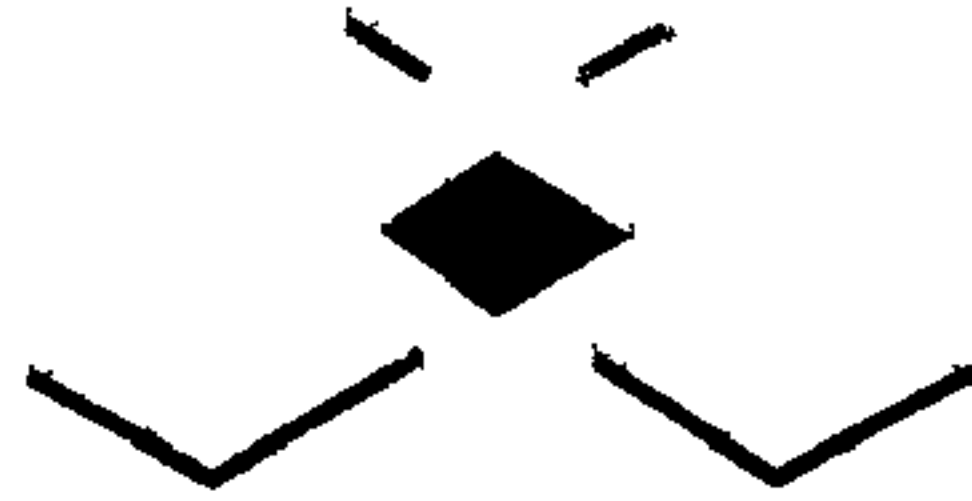




DWARIKESH SUGAR INDUSTRIES LIMITED

Corp. Off.: 511 Maker Chambers V, 221, Nariman Point, Mumbai - 400 021. Tel.: 2283 2468, 2204 2945 Fax : 2204 7288
E-mail : dsilbom@dwarikesh.com • Website : www.dwarikesh.com

REF: DSIL/2013-14/624

March 21, 2014

National Stock Exchange of India Limited

"Exchange Plaza"

Bandra – Kurla Complex

Bandra [E]

Mumbai - 400 051

Kind Attn: Mr. Hari.K

Sub: Submission of Postal Ballot Result

Dear Sir,

Kindly refer to our letter earlier letter dated February 7, 2014 with Ref.No. DSIL/HO/2014/561 with regards to postal ballot.

We are pleased to inform you that the result of postal ballot has been received from the Scrutizier- Mr D P Agarwal and the copy of the same is annexed herewith.

The votes cast in favour of special resolution u/s 180 (1)(a) of Companies Act ,2013 ,passed through Postal Ballot u/s 192 A of Companies Act ,1956, have exceeded the votes cast against the special resolution; therefore, as mentioned in the notice of the postal ballot dated February 7, 2014 has been passed with requisite majority.

Yours faithfully

B. J. Maheshwari
Whole Time Director & CS cum CCO

Encl: As above.

D.P. Agarwal & Co.

CHARTERED ACCOUNTANTS

4-B, BILQEES MANSION, 4TH FLOOR, 261/263, DR. D.N. ROAD, FORT, MUMBAI - 400 001

E-mail: dpagarwal@vsnl.net

DAMODAR P. AGARWAL
B.COM., L.L.B. (Gen.)
F.C.A., F.C.S.

Tel: 2263 6465
Fax: 2263 6466
Mob: 9820122793

March 21, 2014

Shri B J Maheshwari

Whole Time Director & CS cum CCO

Dwarikesh Sugar Industries Limited

Dwarikesh Nagar 246762

Dist. Bijnor, U.P.

POSTAL BALLOT – SCRUTINIZER'S REPORT

Dear Sir,

I, D. P. Agarwal, Chartered Accountants in practice, the Scrutinizer appointed to the postal ballot process of your company as per section 192A of the Companies Act, 1956, read with Companies (Passing of the resolution by postal ballot) Rules, 2011, hereby report the results of the postal ballot exercised by the shareholders either by e-voting or by physical submission of duly signed and completed postal ballot forms in respect of one resolution pertaining to section 180(1)(a) of the Companies Act, 2013 mentioned in the Notice of the Postal Ballot dated February 7, 2014 as follows:

Postal Ballot Result

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
Promoter and Promoter Group	7871077	7871077	100%	7871077	0	100.00%	0.00%
Public Institutional Holders	0	0	0%	0	0	0	0
Public Others	46729	46729	100%	44312	2417	94.83%	5.17%
Total	7917806	7917806	100%	7915389	2417	99.97%	0.03%

D.P. Agarwal & Co.

CHARTERED ACCOUNTANTS

4-B, BILQEES MANSION, 4TH FLOOR, 261/263, DR. D.N. ROAD, FORT, MUMBAI - 400 001

E-mail:dpagarwal@vsnl.net

DAMODAR P. AGARWAL
B.COM., L.L.B. (Gen.)
F.C.A., F.C.S.

Tel: 2263 6465
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Mob: 9820122793

Result: The Resolution for Creation of charge on the movable and immovable properties of the company, both present and future, in respect of the borrowings, under section 180(1)(a) of the Companies Act, 2013 is passed as a Special Resolution as the votes cast in favour of the resolution are more than three times the number of votes cast against resolution.



For D P AGARWAL & Co
(Firm Registration No. 100068W)
Chartered Accountants

(D P Agarwal - Scrutinizer)
(Proprietor)
(Membership No.FCA 35500)