



CIN: L74899DL1993PL0052757

SOM DISTILLERIES & BREWERIES LTD.

Corporate Office: 33, Zone-II, Mahatma Prasad Nagar, Bhopal-462 011 (M.P.) Tel.: +91-755-4278827, 4279271 Fax: +91-755-3557470
E-mail: sdrd@bsnl.in, somdistilleries@rediffmail.com, Web: www.somindia.com Work: Village Rojradhak, Distt. Raosen (M.P.) Ph.: (07490) 266244-5

Dated: 4.10.2016

1. Bombay Stock Exchange Ltd.
Floor 25, P.J. Towers
Dalal Street Mumbai-400001
2. National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex, Bandra(E),
Mumbai-400051

Subject: 23RD Annual General Meeting of Som Distilleries and Breweries Ltd. held at Delhi on
30.9.2016 Code 507514, ISIN: 480C01012

Sir,

Kindly find attached the following documents:-

- i) A report of scrutinizer in form MGT-13 in respect of items of business dealt with at the 23RD Annual General Meeting of Som Distilleries and Breweries Limited
- ii) Minutes of the 23RD Annual General Meeting held at Delhi on 30.09.2016
- iii) Report under Regulation 44 of SEBI(LODR)Regulations, 2015, which was uploaded on 1.10.2016

Thanking You

Yours Faithfully
For Som Distilleries & Breweries Ltd.


Surjeet Lal
Managing Director

M.M. CHAWLA & ASSOCIATES

Company Secretaries

Ajay Tower, Mezzanine Floor, 104, E-5/1, Arera Colony, (Commercial)
Opposite Habibganj Police Station, Bhopal - 462 016

0755-2462665 (O),

2421438 (R),

09425004975 (M)

e-mail mmchawlabhopal@gmail.com

FORM NO. MGT-13

REPORT OF SCRUTINIZER

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,

The Chairman,
23RD Annual General Meeting,
Som Distilleries and Breweries Limited
held on the 30th day of the September, 2016 at Delhi.

Dear Sir,

I, Madan Mohan Chawla, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 23RD Annual General Meeting of the Equity Shareholders of **Som Distilleries and Breweries Limited** held on 30.09.2016 at Delhi, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, the ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was 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. I did not find any poll papers invalid in respect of resolutions nos. 1 to 4. In respect of resolution no. 5, postal ballots and electronic voting have been relied upon and included in this report.
4. The result of the Poll is as under:

A. RESOLUTION NO. 1 – ACCOUNTS

"Resolved that report of the Board of Directors dated 13.08.2016 and audited Balance sheet as at 31.03.2016 and Profit & Loss Account for the year 2015-2016 be and are hereby adopted."

Number of members present and voting (in person or by proxy) including e-votes	Votes cast in favour		Votes cast against		Invalid votes		
	No. of Votes	% of total number of valid votes cast	No. of Votes	% of total nu. of valid votes cast	No. of Votes	Votes cast by them	
E-Voting members	42	24527913	100%	NIL	0%	NIL	0%
Polling at AGM -	32	763	100%	NIL	0%	NIL	0%
Total Shares voted-	74	24528676	100%	NIL	0%	NIL	0%

M.M. CHAWLA & ASSOCIATES
Company Secretaries

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 Opposite Habibganj Police Station, Bhopal - 462 016

0755-2462665 (O),
 2421438 (R),
 09425004975 (M)

e-mail : mmchawlabhopal@gmail.com

B. RESOLUTION NO. 2 - RETIREMENT BY ROTATION

"Resolved that Shri Surjeeet Lal, who retired by rotation at this meeting and offered himself for reappointment, be and is hereby reappointed as a Director."

Number of members present and voting (in person or by proxy) including e-votes		Votes cast in favour		Votes cast against		Invalid votes	
		No. of Votes	% of total number of valid votes cast	No. of Votes	% of total no. of valid votes cast	No. of Votes	Votes cast by them
E-Voting members	42	24527913	100%	NIL	0%	NIL	0%
Polling at AGM -	32	763	100%	NIL	0%	NIL	0%
Total Shares voted-	74	24528676	100%	NIL	0%	NIL	0%

C. RESOLUTION NO. 3 - DECLARATION OF DIVIDEND FOR 2015-2016

"Resolved that as recommended by the Board of Directors, the company do hereby declare a dividend of 15% i.e. Rs.1.50 per share of Rs.10 on all the 2,75,22,400 equity shares of the company for the year 2015-16 which dividend may be paid to the holders of shares on the date of this annual general meeting."

Number of members present and voting (in person or by proxy) including e-votes		Votes cast in favour		Votes cast against		Invalid votes	
		No. of Votes	% of total number of valid votes cast	No. of Votes	% of total no. of valid votes cast	No. of Votes	Votes cast by them
E-Voting members	42	24527913	100%	NIL	0%	NIL	0%
Polling at AGM -	32	763	100%	NIL	0%	NIL	0%
Total Shares voted-	74	24528676	100%	NIL	0%	NIL	0%

D. RESOLUTION NO. 4 - APPOINTMENT OF AUDITORS

"Resolved that pursuant to the provisions of Section 139(1) of the Companies Act 2013 and the Companies (Audit and Auditors) Rules, 2014, K.C. Khanna & Company, Chartered Accountants, Bhopal, who had completed more than 10 year of audit of the company up to 31.03.2014 and were appointed as auditor for the years 2014-15 and 2015-16 be and are hereby re-appointed as Auditors of the Company for one more year i.e for 2016-17 in view of the transitional period allowed i.e from the conclusion of this 23rd Annual General Meeting till the conclusion of 24th Annual General Meeting to be held in 2017 at a remuneration to be decided by the Chairman cum Managing Director with the consent of the auditors".

Number of members present and voting (in person or by proxy) including e-votes		Votes cast in favour		Votes cast against		Invalid votes	
		No. of Votes	% of total number of valid votes cast	No. of Votes	% of total no. of valid votes cast	No. of Votes	Votes cast by them
E-Voting members	42	24527913	100%	NIL	0%	NIL	0%
Polling at AGM -	32	763	100%	NIL	0%	NIL	0%
Total Shares voted-	74	24528676	100%	NIL	0%	NIL	0%

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Company Secretaries

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09425004975 (M)

e-mail : mmchawlabhopal@gmail.com

E. RESOLUTION NO. 5 -LOANS, GUARANTEES, SECURITIES AND INVESTMENTS

"RESOLVED THAT in terms of sections 186 of the Companies Act, 2013, the Company do hereby authorize the Board of Directors to invest in securities of any other body corporate and to give loans and guarantees and provide security by way of charge on its assets to any party whether government or non-government, whether banking or non-banking institutions and whether related party or not, to the maximum extent of Rs.200 Crores (rupees Two hundred crores only) outstanding at any one time including transactions already done."

Number of members present and voting (in person or by proxy) including e-votes	Votes cast in favour		Votes cast against		Invalid votes		
	No. of Votes	% of total number of valid votes cast	No. of Votes	% of total no. of valid votes cast	No. of Votes	Votes cast by them	
E-Voting	42	24527913	100%	NIL	0%	NIL	0%
POSTAL BALLOT	nil	NIL	100%	NIL	0%	NIL	0%
Polling at AGM -	nil	NIL	100%	NIL	0%	NIL	0%
Total Shares voted-	42	24527913	100%	NIL	0%	NIL	0%

5. A soft copies/Compact Disc (CD) containing a lists of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution, by e-voting or at a poll, are enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.
7. Thus, subject to the approval of the Chairman, the resolution nos. 1 to 4 were passed as ordinary resolutions and resolution no. 5 as special resolution.

Thanking you,

Yours faithfully,

Place: NEW DELHI
Dated: 30.09.2016


CS MADAN MOHAN CHAWLA
SCRUTINISER
FCS 67 CP 716

MINUTES OF THE 23RD ANNUAL GENERAL MEETING OF SOM DISTILLERIES & BREWERIES LTD HELD ON FRIDAY THE 30TH SEPTEMBER 2016 AT EXECUTIVE CLUB, DOLLY FARMS AND RESORTS PVT. LTD, 349, VILLAGE SHAHOORPUR, P.O FATEHPUR BERI, NEW DELHI – 110 030 AT 11.00 HOURS.

Shri Sanjay Ratra, a shareholder took the chair as per Article 70 of the Articles of Association, after the proposal to appoint him as chairman of this meeting was moved by Shri Praveen Kumar Nanda was seconded by Shri Yogesh Kumar and was approved unanimously. He declared that the quorum for the meeting was present. The Register of Directors and Key Managerial Personnel u/s 170 and Register of Contracts and Arrangements u/s 189 were laid on the table of the meeting. The notice of the meeting and the annual accounts for 2015-16 were taken as read.

The Chairman announced that item no. 5 of the agenda in the notice of the meeting is to be decided on the basis of postal ballot including e-voting and the other the items nos. 1 to 4 of the agenda in the notice of the meeting are to transacted by e-voting plus voting at this meeting which is to take place only by poll and not by show of hands. Polling papers had been given to the shareholders present. The shareholders discussed each of the items of the agenda. They were requested to cast their respective votes by putting tick marks against each item of the agenda. The votes were thus cast by the shareholders. After the meeting, the scrutinizer's report was received which was to the effect that item no. 1 to 4 were passed as ordinary resolutions and item nos. 5 was passed as a Special resolution. The respective resolutions passed are recorded below.

1. ACCOUNTS

As per the report dated 30.09.2016 of the Scrutinizer, CS M.M.Chawla, the following resolution was passed as an ordinary resolution on the basis of the e-voting and voting by poll at the meeting.

“Resolved that report of the Board of Directors dated 13.08.2016 and audited Balance sheet as at 31.03.2016 and Profit & Loss Account for the year 2015-2016 be and are hereby adopted.”

2. RETIREMENT BY ROTATION

As per the report dated 30.09.2016 of the Scrutinizer, CS M.M.Chawla, the following resolution was passed as an ordinary resolution on the basis of the e-voting and voting by poll at the meeting.

“Resolved that Shri Surjeet Lal, who retired by rotation at this meeting and offered himself for reappointment, be and is hereby reappointed as a Director.”

3. DECLARATION OF DIVIDEND FOR 2015-16

As per the report dated 30.09.2016 of the Scrutinizer, CS M.M.Chawla, the following resolution was passed as an ordinary resolution on the basis of the e-voting and voting by poll at the meeting.

“Resolved that as recommended by the Board of Directors, the company do hereby declare a dividend of 15% i.e. Rs.1.50 per share of Rs.10 on all the 2,75,22,400 equity shares of the company for the year 2015-16 which dividend may be paid to the holders of shares on the date of this annual general meeting.”



4. APPOINTMENT OF AUDITORS

As per the report dated 30.09.2016 of the Scrutinizer, CS M.M.Chawla, the following resolution was passed as an ordinary resolution on the basis of the e-voting and voting by poll at the meeting.

“Resolved that pursuant to the provisions of Section 139(1) of the Companies Act 2013 and the Companies (Audit and Auditors) Rules, 2014, K.C. Khanna & Company, Chartered Accountants, Bhopal, who had completed more than 10 year of audit of the company up to 31.03.2014 and were appointed as auditor for the years 2014-15 and 2015-16 be and are hereby re-appointed as Auditors of the Company for one more year i.e for 2016-17 in view of the transitional period allowed i.e from the conclusion of this 23rd Annual General Meeting till the conclusion of 24th Annual General Meeting to be held in 2017 at a remuneration to be decided by the Chairman cum Managing Director with the consent of the auditors”.

5. LOANS, GUARANTEES, SECURITIES AND INVESTMENTS

As per the report dated 30.09.2016 of the Scrutinizer, CS M.M.Chawla, the following resolution was passed through postal ballot including e-voting as a Special Resolution:

“RESOLVED THAT in terms of sections 186 of the Companies Act, 2013, the Company do hereby authorize the Board of Directors to invest in securities of any other body corporate and to give loans and guarantees and provide security by way of charge on its assets to any party whether government or non-government, whether banking or non-banking institutions and whether related party or not, to the maximum extent of Rs.200 Crores (rupees Two hundred crores only) outstanding at any one time including transactions already done.”

The meeting ended with a vote of thanks to the Chair.


SANJAY RATRA
CHAIRMAN

Dated: 03.10.2016
Place: New Delhi



CIN : L74899DL1993PLC052787

SOM DISTILLERIES & BREWERIES LTD.

Corporate Office : 23, Zone-II, Mahatma Pratap Nagar, Bhopal-462 011 (M.P.) Tel. : +91-755-4278827, 4271271 Fax : +91-755-2557470
E-mail : sdlttd@bsnl.in , somdistilleries@rediffmail.com, Web : www.somindia.in Work : Village Rojrachak, Distt. Raisen (M.P.) Ph.: (07480) 266244-5

Date: 01.10.2016

1. The Secretary,
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, MUMBAI- 400001.
2. National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex, Bandra(E),
Mumbai 400051.

Stock Code: BSE: 507514, NSE: SDBL/EQ
ISIN No. : INE480C01012

Reg: Voting Result as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

Dear Sir,

Please find enclosed Voting Result of 23rd Annual General Meeting of Som Distilleries & Breweries Limited held on 30.09.2016 at Delhi. This is for your information and record.

Thanking you,

Yours faithfully,
For Som Distilleries & Breweries Limited

Mayank Singh Bhadauria
Company Secretary

SOM
GROUP OF COMPANIES

Annexure I

REPORT UNDER REGULATION 44(3) OF SEBI (Listing obligations and Disclosures Requirements) REGULATIONS, 2015

Date of AGM/EGM	30.09.2016
Total number of shareholders on record date	6562
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Nil 32
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	NIL NIL

Agenda- wise disclosure (to be disclosed separately for each agenda item)

Resolution required: (Ordinary/ Special) <input checked="" type="checkbox"/>				ACCOUNTS				
				"Resolved that report of the Board of Directors dated 13.08.2016 and audited Balance sheet as at 31.03.2016 and Profit & Loss Account for the year 2015-2016 be and are hereby adopted".				
Whether promoter/ promoter group are interested in the agenda/resolution?				NO				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	6310389	6310389	100%	6310389	NIL	100%	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	6310389	6310389	100%	6310389	NIL	100%	NIL

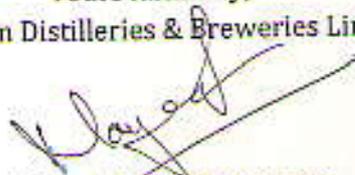
Public- Non Institutions	E-Voting	18217524	18217524	100%	18217524	NIL	100%	NIL
	Poll	763	763	100%	763	NIL	100%	NIL
	Postal Ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	18218287	18218287	100%	18218287	NIL	100%	NIL
Total		24528676	24528676	100%	24528676	NIL	100%	NIL

Agenda- wise disclosure (to be disclosed separately for each agenda item)

Resolution required: (Ordinary/ Special) ✓				DECLARATION OF DIVIDEND FOR 2015-16				
				"Resolved that as recommended by the Board of Directors, the company do hereby declare a dividend of 15% i.e. Rs.1.50 per share of Rs.10 on all the 2,75,22,400 equity shares of the company for the year 2015-16 which dividend may be paid to the holders of shares on the date of this annual general meeting."				
Whether promoter/ promoter group are interested in the agenda/resolution?				NO				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6310389	6310389	100%	6310389	NIL	100%	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	6310389	6310389	100%	6310389	NIL	100%	NIL
Public-Institutions	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public- Non	E-Voting	18217524	18217524	100%	18217524	NIL	100%	NIL

ns	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public- Non Instituti ons	E-Voting (Postal Ballot)	18217524	18217524	100%	18217524	NIL	100%	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	18217524	18217524	100%	18217524	NIL	100%	NIL
Total		24527913	24527913	100%	24527913	NIL	100%	NIL

Yours faithfully,
For Som Distilleries & Breweries Limited


Mayank Singh Bhadauria
Company Secretary