

Shree Hanuman

SUGAR & INDUSTRIES LIMITED

Regd. Office : Chandra Kunj, 3, Pretoria Street, 4th Floor, Kolkata - 700 071
Phone : 2282 1169(4 Lines) 2282 1183(2 Lines) Fax:(033) 2282 1187/1188
E-mail:shsil@nopany.in /info@hanumansugar.com, Website : www.hanumansugar.com
CIN: U15432WB1932PLC007278

4th September, 2015

The Stock Exchange Mumbai
BSE Limited
Corporate Relationship Department
P.J Towers, Dalal Street
Mumbai-400001

Ref: Scrip Code – 537709

Sub: Disclosure under Clause 35A of Listing Agreement

Pursuant to the provision of Clause 35A of the Listing Agreement. We hereby inform you that the members of the Company at 84th Annual General Meeting (AGM) held on Monday, August 31, 2015 at Chandra Kunj, 3 Pretoria Street, Kolkata-700071 transacted the business as stated in the notice dated July 14, 2015.

In this connection, we hereby enclose the consolidated results of Remote E-Voting & Ballot at the meeting in the format prescribed under Clause 35A, together with Scrutinizer Report.

Details of Voting Results

Date of the AGM	31.08.2015
Book Closure Date	27.08.2015 to 31.08.2015 (both days inclusive)
Total number of shareholders on record date, i.e. cut off date for the purpose of voting on 24.08.2015	18500000
Number of Shareholders present in the meeting either in person or through proxy	
Promoter and Promoter Group	13
Public	143
Number of Shareholders attended the meeting through video conferencing	
Promoter and Promoter Group	N.A
Public	N.A
Mode of Voting	(i) Remote e-voting from 28.08.2015 to 30.08.2015 (ii) Voting at the AGM through Postal Ballot



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AGENDA - WISE

Resolution No. 1 (Ordinary Resolution)	Adaption of the Audited Financial Statements of the Company for the financial year ended 30th June, 2014						
Promoter/Public	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
Promoters and Promoter Group	2090847	2090847	100.00	2090847	0	100.00	00.00
Public - Institutional holders	0	0	0.00	0	0	0.00	0.000
Public - Others	4074704	4074704	100.00	4074643	61	99.99	0.01
Total	6165551	6165551	100.00	6165490	61	99.99	0.01

Resolution No. 2 (Ordinary Resolution)	Declaration of dividend on equity shares						
Promoter/Public	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
Promoters and Promoter Group	2090847	2090847	100.00	0	2090847	00.00	100.00
Public - Institutional holders	0	0	0.00	0	0	0.00	0.00
Public - Others	4074704	4074704	100.00	23885	4050819	0.59	99.41
Total	6165551	6165551	100.00	23885	6141666	0.39	99.61

Resolution No. 3 (Ordinary Resolution)	Appointment of Shri R.K. More as a Director						
Promoter/Public	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
Promoters and Promoter Group	2090847	2090847	100.00	2090847	0	100.00	00.00
Public - Institutional holders	0	0	0.00	0	0	0.00	0.000
Public - Others	4074704	4074704	100.00	4074643	61	99.99	0.01
Total	6165551	6165551	100.00	6165490	61	99.99	0.01



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Resolution No. 4 (Ordinary Resolution)	Appointment of Shri L. K. Tibrawalla as a Director						
Promoter/Public	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
Promoters and Promoter Group	2090847	2090847	100.00	2090847	0	100.00	00.00
Public - Institutional holders	0	0	0.00	0	0	0.00	0.000
Public - Others	4074704	4074704	100.00	4074643	61	99.99	0.01
Total	6165551	6165551	100.00	6165490	61	99.99	0.01

Resolution No. 5 (Ordinary Resolution)	Appointment of M/s. Agarwal Gupta Nokari & Rustagi Associates, Chartered Accountants						
Promoter/Public	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
Promoters and Promoter Group	2090847	2090847	100.00	2090847	0	100.00	0.00
Public - Institutional holders	0	0	0.00	0	0	0.00	0.00
Public - Others	4074704	4074704	100.00	4074644	60	99.99	0.01
Total	6165551	6165551	100.00	6165491	60	99.99	0.01

Resolution No. 6 (Special Resolution)	Adoption of new set of Articles of Association of the Company						
Promoter/Public	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
Promoters and Promoter Group	2090847	2090847	100.00	2090847	0	100.00	0.00
Public - Institutional holders	0	0	0.00	0	0	0.00	0.00
Public - Others	4074704	4074704	100.00	4074629	75	99.99	0.01
Total	6165551	6165551	100.00	6165476	75	99.99	0.01



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Resolution No. 7 (Ordinary Resolution)	Appointment of Shri L. K. Tibrawalla as Independent Director						
Promoter/Public	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
Promoters and Promoter Group	2090847	2090847	100.00	2090847	0	100.00	0.00
Public - Institutional holders	0	0	0.00	0	0	0.00	0.00
Public - Others	4074704	4074704	100.00	4074638	66	99.99	0.01
Total	6165551	6165551	100.00	6165485	66	99.99	0.01

Resolution No. 8 (Ordinary Resolution)	Appointment of Ms. Pratima Srivastava as Independent Director						
Promoter/Public	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
Promoters and Promoter Group	2090847	2090847	100.00	2090847	0	100.00	0.00
Public - Institutional holders	0	0	0.00	0	0	0.00	0.00
Public - Others	4074704	4074704	100.00	4074689	15	99.99	0.01
Total	6165551	6165551	100.00	6165536	15	99.99	0.01

Resolution No. 9 (Ordinary Resolution)	Appointment of Ms. Shabnam Agarwal as Independent Director						
Promoter/Public	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
Promoters and Promoter Group	2090847	2090847	100.00	2090847	0	100.00	0.00
Public - Institutional holders	0	0	0.00	0	0	0.00	0.00
Public - Others	4074704	3944704	96.81	3944674	30	99.99	0.01
Total	6165551	6035551	97.89	6035521	30	99.99	0.01



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Resolution No. 10 (Special Resolution)	Re-appointment of Shri B. K. Nopany as Managing Director						
Promoter/Public	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
Promoters and Promoter Group	2090847	0	00.00	0	0	00.00	0.00
Public - Institutional holders	0	0	0.00	0	0	0.00	0.00
Public - Others	4074704	3768889	92.49	3768823	66	99.99	0.01
Total	6165551	3768889	61.13	3768823	66	99.99	0.01

Resolution No. 11 (Special Resolution)	Approval of Related Party Transactions						
Promoter/Public	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
Promoters and Promoter Group	2090847	0	00.00	0	0	00.00	0.00
Public - Institutional holders	0	0	0.00	0	0	0.00	0.00
Public - Others	4074704	3768889	92.49	3768823	66	99.99	0.01
Total	6165551	3768889	61.13	3768823	66	99.99	0.01

Resolution No. 12 (Ordinary Resolution)	Sub-division of Equity Shares						
Promoter/Public	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
Promoters and Promoter Group	2090847	2090847	100.00	2090847	0	100.00	0.00
Public - Institutional holders	0	0	0.00	0	0	0.00	0.00
Public - Others	4074704	4074704	100.00	4071638	3066	99.92	0.08
Total	6165551	6165551	100.00	6162485	3066	99.95	0.05



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Resolution No. 13 (Ordinary Resolution)	Alteration in Memorandum of Association						
Promoter/Public	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
Promoters and Promoter Group	2090847	524000	25.06	524000	0	100.00	0.00
Public - Institutional holders	0	0	0.00	0	0	0.00	0.00
Public - Others	4074704	188263	4.62	188198	65	99.97	0.03
Total	6165551	712263	11.55	712198	65	99.99	0.01





FORM No. MGT-13

Report of Scrutinizer

**[Pursuant to sections 108 and 109 of the Companies Act, 2013 and Rule 20[4](xii)]
of the Companies (Management and Administration) Amendment Rules, 2015 &
21(2) of the Companies (Management and Administration) Rules, 2014]**

To
The Chairman,
Annual General Meeting of the
Equity Shareholders of Shree Hanuman Sugar & Industries Limited
Held on 31st day of August, 2015, at 3.00 PM at
Chandra Kunj, 4th Floor
3, Pretoria Street
Kolkata - 700 071

Sub: Scrutinizer's Report

Ref: Annual General Meeting (AGM) of the Shareholders of Shree Hanuman Sugar & Industries Limited

Dear Sir,

I, Birendra Kumar Sethia of M/s. B. K. Sethia & Co., Chartered Accountants appointed as Scrutinizer for the purpose of the voting by electronic means and poll taken at the said AGM carried out as per the provisions of the Companies Act, 2013 and Rules 20 of the Companies (Management and Administration) Amendment Rules, 2015 & Rule 21 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s), at the meeting of the Equity Shareholders of Shree Hanuman Sugar & Industries Limited held on 31st August 2015, at Chandra Kunj, 3, Pretoria Street, Kolkata - 700 071, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, two ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. The same were not considered in calculation.



4. The remote e-voting period commenced on Friday, 28th August, 2015 (09:30 A.M.) and ended on Sunday, 30th August, 2015 (05.00 P.M.).
5. The Shareholders holding the shares as on the "cut-off" date i.e. 24th August, 2015 were entitled to vote on the proposed resolutions as set out in (item 1 to 13) of the notice dated 14th July, 2015 convening the said AGM.
6. The votes casted through e-voting were unblocked by me on 1st September, 2015 at around 11.30.A.M.
7. The result of the voting by electronic means and poll at the said AGM is as under:



- a) **Resolution No. 1 – To receive, consider and adopt the audited financial statements of the Company for the financial year ended 30th June, 2014 and the reports of the Board of Directors (the Board) and the Auditors thereon.**

(i) Voted in favour of the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
317	6165490	99.99%

(ii) Voted against the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	61	0.01%

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

- b) **Resolution No. 2 – To declare dividend on Equity Shares.**

(i) Voted in favour of the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
126	23885	0.39%

(ii) Voted against the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
194	6141666	99.61%

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



c) **Resolution No. 3 – Re-appointment of Mr. R. K. More as Director.**

(i) Voted in favour of the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
317	6165490	99.99%

(ii) Voted against the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	61	0.01%

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

d) **Resolution No. 4 – Re-appointment of Mr. L. K. Tibrawalla as Director.**

(i) Voted in favour of the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
317	6165490	99.99%

(ii) Voted against the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	61	0.01%

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



e) **Resolution No. 5 – Re-appointment of Agarwal Gupta Nokari & Rustagi Associates, as Statutory Auditor and fix their Remuneration.**

(i) Voted in favour of the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
318	6165491	99.99%

(ii) Voted against the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	60	0.01%

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

f) **Resolution No. 6 – Adoption of new set of Articles of Association of the Company**

(i) Voted in favour of the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
317	6165476	99.99%

(ii) Voted against the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	75	0.01%

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



g) Resolution No. 7 - Appointment of Mr. L. K. Tibrawalla as Independent Director.

(i) Voted in favour of the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
316	6165485	99.99%

(ii) Voted against the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	66	0.01%

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

h) Resolution No. 8 - Appointment of Ms. Pratima Srivastava as Independent Director.

(i) Voted in favour of the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
318	6165536	99.99%

(ii) Voted against the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	15	0.01

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



i) **Resolution No. 9 – Appointment of Ms. Shabnam Agarwal as Independent Director.**

(i) Voted in favour of the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
316	6035521	99.99%

(ii) Voted against the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	30	0.01%

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

j) **Resolution No. 10 – Re-appointment of Mr. B. K. Nopany as Managing Director**

(i) Voted in favour of the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
302	3768823	99.99%

(ii) Voted against the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	66	0.01%

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



k) Resolution No. 11 – Approval of Related Party Transactions

(i) Voted in favour of the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
302	3768823	99.99%

(ii) Voted against the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	66	0.01%

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

l) Resolution No. 12 – Approval for Sub-division of Equity Shares.

(i) Voted in favour of the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
316	6162485	99.95%

(ii) Voted against the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	3066	0.05%

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



m) Resolution No. 13 – Alteration in Memorandum of Association.

(i) Voted in favour of the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
130	712198	99.99%

(ii) Voted against the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	65	0.01%

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

8. A Compilation of Data containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
9. The relevant records of remote e-voting and poll papers at the AGM were sealed and handed over to the Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,



Birendra Kumar Sethia
FCA: 063033
Scrutinizer



Place: Kolkata

Date: 1st September, 2015