

COMPANY SECRETARIES

PUNE OFFICE :

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Scrutinizer's Report

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

To,
The Chairman
Davangere Sugar Company Limited

Fifty-third Annual General Meeting ("AGM") of the Members of Davangere Sugar Company Limited ("the Company") held on Monday, on 30th September, 2024, At Thogataveera Samudhaya Bhavana, M.C.C. 'A' Block, Davangere – 577 004 At 11.30 A.M.

Dear Sir,

I, **Ashwini Inamdar**, Practicing Company Secretary and Partner, M/s. Mehta & Mehta, Company Secretaries, appointed by the Board of Directors of the Company to act as the Scrutinizer for the purpose of scrutinizing the process of e-voting and voting through ballot during the Fifty-third AGM of the Company held on **Monday, September 30, 2024 at 11.30 A.M.** pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, in respect of the Resolutions as set out in the Notice convening the 53rd AGM, do hereby submit my report as follows:

1. The notice dated September 06, 2024 of the 53rd AGM was sent to the Members through electronic mode whose email addresses are registered with the Company/RTA in compliance with the MCA circulars.
2. The Resolutions were transacted through the process of remote e-voting and through electronic voting system and ballot Paper voting during the AGM. For the purpose of remote e-voting, the Company had engaged the services of National Securities Depository Limited (NSDL)
3. The members holding shares as on Monday, September 23, 2024 ("cut-off date") were entitled to vote on the resolutions stated in the Notice of the 30th AGM.
4. The period for remote e-voting commenced on Friday, September 27, 2024 at 9:00 a.m. (IST) and ended on Sunday, September 29, 2024 at 5:00 p.m. (IST). The Remote e-voting module was disabled by NSDL for voting thereafter.

5. The facility for e-voting and voting through ballot paper was made available for the Members attending the Meeting and who did not cast their vote through remote e-voting.
6. After the closure of voting at the AGM, the report on the voting done at the AGM and votes cast through remote e-voting facility done prior to the AGM were unblocked, in the presence of two witnesses Mr. Nikhil Surdi and Mr. Vedant Patel neither of whom are in the employment of the Company and generated from NSDL e-voting website <https://www.evoting.nsdl.com>.
7. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules thereunder, MCA Circulars and the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 relating to remote e-voting prior and during the AGM on the resolutions contained in the notice of the AGM.
8. My responsibility as a scrutinizer for the e-voting process (i.e. remote e-voting and voting during AGM) is restricted to making a Consolidated Scrutinizer's Report of the votes cast in favour or against the resolutions.
9. The consolidated results of remote e-voting and voting through electronic voting system at the AGM are enclosed as an **Annexure** to this report.

Thanking You,
For **Mehta & Mehta**
Company Secretaries

Ashwini Inamdar
Scrutinizer
FCS No: 9409
CP No: 11226
UDIN: **F009409F001407190**

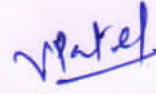
Place: Mumbai
Date: 01.10.2024

Enclosed: Annexure

We, the undersigned have witnessed that the votes cast through remote e-voting were unblocked from NSDL e-voting website <https://www.evoting.nsdl.com> in our presence on September 30, 2024



Name : Nikhil Surdi
Address : Sinhgad Road, Pune



Name : Vedant Patel
Address : Sahakar Nagar, Pune

Countersigned by

Nidhi Vaswani
Company Secretary & Compliance Officer
Membership No. F9251
Person Authorised by the Chairman

Annexure I

Item No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the company including the Balance Sheet of the Company as at 31st March, 2024 and the Statement of Profit and Loss of the Company and the Cash Flow Statement for that period and other Annexures thereof for the Financial Year ended 31st March, 2024 and the Reports

Particulars	e-voting		Voting at the AGM		% of total number of
	Number of Members who voted	Number of Shares for which votes cast by them	Number of Members who voted	Number of Shares for which votes cast by them	
Voted in favour of the resolution	179	25,31,60,455	36	2,63,83,100	99.9964
Votes against the resolution	2	10,050	0	0	0.0036
Invalid votes	0	0	0	0	0.0000

The above resolution has been passed by requisite majority

Item No. 2: Ordinary Resolution

To appoint Mr. Abhijith Ganesh Shamanur (DIN: 03451918), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers

Particulars	e-voting		Voting at the AGM		% of total number of
	Number of Members who voted	Number of Shares for which votes cast by them	Number of Members who voted	Number of Shares for which votes cast by them	
Voted in favour of the resolution	172	25,31,53,484	36	2,63,83,100	99.9941
Votes against the resolution	7	16,421	0	0	0.0059
Invalid votes	0	0	0	0	0.0000

The above resolution has been passed by requisite majority

Item No. 3: Ordinary Resolution

Ratification of Remuneration of Cost Auditor for the FY-2024-25.

Particulars	e-voting		Voting at the AGM		% of total number of valid votes cast
	Number of Members who voted	Number of Shares for which votes cast by them	Number of Members who voted	Number of Shares for which votes cast by them	
Voted in favour of the resolution	173	25,31,54,939	36	2,63,83,100	99.9946
Votes against the resolution	6	14,966	0	0	0.0054
Invalid votes	0	0	0	0	0.0000

The above resolution has been passed by requisite majority

Item No. 4: Special Resolution

Re-appointment of Mr. Shamanur Shivashankarappa Ganesh (DIN:00451383) as the Managing Director of the Company.

Particulars	e-voting		Voting at the AGM		% of total number of valid votes cast
	Number of Members who voted	Number of Shares for which votes cast by them	Number of Members who voted	Number of Shares for which votes cast by them	
Voted in favour of the resolution	169	25,31,40,000	36	2,63,83,100	99.9893
Votes against the resolution	10	29,905	0	0	0.0107
Invalid votes	0	0	0	0	0.0000

The above resolution has been passed by requisite majority

Item No. 5: Special Resolution

Appointment of Ms. Vinita Dilip Modak (DIN: 10763274) as an Independent Director of the Company.

Particulars	e-voting		Voting at the AGM		% of total number of valid votes cast
	Number of Members who voted	Number of Shares for which votes cast by them	Number of Members who voted	Number of Shares for which votes cast by them	
Voted in favour of the resolution	172	25,31,47,319	36	2,63,83,100	99.9923
Votes against the resolution	6	21,586	0	0	0.0077
Invalid votes	0	0	0	0	0.0000

The above resolution has been passed by requisite majority

Item No. 6: Special Resolution

Appointment of Mrs. Hima Bindu Sagala (DIN: 09520601) as an Independent Director of the Company.

Particulars	e-voting		Voting at the AGM		% of total number of valid votes cast
	Number of Members who voted	Number of Shares for which votes cast by them	Number of Members who voted	Number of Shares for which votes cast by them	
Voted in favour of the resolution	173	25,31,50,092	36	2,63,83,100	99.9929
Votes against the resolution	6	19,813	0	0	0.0071
Invalid votes	0	0	0	0	0.0000

The above resolution has been passed by requisite majority

Item No. 7: Special Resolution

To approve requests received from Persons Belonging to Promoters / Promoter Group for Reclassification from "Promoters / Promoter Group" Category to "Public Category".

Particulars	e-voting		Voting at the AGM		% of total number of valid votes cast
	Number of Members who voted	Number of Shares for which votes cast by them	Number of Members who voted	Number of Shares for which votes cast by them	
Voted in favour of the resolution	169	25,31,44,565	36	2,63,83,100	99.9909
Votes against the resolution	11	25,363	0	0	0.0091
Invalid votes	0	0	0	0	0.0000

The above resolution has been passed by requisite majority

Item No. 8: Special Resolution

To Approve the Right Issue of Shares.

Particulars	e-voting		Voting at the AGM		% of total number of valid votes cast
	Number of Members who voted	Number of Shares for which votes cast by them	Number of Members who voted	Number of Shares for which votes cast by them	
Voted in favour of the resolution	178	25,31,56,477	. 36	2,63,83,100	99.9964
Votes against the resolution	2	10,050	0	0	0.0036
Invalid votes	0	0	0	0	0.0000

The above resolution has been passed by requisite majority