

RAJSHREE SUGARS & CHEMICALS LIMITED
Regd. Off: 338, Avanashi Road, Peelamedu, Coimbatore 641 004

NOTICE TO THE MEMBERS

Notice is hereby given that the 26th Annual General Meeting of the Members of Rajshree Sugars & Chemicals Limited will be held on Wednesday, the 8th day of August 2012 at 11.00 AM at the Conference Hall, Indian Chamber of Commerce & Industry, Avanashi Road, Coimbatore 641 018 to transact the following business:

ORDINARY BUSINESS

- 1 To consider, approve and adopt the Statement of Profit & Loss for the year ended 31st March 2012, the Balance Sheet as on that date, the report of the Board of Directors and the report of the Auditors.
- 2 To appoint a Director in the place of Mr.G.S.V.Subba Rao who retires by rotation and being eligible offers himself for re-appointment.
- 3 To appoint a Director in the place of Mr.Raja MJ Abdeen who retires by rotation and being eligible offers himself for re-appointment.
- 4 To appoint Auditors to hold office till the conclusion of the next Annual General Meeting and to fix their remuneration.

By Order of the Board

Place : Coimbatore
Date : 19th May 2012

R.S.GOWDHAMAN
Company Secretary

NOTE:

1. **The Register of Members of the Company will remain closed from 1st August 2012 to 8th August 2012 (both days inclusive).**
2. **A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a Proxy to attend and vote instead of himself/herself and the Proxy need not be a Member.**
3. Members are requested to intimate the change in bank mandate/address, if any, immediately to the Registrars and Transfer Agents of the Company, M/s.S.K.D.C. Consultants Limited, Kanapathy Towers, 3rd Floor, 1391/A-1, Sathy Road, Ganapathy, Coimbatore 641 006.
4. Members are requested to bring their copy of the Annual Report with them to the Annual General Meeting.
5. The Company's equity shares are listed in the following stock exchanges at present.
 - a. National Stock Exchange of India Limited, Mumbai
 - b. Bombay Stock Exchange Limited, Mumbai

The Company has paid the annual listing fees for the period 2012-13 in respect of the above stock exchanges.

- 6 The following are the details of dividends declared by the Company and the respective due dates for transfer of unclaimed / unpaid dividend to the Investor Education and Protection Fund (IEPF).

Date of declaration of dividend	Dividend for the financial year	Due date of credit to the Central Government	Due date of transfer to the Central Government
30.09.2005	2004-2005	29.09.2012	29.10.2012
06.09.2006	2005-2006	05.09.2013	05.10.2013
10.09.2007	2006-2007	09.09.2014	09.10.2014
23.09.2009	2008-2009	22.09.2016	22.10.2016
20.09.2010	2009-2010	19.09.2017	19.10.2017

It may be noted that no claim of the shareholders will be entertained for the unclaimed / unpaid dividends after their credit to the Investors Education & Protection Fund.

In view of the above, the shareholders are advised to send their unencashed dividend warrants to the Registered Office of the Company for revalidation and encash them before the due date for credit to the IEPF.

7. The information/details pertaining to Mr.G.S.V.Subba Rao and Mr.Raja MJ Abdeen to be provided in terms of clause 49 of the Listing Agreement with the Stock Exchanges are furnished in the annexure.
8. Members desirous of obtaining any information concerning the accounts and operations of the company are requested to address their queries in writing atleast two weeks before the meeting, so that the information may be made available at the meeting.
9. The Ministry of Corporate Affairs ("MCA") has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by companies and has issued circulars on April 21, 2011 and April 29, 2011 stating that the service of document by a company can be made through electronic mode to the shareholders of the company. A recent amendment to the Listing Agreement with the Stock Exchanges permits companies to send soft copies of the Annual Report to all those shareholders who have registered their e-mail address for the said purpose.

The members are requested to inform their updated e-mail address to their respective Depository Participants and those who are holding shares in physical form may intimate their e-mail address to the Registrars and Transfer Agents of the Company, M/s.S.K.D.C. Consultants Limited, Kanapathy Towers, 3rd Floor, 1391/A-1, Sathy Road, Ganapathy, Coimbatore 641 006. (E-mail: info@skdc-consultants.com).

However, the company can send a physical copy of the balance sheet of the company and all other documents required by law to be attached thereto including the Balance Sheet, Statement of Profit & Loss, Auditor's Report, Directors' Report, etc. upon receipt of a requisition from the shareholders, as a member of the Company.

The contents of Annual Report such as Notice with Balance Sheet, Statement of Profit & Loss, Auditor's Report, Directors' Report, etc. are available in the website of your company www.rajshreesugars.com and for inspection at the Registered Office of the company during office hours.

Members are requested to support this Green Initiative by registering / updating their e-mail addresses for receiving electronic communications.

By Order of the Board

Place : Coimbatore
Date : 19th May 2012

R.S.GOWDHAMAN
Company Secretary

ADDITIONAL INFORMATION ON DIRECTORS RECOMMENDED FOR APPOINTMENT OR SEEKING ELECTION AT THE ANNUAL GENERAL MEETING

The brief resume of the Directors seeking reappointment is given below.

Mr. G.S.V. Subba Rao (70)

Mr.G.S.V.Subba Rao, B.Com, MA, CAIIB (Certified Association of Indian Institute of Bankers), retired as Deputy General Manager of the State Bank of India after working in various capacities in the Bank. He has wide experience in handling various Corporate clients during his employment in the Bank.

He has wide expertise in the Banking sector, credit appraisal, finance and general administration.

He holds no Directorship / membership of committees in other Companies. He is the Chairman of Audit Committee of the company.

He does not hold any share in the Company.

Mr. Raja M.J. Abdeen (61)

Mr. Raja M.J.Abdeen, Under graduate in general education, is a non-resident Indian based in Singapore with interests in shipping, travel and real estate.

He has wide expertise in the field of administration, management and finance.

He holds Directorship and membership in Committees of other Companies as follows:

Directorship in other companies	Membership in Committees
Abdeen UK Ltd, London	Nil
Far Eastern Services P Ltd, Singapore	Nil
Straitsship Services P Ltd, Singapore	Nil
Straits Orient Agencies Pte Ltd	Nil
Olympic Maritime Carriers P Ltd	Nil
Rajnisha Textiles & Exports Pte Ltd	Nil
Straits Travel & Tours (Pte.) Ltd	Nil
Osjay Shipping & Forwarding (Sdn) Bhd, Malaysia	Nil
Straits Granites & Minerals Pte Ltd.	Nil
Straits Ship-Chandlers (1941) Pte Ltd.	Nil
Encore Marine & Engineering Pte Ltd.	Nil
Far Eastern Services (Malaysia) Sdn. Bhd	Nil
Straits Global Logistics (s) Pte. Ltd.	Nil
Blue Chip Consultant Pte Ltd.	Nil
Straits Griffin Logistix (India) Pvt. Ltd.	Nil
Straits Griffin (S) Pte. Ltd.	Nil

He holds membership in the following committees of the company:

Shareholders / Investors Grievance Committee	Chairman
Audit Committee	Member
Remuneration Committee	Member

He holds 10,10,000 equity shares in the Company.

