

August 29, 2017

National Stock Exchange of India Limited
Bandra Kurla Complex
Bandra East
Mumbai – 400 051

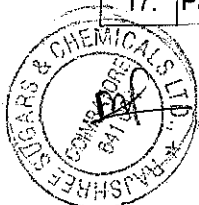
BSE Limited
P.J.Towers
Dalal Street
Mumbai – 400 001

Sirs

Sub: Proceedings of 31st Annual General Meeting (AGM) held on 28th August 2017 – reg.,

This is to inform you that the 31st AGM of the members of the Company was held on Monday, the 28th August 2017 at 10 AM at the Chamber Hall, Indian Chamber of Commerce & Industry, Avanashi Road, Coimbatore 641 018 for ;

| S.No | Subject and type of resolution |
|------|---|
| 1. | Adoption of the audited financial statements of the company for the year ended 31 st March 2017 (Ordinary Resolution) |
| 2. | Adoption of the consolidated audited financial statements of the company for the year ended 31 st March 2017 (Ordinary Resolution) |
| 3. | Declaration of dividend subject to approval of the lenders under the CDR scheme (Ordinary Resolution) |
| 4. | Reappointment of Dr.P.Surularayanasami (DIN 01468527) as a Director (Ordinary Resolutions) |
| 5. | Ratification of appointment of Auditors (Ordinary Resolutions). |
| 6. | Reappointment of Mr.G.R.Karthikeyan (DIN 01587747) as an Independent Director (Special Resolution) |
| 7. | Reappointment of Dr.K.Mohan Naidu (DIN 01774192) as an Independent Director (Special Resolution) |
| 8. | Reappointment of Mr.R.C.H.Reddy (DIN 00006184) as an Independent Director (Special Resolution) |
| 9. | Reappointment of Mr.G.S.V.Subba Rao (DIN 00001697) as an Independent Director (Special Resolution) |
| 10. | Appointment of Mr.Sheilendra Bhansali (DIN 00595312) as an Independent Director (Ordinary Resolution) |
| 11. | Increase in remuneration to Ms.Rajshree Pathy as Managing Director (Special Resolution) |
| 12. | Appointment of Mr.Aditya Krishna Pathy (DIN 00062224) as a Director (Ordinary Resolution) |
| 13. | Appointment of Mr.Aditya Krishna Pathy (DIN 00062224) as Managing Director (Special Resolution) |
| 14. | Reappointment of Mr.R.Varadarajan (DIN 00001738) as Wholetime Director (Ordinary Resolution) |
| 15. | Alteration of Articles of Association (Special Resolution) |
| 16. | Ratification of payment of remuneration to M/s.S.Mahadevan & Co., Cost Auditor (Ordinary Resolutions). |
| 17. | Payment of Commission to Ms.Rajshree Pathy, Chairperson (Ordinary Resolution) |



Contd...

The above subjects were placed before the AGM for approval of members as Ordinary / Special Resolutions. The proceedings of the said meeting are furnished hereunder.

Proceedings of AGM:

The Chairperson of the Company Ms.Rajshree Pathy, after ascertaining the presence of quorum declared that the meeting is properly convened and proceeded to business. She welcomed the members who were present at the meeting.

With the permission of the members who were present, the Chairperson recorded that the notice convening the meeting could be taken as read.

The Chairperson invited comments on the Annual Report from the members. One shareholder expressed his views on the general performance of the Company.

She further informed the members that as per the provisions of the Companies Act 2013 & the SEBI (LODR) Regulations, 2015 the Company had made arrangements for e-voting by entering into an agreement with Central Depository Services Ltd (CDSL). The e-voting commenced on 25th August 2017 at 9 AM and closed at 5 PM on 27th August 2017. The members, who had not voted through e-voting, were invited to cast their vote by filling the Ballot Form, which was distributed at the entrance to the venue, and drop the same in the Ballot Box.

The Chairperson informed that the members may disperse after casting their votes. The results of voting on the resolutions shall be declared within 2 days of conclusion of the meeting. The results declared along with the scrutinizer's report shall be placed on the Company's website and on the website of CDSL for the information to the members and will be communicated to the Stock Exchanges.

The meeting concluded at 10.50 AM, the 28th August 2017.

Kindly take the above information on your records.

Thanking you

For and on behalf of
RAJSHREE SUGARS & CHEMICALS LIMITED


M PONRAJ
Company Secretary

