATES**  
**PRACTICING COMPANY SECRETARIES**

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**Scrutinizer Report on Postal Ballot**

To,

**The Chairman,  
SBEC SUGAR LIMITED  
VILL: LOYAN MALAKPUR,  
TEH: BARAUT BAGHPAT, UTTAR PRADESH,  
UTTAR PRADESH- 250611**

**Subject: Scrutinizer's Report on voting through postal ballot by electronic means conducted pursuant to the provisions of section 110 read with section 108 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014.**

I, Soniya Gupta of M/s. Soniya Gupta & Associates, Practicing Company Secretary (M.N. FCS 7493, COP No. 8136) have been appointed as Scrutinizer for the purpose of conducting Postal Ballot through remote e-voting for the following resolutions as mentioned in the Postal Ballot Notice dated 06<sup>th</sup> November, 2023.

- 1. Special Resolution for regularizing the appointment of Dr. Pramod Kumar Gupta as Non-Executive Independent Director.**
- 2. Special Resolution to approve the appointment of Mr. Vipin Kumar As Manager Cum Occupier and approve his remuneration.**
- 3. Special Resolution to increase in threshold of Loans/ Guarantees, providing of securities and making of investments in securities under Section 186 of the Companies Act, 2013.**
- 4. Special Resolution to consider & approve the acquisition/ purchase of equity shares of SBEC Bioenergy Ltd. from Moderate Leasing & Capital Services Ltd.**
- 5. Ordinary Resolution for resolution for authorization for increase in the limit of material related party transactions with Moderate Leasing & Capital Services Limited (Related Party of the Company).**
- 6. Ordinary Resolution for authorization for increase in the limit of Material Related Party Transactions with G S Pharambutor Pvt. Ltd. (related party of the company).**
- 7. Special Resolution to consider and approve the change in designation of Mr. Abhishek Modi from Whole Time Director to non-executive director of the company.**

I submit my report as under:

In accordance with in terms of Section 110 of the Companies Act, 2013 ('the Act') as amended from time to time, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI

(Listing obligations and Disclosure Requirements) Regulations, 2015 and-in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') vide its General circulars dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 8, 2021, May 5, 2022, December 28, 2022, September 25, 2023 (collectively referred to as ('MCA circulars,)) and pursuant to other applicable laws and regulations, for the purpose of scrutinizing the process of voting through postal ballot by electronic means only (remote e-voting) in a fair and transparent manner and ascertaining the requisite majority for passing of resolution as contained in the postal ballot notice dated November 6, 2023. The businesses transacted through this notice are reproduced below, the Company has sent the Postal Ballot Notice in electronic form only to those Shareholders whose e-mail ids registered with Registrar and Share Transfer Agent (RTA) of the Company or the Depository.

2. On November 28, 2023, the Company has completed the dispatch of Postal Ballot Notice electronically to those shareholders whose e-mail id are registered with their depositories and whose name appears on the Register of Members/depositories as on 24<sup>th</sup> November, 2023 (Cut-off date).
3. The Company has availed the e-voting facility offered by Central Depositories Services (India) Limited (CDSL) for conducting remote e-voting to enable the members to cast their votes electronically. The remote e-voting commenced from Wednesday, 29<sup>th</sup> November 2023 from 09:00 A.M. (IST) and ended on Thursday, 28<sup>th</sup> December 2023 at 05:00 P.M. (IST).
4. The votes cast under remote e-voting facility were thereafter unblocked for review.
5. I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the CDSL e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.
6. The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars

relating to remote e-voting on the Resolutions contained in the notice of Postal Ballot. My responsibility as scrutinizer for the voting through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said resolutions.

7. A summary of results of remote e-voting are as under:

**1. Special Resolution for regularizing the appointment of Dr. Pramod Kumar Gupta as Non-Executive Independent Director.**

Particulars	No. of votes contained in						Percentage of Total Votes
	Remote e-voting		Physical Ballot	Postal	Total		
	No. of Members Voted	No. of Votes Cast	No. of Members Voted	No. of Votes Cast	No. of Members Voted	No. of Votes Cast	
<b>Assent</b>	33	38496574	0	0	33	38496574	<b>99.99</b>
<b>Dissent</b>	5	105	0	0	5	105	<b>0.01</b>
<b>Abstained</b>	0	0	0	0	0	0	<b>0.00</b>
<b>Total</b>	<b>38</b>	<b>38496679</b>	<b>0</b>	<b>0</b>	<b>38</b>	<b>38496679</b>	<b>100.00</b>

**2. Special Resolution to approve the appointment of Mr. Vipin Kumar As Manager Cum Occupier and approve his remuneration.**

Particulars	No. of votes contained in						Percentage of Total Votes
	Remote e-voting		Physical Ballot	Postal	Total		
	No. of Members Voted	No. of Votes Cast	No. of Members Voted	No. of Votes Cast	No. of Members Voted	No. of Votes Cast	
<b>Assent</b>	33	38496574	0	0	33	38496574	<b>99.99</b>
<b>Dissent</b>	5	105	0	0	5	105	<b>0.01</b>
<b>Abstained</b>	0	0	0	0	0	0	<b>0.00</b>
<b>Total</b>	<b>38</b>	<b>38496679</b>	<b>0</b>	<b>0</b>	<b>38</b>	<b>38496679</b>	<b>100.00</b>

**3. Special Resolution to increase in threshold of Loans/ Guarantees, providing of securities and making of investments in securities under Section 186 of the Companies Act, 2013.**

Particulars	No. of votes contained in						Percentage of Total Votes
	Remote e-voting		Physical Ballot	Postal	Total		
	No. of	No. of	No. of	No. of	No. of	No. of	

	Members Voted	Votes Cast	Members Voted	Votes Cast	Members Voted	Votes Cast	
<b>Assent</b>	33	38496574	0	0	33	38496574	<b>99.99</b>
<b>Dissent</b>	5	105	0	0	5	105	<b>0.01</b>
<b>Abstained</b>	0	0	0	0	0	0	<b>0.00</b>
<b>Total</b>	<b>38</b>	<b>38496679</b>	<b>0</b>	<b>0</b>	<b>38</b>	<b>38496679</b>	<b>100.00</b>

**4. Special Resolution to consider & approve the acquisition/ purchase of equity shares of SBEC Bioenergy Ltd. from Moderate Leasing & Capital Services Ltd.**

Particulars	No. of votes contained in						Percentage of Total Votes
	Remote e-voting		Physical Ballot	Postal	Total		
	No. of Members Voted	No. of Votes Cast	No. of Members Voted	No. of Votes Cast	No. of Members Voted	No. of Votes Cast	
<b>Assent</b>	33	38496574	0	0	33	38496574	<b>99.99</b>
<b>Dissent</b>	5	105	0	0	5	105	<b>0.01</b>
<b>Abstained</b>	0	0	0	0	0	0	<b>0.00</b>
<b>Total</b>	<b>38</b>	<b>38496679</b>	<b>0</b>	<b>0</b>	<b>38</b>	<b>38496679</b>	<b>100.00</b>

**5. Ordinary Resolution for resolution for authorization for increase in the limit of material related party transactions with Moderate Leasing & Capital Services Limited (Related Party of the Company).**

Particulars	No. of votes contained in						Percentage of Total Votes
	Remote e-voting		Physical Ballot	Postal	Total		
	No. of Members Voted	No. of Votes Cast	No. of Members Voted	No. of Votes Cast	No. of Members Voted	No. of Votes Cast	
<b>Assent</b>	32	38495574	0	0	32	38495574	<b>99.99</b>
<b>Dissent</b>	6	1105	0	0	6	1105	<b>0.01</b>
<b>Abstained</b>	0	0	0	0	0	0	<b>0.00</b>
<b>Total</b>	<b>38</b>	<b>38496679</b>	<b>0</b>	<b>0</b>	<b>38</b>	<b>38496679</b>	<b>100.00</b>

**6. Ordinary Resolution for authorization for increase in the limit of Material Related Party Transactions with G S Pharmbutor Pvt. Ltd. (related party of the company).**

Particulars	No. of votes contained in				Percentage of Total Votes
	Remote e-voting	Physical Ballot	Postal	Total	

	No. of Members Voted	No. of Votes Cast	No. of Members Voted	No. of Votes Cast	No. of Members Voted	No. of Votes Cast	
<b>Assent</b>	32	38495574	0	0	32	38495574	<b>99.99</b>
<b>Dissent</b>	6	1105	0	0	6	1105	<b>0.01</b>
<b>Abstained</b>	0	0	0	0	0	0	<b>0.00</b>
<b>Total</b>	<b>38</b>	<b>38496679</b>	<b>0</b>	<b>0</b>	<b>38</b>	<b>38496679</b>	<b>100.00</b>

**7. Special Resolution to consider and approve the change in designation of Mr. Abhishek Modi from Whole Time Director to non-executive director of the company.**

Particulars	No. of votes contained in						Percentage of Total Votes
	Remote e-voting		Physical Ballot	Postal	Total		
	No. of Members Voted	No. of Votes Cast	No. of Members Voted	No. of Votes Cast	No. of Members Voted	No. of Votes Cast	
<b>Assent</b>	32	38494774	0	0	32	38494774	<b>99.99</b>
<b>Dissent</b>	6	1905	0	0	6	1905	<b>0.01</b>
<b>Abstained</b>	0	0	0	0	0	0	<b>0.00</b>
<b>Total</b>	<b>38</b>	<b>38496679</b>	<b>0</b>	<b>0</b>	<b>38</b>	<b>38496679</b>	<b>100.00</b>

Therefore, the Resolution No. 1 to 7 has been approved with requisite majority.

**Thanking you,  
Yours faithfully**

**For Soniya Gupta & Associates  
Company Secretaries**

  
 (Soniya Gupta)  
 Proprietor  
 FCS: 7493  
 CP: 8136

**Vijay Kumar Modi  
Director  
(Authorised by the Chairman)**

PRCN: 1548/2021

Place: Delhi

Dated: 29.12.2023

UDIN: F007493E003065647